



The State of Texas

Secretary of State

CERTIFICATE OF INCORPORATION OF

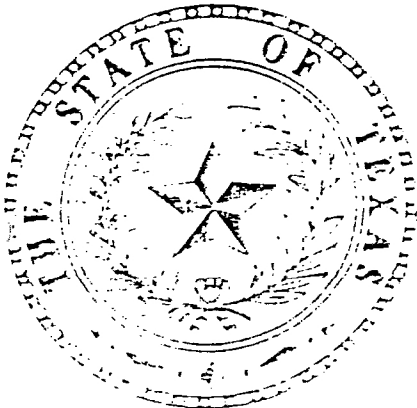
PLANO PHOTOGRAPHY CLUB, INC.
CHARTER NUMBER 01161850

THE UNDERSIGNED, AS SECRETARY OF STATE OF THE STATE OF TEXAS, HEREBY CERTIFIES THAT ARTICLES OF INCORPORATION FOR THE ABOVE CORPORATION, DULY SIGNED 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 JULY 31, 1990



George S. Bayard Jr.
Secretary of State

FILED
In the Office of the
Secretary of State of Texas

JUL 31 1990

Corporations Section

ARTICLES OF INCORPORATION
OF
PLANO PHOTOGRAPHY CLUB, INC.

We, the undersigned natural persons at least two of whom are citizens of the State of Texas, and who are of the age of eighteen (18) years or more, acting as incorporators 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 is Plano Photography Club, Inc.

ARTICLE TWO

The Corporation is a non-profit corporation.

ARTICLE THREE

The period of its duration is perpetual.

ARTICLE FOUR

(a) The purpose of the corporation is the promotion and encouragement of participation in the art and science of photography.



The State of Texas

Secretary of State

JULY 31, 1990

C. WELDON FINCHER
1417 POTOMAC
PLANO, TX 75075

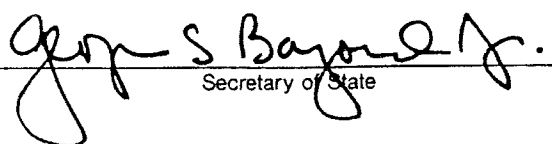
RE:
PLANO PHOTOGRAPHY CLUB, INC.
CHARTER NUMBER 01161850-01

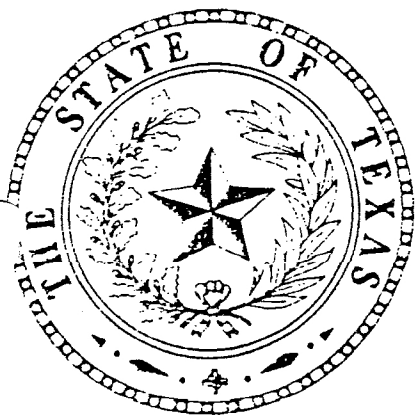
IT HAS BEEN OUR PLEASURE TO APPROVE AND PLACE ON RECORD THE ARTICLES OF INCORPORATION THAT CREATED YOUR CORPORATION. WE EXTEND OUR BEST WISHES FOR SUCCESS IN YOUR NEW VENTURE.

AS A CORPORATION, YOU ARE SUBJECT TO STATE TAX LAWS. SOME NON-PROFIT CORPORATIONS ARE EXEMPT FROM THE PAYMENT OF FRANCHISE TAXES AND MAY ALSO BE EXEMPT FROM THE PAYMENT OF SALES AND USE TAX ON THE PURCHASE OF TAXABLE ITEMS. IF YOU FEEL THAT UNDER THE LAW YOUR CORPORATION IS ENTITLED TO BE EXEMPT YOU MUST APPLY TO THE COMPTROLLER OF PUBLIC ACCOUNTS FOR THE 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,


Secretary of State



ARTICLE 4 - DUTIES OF COMMITTEES

The activities of Club committees shall be determined by the Executive Committee. The activities decided upon shall thereafter be carried out by the committee chairman and members appointed by the chairman to the respective committees.

Standing committee chairmen shall periodically prepare reports of activities and progress for presentation to the Executive Committee or to the membership of the Club, and act as Club Director on the Executive Committee

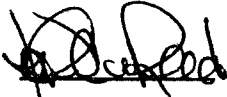
ARTICLE 5 - QUORUM

A Quorum of the membership for the purpose of conducting Club business shall consist of not less than one-third of the membership.

