



STATE OF TEXAS  
OFFICE OF THE SECRETARY OF STATE

AUSTIN, TEXAS 78711

STEVEN C. OAKS  
SECRETARY OF STATE

JUNE 2, 1978

PATSY R REYNOLDS  
907 N WATERVIEW  
RICHARDSON, TX 75080

RE: ALTRUSA CLUB OF RICHARDSON, TEXAS, INC.  
CHAPTER NUMBER 436861-1

DEAR SIR:

IT HAS BEEN OUR PLEASURE TO APPROVE AND PLACE ON RECORD THE ARTICLES OF INCORPORATION THAT CREATED YOUR CORPORATION. WE EXTEND OUR BEST WISHES FOR SUCCESS IN YOUR NEW VENTURE.

AS A CORPORATION, YOU ARE SUBJECT TO THE FRANCHISE TAX LAWS. WE ARE INFORMED BY THE OFFICE OF THE COMPTROLLER OF PUBLIC ACCOUNTS THAT YOU WILL SOON BE CONTACTED BY THAT OFFICE CONCERNING THE PAYMENT OF AN INITIAL MINIMUM FRANCHISE TAX PAYMENT TO BE PAID WITHIN 45 TO 75 DAYS AFTER THE DATE OF YOUR CHARTER OR CERTIFICATE OF AUTHORITY.

YOU WILL BE ASSIGNED A TEMPORARY TAX IDENTIFICATION NUMBER UNTIL YOU SUPPLY THE COMPTROLLER'S OFFICE WITH YOUR FEDERAL EMPLOYERS IDENTIFICATION NUMBER. IF NO FEDERAL EMPLOYERS IDENTIFICATION NUMBER IS SUPPLIED, THE TEMPORARY NUMBER PREVIOUSLY ASSIGNED TO YOU WILL BECOME YOUR PERMANENT NUMBER.

UNDER THE FRANCHISE TAX LAWS, SOME NON-PROFIT CORPORATIONS ARE EXEMPT FROM THE PAYMENT OF FRANCHISE TAXES. IF YOU FEEL THAT UNDER THE LAW YOUR CORPORATION IS ENTITLED TO BE EXEMPT FROM PAYMENT OF FRANCHISE TAX YOU MUST APPLY TO THE COMPTROLLER OF PUBLIC ACCOUNTS FOR SUCH EXEMPTION. THE SECRETARY OF STATE CANNOT MAKE SUCH DETERMINATION FOR YOUR CORPORATION.

IF WE CAN BE OF FURTHER SERVICE AT ANY TIME, PLEASE LET US KNOW.

VERY TRULY YOURS,  
STEVEN C. OAKS  
SECRETARY OF STATE

BY: BILL KIMBROUGH  
DIRECTOR, CORPORATION DIVISION



The State of Texas  
Secretary of State

CERTIFICATE OF INCORPORATION

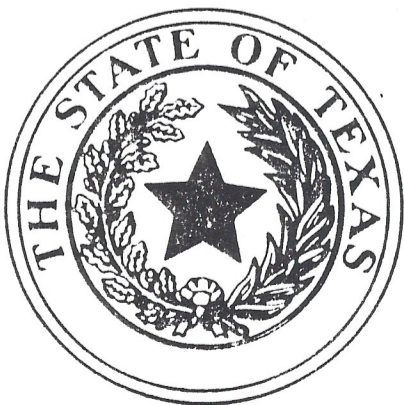
OF

ALTRUSA CLUB OF RICHARDSON, TEXAS, INC.  
CHARTER NUMBER 436861

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, 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 MAY 30, 1978



*M. C. Oak*

Secretary of State

PJB

FILED  
In the Office of the  
Secretary of State of Texas

MAY 3 1978

ARTICLES OF INCORPORATION

OF

ALTRUSA CLUB OF RICHARDSON, TEXAS, INC.

*Patrick Bruce*  
Attorney, Corporation Division

WE, the undersigned natural persons of the age of twenty-one years or more, acting as incorporators of a corporation under the Texas non-profit Corporation Act, at least two of whom are citizens of the State of Texas, adopt the following Articles of Incorporation for such corporation:

I.

The name of the Corporation is Altrusa Club of Richardson, Texas, Inc.

II.

The period of its duration is perpetual.

III.

The purpose or purposes for which the Corporation is organized are:

1. To cultivate friendly relationships, promote mutual understanding and foster the solidarity of women who are actively engaged in business and professions.
2. To encourage high ethical standards of business and professional conduct.
3. To give vocational information and to be of service to women already engaged in or entering business or professional fields.
4. To encourage participation in community and public affairs on a non-partisan basis.
5. To do any and all things conducive to the service betterment and ultimate welfare of women in business and professions.
6. To promote educational and cultural training and improvement.
7. To be informed on international affairs and to promote mutual understanding between peoples of all nations.
8. To engage in all activities necessary, useful or expedient to carry out the foregoing purposes and to have any and all powers permitted by the Texas non-profit Corporation Act, provided, however, that no substantial part of the activities of the corporation shall ever consist of carrying on propaganda or other-



wise attempting to influence legislation, and it shall not participate in or intervene in (including the publishing or distributing of statements) any political campaign on behalf of any candidate for public office.

