



# The State of Texas

*SECRETARY OF STATE*

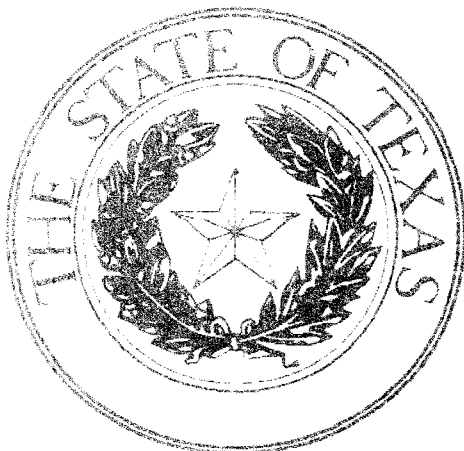
**CERTIFICATE OF RESTATED ARTICLES  
OF INCORPORATION  
OF**

**THE COMMUNITY FOUNDATION OF THE TEXAS HILL COUNTRY, INC.  
FORMERLY: THE KERRVILLE AREA COMMUNITY TRUST, INC.  
FILE NO. 581803-1**

The undersigned, as Secretary of State of Texas, hereby certifies that Restated Articles of Incorporation of the above corporation duly executed 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 Secretary of State, and by virtue of the authority vested in the Secretary by law, hereby issues this Certificate of Restated Articles of Incorporation and attaches hereto a copy of the Restated Articles of Incorporation.

Dated: November 18, 1999



 pac

Elton Bomer  
Secretary of State

FILED  
in the Office of the  
Secretary of State of Texas

**RESTATED ARTICLES OF INCORPORATION**

NOV 18 1999

**OF**

**THE KERRVILLE AREA COMMUNITY TRUST, INC.** Corporations Section

**ARTICLE I**

The Kerrville Area Community Trust, Inc., pursuant to the provisions of Article 4.06 of the Texas Non-Profit Corporation Act, hereby adopts Restated Articles of Incorporation, which instrument accurately copies the Articles of Incorporation and all amendments that are in effect to date and as further amended by such Restated Articles of Incorporation and contains no further change in any provisions thereof, except to insert the number of trustees now constituting the Board of Trustees and their names and addresses, in lieu of similar information concerning the initial Board of Trustees and to omit the names and addresses of each incorporator.

**ARTICLE II**

The Articles of Incorporation of the corporation are amended by the Restated Articles of Incorporation as follows:

1. Article One of the Articles of Incorporation is hereby amended to read as follows:

**“ARTICLE ONE**

The name of the corporation is The Community Foundation of the Texas Hill Country, Inc.”

2. Article Four of the Articles of Incorporation is hereby amended to read as follows:

**“ARTICLE FOUR**

- (a) The corporation is organized and shall be operated exclusively for religious, charitable, scientific, literary or education purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provisions of any future United States Internal Revenue law, and in pursuance thereof to solicit contributions from the general public, to establish, invest and manage component funds and to make distributions and expenditures for the general welfare of the public throughout Kerrville, Texas, and the area surrounding it and generally known as the Texas Hill Country. Grants may be made to institutions outside the

specified area which render services which benefit the specified area.

- (b) The corporation pledges its assets for use in performing the organization's charitable functions. In the event the corporation shall be dissolved, all of its assets and property shall be distributed to such charitable, educational, religious, or other similar organizations in the various cities of donors to the corporation which are qualified as charitable organizations under Section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provisions of any future United States Internal Revenue law, as the Board of Trustees shall select and in such proportions as the Board of Trustees shall determine."

3. Article Five of the Articles of Incorporation is hereby amended to read as follows:

**"ARTICLE FIVE**

The street address of the registered office of the corporation is 301 Junction Highway, Kerrville, Texas 78028, and the name of the registered agent at such address is Laura P. Lewis."

