

ARTICLES OF INCORPORATION
OF
THE WOODLANDS RELIGIOUS COMMUNITY, INC.

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.

ARTICLE ONE

The name of the corporation is The Woodlands Religious Community, Inc.

ARTICLE TWO

The corporation is a non-profit corporation.

ARTICLE THREE

The period of duration is perpetual.

ARTICLE FOUR

The purposes for which the corporation is organized are:

(a) To aid, promote, and provide for religious cooperation in The Woodlands in conjunction with the residents of The Woodlands and the congregations that will develop therein.

(b) To acquire (by gift, purchase or otherwise), own, hold, improve, build on, operate, maintain, convey, sell, lease, transfer, dedicate for public use or otherwise dispose of real or personal property in connection with the affairs of the corporation.

(c) To borrow money in the name of the corporation, and mortgage, pledge, deed in trust or hypothecate any or all of its real or personal property as security for money borrowed or debts incurred.

(d) To lease, sell or donate to the State of Texas or to Harris and Montgomery Counties, any agency, subdivision, authority or instrumentality of said State or the Counties, or to any association or to any civic or other non-profit organization, any of the property or facilities acquired or constructed by the corporation when in the opinion of the Board of Directors such leasing, sale or donation is desirable for and beneficial to the religious and social welfare of the people of The Woodlands, upon such terms and conditions as the Board of Directors may deem acceptable.

(e) To render direct financial assistance, to make direct contributions or grants of money, to make loans or advances to the State of Texas or to Harris and Montgomery Counties, or any agency, subdivision, authority or instrumentality of said State or the Counties, or to any civic or other non-profit organization, when in the opinion of the Board of Directors such assistance, contribution or grant is desirable and beneficial to the religious and social welfare of the people of The Woodlands.

(f) To have and to exercise any and all powers, rights, privileges which a corporation organized under the Non-Profit Corporation Law of the State of Texas by law may now or hereafter have or exercise.

ARTICLE FIVE

The street address of the official registered office of the corporation is 345 Piney Point Road, Houston, Texas, and the name of its official registered agent is Richard Wheatcroft.

ARTICLE SIX

The corporation shall have not less than three (3) directors, except that the maximum number of directors shall be changed from time to time as provided for in the By-Laws adopted by the Board of Directors. The Board of Directors may be divided into classes and the term of office of the several classes need not be uniform. The number of directors constituting the initial board of directors of the corporation is three (3) and the name and address of the persons who are to serve as directors until the first annual meeting of the members, or until their successors are elected and qualified are:

<u>Name</u>	<u>Address</u>
Rev. Richard Wheatcroft	St. Francis Episcopal Church 345 Piney Point Road Houston, Texas 77024
Rev. Emmett Dubberly	5215 So. Main Street Houston, Texas 77002
Rev. Robert Frere	41 Oakdale Houston, Texas 77006

ARTICLE SEVEN

The name and street address of each incorporator is:

<u>Name</u>	<u>Street Address</u>
Rev. Richard Wheatcroft	St. Francis Episcopal Church 345 Piney Point Road Houston, Texas 77024
Rev. Emmett Dubberly	5215 So. Main Street Houston, Texas 77002
Rev. Robert Frere	41 Oakdale Houston, Texas 77006

ARTICLE EIGHT

Upon the dissolution of the Corporation, the Board of Trustees shall, after paying or making provisions for the payment of all of the liabilities of the corporation, dispose of all of 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, religious or scientific purposes as shall qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law), as the Board of Trustees shall determine.

IN WITNESS WHEREOF, we have hereunto set our hands this the 10th day of September, 1973.

Richard Wheatcroft

Emmett O. Dubberly

Robert Frere

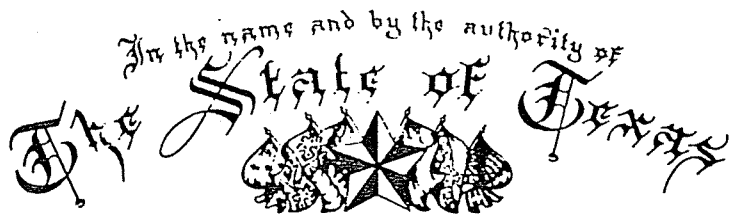
COUNTY OF HARRIS
STATE OF TEXAS

Before me, the undersigned authority, on this day personally appeared Richard Wheatcroft, Emmett O. Dubberly, and Robert Frere known to me to be the persons whose names are subscribed to the foregoing instrument, and declared they signed the same for the purposes and consideration therein expressed.

