

ARTICLES OF INCORPORATION OF  
RAYBURN COUNTRY ASSOCIATION

FILED  
In the Office of the  
Secretary of State of Texas

MAR 30 1977

*Bill [unclear]*  
Director, Corporation Division

We, the undersigned natural persons of the age of twenty-one (21) years or more, at least two of whom are citizens of the State of Texas, acting as incorporators of a corporation under the Texas Non-Profit Corporation Act, do hereby adopt the following Articles of Incorporation for such corporation.

ARTICLE ONE

The name of the corporation is Rayburn Country Association.

ARTICLE TWO

The corporation is a non-profit corporation.

ARTICLE THREE

The period of its duration is perpetual.

ARTICLE FOUR

The purposes for which the corporation is organized are:

1. To enforce, collect and receipt for the various charges imposed upon Section 7, Rayburn Country, and other subdivisions or tracts situated in Jasper County, Texas, which are a part of those certain

lands containing 1,000 acres more or less, described and conveyed by deed from East Texas Pulp and Paper Company to Rayburn Land Company dated June 30, 1965, recorded in Volume 185, page 147, of the Deed Records of Jasper County, Texas (except Sections 1 through 6 thereof), and such other lands adjacent thereto which shall be developed by Rayburn Country Development Corporation and which are or shall be subject to restrictions imposed thereon by Rayburn Country Development Corporation and expressly made enforceable by Rayburn Country Association and which are or shall be subjected by such restrictions to (a) a maintenance charge payable to Rayburn Country Association, (b) an amortization charge for improvements to serve lot owners, and (c) a section charge for services beneficial to sections comprised in the Association; to manage, control and expend funds derived from such charges for the respective purposes for which the same are imposed, as set forth in the applicable restrictions; and to adjust from time to time such of said charges as are subject to adjustment, as provided in the applicable restrictions.

2. To control the construction or alteration of any structure to be erected or altered upon any tract, lot or lots in any Section or Subdivision made subject to the Association's activities, and which lot or lots may be subject to architectural and environmental control by virtue of the restrictions applicable thereto, such control to be administered

in accordance with, and within the limitations imposed by, the aforesaid restrictions; and for such purpose to appoint and maintain an environmental control committee, by whatever name known, as provided in said restrictions, which shall act upon all matters pertaining to architectural and environmental control.

3. To encourage and promote the fellowship and social welfare of its members by means of social gatherings and to conduct a club or clubs for the purpose of providing recreation, fellowship, entertainment, and social diversion primarily for its members, and to provide for and regulate membership in any such club including providing for memberships in persons who are not members of the corporation.

4. In general to promote and foster civic pride and high standards of property maintenance in areas of Rayburn Country comprised by its activities, and each portion thereof, and to perform all acts and do all things appropriately connected with or incidental to any or all of the foregoing objectives and purposes not contrary to the laws of the State of Texas.

#### ARTICLE FIVE

The street address of the initial registered office of the corporation is 12 Watch Hill Road, Sam Rayburn, Texas 75951, and the

name of its initial registered agent at such address is William E. Lovett.

#### ARTICLE SIX

The number of directors constituting the initial board of directors of the corporation is three, and the names and addresses of the persons who are to serve as the initial directors are:

<u>NAME</u>	<u>ADDRESS</u>
Werner R. Heimann	3523 Lamar Avenue Memphis, Tennessee 38118
William E. Lovett	12 Watch Hill Road Sam Rayburn, Texas 75951
William P. Webster	81 Dogwood Road Sam Rayburn, Texas 75951

#### ARTICLE SEVEN

The name and street address of each incorporator is:

<u>NAME</u>	<u>ADDRESS</u>
William B. Everett	3523 Lamar Avenue Memphis, Tennessee 38118
R. D. Richards, Jr.	One Shell Plaza Houston, Texas
Perry M. Reaves	One Shell Plaza Houston, Texas

## ARTICLE EIGHT

No stock shall be issued. Membership shall be comprised of and restricted to the record owners of lots or tracts in each Section or subdivision to which recorded Restrictions make the Association applicable. Each owner of one or more of said lots or tracts shall own one share in the corporation, and shall be entitled to one vote in electing directors and in voting on other matters submitted to the members for a vote, for each such lot or tract owned. When each lot or tract is sold or transferred, the corresponding share of the corporation and the right to vote will automatically be transferred to the purchaser or other transferee of the lot or tract, regardless of whether the conveyance or other instrument of transfer does or does not contain words purporting to convey or reserve such share and right to vote. In case a lot or tract is owned in common by two or more persons or entities, the vote must be cast by any one of the common owners authorized to represent all the common owners, and in the absence of a designation as to which common owner is so entitled, then the first named shall be deemed entitled to privileges of membership. The vote of any corporate lot owner must be cast by an authorized representative of the corporation. Any vote may be cast in person or by proxy.

IN WITNESS WHEREOF, we have hereunto set our hands this

18th day of March, 1971.

R. D. Richards, Jr.  
R. D. Richards, Jr.

Perry M. Reaves  
Perry M. Reaves

William B. Everett  
William B. Everett

THE STATE OF TEXAS )

COUNTY OF HARRIS )

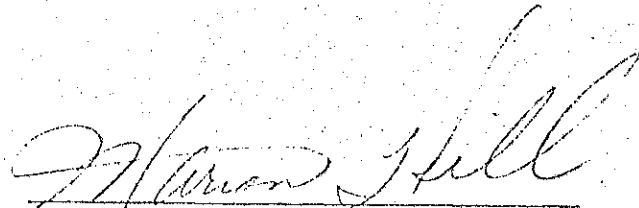
I, LINDA SNEED, a Notary Public,  
do certify that on this 18 day of March, 1971, per-  
sonally appeared before me, R. D. Richards, Jr., and Perry M. Reaves,  
who each being by me first duly sworn, severally, declared that they  
are the persons who signed the foregoing document as incorporators, and  
that the statements therein contained are true.

Linda Sneed  
Notary Public in and for  
Harris County, Texas

THE STATE OF TENNESSEE )

COUNTY OF SHELBY )

I, Marion Hill, Notary Public, do certify that on this 18th day of March, 1971, personally appeared before me William B. Everett, who being by me first duly sworn, declares that he is the person who signed the foregoing document as an incorporator, and that the statements contained therein are true.



Notary Public in and for  
Shelby County, Tennessee

My Commission Expires March 25, 1974