

FILED
In the Office of the
Secretary of State of Texas

SEP 28 1977

Lorna Salzman
Deputy Director, Corporation Division

ARTICLES OF INCORPORATION
OF
LOS COMPADRES HOMEOWNERS ASSOCIATION, INC.

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 Los Compadres Homeowners Association, Inc.

ARTICLE TWO

The corporation is a non-profit corporation.

ARTICLE THREE

The period of its duration is perpetual.

ARTICLE FOUR

The purpose or purposes for which the corporation is organized are:

1. To provide a means of administering, preserving, maintaining, enforcing and assuring the continued retention of open space in Los Compadres, a real estate subdivision, subject to Section 25-21.2 of the El Paso City Code or any amendment thereto, or any addition or additions as may hereafter be brought within the jurisdiction of this corporation in accordance with the Declaration of Covenants, Conditions and Restrictions for Los Compadres, filed or to be filed in the Office of the County Clerk of El Paso County, Texas.
2. To contract and pay for maintenance of all streets, supplies and services of whatsoever kind or nature in maintaining the open areas and to employ all other personnel reasonably necessary for the accomplishments and

the operation of the various purposes outlined herein.

3. To fix, levy, collect and enforce payment by any lawful means, all charges or assessments pursuant to the terms of the Declaration and to pay all expenses in connection therewith and all office and other expenses incident to the conduct of the business of the Association, including all licenses, taxes or governmental charges levied or imposed against the property of the Association.

4. To purchase, merge, consolidate or otherwise join with other non-profit corporations organized for the same or similar purposes or annex additional residential property and common area.

5. To enter into general and limited partnerships with other corporations, associations and individuals for the accomplishment of the various purposes outlined herein.

6. To have and to exercise all of the powers conferred upon non-profit corporations by the Texas Non-Profit Corporation Act.

ARTICLE FIVE

The street address of the initial registered office of the corporation is 925 Rim Road, El Paso Texas and the name of its initial registered agent at such address is Stanley O. Kingery.

ARTICLE SIX

The number of directors constituting the initial Board of Directors of the corporation is two (2) and the names and addresses of the persons who are to serve as the initial directors are:

Stanley O. Kingery	925 Rim Road El Paso, Texas
Francia G. Kingery	925 Rim Road El Paso, Texas

ARTICLE SEVEN

The name and street address of each incorporator is:

John S. Birkelbach	404 Indian Bluff El Paso, Texas
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Michael F. Ainsa

634 Turney
El Paso, Texas

H. Keith Myers

5821 Parkmont
El Paso, Texas

IN WITNESS WHEREOF, we have hereunto set our hands
this 26th day of September, 1977.

John S. Birkelbach
JOHN S. BIRKELBACH
Michael F. Ainsa
MICHAEL F. AINSA
H. Keith Myers
H. KEITH MYERS

STATE OF TEXAS)
)
COUNTY OF EL PASO)

I, PENELOPE COCHRAN, a Notary Public,
do hereby certify that on this 26th day of September,
1977, personally appeared before me John S. Birkelbach, who
being by me first duly sworn, declared that he is the person
who signed the foregoing document as an incorporator, and
the statements therein contained are true.

IN WITNESS WHEREOF, I have hereunto set my hand
and seal the day and year above written.

Penelope Cochran
Notary Public, El Paso County,
Texas

My Commission Expires:

JULY 31, 1978

STATE OF TEXAS)
)
COUNTY OF EL PASO)

I, PENELOPE COCHRAN, a Notary Public, do
hereby certify that on this 26th day of September, 1977,
personally appeared before me Michael F. Ainsa, who being by
me first duly sworn, declared that he is the person who
signed the foregoing document as an incorporator, and the
statements therein contained are true.

IN WITNESS WHEREOF, I have hereunto set my hand
and seal the day and year above written.

Penelope Cochran
Notary Public, El Paso County,
Texas

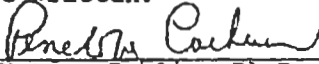
My Commission Expires:

JULY 31, 1978

STATE OF TEXAS)
)
COUNTY OF EL PASO)

I, PENELOPE COCHAN, a Notary Public, do hereby certify that on this 26th day of September, 1977, personally appeared before me H. Keith Myers, who being by me first duly sworn, declared that he is the person who signed the foregoing document as an incorporator, and the statements therein contained are true.

IN WITNESS WHEREOF, I have hereunto set my hand and seal the day and year above written.



Notary Public, El Paso County,
Texas

My Commission Expires:

July 31, 1978