4. Article Six of the Articles of Incorporation is hereby amended to read as follows:

**"ARTICLE SIX**

The number of Trustees constituting the present Board of Trustees is ten (10) and the names and addresses of the persons who are serving as Trustees are:

Sandy Cailloux	222 Sidney Baker South, Suite 350, Kerrville, Texas 78028
Tim Crenwelge	301 Main Street, Kerrville, Texas 78028
Gary Crozier	700 Earl Garrett Street, Kerrville, Texas 78028
Barbara F. Daniel	313 Lakewood Drive, Kerrville, Texas 78028
Joe H. Foy	404 Highridge Drive, Kerrville, Texas 78028
Elizabeth Hughes	Broken Arrow Ranch, 104 Hwy. 27W., Ingram, Texas 78025
Sam Junkin	Stewart-Junkin Road, P. O. Box 187, Hunt, Texas 78024
Gloria Olsen	223 Oak Hill Drive, Kerrville, Texas 78028

Kerwin Overby      222 Sidney Baker South, Suite 635, Kerrville, Texas 78028  
A. C. Schwethelm    702 Front Street, Comfort, Texas 78013"

### **ARTICLE III**

Each such Amendment made by these Restated Articles of Incorporation has been effected in conformity with the provisions of the Texas Non-Profit Corporation Act and such Restated Articles of Incorporation were duly adopted in the following manner.

The Restated Articles of Incorporation as so amended were adopted at a meeting of the Board of Trustees held on November 4, 1999, at which they received the favorable vote of a majority of the Trustees in office, there being no members having voting rights.

### **ARTICLE IV**

The Articles of Incorporation and all Amendments and Supplements thereto are hereby superseded by the following Restated Articles of Incorporation, which accurately copy the entire text thereof and as amended as above set forth:

## **"ARTICLES OF INCORPORATION**

### **OF**

## **THE COMMUNITY FOUNDATION OF THE TEXAS HILL COUNTRY, INC.**

### **ARTICLE ONE**

The name of the corporation is The Community Foundation of the Texas Hill Country, Inc..

### **ARTICLE TWO**

The corporation is a non-profit corporation, no part of the net earnings of which inures to the benefit of any private shareholder or individual. The corporation has no members. No substantial part of the activities of the corporation shall consist of carrying on propaganda, or otherwise

attempting to influence legislation, and it 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.

### **ARTICLE THREE**

The period of its duration is perpetual.

### **ARTICLE FOUR**

- (a) The corporation is organized and shall be operated exclusively for religious, charitable, scientific, literary or education purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provisions of any future United States Internal Revenue law, and in pursuance thereof to solicit contributions from the general public, to establish, invest and manage component funds and to make distributions and expenditures for the general welfare of the public throughout Kerrville, Texas, and the area surrounding it and generally known as the Texas Hill Country. Grants may be made to institutions outside the specified area which render services which benefit the specified area.
- (b) The corporation pledges its assets for use in performing the organization's charitable functions. In the event the corporation shall be dissolved, all of its assets and property shall be distributed to such charitable, educational, religious, or other similar organizations in the various cities of donors to the corporation which are qualified as charitable organizations under Section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provisions of any future United States Internal Revenue law, as the Board of Trustees shall select and in such proportions as the Board of Trustees shall determine.

### **ARTICLE FIVE**

The street address of the registered office of the corporation is 301 Junction Highway, Kerrville, Texas 78028, and the name of the registered agent at such address is Laura P. Lewis.

## **ARTICLE SIX**

The number of Trustees constituting the present Board of Trustees is ten (10) and the names and addresses of the persons who are serving as Trustees are:

Sandy Cailloux	222 Sidney Baker South, Suite 350, Kerrville, Texas 78028
Tim Crenwelge	301 Main Street, Kerrville, Texas 78028
Gary Crozier	700 Earl Garrett Street, Kerrville, Texas 78028
Barbara F. Daniel	313 Lakewood Drive, Kerrville, Texas 78028
Joe H. Foy	404 Highridge Drive, Kerrville, Texas 78028
Elizabeth Hughes	Broken Arrow Ranch, 104 Hwy. 27W., Ingram, Texas 78025
Sam Junkin	Stewart-Junkin Road, P. O. Box 187, Hunt, Texas 78024
Gloria Olsen	223 Oak Hill Drive, Kerrville, Texas 78028
Kerwin Overby	222 Sidney Baker South, Suite 635, Kerrville, Texas 78028
A. C. Schwethelm	702 Front Street, Comfort, Texas 78013

## **ARTICLE SEVEN**

(a) The corporation shall have a Board of Trustees, and the authority to manage the corporation shall be vested in the Board of Trustees.

