



The State of Texas

Secretary of State

CERTIFICATE OF INCORPORATION

OF

VILLAGES OF TOWN CENTER OWNERS ASSOCIATION, INC.
CHARTER NUMBER 01335997

THE UNDERSIGNED, AS SECRETARY OF STATE OF THE STATE OF TEXAS, HEREBY CERTIFIES THAT THE ATTACHED ARTICLES OF INCORPORATION FOR THE ABOVE NAMED CORPORATION HAVE BEEN RECEIVED IN THIS OFFICE AND ARE FOUND TO CONFORM TO LAW.

ACCORDINGLY, THE UNDERSIGNED, AS SECRETARY OF STATE, AND BY VIRTUE OF THE AUTHORITY VESTED IN THE SECRETARY BY LAW, HEREBY ISSUES THIS CERTIFICATE OF INCORPORATION.

ISSUANCE OF THIS CERTIFICATE OF INCORPORATION DOES NOT AUTHORIZE THE USE OF A CORPORATE NAME IN THIS STATE IN VIOLATION OF THE RIGHTS OF ANOTHER UNDER THE FEDERAL TRADEMARK ACT OF 1946, THE TEXAS TRADEMARK LAW, THE ASSUMED BUSINESS OR PROFESSIONAL NAME ACT OR THE COMMON LAW.

DATED DEC. 5, 1994

EFFECTIVE DEC. 5, 1994




Secretary of State



The State of Texas
Secretary of State

CERTIFICATE OF INCORPORATION
OF

VILLAGES OF TOWN CENTER OWNERS ASSOCIATION, INC.
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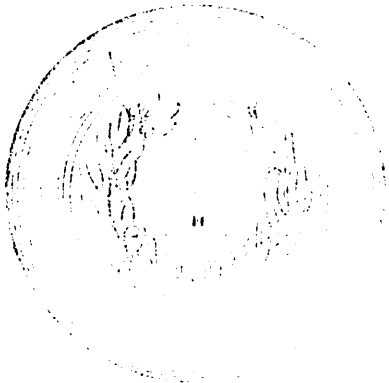
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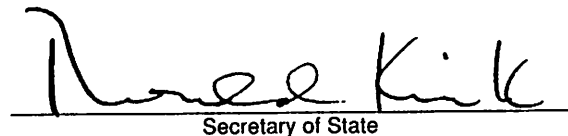
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Secretary of State

DEC 05 1994

Corporations Section

ARTICLES OF INCORPORATION
OF
VILLAGES OF TOWN CENTER OWNERS ASSOCIATION, INC.

ARTICLE ONE

The name of the corporation is Villages of Town Center Owners Association, Inc.

ARTICLE TWO

The corporation is a nonprofit corporation.

ARTICLE THREE

The period of its duration is perpetual.

ARTICLE FOUR

The purpose for which the corporation is organized are:

To provide for and promote the health, safety, and welfare of its respective members, to collect the annual maintenance charges and to administer the maintenance fund, to provide for the maintenance, repair, preservation, and upkeep, and protection of all common areas and facilities located on and comprising a part of Villages of Town Center, Section One, a subdivision in the City of Roseberg, Fort Bend County, Texas according to the map or plat thereof recorded in Slide No. 901B of the Plat Records of Fort Bend County, Texas.

ARTICLE FIVE

The address of its registered office is 3621 West Alabama, #200, Houston, Texas 77027, and the name of its registered agent at such address is Tofigh Sabet Shirazi.

ARTICLE SIX

The number of initial directors is three (3) and the names and addresses of the directors are:

Tofigh Shirazi	3621 West Alabama, #200 Houston, Texas 77027
Reza Shalchi-Toussi	3621 West Alabama, #200 Houston, Texas 77027
George V. Berg, Jr.	2701 Fannin Houston, Texas 77002

ARTICLE SEVEN

The name and address of the incorporator is:

Tofigh Sabet Shirazi
3621 West Alabama #200
Houston, Texas 77027

IN WITNESS WHEREOF, I have hereunto set my hand, this 30 day of

November, 1994.



Tofigh Sabet Shirazi, Incorporator

ARTICLES OF INCORPORATION
OF
VILLAGES OF TOWN CENTER OWNERS ASSOCIATION, INC.

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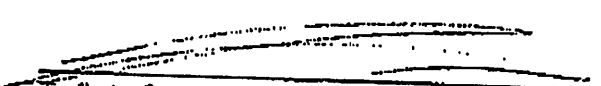
ARTICLE SEVEN

The name and address of the incorporator is:

Tofigh Sabet Shirazi
3621 West Alabama #200
Houston, Texas 77027

IN WITNESS WHEREOF, I have hereunto set my hand, this 13th day of

January, 1994.


Tofigh Sabet Shirazi, Incorporator



Office of the Secretary of State

Packing Slip

August 2, 2002

Planned Community Management, Inc.
PO Box 219223
Houston, TX 77218

RECEIVED
AUG 12 2002
PCMI

Page 1 of 1

Batch Number: 1421330

Batch Date: 07-17-2002

Client ID: 31888331

Return Method: Mail

Document Number	Document Detail	Filing Number / Name	Page Count	Fee
14213300002	Change of Registered Agent/ Office	VILLAGES OF TOWN CENTER OWNERS ASSOCIATION, INC.	0	\$5.00
Total Document Fees				\$5.00

Payment Type	Payment Status	Payment Reference	Amount
Check	Received	1710	\$5.00
Total Payments Received			\$5.00
Total Amount Charged to Client Account			\$0.00
Total Amount Credited to Client Account			\$0.00

Note: Any amount due need not be paid until the monthly statement is received.
Any amount credited to Client Account may be refunded upon request.
Refunds (if applicable) will be processed within 10 business days.
Acknowledgement of Filing Document(s) (if present) is attached.

User ID: DGUSTAFSON



Office of the Secretary of State

August 02, 2002

Planned Community Management, Inc.
PO Box 219223
Houston, TX 77218 USA

RE: VILLAGES OF TOWN CENTER OWNERS ASSOCIATION, INC.
File Number: 133599701

It has been our pleasure to file the change of registered agent or registered office, or both for the referenced entity. This letter may be used as evidence of the filing and payment of the filing fee.

If we may be of further service at any time, please let us know.

Sincerely,

Corporations Section
Statutory Filings Division
(512) 463-5555

Enclosure



Office of the Secretary of State

CERTIFICATE OF FILING OF

VILLAGES OF TOWN CENTER OWNERS ASSOCIATION, INC.

Filing Number: 133599701

The undersigned, as Secretary of State of Texas, hereby certifies that the statement of change of registered agent/office for the above named entity has been received in this office and has been found to conform to law.

ACCORDINGLY the undersigned, as Secretary of State, and by virtue of the authority vested in the Secretary by law hereby issues this Certificate of Filing.

Dated: 07/17/2002

Effective: 07/17/2002



A handwritten signature in cursive script that reads "Gwyn Shea".

Gwyn Shea
Secretary of State