

**UNANIMOUS WRITTEN CONSENT OF DIRECTORS
IN LIEU OF THE FIRST AND ORGANIZATIONAL MEETING
OF
DIRECTORS
OF
HOMEOWNERS OF GREENBRIAR NORTH ASSOCIATION**

We, John L. Perrone, Joe Fogarty, and Glen Runnels, the undersigned, as the original directors named in the Certificate of Formation of Homeowners of Greenbriar North Association, a Texas nonprofit Association (the "Association"), do by this writing consent to and approve the following action and adopt the following resolutions in lieu of the First and Organizational Meeting of Directors:

WAIVER OF NOTICE

RESOLVED, that the original Directors hereby waive notice of the time, place, and purpose of the organizational meeting of the Board of Directors and consent to act pursuant to a Unanimous Written Consent. The signature on this consent by the original Directors shall be acceptance of and agreement to the actions taken hereby.

ACCEPTANCE OF CERTIFICATE OF FORMATION

RESOLVED, that the Certificate of Formation which has been reviewed by the Directors and filed with the Secretary of State of the State of Texas be accepted, with two (2) corrections as hereinafter set forth, as the Certificate of Formation and that the Association's Secretary file it in the Association Minute Book, together with the Certificate of Filing issued by the Secretary of State on April 8, 2009.

FURTHER RESOLVED, a Certificate of Correction be filed with the Secretary of State of the State of Texas correcting Article Three of the Certificate of Formation to read:

"The Corporation is formed exclusively for charitable, religious, educational, or scientific purposes, as those purposes relate exclusively to the real property described as Sections 13, 14, 15, 17, 18, and 19, of GREENBRIAR NORTH SUBDIVISION, a subdivision in Harris County, Texas, including, the making, for such purposes, of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code. Notwithstanding any other provision of this Certificate of Formation, this Corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of this Corporation."

FURTHER RESOLVED, that in Article Five of the Certificate of Formation the spelling of the name, Glen Runnels, one of the members of the initial Board of Directors, be corrected from Glenn Runnels to Glen Runnels.

ADOPTION OF BYLAWS

RESOLVED, that the Bylaws which have been prepared for the regulation and management of the affairs of the Association and reviewed by the Directors are hereby adopted, approved, and made effective from April 8, 2009, as the Bylaws of the Association. The Secretary shall file an executed copy of the Bylaws in the Association Minute Book.

ASSOCIATION MINUTE BOOK

RESOLVED, that the Minute Book reviewed by the Directors is hereby approved and adopted as the Minute Book of the Association. The Secretary, or his or her duly appointed representative, shall be responsible for the custody of the Minute Book and for its proper maintenance and shall file in it all minutes or written resolutions of the Association's Directors and other association documents.

ADOPTION OF MISSION

RESOLVED, that the purpose of the Association is the exercise of the powers, duties and authority over the real property in Sections 13, 14, 15, 17, 18, and 19, of Greenbriar North Subdivision (the "Greenbriar North Property"), in Harris County, Texas, given to Greenbriar Place Maintenance Association in the covenants and restrictions filed of record pertaining to the Greenbriar North Property, which powers, duties and authority were delegated to the Association by the Board of Directors of Greenbriar Place Maintenance Association on April 8, 2009, but to be effective upon the formation and organization of the Association;

FURTHER RESOLVED, that the Association accept the powers, duties and authority delegated to it as provided in the foregoing resolution and that such acceptance be deemed effective immediately.

ELECTION OF OFFICERS

RESOLVED, that the following individuals be and are hereby elected to the corporate offices set opposite their respective names, to serve until the first annual meeting of the members of the Association, or until their successors are elected and qualified.

John L. Perrone	President
John L. Perrone	Vice President
Joe Fogarty	Treasurer
Glen Runnels	Secretary

Each of the newly elected officers accepted his or her office and started the discharge of his or her duties.

FISCAL YEAR

RESOLVED, that the fiscal year end of the Association shall be December 31, 2009.

DIRECTORS AND NUMBER OF DIRECTORS

RESOLVED, that John L. Perrone, Joe Fogarty, and Glen Runnels serve as the Association's Directors until the first annual meeting of the members of the Association, or until their successors are elected and qualified, and that because the number of directors as provided in the Bylaws of the Association as previously adopted is six (6), that the members of the Association at the first annual meeting elect all six (6) Directors.

LIABILITY INSURANCE

RESOLVED, that the Association hereby authorizes the purchase of Directors' and officers' liability insurance and such other insurance as the Directors deem necessary.

EXPENSES

RESOLVED, that the Association pay the expenses of organizing the Association including but not limited to legal fees, filing fees, and costs of the record book.

COMMENCEMENT OF OPERATIONS

RESOLVED, that the officers assume the management of the affairs of the Association and negotiate, execute, accept, deliver, and record any and all documents or instruments appropriate or necessary to effect the purposes of the resolutions contained in this consent and to commence the operations of the Association.

We direct that this consent be filed with the minutes of the proceedings of the Board of Directors of the Association and that it shall have the same effect as if a meeting had been held.

