



The State of Texas

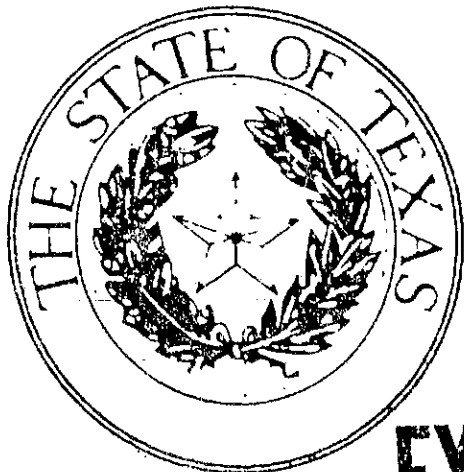
SECRETARY OF STATE

The undersigned, Secretary of State of the State of Texas, HEREBY CERTIFIES that the attached is a true and correct copy of the following described instruments on file in this Office:

FOXWOOD HOMEOWNERS ASSOCIATION

Articles of Incorporation
Change of Registered Office and/or Agent
Change of Registered Office and/or Agent

March 08, 1976
October 14, 1982
July 02, 1990



IN TESTIMONY WHEREOF, I have hereunto signed my name officially and caused to be impressed hereon the Seal of State at my office in the City of Austin, this

27th day of December, A.D. 1991

John Hannah Jr
Secretary of State

EXHIBIT K

ARTICLES OF INCORPORATION

OF

FILED
In the Office of the
Secretary of State of Texas

FOXWOOD HOMEOWNERS

MAR 08 1976

ASSOCIATION

Loma Salgran
Deputy Director, Corporation Division

In compliance with the requirements of The Texas Non-Profit
(reference to statute under

Corporation Law, the undersigned, all of whom are
which incorporation is sought)

residents of Harris County, Texas and all of whom
are of full age, have this day voluntarily associated themselves together for the
purpose of forming a corporation not for profit and do hereby certify:

ARTICLE I

The name of the corporation is FOXWOOD HOMEOWNERS ASSOCIATION

, hereafter called the "Association". The
corporation is a non-profit corporation.

ARTICLE II

The registered office of the Association is located at 202 Esperson Building
Houston, Texas 77002

ARTICLE III

Charles F. Reinhardt, whose address is
202 Esperson Building Houston, Texas 77002, is hereby appointed
the initial registered agent of this Association.

ARTICLE IV

PURPOSE AND POWERS OF THE ASSOCIATION

This Association does not contemplate pecuniary gain or profit to the members
thereof, and the specific purposes for which it is formed are to provide for
maintenance, preservation and architectural control of the residence Lots and Common
Area within that certain tract of property described as:

525.226 Acres of land out of the Charles Huffman Survey, Abstract 319,
Harris County, Texas and also being known as Foxwood Subdivision.

STATEMENT OF CHANGE OF REGISTERED

OFFICE OR REGISTERED AGENT, OR BOTH,

BY A TEXAS DOMESTIC CORPORATION

FILED
In the Office of the
Secretary of State of Texas

OCT 14 1982

Clerk II U
Corporations Section

1. The name of the corporation is Foxwood Homeowner's Association
2. The address, including street and number, of its present registered office as shown in the records of the Secretary of State of the State of Texas prior to filing this statement is 202 Esperson Building, Houston, Texas 77002
3. The address, including street and number, to which its registered office is to be changed is 7019 Foxknoll, Humble, Texas 77338
(Give new address or state "no change")
4. The name of its present registered agent, as shown in the records of the Secretary of State of the State of Texas, prior to filing this statement is C. F. Reinhardt
5. The name of its new registered agent is John Morton, Sr.
(Give new name or state "no change")
6. The address of its registered office and the address of the business office of its registered agent, as changed, will be identical.
7. Such change was authorized by its board of directors.

J. E. Morton, Sr.

President or Vice President

Sworn to Oct. 12, 1982
(date)

Janet Davis
Notary Public

Harris County, Texas

INSTRUCTIONS:

Janet Davis
My Commission Expires 1/31/84

Submit two (2) copies one with genuine signatures and notary seal. Filing Fee for a business (for Profit) corporation is \$10.00. Filing Fee for a non-profit corporation is \$5.00.

STATEMENT OF CHANGE OF REGISTERED OFFICE
AND REGISTERED AGENT BY A TEXAS NON-PROFIT CORPORATION

JUN 2 1990

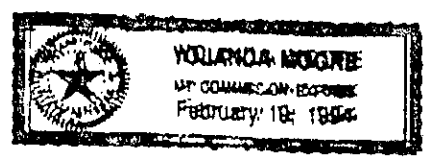
1. The name of the corporation is Foxwood Homeowners Association, Inc. Corporations Secti
2. The address of its present registered office, as shown in the records of the Secretary of State of the State of Texas, before filing this statement is 7019 Foxknoll, Humble, Texas 77338.
3. The address to which its registered office is to be changed is 14450 T.C. Jester Blvd., Suite 250, Houston, Texas 77014.
4. The name of its present registered agent as shown in the records of the Secretary of State of the State of Texas, before filing this statement is John Morton, Sr.
5. The name of its new registered agent is Michael R. O'Neal.
6. The address of its registered office and the address of the business office of its registered agent, as changed, will be identical.
7. Such change was authorized by the Board of Directors.

Foxwood Homeowners Association, Inc.

By: Weldon Martindale
WELDON MARTINDALE, PRESIDENT

BEFORE ME, the undersigned authority on this day personally appeared WELDON MARTINDALE, President of Foxwood Homeowners Association, Inc., a Texas non-profit corporation, known to me to be the person whose name is subscribed to the foregoing instrument, and acknowledged to me that he executed the same for the purposes and consideration therein expressed and in the capacity therein stated on behalf of Foxwood Homeowners Association, Inc.

GIVEN UNDER MY HAND AND SEAL on this 25 day of June, 1990.



Yolanda Morgan
Notary Public State of Texas
Printed Name: _____
My Commission Expires: _____

Office of the
Secretary of State



Corporations Section

P.O. Box 13697
Austin, Texas 78711-3697

ARTICLE 1396-9.01 REPORT

Pursuant to the provisions of article 9.01 of the Texas Non-Profit Corporation Act, the undersigned corporation hereby files its report setting forth:

- The name of the corporation is Foxwood Homeowners Association.
The corporation's charter number is 00376792-01.
- It is incorporated under the laws of the State of Texas.
- The address (including street or building address, city, state, and zip code) of the registered office of the corporation in the state of Texas is 5100 Westheimer, Suite 390, Houston, Texas 77056.
- The name of its registered agent at such address is Michael T. Gainer.
- If the corporation is a foreign corporation, the address of its principal office in the state or country under the laws of which it is incorporated is N/A.
- The names and respective addresses of its directors and officers are:
(Attach additional sheets if necessary.)

NAME	ADDRESS	OFFICE
(See Attached Sheet)		

7. The foregoing information is given as of the date of the execution of this report.

Dated October 1, 19 98

Foxwood Homeowners Association

Name of Corporation

By: Mike Guinn

An Authorized Officer

Mike Guinn, Treasurer