(b) The Board of Trustees of the corporation shall have the power, consistent with donor and agency agreements, to modify any restriction or condition on the distribution of funds for any specified charitable purposes or to specified organizations if, in the sole judgment of the Board (without the necessity of the approval of any custodian or agent or advisory group), such restriction or condition becomes, in effect, unnecessary, incapable of fulfillment, or inconsistent with the religious, charitable, benevolent, cultural, civic, health, scientific and educational needs of the Kerrville area.

## **ARTICLE EIGHT**

A Trustee of the corporation shall not be liable to the corporation for monetary damages for an act or omission (which occurs after the effective date of this amendment), in the Trustee's capacity as a Trustee, except that this Article Eight does not eliminate or limit the liability of a Trustee to the extent the Trustee is found liable for:

1. A breach of the Trustee's duty of loyalty to the corporation;



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



Hope Andrade  
Secretary of State

## Office of the Secretary of State

### CERTIFICATE OF FILING OF

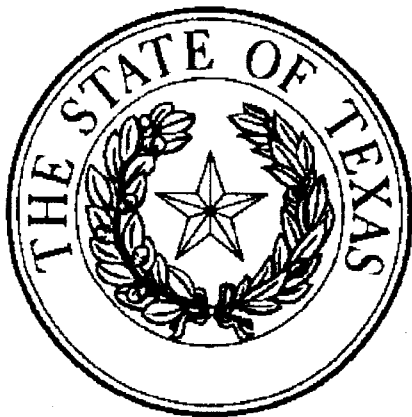
THE COMMUNITY FOUNDATION OF THE TEXAS HILL COUNTRY, INC.  
File Number: 58180301

The undersigned, as Secretary of State of Texas, hereby certifies that the statement of change of registered agent/office for the above named entity has been received in this office and has been 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 Filing.

Dated: 05/03/2012

Effective: 05/03/2012



A handwritten signature in black ink, appearing to read "Hope Andrade".

Hope Andrade  
Secretary of State



Form 401

Secretary of State  
P.O. Box 13697  
Austin, TX 78711-3697  
FAX: 512/463-5709



**Statement of Change of  
Registered Office/Agent**

Filed in the Office of the  
Secretary of State of Texas  
Filing #: 58180301 05/03/2012  
Document #: 419995410002  
Image Generated Electronically  
for Web Filing

Filing Fee: See Instructions

**Entity Information**

The name of the entity is :

**THE COMMUNITY FOUNDATION OF THE TEXAS HILL COUNTRY, INC.**

The file number issued to the entity by the secretary of state is: **58180301**

The registered agent and registered office of the entity as currently shown on the records of the secretary of state are:

**RICK MCMANIGLE**

**301 JUNCTION HIGHWAY, Kerrville, TX, USA 78028**

**Change to Registered Agent/Registered Office**

The following changes are made to the registered agent and/or office information of the named entity:

Registered Agent Change

A. The new registered agent is an organization by the name of:

**Kelly & Nevins, L.L.P.**

OR

B. The new registered agent is an individual resident of the state whose name is:

Registered Office Change

C. The business address of the registered agent and the registered office address is changed to:

**222 Sidney Baker South, Suite 410, Kerrville, TX, USA 78028**

The street address of the registered office as stated in this instrument is the same as the registered agent's business address.

Consent of Registered Agent

A. A copy of the consent of registered agent is attached.

B. The consent of the registered agent is maintained by the entity.

**Statement of Approval**

The change specified in this statement has been authorized by the entity in the manner required by the BOC or in the manner required by the law governing the filing entity, as applicable.