This consent is executed pursuant to Section 6.201 of the Texas Business Organizations Code which authorizes the Board of Directors to act by unanimous written consent without a meeting.

Effective Date: April 8, 2009.

Directors:


John L. Perrone


Joe Fogarty


Glen Runnels

Homeowners of Greenbriar North Association
Minutes of Meeting Held on June 9, 2009
Held at Harvest Time Church, 17770 Imperial Valley Dr., Houston, Tx

The meeting was called to order by the President, John L. Perrone at 7:00 P.M.

The President asked for someone to act as the Secretary for the meeting and Miriam Orellana was selected.

The President stated that the purpose of the meeting was to elect a new Board of Directors.

After a vote for the new board of directors, the following members of Homeowners of Greenbriar North Association were elected as the new Board of Directors:

<u>RONALD MATTHEWS</u>	Sec 13 for a three year term
<u>TAMARA SMITH</u>	Sec 14 for a three year term
<u>CASSANDRA LOTT</u>	Sec 15 for a two year term
<u>SUYEN ESCOBAR</u>	Sec 17 for a two year term
<u>VERAL GARDNER</u>	Sec 18 for a one year term
<u>MICHAEL ADAMS</u>	Sec 19 for a one year term

There being no further business, the meeting was adjourned by the President.

Miriam C. Orellana
Secretary

John L. Perrone
President



Office of the Secretary of State

CERTIFICATE OF FILING OF

Homeowners of Greenbriar North Association
File Number: 801108487

The undersigned, as Secretary of State of Texas, hereby certifies that a Certificate of Formation for the above named Domestic Nonprofit Corporation has been received in this office and has been found to conform to the applicable provisions of law.

ACCORDINGLY, the undersigned, as Secretary of State, and by virtue of the authority vested in the secretary by law, hereby issues this certificate evidencing filing effective on the date shown below.

The issuance of this certificate does not authorize the use of a 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: 04/08/2009

Effective: 04/08/2009



A handwritten signature in cursive script, appearing to read "Hope Andrade".

Hope Andrade
Secretary of State

Certificate of Formation

of

Homeowners of Greenbriar North Association
(A Non-Profit Corporation)

FILED
In the Office of the
Secretary of State of Texas

APR 08 2009

Corporations Section

ARTICLE ONE

The name of the filing entity being formed is Homeowners of Greenbriar North Association (the "Corporation").

ARTICLE TWO

The filing entity being formed is a non-profit corporation.

ARTICLE THREE

The Corporation is formed exclusively for charitable, religious, educational, or scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code. Notwithstanding any other provision of this Certificate of Formation, this Corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of this Corporation.

ARTICLE FOUR

The street address of the Corporation's initial Registered Office, and the name of its initial Registered Agent at this address, are as follows:

John L. Perrone
12377 Jones Road, Suite 200-6
Houston, Texas 77070

ARTICLE FIVE

The Corporation will have members. The initial Board of Directors shall consist of three directors. The names and addresses of the persons who will serve as initial directors are:

John L. Perrone
12377 Jones Road, Suite 200-6
Houston, Texas 77070

Joc Fogarty
12377 Jones Road, Suite 200-6
Houston, Texas 77070

Glenn Runnels
12377 Jones Road, Suite 200-6
Houston, Texas 77070

ARTICLE SIX

No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its members, directors, officers, or other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth above. No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate in, or intervene in (including the publishing or distribution of statements), any political campaign on behalf of, or in opposition to, any candidate for public office.

ARTICLE SEVEN

Notwithstanding any other provision of this Certificate of Formation, the Corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from Federal Income Tax under Section 501(c)(3) of the Internal Revenue Code, or the corresponding provisions of any future federal tax code, or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

ARTICLE EIGHT

Upon the winding up and termination of the Corporation, assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by a court of competent jurisdiction of the county in which the principal office of the Corporation is then located, exclusively for such purposes or to such organization(s), as said court shall determine, which are organized and operated for such purposes.

ARTICLE NINE

The undersigned Organizer hereby disclaims any past or future interests in or control of Homcowners of Greenbriar North Association and resigns as the Organizer effective upon the formation of the Corporation.

IN WITNESS WHEREOF, I have hereunto set my hand this eighth day of April, 2009.



Sharon M. Leal, Organizer
408 W. 17th Street, Suite 101
Austin, Texas 78701-1207
(512) 474-2002



Office of the Secretary of State

April 09, 2009

Lawyer's Aid Service Inc
PO Box 848
Austin, TX 78767 USA

RE: Homeowners of Greenbriar North Association
File Number: 801108487

It has been our pleasure to file the certificate of formation and issue the enclosed certificate of filing evidencing the existence of the newly created nonprofit corporation.