IV.

The Club is an affiliate of Altrusa International, Inc., a non-profit corporation, holding exemption under Section 503 (c) (4) of the Internal Revenue Code of 1954, as amended, and is governed by the By-Laws of such Association.

V.

The members of the corporation shall be as designated in the By-Laws.

VI.

The manner in which the Directors are to be elected or appointed is: All Directors shall be elected by the members entitled to vote.

VII.

The Corporation is one which does not contemplate pecuniary gain or profit to the members thereof and is organized for non-profit purposes and no part of any net earnings thereof shall inure to the benefit of any member or other individual.

(a) Distribution of Income. The Corporation shall distribute its income for each taxable year at such time and in such manner as not to become subject to the tax on undistributed income imposed by Section 4942 of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent Federal Tax laws.

(b) Act of Self Dealing. The Corporation shall not engage in any act of self-dealing as defined in Section 4941 (d) of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent Federal tax laws.

(c) Retention of Excess Business Holdings. The Corporation shall not retain any excess business holdings as defined in Section 4943 (c) of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent Federal tax laws.

(d) Investments. The Corporation shall not make any investments in such manner as to subject it to tax under Section 4944 of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent Federal tax laws.

(e) Expenditures. The Corporation shall not make any taxable expenditures as defined in Section 4945 (d) of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent Federal tax laws.

(f) Dissolution or Liquidation. In the event of dissolution or liquidation, all assets of the corporation remaining after payment of any debts shall be transferred to Altrusa International, Inc. or to another non-profit organization with tax-exempt status under the then existing provisions of the Internal Revenue Code of the United States of America.

VIII.

The address of the initial registered office of the Corporation is 907 North Waterview Drive, Richardson, Texas 75080, and the name of its initial agent at such address is Patsy P. Reynolds.

IX.

The number of Directors constituting the initial Board of Directors of the Corporation is eight (8) and the names and addresses of the persons who are to serve as the initial Directors are:

1. Patsy Palmer Reynolds  
907 N. Waterview Dr.  
Richardson, Texas 75080
2. Gigi Edgley Farley  
712 Maryland Dr.  
Richardson, Texas 75080
3. Mrs. Bertha Gauglitz  
725 Terryland Dr.  
Richardson, Texas 75080
4. Mrs. Adrienne Cohen  
232 Syracuse Pl.  
Richardson, Texas 75081
5. Miss Eva Matula  
1119 Greencove Lane  
Richardson, Texas 75081
6. Mrs. Lee Davis  
1213 Navaho Trail  
Richardson, Texas 75080
7. Mrs. Diane Sullivan  
1317 Belaire  
Richardson, Texas 75080
8. Mrs. Mary Hoglund  
502 Dover  
Richardson, Texas 75080

X.

The name and address of each incorporator is:

1. Patsy Palmer Reynolds  
907 N. Waterview Dr.  
Richardson, Texas 75080
2. Gigi Edgley Farley  
712 Maryland Dr.  
Richardson, Texas 75080
3. Mrs. Bertha Gauglitz  
725 Terryland Dr.  
Richardson, Texas 75080
4. Mrs. Adrienne Cohen  
232 Syracuse Pl.  
Richardson, Texas 75081
5. Miss Eva Matula  
1119 Greencove Lane  
Richardson, Texas 75081
6. Mrs. Lee Davis  
1213 Navaho Trail  
Richardson, Texas 75080
7. Mrs. Diane Sullivan  
1317 Belaire  
Richardson, Texas 75080
8. Mrs. Mary Hoglund  
502 Dover  
Richardson, Texas 75080

The Corporation is a non-profit corporation and has no capital stock.

Date: May 18, 1978

Patsy Palmer Reynolds

Gigi Edgley Farley

Bertha Gauglitz

Adrienne Cohen

Eva Matula

Lee Davis

Diane H. Sullivan



THE STATE OF TEXAS     X

COUNTY OF DALLAS       X

I, Pamela T. Maxham, a Notary Public, hereby certify that on the 18<sup>th</sup> day of May, 1978, personally appeared Patsy Palmer Reynolds, Gigi Edgley Farley, Mrs. Bertha Gauglitz, Mrs. Adrienne Cohen, Eva Matula, Mrs. Lee Davis, Mrs. Diane Sullivan, and Mrs. Mary Hoglund, who being by me first duly sworn severally declared that they are the persons who signed the foregoing document as incorporators and that the statements therein contained are true.

Pamela T. Maxham  
Notary Public, Dallas County,  
Texas

My Commission expires 10/13/79.