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**CORPORATE CERTIFICATE
HOMEOWNERS ASSOCIATION OF
LEISURE COVE ON MARINA DRIVE, INC.**

The undersigned certifies that he is the President of Investment Management Company, the duly appointed and acting Managing Agent for Homeowners Association of Leisure Cove on Marina Drive, Inc. (the "Association"). The Association is the property owners' association for Leisure Cove, which is a subdivision in Montgomery County, Texas, according to the map or plat thereof recorded in Cabinet Z, Sheet 881-882, of the Map Records of Montgomery County, Texas (the "Subdivision").

The Association is a Texas non-profit corporation, and a true and correct copy of: (1) Certificate of Formation of Homeowners Association of Leisure Cove on Marina Drive, Inc. , are attached to this certificate as Exhibit "A."

Signed this 1st day of May, 2010.

HOMEOWNERS ASSOCIATION OF LEISURE
COVE ON MARINA DRIVE, INC.


By: INVESTMENT MANAGEMENT COMPANY, its
Managing Agent

By: 
STEVE DURHAM, President

STATE OF TEXAS §

COUNTY OF MONTGOMERY §

SWORN TO AND SUBSCRIBED BEFORE ME on the 1st day of May, 2010, by **STEVE DURHAM**, President of Investment Management Company, the Managing Agent for HOMEOWNERS ASSOCIATION OF LEISURE COVE ON MARINA DRIVE, INC. , a Texas non-profit corporation, on behalf of said corporation.


NOTARY PUBLIC, State of Texas



THE STATE OF TEXAS §

COUNTY OF MONTGOMERY §

This instrument was acknowledged before me on the 1st day of May, 2010, by **STEVE DURHAM**, President of Investment Management Company, the Managing Agent for TRADITIONS SECTION I MAINTENANCE CORPORATION, a Texas non-profit corporation, on behalf of said corporation..



NOTARY PUBLIC, State of Texas



AFTER RECORDING RETURN TO:
Leisure Cove on Marina Drive, Inc
c/o Bryan P. Fowler
The Fowler Law Firm
300 West Davis, Suite 510
Conroe, Texas 77301

SEP 27 2006

CERTIFICATE OF FORMATION
of
HOMEOWNERS ASSOCIATION OF LEISURE COVE ON MARINA DRIVE, INC.
(A TEXAS NONPROFIT CORPORATION)

Corporations Section

I, the undersigned natural person of the age of eighteen (18) years or more, acting as organizer of a corporation under the Texas Business Organizations Code, do hereby adopt the following Certificate of Formation for such corporation.

ARTICLE ONE
NAME

The name of the corporation is HOMEOWNERS ASSOCIATION OF LEISURE COVE ON MARINA DRIVE, INC.

ARTICLE TWO
NON-PROFIT CORPORATION

The corporation is a nonprofit corporation.

ARTICLE THREE
PURPOSES

The purposes for which the corporation is organized are as follows:

(1) The specific and primary purpose for which this corporation is organized is to govern the affairs of that certain subdivision known as Leisure Cove, Montgomery County, Texas according to the map or plat thereof recorded in Cabinet Z, Sheet Numbers 395 and 396, of the Map Records of Montgomery County, Texas and any other real property brought within the jurisdiction of the corporation (the "Properties"). IT SHALL NOT BE ONE OF THE PURPOSES OF THE ASSOCIATION TO PROVIDE SECURITY TO THE RESIDENTS OF THE PROPERTIES OR THEIR GUESTS AND INVITEES. NEITHER THE DECLARANT, AS IDENTIFIED IN THE DECLARATION OF COVENANTS, CONDITIONS AND RESTRICTIONS FOR LEISURE COVE, ITS SUCCESSORS, ASSIGNS, BENEFICIARIES OR PARTNERS OR THE CORPORATION, ITS BOARD, NOR ITS OFFICERS, DIRECTORS OR ITS AGENTS SHALL EVER IN ANY WAY, BE CONSIDERED INSURERS OR GUARANTORS OF SECURITY WITHIN THE PROPERTIES NOR SHALL THEY BE LIABLE FOR ANY LOSS OR DAMAGE BY REASON OR ALLEGED FAILURE TO PROVIDE ADEQUATE SECURITY OR INEFFECTIVENESS OF SECURITY MEASURES UNDERTAKEN, IF ANY.

(2) The general powers of the corporation are:

(a) exercise all of the powers and privileges and to perform all of the duties and obligations of the corporation as set forth in that certain instrument entitled "Declaration of Covenants, Conditions, and Restrictions for Leisure Cove" (the "Declaration") and as the same may be amended or supplemented

from time to time, as well as the restrictive covenants of any other subdivisions brought within the jurisdiction of the corporation;

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

(c) acquire (by gift, purchase or otherwise), own, hold, improve, build upon, operate, maintain, convey, sell, lease, transfer, dedicate for public use or otherwise dispose of real or personal property in connection with the affairs of the corporation;

(d) borrow money, mortgage, pledge, deed in trust, or hypothecate any or all of its real or personal property as security for money borrowed or debts incurred;

(e) dedicate, sell or transfer all or any part of the Common Area (as defined in the Declaration) to any public agency, authority, or utility;

(f) participate in mergers and consolidations with other nonprofit corporations organized for the same purposes or annex additional residential property and Common Area; and

(g) have and exercise any and all powers, rights and privileges which a corporation organized under the Texas Business Organizations Code or any successor statute by law may now or hereafter have or exercise.