Nonprofit corporations do not automatically qualify for an exemption from federal and state taxes. Shortly, the Comptroller of Public Accounts will be contacting the corporation at its registered office for information that will assist the Comptroller in setting up the franchise tax account for the corporation. Information about franchise tax, and contact information for the Comptroller's office, is available on their web site at <http://window.state.tx.us/taxinfo/franchise/index.html>. For information on state tax exemption, including applications and publications, visit the Comptroller's Exempt Organizations web site at <http://window.state.tx.us/taxinfo/exempt/index.html>. Information on exemption from federal taxes is available from the Internal Revenue Service web site at www.irs.gov.

Nonprofit corporations do not file annual reports with the Secretary of State, but do file a report not more often than once every four years as requested by the Secretary. It is important for the corporation to continuously maintain a registered agent and office in Texas as this is the address to which the Secretary of State will send a request to file a periodic report. Failure to maintain a registered agent or office in Texas, failure to file a change to the agent or office information, or failure to file a report when requested may result in the involuntary termination of the corporation. Additionally, a nonprofit corporation will file documents with the Secretary of State if the corporation needs to amend one of the provisions in its certificate of formation. If we can be of further service at any time, please let us know.

Sincerely,

Corporations Section
Business & Public Filings Division
(512) 463-5555
Enclosure

Come visit us on the internet at <http://www.sos.state.tx.us/>

Phone: (512) 463-5555
Prepared by: Lisa Jones

Fax: (512) 463-5709
TDD: 10286

Dial: 7-1-1 for Relay Services
Document: 253185670002



Office of the Secretary of State

CERTIFICATE OF FILING
OF

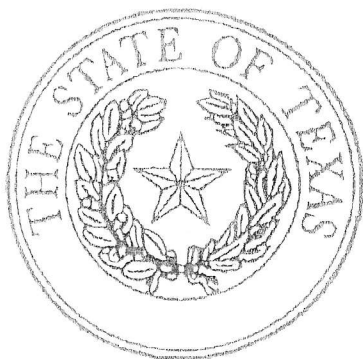
Homeowners of Greenbriar North Association
801108487

The undersigned, as Secretary of State of Texas, hereby certifies that a Certificate of Correction relating to an instrument that has been filed by the Secretary for the above named entity has been received in this office and has been found to conform to the applicable provisions of law.

ACCORDINGLY the undersigned, as Secretary of State, and by virtue of the authority vested in the secretary by law, hereby issues this certificate evidencing filing.

Dated: 05/22/2009

Effective: 05/22/2009



A handwritten signature in cursive script, appearing to read "Hope Andrade".

Hope Andrade
Secretary of State

Certificate of Correction
of
Homeowners of Greenbriar North Association

Corporations Section

Pursuant to the provisions of Chapter 4, Subchapter C of the Texas Business Organizations Code, the undersigned filing entity adopts this Certificate of Correction to its Certificate of Formation:

ARTICLE ONE

The name of the filing entity is Homeowners of Greenbriar North Association (the "Corporation"). The Corporation is a non-profit corporation. The filing number issued by the Secretary of State is 801108487.

ARTICLE TWO

The filing instrument to be corrected is the Certificate of Formation, which was filed with the Secretary of State on April 8, 2009.

ARTICLE THREE

The Certificate of Formation erroneously stated the Corporations' purpose. The erroneous portion of the instrument is corrected to read as follows:

The Corporation is formed exclusively for charitable, religious, educational, or scientific purposes, as those purposes relate exclusively to the real property described as Sections 13, 14, 15, 17, 18, and 19, of GREENBRIAR NORTH SUBDIVISION, a subdivision in Harris County, Texas, including the making, for such purposes, of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code. Notwithstanding any other provision of this Certificate of Formation, this Corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of this Corporation.

ARTICLE FOUR

The Certificate of Formation erroneously stated the names and addresses of the directors. The erroneous portion of the instrument is corrected to read as follows:

The Corporation will have members. The initial Board of Directors shall consist of three directors. The names and addresses of the persons who will serve as initial directors are:

John L. Perrone
12377 Jones Road, Suite 200-6
Houston, Texas 77070

Joe Fogarty
12377 Jones Road, Suite 200-6
Houston, Texas 77070

Glen Runnels
12377 Jones Road, Suite 200-6
Houston, Texas 77070

ARTICLE FIVE

The Certificate of Formation identified in this Certificate was an inaccurate record of the event or transaction evidenced in the filing instrument, contained an inaccurate or erroneous statement, or was defectively or erroneously signed, sealed, acknowledged or verified. This Certificate of Correction is submitted for the purpose of correcting the filing instrument.

ARTICLE SIX

This document will become effective on the date it is filed with the Secretary of State.

DATED this the nineteenth day of May, 2009.

Homeowners of Greenbriar North
Association

By: John L. Perrone
John L. Perrone
President



Office of the Secretary of State

May 26, 2009

Lawyer's Aid Service Inc
PO Box 848
Austin, TX 78767 USA

RE: Homeowners of Greenbriar North Association
File Number: 801108487

It has been our pleasure to file the Certificate of Correction for the referenced entity. Enclosed is the certificate evidencing filing. Payment of the filing fee is acknowledged by this letter.

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

Sincerely,

Corporations Section
Business & Public Filings Division
(512) 463-5555

Enclosure