**Effectiveness of Filing**

A. This document becomes effective when the document is filed by the secretary of state.

B. This document becomes effective at a later date, which is not more than ninety (90) days from the date of its filing by the secretary of state. The delayed effective date is:

**Execution**

The undersigned signs this document subject to the penalties imposed by law for the submission of a materially false or fraudulent instrument.

Date: **May 3, 2012**

**Rob Kelly, President**

Signature of authorized person(s)

FILING OFFICE COPY



## Office of the Secretary of State

### CERTIFICATE OF FILING OF

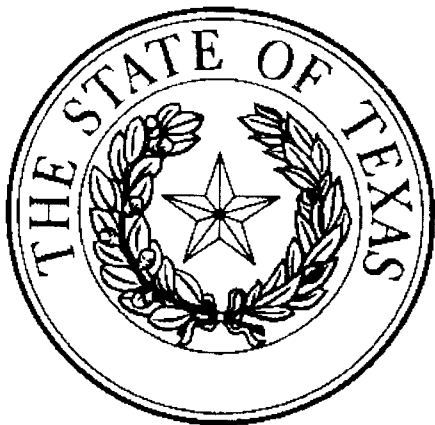
THE COMMUNITY FOUNDATION OF THE TEXAS HILL COUNTRY, INC.  
58180301

The undersigned, as Secretary of State of Texas, hereby certifies that a Certificate of Amendment for the above named entity 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.

Dated: 03/09/2015

Effective: 03/09/2015



A handwritten signature in black ink, appearing to read "Carlos Cascos".

Carlos Cascos  
Secretary of State

**CERTIFICATE OF AMENDMENT TO THE  
CERTIFICATE OF FORMATION OF  
THE COMMUNITY FOUNDATION OF THE TEXAS HILL COUNTRY, INC.  
A NONPROFIT CORPORATION**

This certificate of amendment is submitted for filing pursuant to the applicable provisions of the Texas Business Organizations Code.

**Article I - Entity Name and Type**

The name of the entity as currently shown in the records of the secretary of state and the type of filing entity are: The Community Foundation of the Texas Hill Country, Inc., a Texas nonprofit corporation (hereinafter "Corporation"). The Corporation's date of formation is October 14, 1981, and its assigned file number is 0058180301.

**Article II - Amended Registered Agent/Registered Office**

The article stating the name of the registered agent and identifying the registered office of the Corporation is amended to read as follows:

The registered agent is an individual resident of the state whose name is John W. Carlson. John W. Carlson has consented in a written or electronic form to serve as the registered agent of the entity. The business address of the registered agent and the registered office address is: 717 Sidney Baker Street, Kerrville, Texas 78028.

**Article III - Other Amendments to Certificate of Formation**

Set forth below is an identification by reference or description of each added, altered, or deleted provision.

The certificate of formation is amended by the alteration of the provisions identified or referenced below. A full text version of each altered provision so identified or referenced follows:

Article IV, Section (a). The corporation is organized and shall be operated exclusively for religious, charitable, scientific, literary or education purposes within the meaning of Section 501(c) (3) of the Internal Revenue Code of 1986 or the corresponding provisions of any future United States Internal Revenue law, and in pursuance thereof to solicit contributions from the general public, to establish, invest and manage component funds and to make distributions and expenditures for the general welfare of the public throughout Kerrville, Texas, and the area surrounding it and generally known as the Texas Hill Country. Grants may be made to charitable institutions outside the specified area provided they are domiciled in the United States.

#### **Article IV - Approval of Amendments**

This filing amending the certificate of formation has been approved in the manner required by the Code and by the governing documents of the Corporation.

#### **Article V - Effective Date of Filing**

This certificate of formation becomes effective when the document is filed by the secretary of state.

#### **Article VI - Execution**

The undersigned signs this document subject to the penalties imposed by law for the submission of a materially false or fraudulent instrument and certifies under penalty of perjury that the undersigned is authorized under the provisions of law governing the entity to execute the filing instrument.

Date: March 9, 2015

The Community Foundation of the Texas Hill  
Country, Inc.

By:   
Paul Urban, Executive Director