

ARTICLES OF INCORPORATION
OF
TEXAS LIONS FOUNDATION1 INC.

FILED
In the Office of the
Secretary of State of Texas
DEC 05 1984
Clerk A
Corporations Section

THE STATE OF TEXAS
COUNTY OF TRAVIS

KNOW ALL MEN BY THESE PRESENTS, that we, the undersigned, all natural persons of the age of twenty-one years or more, all 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 I

The name of the corporation is Texas Lions Foundation, Inc.

ARTICLE II

The period of duration of said corporation shall be perpetual.

ARTICLE III

The corporation is a non-profit corporation, and the purposes for which this corporation is organized are to receive and maintain a fund or funds to be used for charitable activities in relation to blind and diabetic persons, handicapped children and any approved program of the International Association of Lions Clubs and other related activities.

ARTICLE IV

The corporation is to have the class or classes of members as determined in its By-laws.

ARTICLE V

The Trustees of the corporation shall be elected as determined in its By-laws.

ARTICLE VI

The post office address of this corporation's initial registered office is Suite 450, 400 E. Anderson Lane, Austin, Texas 78752, and the name of the corporation's initial registered agent is Johnny Mooney, whose address is the same as the initial registered office.

ARTICLE VII

The number of Trustees constituting the initial Board of Trustees is seventeen, and the names and address of the persons who are to serve as Trustees until the first annual meeting of the corporation or until their successors are elected and qualified are:

<u>NAME</u>	<u>ADDRESS</u>
George Weis	3525 Humble, Midland, Texas 79703
Pat Tunnell	4315 Summitt, Amarillo, Texas 79109
Gerald Devault	3703—A 19th St., Lubbock, Texas 79410
Leroy Hufford	471 Borrett Street, El Paso, Texas 79907
Archie Chamness	P. O. Box 1261, Cisco, Texas 76457
E. L. Atkins	P. O. Box 157, Arlington, Texas 76010
Eugene K. Cooper	3212 Gallahad Drive, Dallas, Texas 75229
Johnny Mooney	209 Satterwhite, White Oak, Texas 75693
Douglas Beauchamp	1002 Dobbins Rd., Corsicana, Texas 75110
C. E. McCain	3411 W. Louisiana, Midland, Texas 79703
Reynold H. Costa	1818 Moreshead, San Antonio, Texas 78231
W. E. Webb	P.O. Box 10347 , Corpus Christi, Texas 78410
James "Jim" Smith	2338 15th St., Port Neches, Texas 77651
Irv. Wishnow	5235 Braesvalley, Houston, Texas 77096
Dr. Jay Williams	P. O. Box 1000, Bryan, Texas 77801
John Wuensche	205 Hampton, Victoria, Texas 77901
Ed Flood	P. O. Drawer 550, Amarillo, Texas 79105

ARTICLE VIII

The name and address of each incorporator is as follows:

<u>NAME</u>	<u>ADDRESS</u>
George Weis	3525 Humble, Midland, Texas 79703
Pat Tunnell	4315 Summitt, Amarillo, Texas 79109
Gerald Devault	3703—A 19th St., Lubbock, Texas 79410
Leroy Hufford	471 Borrett Street, El Paso, Texas 79907
Archie Chamness	P. O. Box 1261, Cisco, Texas 76457
E. L. Atkins	P. O. Box 157, Arlington, Texas 76010
Eugene K. Cooper	3212 Gallahad Drive, Dallas, Texas 75229
Johnny Mooney	209 Satterwhite, White Oak, Texas 75693
Douglas Beauchamp	1002 Dobbins Rd., Corsicana, Texas 75110
C. E. McCain	3411 W. Louisiana, Midland, Texas 79703
Reynold H. Costa	1818 Moreshead, San Antonio, Texas 78231
W. E. Webb	P.O. Box 10347 , Corpus Christi, Texas 78410
James “Jim” Smith	2338 15th St., Port Neches, Texas 77651
Irv. Wishnow	5235 Braesvalley, Houston, Texas 77096
Dr. Jay Williams	707 Edgemore, Bryan, Texas 77802
John Wuensche	205 Hampton, Victoria, Texas 77901
Ed Flood	P. O. Drawer 550, Amarillo, Texas 79105

ARTICLE IX

In addition to the powers granted corporations under the laws of the State of Texas, the corporation shall have full power and authority to make distributions, in keeping with corporate purposes, to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law)

ARTICLE X

It is provided that no part of the net earnings of the corporation shall inure to the benefit of, or be distributable to, its members, trustees, 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 herein set forth. 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 statement) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of these articles, 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 of 1954 (or the corresponding provision of any future United States Internal Revenue Law) or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law).

ARTICLE XI

It is further provided that upon the dissolution of the corporation, the Board of Trustees shall, after paying or making provision for the payment of all the liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the purpose of the corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, education, religious or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law), as the Board of Trustees shall determine. Any such assets not disposed of shall be disposed of by the Court having jurisdiction in the County in which the principal office of the corporation is then located, exclusively for such purposes, or to such organization or organizations as said Court shall determine, which are organized and operated exclusively for such purposes.

IN WITNESS WHEREOF, we have hereunto set our hands, this 16th day of November 1984.

George Weiss
George Weiss, A-1

Pat Tunnell
Pat Tunnell, T-1

Gerald Devault
Gerald Devault, T-2

Leroy Hufford
Leroy Hufford, T-3

Archie Chamness
Archie Chamness, E-1

E. L. Atkins
E. L. Atkins, E-2

Eugene K. Cooper
Eugene K. Cooper, X-1

Johnny Mooney
Johnny Mooney, X-2

Douglas Beauchamp
Douglas Beauchamp, X-3

C. E. McCain
C. E. McCain, A-1

Reynold H. Costa
Reynold H. Costa, A-2

W. E. Webb
W. E. Webb, A-3

James "Jim" Smith
James "Jim" Smith, S-1

Irv. Wishnow
Irv. Wishnow, S-2

Dr. Jay Williams
Dr. Jay Williams, S-3

John Wuensche
John Wuensche, S-4

Ed Flood
Ed Flood, PID