(3) Notwithstanding any of the foregoing 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 as set forth in Paragraph (1) of this Article Three, and nothing contained in the foregoing statement of purposes shall be construed to authorize this corporation to carry on any activity for the profit of its Members, or to distribute any gains, profits, or dividends to its Members as such.

ARTICLE FOUR **MEMBERSHIP**

Each Owner, whether one person or more of a Lot in the Properties shall, upon and by virtue of becoming such Owner, automatically become and shall remain a Member of the corporation until ownership of the Lot ceases for any reason, at which time the membership in the corporation Association shall also automatically cease. Membership in the corporation shall be appurtenant to and shall automatically follow the ownership of each Lot and may not be separated from such ownership.

ARTICLE FIVE
VOTING RIGHTS

The Corporation shall have two (2) classes of voting membership:

- **Class A.** Class A Members shall be all those Owners as defined in the Declaration, with the exception of Declarant, and shall be entitled to one (1) vote for each Lot in which they hold the interest required for membership. When more than one (1) person holds an interest in any Lot, all such persons shall be Members. The vote for such Lot shall be exercised as they among themselves determine, but in no event shall more than one (1) vote be cast with respect to any Lot.
- **Class B.** The Class B Member(s) shall be Declarant, its successors and assigns. The Class B Member shall be entitled to ten (10) votes for each Lot in which it holds the interest required for membership. Class B membership shall cease and be converted to Class A membership as provided in the Declaration.

ARTICLE SIX
INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is 1616 South Voss Road, Suite 500, Houston, Texas 77057, and the name of its initial registered agent at such address is Rick S. Butler.

ARTICLE SEVEN
MANAGEMENT

The affairs of the corporation shall be managed by its Board of Directors, which shall initially consist of three (3) Directors, who need not be Members of the corporation until the First Meeting of the Members as provided in the Declaration. The Declarant shall appoint all of the Directors of the corporation until the First Meeting; thereafter, the Directors shall be elected as set forth in the Bylaws of the corporation. The number of Directors may be increased as provided in the Bylaws of the corporation. The names and addresses of the persons who are to act in the capacity of Directors until the selection of their successors are:

<u>NAME</u>	<u>ADDRESS</u>
Matt Schenck	11476 Grand Pines Drive Montgomery, Texas 77356
Mark Windell	18709 E. Cool Breeze Lane Montgomery, Texas 77356
Ed Windell	459 Cumberland Trails Conroe, Texas 77302

ARTICLE EIGHT
ORGANIZER

The name and street address of the organizer is:

<u>NAME</u>	<u>ADDRESS</u>
Rick S. Butler	1616 South Voss Road, Suite 500 Houston, Texas 77057

ARTICLE NINE
DISSOLUTION

The corporation may be dissolved by the vote of not less than two-thirds (2/3rds) of both classes of the Members (as long as there are Class B Members), which vote will be taken at a meeting of the Members. Upon dissolution of the corporation, other than incident to a merger or consolidation, the assets of the corporation shall be dedicated to an appropriate public agency to be used for purposes similar to those for which this corporation was created. In the event that such dedication is refused acceptance, such assets shall be granted, conveyed and assigned to any nonprofit corporation, association, trust or other organization to be devoted to such similar purposes.

ARTICLE TEN
AMENDMENTS

Amendment of this Certificate of Formation shall require the assent of two thirds (2/3rds) of both classes of the Members of the corporation (as long as there are Class B Members) that are in attendance (either in person or by proxy) and entitled to vote at a meeting of the Members called for such purpose.

ARTICLE ELEVEN
INDEMNIFICATION

The corporation shall indemnify any Director or former Director, officer or former officer of the corporation to the fullest extent allowed by the Texas Business Organizations Code.

ARTICLE TWELVE
WRITTEN CONSENT

Provided the provisions of Section 22.220 of the Texas Business Organizations Code are fully complied with, any action required by the Texas Business Organizations Code to be taken at a meeting of Members, Directors, or any committee of the corporation or any action that may be taken without a meeting if a consent in writing setting forth the action to be taken is signed by a sufficient number of Members, Directors, or committee Members as would be necessary to take that action at a meeting at which all of the Members, Directors, or Members of the committee were present and voted.

IN WITNESS WHEREOF, I have hereunto set my hand, this 21st day of September, 2006.

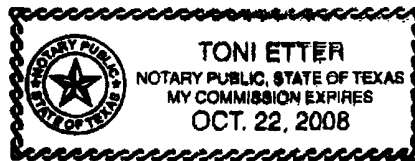
By: *Rick S. Butler*
Rick S. Butler

THE STATE OF TEXAS §
 §
COUNTY OF MONTGOMERY §

This instrument was executed before me on this 21st day of September, 2006 by Rick S. Butler for the purposes and consideration expressed therein.

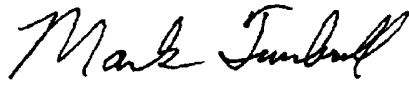
Toni Etter

Notary Public in and for the State of Texas



FILED FOR RECORD

05/26/2010 2:21PM



COUNTY CLERK
MONTGOMERY COUNTY, TEXAS

STATE OF TEXAS
COUNTY OF MONTGOMERY

I hereby certify this instrument was filed in file number
sequence on the date and at the time stamped herein
by me and was duly RECORDED in the Official Public
Records of Montgomery County, Texas.

05/26/2010



County Clerk
Montgomery County, Texas