Given under my hand and seal of office this 10th day of September 1973.

Patricia W. Henderson
Notary Public in and for Harris County.

NON-PROFIT



OFFICE OF THE SECRETARY OF STATE

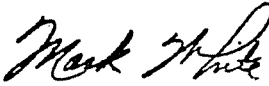
CERTIFICATE OF AMENDMENT
OF

THE WOODLANDS RELIGIOUS COMMUNITY, INC.
Charter No. 331798

The undersigned, as Secretary of State of the State of Texas, hereby certifies that duplicate originals of Articles of Amendment to the Articles of Incorporation of 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 Amendment to the Articles of Incorporation and attaches hereto a duplicate original of the Articles of Amendment.

Dated... October 9, 19...75....


Secretary of State



The Woodlands Religious Community, Inc.
Interfaith Center
P.O. Box 186
The Woodlands, Texas 77373

FILED
In the Office of the
Secretary of State of Texas

OCT 09 1975

James B. Chote
Deputy Director, Corporation Division

September 26, 1975

Office of the Secretary of State
Austin, Texas 78711
Attention: Jim Chote, Deputy Director
Dear Sir:

Pursuant to Article 1396-4.03, Texas Non-Profit Corporation Act, The Woodlands Religious Community, Inc. hereby submits the following:

At a duly authorized meeting of the Board of Directors of The Woodlands Religious Community, Inc., held on September 10, 1975 at which a quorum was present and voting, the Articles of Incorporation were, by a unanimous vote of the Directors in office, there being no members having voting rights, amended as follows:
Article Four, section (f) was deleted and replaced.

The old reading was: "To have and to exercise any and all powers, rights, privileges which a corporation organized under the Non-Profit Corporation Law of the State of Texas by law may now or hereafter have and exercise."

The new Article Four, section (f), as adopted, reads:
"Notwithstanding any of the purposes above, this organization will not engage in any activities that an organization exempt under section 501 (c) (3) would be prohibited from engaging in."

We hereby attested to this action and file it with your office and enclose our check #169 in the amount of \$25.00 as filing fee thereon.

Sincerely,

G. Richard Wheatcroft
G. Richard Wheatcroft
Chairman of the Board
The Woodlands Religious Community, Inc.
Alvin H. Franzmeier
Alvin H. Franzmeier
Secretary-Treasurer
The Woodlands Religious Community, Inc.

Subscribed and sworn before me on this 26th day of September, 1975.

Carol Heidemann
Notary Public in and for
Montgomery County, Texas

CAROL HEIDEMANN
Notary Public in and for Montgomery County, Texas
My Commission Expires June 1, 1977

Copies sent
to JRS
on 10/14/75
(initials)



STATE OF TEXAS
OFFICE OF THE SECRETARY OF STATE
AUSTIN, TEXAS 78711

Mark W. White, Jr.
SECRETARY OF STATE

October 14, 1975

Bruce Hughes
ASST. SECRETARY OF STATE

INTERFAITH CENTER
P. O. Box 186
The Woodlands, Texas 77373

CHARTER NO: 331798

RE: THE WOODLANDS RELIGIOUS COMMUNITY, INC.

The following instrument is enclosed for your files, the original has been filed in this office;

- XX. Certificate of Amendment and duplicate original copy.
- () Certificate of merger and duplicate original copy.
- () Duplicate original copy of Statement of Change of Registered Office & Registered Agent.
- () Duplicate original copy of Statement of Resolution Authorizing Incorporation by Reference.
- () Duplicate original copy of Designation of Registered Office and appointment of Registered Agent.
- () Duplicate original copy of Statement of Cancellation of Treasury Shares.
- ()

This will acknowledge receipt of your remittance in payment of the filing fee.

Sincerely Yours,

Mark W. White, Jr.
Secretary of State

By: 
Bill Kimbrough
Director
Corporation Division