



The State of Texas
Secretary of State

CERTIFICATE OF INCORPORATION

OF

SOUTHWEST TEXAS JUNIOR COLLEGE FOUNDATION, INC.
CHARTER NUMBER 01104518

THE UNDERSIGNED, AS SECRETARY OF STATE OF THE STATE OF TEXAS, HEREBY CERTIFIES THAT 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 THE SECRETARY BY LAW, HEREBY ISSUES THIS CERTIFICATE OF INCORPORATION AND ATTACHES HERETO A COPY OF THE ARTICLES 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 FEB. 14, 1989




Secretary of State

FEB 14 1989

Clerk I-B
Corporations Section

ARTICLES OF INCORPORATION

OF

SOUTHWEST TEXAS JUNIOR COLLEGE FOUNDATION, INC.

The undersigned natural person over the age of eighteen (18) years, acting as incorporator, adopts the following articles of incorporation of SOUTHWEST TEXAS JUNIOR COLLEGE FOUNDATION, INC. (the "Corporation") under the Texas Non-Profit Corporation Act (the "Act"):

ARTICLE 1

Name

The name of the corporation is SOUTHWEST TEXAS JUNIOR COLLEGE FOUNDATION, INC.

ARTICLE 2

Nonprofit Corporation

The Corporation is a nonprofit corporation. Upon dissolution, all of the Corporation's assets shall be distributed to the State of Texas or an organization exempt from taxes under Internal Revenue Code Section 501(C)(3) for one or more purposes that are exempt under the Texas franchise tax.

ARTICLE 3

Duration

The period of duration of the Corporation is perpetual.

ARTICLE 4

Purposes

The purposes for which the Corporation is organized are to perform educational activities within the meaning of Internal Revenue Code Section 501(C)(3) and Texas Tax Code Section 11.18(C)(1). Specifically, the corporation is

organized to operate a development foundation for the development and expansion of Southwest Texas Junior College (the "College"), a public tax-supported institution of higher education located in Uvalde County, Texas, and its various educational programs and services, and to provide scholarships, grants-in-aid, and loans to students enrolled in the College.

ARTICLE 5

Powers

Subject to the limitations contained in these Articles of Incorporation, the Corporation shall have, in addition to all powers provided by the Act, the authority to take any action it deems necessary, appropriate, or convenient relating to the management of the Corporation or the furtherance of its purposes, including, but not limited to, the powers to:

1. Purchase, receive by gift or testamentary devise or bequest, lease, or otherwise acquire, own, hold, improve, use, mortgage, dispose of, and otherwise deal in any interest in real or personal property, for the use and benefit of the College.

2. Borrow money on behalf of the Corporation for any Corporation purpose; however, the Corporation shall not borrow money from an officer or director of the Corporation without the approval of the Board of Directors, not including the vote of any director who is involved in the transaction in a personal capacity.

3. Lend money for the purposes of the Corporation, invest and reinvest funds, and take and hold real and personal property as security for the payment of funds loaned or invested.

4. Carry, at the expense of the Corporation, insurance or make other arrangements for payment of liabilities to protect the Corporation or the directors, officers, agents, and employees of the Corporation, provided that the terms of the insurance or other arrangements are consistent with the provisions of Article 1396-2.22A, Texas Revised Civil Statutes.

5. Make donations for the public welfare, or for charitable, scientific, or educational purposes.

6. Do all acts, take part in any proceedings, and exercise all rights and privileges as could an absolute owner of Corporation property, subject to the limitations stated in these Articles of Incorporation. The enumeration of powers in these Articles of Incorporation shall not limit the general or implied powers of the Corporation or any additional powers provided by law.

ARTICLE 6

Restrictions and Requirements

The Corporation shall not pay dividends or other corporate income to its directors or officers or otherwise accrue distributable profits or permit the realization of private gain. The Corporation shall have no power to take any action prohibited by the Act, nor to engage in any activities, except to an insubstantial degree, that are not in furtherance of the purposes set forth above. The Corporation shall have no power to take any action that would be inconsistent with the requirements for a tax exemption under Internal Revenue Code Section 501(C)(3) and related regulations, rulings, and procedures. Regardless of any other provision in these Articles of Incorporation, the Corporation shall have no power to:

1. Engage in activities or use its assets in manners that are not in furtherance of one or more exempt purposes, as set forth above and defined by the Internal Revenue Code and related regulations, rulings, and procedures, except to an insubstantial degree.

2. Serve a private interest other than one that is clearly incidental to an overriding public interest.

3. Devote more than an insubstantial part of its activities to attempting to influence legislation by propaganda or otherwise, except as provided by the Internal Revenue Code and related regulations, rulings, and procedures.

4. Participate in or intervene in any political campaign on behalf of or in opposition to any candidate for public office. The prohibited activities include the publishing or distributing of statements and any other direct or indirect campaign activities.

5. Have objectives that characterize it as an "action organization" as defined by the Internal Revenue Code and related regulations, rulings, and procedures.

6. Distribute its assets on dissolution other than for one or more exempt purposes; on dissolution, the Corporation's assets shall be distributed to the state government for a public purpose, or to an organization exempt from taxes under Internal Revenue Code Section 501(C)(3) to be used to accomplish the general purposes for which the Corporation was organized.

7. Permit any part of the net earnings of the Corporation to inure to the benefit of any private shareholder or member of the Corporation or any private individual.

8. Carry on an unrelated trade or business except as a secondary purpose related to the Corporation's primary, exempt, purposes.

ARTICLE 7

Membership

The Corporation shall have no members.

ARTICLE 8

Initial Registered Office and Agent

The street address of the initial registered office of the Corporation is Garner Field Road, Uvalde, Texas 78801, and the name of the initial registered agent at this office is Dr. Jimmy Goodson.

ARTICLE 9

Board of Directors

The qualifications, manner of selection, duties, terms, and other matters relating to the Board of Directors shall be provided in the bylaws of the Corporation. The initial Board of Directors shall consist of 7 persons. The number of directors may be increased or decreased by adoption or amendment of bylaws. The initial Board of Directors shall consist of the following persons at the following addresses:

Mr. Bill R. Nunley

P. O. Box 202
Sabinal, Texas 78881

THE STATE OF TEXAS)

COUNTY OF UVALDE)

BEFORE ME, a notary public, on this day personally appeared JIMMY GOODSON, known to me to be the person whose name is subscribed to the foregoing document, and, being by me first duly sworn, declared that the statements contained therein are true and correct.

GIVEN UNDER MY HAND AND SEAL OF OFFICE this 23rd day of January, 1989.

Fran Blain

Notary Public, State of Texas

Fran Blain

My commission expires 6/29/91