

*The first meeting made by the authorities of*



OFFICE OF THE SECRETARY OF STATE

CERTIFICATE OF INCORPORATION  
OF

CLEAR LAKE CITY COMMUNITY ASSOCIATION, INC.  
Charter No. 191203

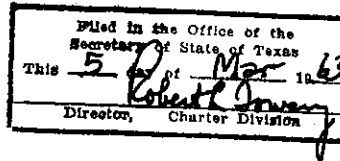
The undersigned, as Secretary of State of the State of Texas, hereby certifies that duplicate originals of Articles of Incorporation for the above corporation duly signed and verified pursuant to the provisions of the Texas Non-Profit Corporation Act, have been received in this office and are found to conform to law.

ACCORDINGLY the undersigned, as such Secretary of State, and by virtue of the authority vested in him by law, hereby issues this Certificate of Incorporation and attaches hereto a duplicate original of the Articles of Incorporation.

Dated March 5, 1963.

*Crawford C. Martin*  
Secretary of State





ARTICLES OF INCORPORATION  
OF

CLEAR LAKE CITY COMMUNITY ASSOCIATION, INC.

THE STATE OF TEXAS  
COUNTY OF HARRIS

KNOW ALL MEN BY THESE PRESENTS

We, the undersigned natural persons of the age of twenty-one years or more, at least two 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:

I.

This corporation shall be known as

CLEAR LAKE CITY COMMUNITY ASSOCIATION, INC.

and by and under such name it shall conduct and transact all its business.

II.

This corporation is organized for exclusively charitable, civic, educational and recreational purposes, to-wit:

- (1) To render constructive civic service for the promotion of the social welfare of the community and of the citizens of Clear Lake City, to inculcate civic consciousness by means of active participation in constructive projects which will improve the community, state and nation. The purpose of the corporation shall not be the protection, promotion or stimulation of any business organized for profit;
- (2) To promote and provide educational and public recreational facilities for the residents of Clear Lake City and surrounding areas; and
- (3) To acquire, maintain and conduct buildings and property for charitable public services and educational and recreational facilities.

Neither any donation made to this corporation nor any fund or property arising therefrom, in whatever form it may take, shall be diverted from the purposes here set out.

III.

The post office address of the corporation's initial registered office is 805 Texas National Bank Building, Houston, Texas, and the name of its initial registered agent at such address is N. M. Shirley.

IV.

The period of its duration is perpetual.

V.

The direction and management of the affairs of this corporation and the control and disposition of its properties and funds shall be vested in a Board of Trustees composed of such number of persons (not less than 3 and not more than 5) as may be fixed by the by-laws of the corporation. Until changed by the by-laws the number of Trustees shall be five (5). The Trustees shall continue to serve until their successors are selected in the manner provided in the by-laws of the corporation.

The names and residences of the persons who are appointed and who shall serve as Trustees of the corporation until their successors are duly elected and qualified, are as follows:

N. M. Shirley	805 Texas National Bank Building Houston 2, Texas
R. F. Black	805 Texas National Bank Building Houston 2, Texas
Fred C. Starkey, Jr.	805 Texas National Bank Building Houston 2, Texas
Wiley Caldwell	8th Floor, Bank of the Southwest Building, Houston 2, Texas
Don C. McDonald	8th Floor, Bank of the Southwest Building, Houston 2, Texas

VI.

This corporation is a non-profit corporation, organized for charitable purposes solely and is without stock, and no part of its property, whether income or principal, shall ever inure

to the benefit of any officer, trustee, or employee of the corporation or of any individual having a personal or private interest in the activities of the corporation, nor shall any such officer, trustee, employee or individual receive or be lawfully entitled to receive any pecuniary profits from the operations of this corporation except reasonable compensation for services rendered in carrying out one or more of its said purposes. This corporation shall not engage in, and none of its funds or property shall be devoted to, carrying on propaganda, or otherwise attempting to influence legislation.

VII.

The corporation shall have no members.

VIII.

In the event of the dissolution of the corporation by termination of its existence, lapse of time or otherwise, when it has the ownership of, or is entitled to ownership of, any funds or property of any sort, real, personal or mixed, such funds or property or right thereto shall not be transferred to private ownership, but shall be transferred and set over to an exempt organization under the provisions of the Internal Revenue Code which is engaged in activities substantially similar to the purposes of the corporation, and if none be then in existence then to one or more municipalities, counties, cities or towns then capable of fulfilling the purposes of the corporation, and if none be then in existence, it shall be charged with a charitable public trust to be used exclusively in the State of Texas for charitable, civic, educational or recreational purposes and shall be thereafter administered and applied to public charitable purposes by the Trustee or Trustees to be appointed pursuant to law by a court of competent jurisdiction upon suitable proceedings brought for the purpose.

