



The State of Texas

SECRETARY OF STATE

CERTIFICATE OF INCORPORATION OF

THE ROTARY CLUB OF SPACE CENTER, HOUSTON, TEXAS
CHARTER NO. 1311422-01

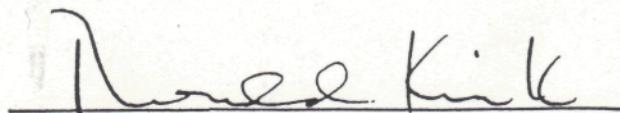
The undersigned, as Secretary of State of Texas, hereby certifies that the attached Articles of Incorporation for the above named corporation have been received in this office and are found to conform to law.

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: May 12, 1994
Effective May 12, 1994




Secretary of State

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FILED
In the Office of the
Secretary of State of Texas
MAY 12 1994
Corporations Section

ARTICLES OF INCORPORATION
OF
THE ROTARY CLUB OF SPACE CENTER, HOUSTON, TEXAS

I, the undersigned natural person, who is of the age of eighteen (18) years or more, acting as incorporator of a corporation under the Texas Non-Profit Corporation Act, do hereby adopt the following Articles of Incorporation for such corporation:

ARTICLE I

Name

The name of the corporation shall be THE ROTARY CLUB OF SPACE CENTER, HOUSTON, TEXAS.

ARTICLE II

Non-Profit Corporation

This corporation is a non-profit corporation.

ARTICLE III

Duration

The period of its duration is perpetual.

ARTICLE IV

Purposes

The purposes for which the corporation is organized are to function as a service club or organization as defined in Section 501(c)(4) of the Internal Revenue Code of 1954 or current federal tax code, or corresponding section of any future federal tax code. Notwithstanding any other provision of these Articles, the corporation shall not carry on any other activities not

permitted to be carried on by a non-profit corporation under the law and statutes of the State of Texas.

ARTICLE V

Members

The corporation shall have members in accordance with its constitution and bylaws.

ARTICLE VI

Initial Registered Office and Agent

The street address of the initial registered office of the corporation is 1300 Hercules, Houston Texas 77058, and the name of its initial registered agent at such address is Billy R. Smith.

ARTICLE VII

Board of Directors

The affairs of the corporation shall be managed by a 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. The initial Board of Directors shall consist of fifteen (15) 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:

<u>Name of Trustee</u>	<u>Street Address</u>
Victor G. Maria	1003 Woodbank Drive Seabrook, TX 77586
David Taylor	202 Park Seabrook, TX 77586

Lamar D. Bowles	1115 Oak Circle Seabrook, TX 77586
J. W. 'Lowes, III	14826 Sparkling Bay Houston, TX 77062
Donnie P. Johnson	1300 Hercules, Suite 206 Houston, TX 77058
Terry W. Hesson	922 Shorewood Drive Seabrook, TX 77586
Huey Barnett	443 Shadow Creek Seabrook, TX 77586
Ronald K. Blilie	1310 Dandridge Pasadena, TX 77502
Michael Dennard	4226 Lake Grove Seabrook, TX 77586
William H. Geissler	16411 Longvale Houston, TX 77059
Dick Gregg	930 Shorewood Seabrook, TX 77586
Vann R. Jones	618 Whitecap Seabrook, TX 77586
Michael L. Porterfield	1302 Woodland Seabrook, TX 77586
Frank W. Taylor	723 Seamaster Houston, TX 77062
Johnny White	1112 Tall Pines Friendswood, TX 77546

ARTICLE IX

Incorporators

The name and street address of the incorporator is:


Name

Street Address

Billy R. Smith

1300 Hercules, Suite 206
Houston, Texas 77058

IN WITNESS WHEREOF, I have hereunto set my hand at Houston, Texas, this 12th day of May, 1994.



BILLY R. SMITH