



The State of Texas

Secretary of State

CERTIFICATE OF INCORPORATION

OF

LOG CABIN HERITAGE FOUNDATION
CHARTER NUMBER 01529473

THE UNDERSIGNED, AS SECRETARY OF STATE OF THE STATE OF TEXAS, HEREBY CERTIFIES THAT THE ATTACHED ARTICLES OF INCORPORATION FOR THE ABOVE NAMED CORPORATION HAVE BEEN RECEIVED IN THIS OFFICE AND ARE FOUND TO CONFORM TO LAW.

ACCORDINGLY, THE UNDERSIGNED, AS SECRETARY OF STATE, AND BY VIRTUE OF THE AUTHORITY VESTED IN THE SECRETARY BY LAW, HEREBY ISSUES THIS CERTIFICATE OF INCORPORATION.

ISSUANCE OF THIS CERTIFICATE OF INCORPORATION DOES NOT AUTHORIZE THE USE OF A CORPORATE 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 MAR. 25, 1999

EFFECTIVE MAR. 25, 1999



A handwritten signature in black ink, reading "Elton Bomer".

Elton Bomer, Secretary of State

Articles of Incorporation
of the
Log Cabin Heritage Foundation

FILED
In the Office of the
Secretary of State of Texas
MAR 25 1999

Corporations Section

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

ARTICLE I

The name of the corporation is LOG CABIN HERITAGE FOUNDATION.

ARTICLE II

The period of its duration is perpetual.

ARTICLE III

The Corporation is a non-profit corporation.

ARTICLE IV

The purpose or purposes for which the Corporation is organized for exclusively religious, charitable or educational purposes, as follows: The Corporation is organized, and shall at all times be operated, exclusively for the benefit of, to perform the functions of, or to carry out the purposes of The Log Cabin Village, a division of the City of Fort Worth Parks and Community Services Department, said Village, City and Department each being a political subdivision of the State of Texas, within the meaning of section 509(a)(3)(A) of the Internal Revenue Code of 1986, as amended (or the corresponding provision of any future United States Internal Revenue law), with same hereinafter referred to as the "Code"; and such purposes may include the Corporation's support and participation in The Log Cabin Village's Pioneer Times Journalist Search, a yearly essay contest for 4th graders. The Corporation shall not engage in any activity which would impair or cause the Corporation to lose its tax-exempt status as an exempt organization under section 501(c)(3) of the Code.

ARTICLE V

No part of the net earnings of the Corporation shall inure to the benefit of, or be distributed to, any director, officer, agent, employee or other private person, 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 in Article Four hereof. 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 any candidate for public office. Notwithstanding any other provisions of these Articles, the Corporation shall not carry on any other activities not permitted to be carried on by law and especially (a) by a corporation exempt from Federal Income Tax under Section 501(c)(3) of the Code or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Code.

ARTICLE VI

The address of its initial registered office is 777 Main Street, Suite 1300, Fort Worth, Texas 76102, and the name of its initial registered agent at such address is Kevin D. Kuenzli.

ARTICLE VII

The directors of this corporation shall not be less than three (3) nor more than fifteen (15) in number, and the number of directors constituting the initial Board of Directors is three (3), and the names and addresses of the persons to serve as directors until his or her successors are elected and qualified are as follows:

<u>Name</u>	<u>Address</u>
W. A. Schmid, Jr.	P.O. Box 389 Hico, TX 76457
W. A. Schmid, III	316 Ridgewood Dr. Ft. Worth, TX 76107
Charlotte Tripplehorn	14 Valley Ridge Road Fort Worth, Texas 76107

ARTICLE VIII

The name and address of the incorporator is:

<u>Name</u>	<u>Address</u>
Kevin D. Kuenzli	777 Main Street, Suite 1300 Fort Worth, Texas 76102

ARTICLE IX

The Corporation shall not issue any shares of stock.

ARTICLE X

The Corporation shall have no members. The designation, manner of election or appointment of officers, and the qualifications of the same, shall be set forth in the Bylaws of the Corporation.

ARTICLE XI

Upon the dissolution of the Corporation, the Board of Directors shall, after paying or making provision for the payment of all the liabilities of the Corporation, dispose of all the assets of the Corporation exclusively for the purposes of the Corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational or religious purposes as shall at the time qualify as an exempt organization or organizations under section 501(c)(3) of the Code as the Board of Directors shall determine. Any such assets not so disposed of shall be disposed of by the District Court of 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.

ARTICLE XII

This Corporation shall not engage in any act of self-dealing as defined in Section 4941(d) of the Code, shall not retain any excess business holdings as defined in Section 4943(c) of the Code which would subject the Corporation to tax under Section 4943 of the Code, shall not make any investments which would subject the Corporation to tax under Section 4944 of the Code, and shall not make any taxable expenditures as defined in Section 4945(d) of the Code. The Corporation shall make distributions at such time and in such manner as not to subject the Corporation to tax under Section 4942 of the Code.

ARTICLE XIII

A Director of the Corporation is not liable to the Corporation for monetary damages for an act or omission in the Director's capacity as a Director, except that this Article does not eliminate or limit the liability of a Director for:

- (1) a breach of a Director's duty of loyalty to the Corporation;

(2) an act or omission not in good faith or that involves intentional misconduct or a knowing violation of the law;

(3) a transaction from which a Director received an improper benefit, whether or not the benefit resulted from an action taken within the scope of the Director's office; or

(4) an act or omission for which the liability of a Director is expressly provided for by statute.

IN WITNESS WHEREOF, I have hereunto set my hand this the 19th day of March, 1999.


Kevin D. Kuenzli

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