



**Office of the Secretary of State**

**CERTIFICATE OF FILING  
OF**

**Friends of Alabonson Park**  
File Number: 802995286

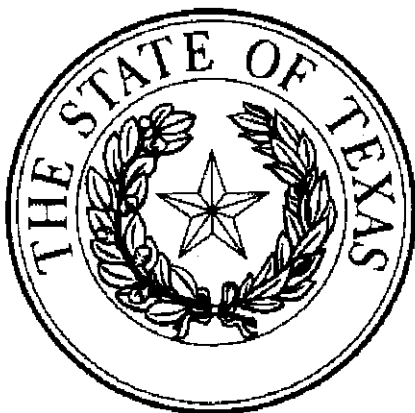
The undersigned, as Secretary of State of Texas, hereby certifies that a Certificate of Formation for the above named Domestic Nonprofit Corporation has been received in this office and has been found to conform to the applicable provisions of law.

ACCORDINGLY, the undersigned, as Secretary of State, and by virtue of the authority vested in the secretary by law, hereby issues this certificate evidencing filing effective on the date shown below.

The issuance of this certificate does not authorize the use of a 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: 04/20/2018

Effective: 04/20/2018



A handwritten signature in black ink, appearing to read "R. Pablos".

Rolando B. Pablos  
Secretary of State

**TEXAS SECRETARY of STATE**  
**ROLANDO B. PABLOS**

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Corporations Section  
P.O.Box 13697  
Austin, Texas 78711-3697



Rolando B. Pablos  
Secretary of State

**Office of the Secretary of State**

**Transaction Receipt**

Session ID: 041718NB1700  
Document #: 808231220002  
April 17, 2018

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**CERTIFICATE OF FORMATION  
OF  
FRIENDS OF ALABONSON PARK**

The undersigned, a natural person of the age of eighteen years or more, acting as the sole organizer of a nonprofit corporation under the Texas Business Organizations Code (the "Code"), adopts the following Certificate of Formation:

**ARTICLE 1  
Entity Name and Type**

The filing entity being formed is a nonprofit corporation. The name of the entity is Friends of Alabonson Park ("Corporation").

**ARTICLE 2  
Registered Agent and Registered Office**

The initial registered agent of the Corporation is Wayne Norden, an individual resident of the State of Texas. The business address of the registered agent and the registered office address is 7603 Antoine Dr. Houston, TX 77088.

**ARTICLE 3  
Management**

The management of the affairs of the Corporation is vested in the board of directors. The number of directors constituting the initial board of directors is three (3) and the names and addresses of the persons who are to serve as directors until such time as provided in the Corporation's bylaws or until their successors are elected and qualified are as follows:

<u>Names</u>	<u>Addresses</u>
Jon Ross Enloe	9634 Oak Thicket Drive, Houston, TX 77040
Linda Lee Gamel	9706 Golden Park Lane, Houston, TX 77088
Eileen Marie Egan	7603 Antoine Dr. Houston, TX 77088

**ARTICLE 4  
Members**

The Corporation shall have no members.

## **ARTICLE 5**

### **Purpose**

The Corporation is organized exclusively for charitable and educational purposes within the meaning of Sections 501(c)(3) of the Internal Revenue Code (the "IRC"). In furtherance thereof, the Corporation may receive property by gift, devise or bequest, invest and reinvest the same, and apply the income and principal thereof, as the board of directors may from time to time determine, either directly or through contributions to any charitable organization or organizations, exclusively for charitable, educational or scientific purposes.

No substantial part of the activities of the Corporation shall be carrying on propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate in, or intervene in any political campaign (including the publishing or distributing of statements) on behalf of or in opposition to any candidate for public office. Notwithstanding any other provisions of this certificate, the Corporation shall not carry on any other activities not permitted to be carried on by (a) a corporation exempt from federal income tax under Section 501(c)(3) of the IRC or (b) a corporation contributions to which are deductible under Section 170(c) of the IRC.

## **ARTICLE 6**

### **Manner of Distribution**

Upon the winding up of the Corporation, assets shall be distributed pursuant to Section 22.304 of the Texas Business Organizations Code for one or more exempt purposes within the meaning of Section 501(c)(3) of the IRC, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by a court of competent jurisdiction of the county in which the principal office of the Corporation is then located, exclusively for such purposes or to such organization or organizations, as that court shall determine, which are organized and operated exclusively for such purpose.

## **ARTICLE 7**

### **No Private Inurement**

No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its directors, officers, or any other private person, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article 5. The Corporation shall comply with the laws, rules and regulations set forth in and promulgated pursuant to the IRC and to the Code, which are applicable to organizations described in Section 501(c)(3) of the IRC, to which contributions are deductible under Section 170(c) of the IRC. Notwithstanding any other provisions of this certificate, the Corporation shall not carry on any other activities not permitted to be carried on by (a) a corporation exempt from federal income tax under Section 501(c)(3) of the IRC or (b) a corporation contributions to which are deductible under Section 170(c) of the IRC.

**ARTICLE 8**  
**Action Without Meeting**

Any action required by the Code, this certificate, or the bylaws of the Corporation, to be taken at any meeting of the Board of Directors of the Corporation, or any action that may be taken at any meeting of the Board of Directors of the Corporation, or a committee thereof, may be taken without a meeting if a consent or consents in writing, stating the action to be taken, is signed by the number of directors or committee members, as applicable, as would be necessary to take that action at a meeting at which all of the directors or committee members were present and voting.

**ARTICLE 9**  
**Limitation of Liability**

A director of the Corporation shall not be liable to the Corporation for monetary damages for an act or omission in the director's capacity as a director, except that this Article 9 does not eliminate or limit the liability of a director to the extent the director is found liable for:

1. A breach of the director's duty of loyalty to the Corporation;
2. An act or omission not in good faith that constitutes a breach of duty of the director to the Corporation or an act or omission that involves intentional misconduct or a knowing violation of the law;
3. A transaction from which the director received an improper benefit, whether or not the benefit resulted from an action taken within the scope of the director's office; and
4. An act or omission for which the liability of a director is expressly provided by an applicable statute.

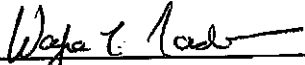
In addition to the circumstances set forth above in which a director of the Corporation is not liable, a director shall be free from liability to the fullest extent permitted by any statutory provision hereinafter enacted that further limits the liability of directors.

**ARTICLE 10**  
**Organizer**

The name and address of the organizer are Wayne Norden, Near Northwest Management District, 7603 Antoine Dr. Houston, TX 77088.

[Signature follows on next page]

IN WITNESS WHEREOF, the undersigned sole organizer has executed this Certificate of Formation on this 17th day of April 2018, effective when filed by the Secretary of State.

  
\_\_\_\_\_  
Wayne Norden

4815-2341-5391, v. 3