IX.

This corporation may take and hold any donations, grants, devises or bequests which may be made in the support of its purposes. All funds of the corporation, whether from donation or otherwise, in excess of the expenditures necessary for the proper administration of such funds, shall be used exclusively for carrying on the work in promoting the charitable purposes for which the corporation is formed as herein set forth.

X.

Anything to the contrary herein notwithstanding, the Trustees shall not:

- (1) lend any part of the corporation assets to;
- (2) pay any compensation, other than that set forth in Article VI to;
- (3) make any services, benefits, or facilities of the corporation available on a preferential basis to;
- (4) purchase any securities or other property for other than adequate consideration in money or money's worth from;
- (5) sell any securities or other property for other than adequate consideration in money or money's worth to;
- (6) engage in any other transaction which diverts any part of the corporate assets to;

any person, association or corporation who has contributed property or money to the corporation, nor shall the Trustees ever engage, participate, or intervene in any activity or transaction which would cause the corporation to lose its status as an exempt organization under the provisions of the Internal Revenue Code and the use, directly or indirectly, of any part of the corporation's funds or property in any such activity or transaction is hereby expressly prohibited.

XI.

The names and addresses of the incorporators are:

<u>Name</u>	<u>Address</u>
N. M. Shirley	805 Texas National Bank Building Houston 2, Texas
R. F. Black	805 Texas National Bank Building Houston 2, Texas
Fred C. Starkey, Jr.	805 Texas National Bank Building Houston 2, Texas
Wiley Caldwell	8th Floor, Bank of the Southwest Building, Houston 2, Texas
Don C. McDonald	8th Floor, Bank of the Southwest Building, Houston 2, Texas

IN TESTIMONY WHEREOF, witness our hands this the 26<sup>th</sup>  
day of February, 1963.

N. M. Shirley  
R. F. Black  
Fred C. Starkey, Jr.  
Wiley Caldwell  
Don C. McDonald

THE STATE OF TEXAS  
COUNTY OF HARRIS

I, the undersigned, a notary public, do hereby certify that on this 26 day of February, 1963, personally appeared before me N. M. SHIRLEY, who being by me first duly sworn, declared that he is one of the persons who signed the foregoing instrument as incorporator, and that the statements contained therein are true.

VIRGINIA REENAN  
Notary Public in and for Harris County, Texas  
My Commission Expires June 1, 1964

Virginia Reenan  
Notary Public in and for  
Harris County, T e x a s

THE STATE OF TEXAS  
COUNTY OF HARRIS

I, the undersigned, a notary public, do hereby certify that on this 26 day of February, 1963, personally appeared before me R. F. BLACK, who being by me first duly sworn, declared that he is one of the persons who signed the foregoing instrument as incorporator, and that the statements contained therein are true.

VIRGINIA REENAN  
Notary Public in and for Harris County, Texas  
My Commission Expires June 1, 1964

Virginia Reenan  
Notary Public in and for  
Harris County, T e x a s

THE STATE OF TEXAS  
COUNTY OF HARRIS

I, the undersigned, a notary public, do hereby certify that on this 26 day of February, 1963, personally appeared before me FRED C. STARKEY, JR., who being by me first duly sworn, declared that he is one of the persons who signed the foregoing instrument as incorporator, and that the statements contained therein are true.

WINONIA REEMAN  
Notary Public in and for Harris County, Texas  
My Commission Expires June 1, 1964

Winonia Reeman  
Notary Public in and for  
Harris County, T e x a s

THE STATE OF TEXAS  
COUNTY OF HARRIS

I, the undersigned, a notary public, do hereby certify that on this 26 day of February, 1963, personally appeared before me WILEY CALDWELL, who being by me first duly sworn, declared that he is one of the persons who signed the foregoing instrument as incorporator, and that the statements contained therein are true.

Marylene Weir  
Notary Public in and for  
Harris County, T e x a s

MARYLENE WEIR  
Notary Public, in and for Harris County, Texas  
My Commission Expires June, 1, 1965

THE STATE OF TEXAS  
COUNTY OF HARRIS

I, the undersigned, a notary public, do hereby certify that on this 26 day of February, 1963, personally appeared before me DON C. MCDONALD, who being by me first duly sworn, declared that he is one of the persons who signed the foregoing instrument as incorporator, and that the statements contained therein are true.

Marylene Weir  
Notary Public in and for  
Harris County, T e x a s

MARYLENE WEIR  
Notary Public, in and for Harris County, Texas  
My Commission Expires June, 1, 1965