

ARTICLES OF INCORPORATION
OF
AVENIDA GUADALUPE ASSOCIATION

We, the undersigned natural persons of the age of twenty-one (21) 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

NAME

The name of the Corporation is AVENIDA GUADALUPE ASSOCIATION.

ARTICLE TWO

The Corporation is a non-profit corporation.

SPECIFICATION OF AMENDMENT

The following amendments to the Articles of Incorporation were adopted by the corporation on OCTOBER 16, 1985.

ARTICLE THREE

The period of its duration is perpetual.

ARTICLE FOUR

The corporation is organized exclusively for charitable, religious, educational, and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt 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).

ARTICLE FIVE

The Corporation shall have no members and shall issue no capital stock.

ARTICLE SIX

Except for the initial Board of Directors, whose names are set forth in these Articles of Incorporation, the Board of Directors shall be elected or appointed as provided in the By-Laws.

ARTICLE SEVEN

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to any director, officer, 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 distribution 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 provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under section 501 (c) (3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law) or (b) by a corporation, contributions to which are deductible under section 170(c) (2) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law).

ARTICLE EIGHT

Upon the dissolution of the corporation, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the purpose of the corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, education, religious, or scientific purposes as shall at the time 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 Directors shall determine. Any such assets not so disposed of shall be disposed of by the District Court of the county in which the registered 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 NINE

The street address of the initial registered office of the corporation is 1321 El Paso, San Antonio, Texas 78207, and the name of its initial registered agent at such address is Edmundo E. Rodríguez.

ARTICLE TEN

The number of directors constituting the initial board of directors of the corporation is nine (9), and the names and addresses of the persons who are to serve as the initial directors are:

<u>Name</u>	<u>Address</u>
Edmundo E. Rodriguez	1321 El Paso, San Antonio, Texas
Eugenio Macias	1982 Donaldson, San Antonio, Texas
Daniel Saucedo	1214 Colima, San Antonio, Texas
Julian Zamarripa	1614 El Paso, San Antonio, Texas
Isabel Rennels	121 Hot Wells, San Antonio, Texas
Gilbert F. Vazquez	146 Magnolia Dr., San Antonio, Texas
Moises M. Garcia	404 Montezuma St., San Antonio, Texas
Alfred Sanchez	831 Lamanda, San Antonio, Texas
Jesse Sanchez	1214 Colima, San Antonio, Texas

ARTICLE ELEVEN

The names and street addresses of each incorporator are:

<u>Name</u>	<u>Address</u>
Edmundo E. Rodriguez	1321 El Paso, San Antonio, Texas
Eugenio Macias	1982 Donaldson, San Antonio, Texas
Daniel Saucedo	1214 Colima, San Antonio, Texas

IN WITNESS WHEREOF, we have signed and acknowledged these Articles of Incorporation this, the 6th day of December, 1979.

signed
Edmundo E. Rodriguez

signed
Eugenio Macias

signed
Daniel Saucedo

The amendments of ARTICLE ONE, TWO, FOUR, SEVEN and EIGHT were adopted in the following manner:

The amendment was adopted at a meeting of the Board of Directors held on October 16, 1985, and received a vote of a majority of the Directors in office, There being no members having voting rights in respect thereof.