

ARTICLES OF INCORPORATION

ARTICLE ONE

FILED
In the Office of the
Secretary of State of Texas

MAY 18 1961

The name of the corporation is COUNTRY PLACE LANDOWNERS ASSOCIATION, INC.

ARTICLE TWO

CERTIFICATE
Corporation Division

The corporation is a non-profit corporation.

ARTICLE THREE

The period of duration of the corporation is perpetual.

ARTICLE FOUR

The purposes for which the corporation is organized are:

- (1) The specific and primary purpose is to maintain and manage certain real property and other assets in which the members of the corporation shall have a common interest.
- (2) The general purposes and powers are to have and exercise all rights and powers conferred on non-profit corporations under the laws of Texas, or which may hereafter be conferred, including the power to contract, rent, buy or sell personal or real property; provided, however, that this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the primary purpose of this corporation.
- (3) Notwithstanding any of the above statements of purposes and powers, this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the primary purpose of this corporation.

This corporation is organized pursuant to the Texas Non-Profit Corporation Act and does not contemplate pecuniary gain or profit to the members thereof and is organized for non-profit purposes.

ARTICLE FIVE

Initial Registered Office and Agent

The street address of the initial registered office of the corporation is Route 4, Box 1015 Country Place, Tyler, Texas 75703 and the name of the initial Registered Agent at such address is Larry P. Branch.

ARTICLE SIX

Board of Directors

The number of directors constituting the initial board of directors of the corporation is three(3), and the names and addresses of the persons who are to serve as the initial directors are:

<u>NAME</u>	<u>ADDRESS</u>
Jerry L. Atherton	P.O. Box 359 Tyler, Texas 75710
Larry P. Branch	2825 Rockbridge, Tyler, Texas 75703
Steve R. Johnson	400 Seth Whitehouse, Texas 75791

ARTICLE SEVEN

Incorporators

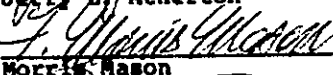
The name and street address of each incorporator is:

<u>NAME</u>	<u>ADDRESS</u>
Jerry L. Atherton	P.O. Box 359, Tyler, Texas 75710
Morris Mason	P.O. Box 359, Tyler, Texas 75710
John G. Payne	P.O. Box 359, Tyler, Texas 75710

IN WITNESS WHEREOF, we have hereunto set our hands, this 15th day of May, 1981.



Jerry L. Atherton



Morris Mason



John G. Payne

The State of Texas §

County of Smith §

Before me, the undersigned authority, on this day personally appeared JERRY L. ATHERTON, MORRIS MASON and JOHN G. PAYNE, 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 and correct.

Given under my hand and seal of office on this the 15th day of May, 1981.



Notary Public, in and for
Smith County, Texas