

FILED
In the Office of the
Secretary of State of Texas

ARTICLES OF INCORPORATION
OF
COLLEYVILLE WOMAN'S CLUB

APR 20 1988

Corporations Section

I, the undersigned natural person, of the age of eighteen (18) years or more, acting as incorporator of a corporation under the Texas Non-Profit Corporation Act, do hereby adopt the following Articles of Incorporation for such corporation:

ARTICLE ONE

The name of the corporation (hereinafter called the "Corporation") is COLLEYVILLE WOMAN'S CLUB.

ARTICLE TWO

The Corporation is a non-profit corporation.

ARTICLE THREE

The period of its duration is perpetual.

ARTICLE FOUR

The Corporation is organized and shall be operated exclusively for charitable, and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1954, as amended, or the corresponding provision or provisions of any subsequent United States Internal Revenue law or laws (herein collectively called the "Code"). Within the scope of

the foregoing purposes, and not by way of limitation thereof, the Corporation is organized to further the common goal and general welfare of the people of the community and to provide a means for members to pursue mutual interests and participate in the community. The assets and properties of the Corporation are hereby pledged for use in performing its exempt functions.

ARTICLE FIVE

In furtherance of the foregoing purposes, the Corporation shall have and may exercise all of the powers specified in Article 2.02 of the Texas Non-Profit Corporation Act.

ARTICLE SIX

No part of the net earnings of the Corporation shall inure to the benefit of any director or officer of the Corporation, or any private individual (except that reasonable compensation may be paid for services rendered to or for the Corporation or expenses may be reimbursed or paid in furtherance of one or more of its purposes), and no director or officer of the Corporation, or any private individual shall be entitled to share in the distribution of any of the corporate assets on dissolution of the Corporation.

ARTICLE SEVEN

The directors of the Corporation may from time to time engage investment counsel, trust corporations, or banks

possessing trust powers and confer on any such advisor full power and authority to purchase or otherwise acquire stocks, bonds, securities, and other investments on behalf of the Corporation, and to sell, transfer or otherwise dispose of any of the Corporation's assets and properties at such time and for such consideration as such advisor may deem appropriate. The directors may also confer on any such advisor such other powers with respect to its investments as it may deem appropriate and may authorize any such advisor to hold title to any of the Corporation's assets and properties in its own name or in the name of a nominee, and the directors shall have no liability whatsoever with respect to any action taken or omitted by any such advisor provided the advisor was selected with due care by the directors. The directors may remove or replace any such advisor if they deem such action appropriate or necessary.

ARTICLE EIGHT

No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting, to influence legislation (except as provided by Section 501(h) of the Code), and the Corporation shall not participate in, or intervene in (including the publication or distribution of statements) any political campaign on behalf of any candidate for public office.

ARTICLE NINE

The Corporation shall have members.

ARTICLE TEN

Notwithstanding any other provision of these Articles of Incorporation, if this Corporation shall be, or shall be deemed to be, a private foundation as described in Section 509(a) of the Code, then the income of the Corporation for each taxable year must be distributed at such time and in such manner as not to subject the Corporation to tax under Section 4942 of the Code; and the Corporation is expressly prohibited from engaging in any act of self-dealing as defined in Section 4941(d) of the Code; from retaining any excess business holdings as defined in Section 4943(c) of the Code; from making any investments in such manner as to subject the Corporation to tax under Section 4944 of the Code; and, from making any taxable expenditures as defined in Section 4945(d) of the Code.

ARTICLE ELEVEN

Upon the dissolution of the Corporation, the Board of directors shall, after paying or making provision for the payment of all liabilities of the Corporation, distribute all of the assets of the Corporation to such organization or organizations organized and operated exclusively for charitable, religious, scientific, literary or educational purposes as shall at that time have purposes similar to those of the Corporation and which qualify as charitable, religious, scientific, literary or educational organizations under Section 501(c)(3) of the Internal Revenue Code. No director or officer

of the Corporation and no private individual will be entitled to share in the distribution of any assets of the Corporation in the event of its dissolution.

ARTICLE TWELVE

The Board of directors of the Corporation (herein sometimes referred to as the "Board" or "Directors") shall be the governing body of the Corporation. The number of directors may be changed from time to time by amendment of the bylaws of the Corporation, but in no event shall there be less than three (3) Directors. The number of Directors constituting the initial Board of Directors shall be three (3) and their names and addresses are as follows:

<u>Name</u>	<u>Address</u>
Kathleen M. Smith	7608 Overland Trail Colleyville, Texas 76034
Jackie Battreal	3005 Hickory Hill Colleyville, Texas 76034
Wanda Livingston	4103 Greenway Court Colleyville, Texas 76034

ARTICLE THIRTEEN

The Corporation is not an organization for pecuniary profit and no part of its assets or monies or contributions made to the Corporation shall inure to the profit of any officer, director or individual.

ARTICLE FOURTEEN

The name and address of the Incorporator is:

Kathleen M. Smith

7608 Overland Trail
Colleyville, Texas 76034

ARTICLE FIFTEEN

The initial registered office of the Corporation is 7608 Overland Trail, Colleyville, Texas 76034, and the name of the initial registered agent at such address is Kathleen M. Smith.

IN WITNESS WHEREOF, the undersigned Incorporator has hereto set her name this 14 day of April, 1988.

Kathleen M. Smith
Kathleen M. Smith