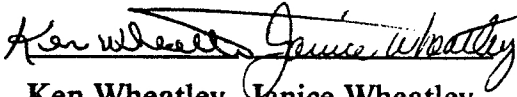
ARTICLE 6 - DISSOLUTION

In the event of dissolution, the funds in the treasury, after all creditors have been paid, shall be disbursed to educational organizations which qualify under Section 501(c)3 of the Internal Revenue Code of 1954 and its Regulations.

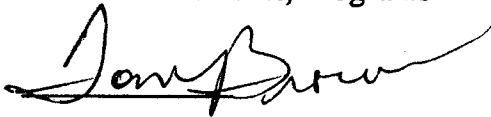
Adopted by the membership on August 24, 1992 and attested to by the following officers:



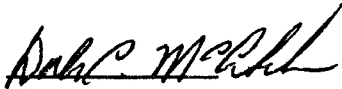
John C. Reed
President



Ken Wheatley Janice Wheatley
1st Vice Presidents, Programs



Tom Brown
2nd Vice President, Activities



Dale McCutcheon
Secretary/Treasurer

(b) The Corporation is organized exclusively for educational and social purposes that qualify under 501(c)3 of the Internal Revenue Code of 1954, including to further education and awareness of programs for the benefit of its members and the public.

(c) No part of the net earnings of the Corporation shall inure to the benefit of any Director of the Corporation or any private individual except that reasonable compensation may be paid for services rendered to or for the Corporation affecting 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 assets of the Corporation upon its dissolution.

(d) No 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, any candidate for public office. The Corporation shall not carry on any activities not permitted to be carried on (a) by an organization exempt from Federal Income Tax under 501(c)3 of the Internal Revenue Code of 1954, or (b) by an organization, contribution to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1954.

ARTICLE FIVE

Upon the dissolution of the Corporation or the winding up of its affairs, the assets of the Corporation shall be distributed exclusively to educational organizations which would qualify under Section 501(c)3 of the Internal Revenue Code of 1954 and its Regulations as they now exist or as they may hereafter be amended.

ARTICLE SIX

1. The Corporation shall distribute its income for each taxable year at such time and in such manner as not to become subject to tax on undistributed income imposed by Section 4942 of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws.
2. The Corporation shall not engage in any act of self-dealing as defined in Section 4941(d) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws.
3. The Corporation shall not retain any excess business holdings as defined in Section 4943(c) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws.

4. 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 1986, or corresponding provisions of any subsequent federal tax laws.

5. The Corporation shall not make any taxable expenditures as defined in Section 4945(d) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws.

ARTICLE SEVEN

The street address of the initial registered office and agent of the Corporation is 1417 Potomac Dr, Plano, Texas 75075, and the name of its initial organizing agent at such address is C. WELDON FINCHER.

ARTICLE EIGHT

The number of directors constituting the initial Board of Directors of the Corporation is three (3), and the names and addresses of the persons who are to serve as the initial directors are:

Claude Weldon Fincher
1417 Potomac Dr.
Plano, Texas 75075

Claude Weldon Fincher

Ronald B. Bowman
925 Meadow Mead Lane
Allen, Texas 75002

Ronald B. Bowman

Dick Trankle
2905 Druid Dr.
Plano, Texas 75075

Dick Trankle

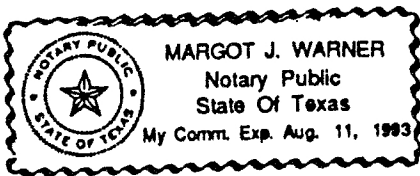
ARTICLE NINE

The name and address of the incorporator is :

Claude Weldon Fincher
Claude Weldon Fincher
1417 Potomac Dr
Plano, Texas 75075

SUBSCRIBED AND SWORN TO BEFORE ME, by the said C. WELDON FINCHER, who being by me first duly sworn, severally declared that he is the person who signed the foregoing document as incorporator and the statements therein contained are true.

IN WITNESS WHEREOF, I have hereunto set my hand and seal of office this the 30 day of July, 1990.



Margot J. Warner
Notary Public in and for the
State of Texas

MARGOT J. WARNER
Printed Name of Notary

My Commission Expires:

8-11-93