

ARTICLES OF INCORPORATION
OF
SOUTH CENTRAL BLOODHOUND CLUB, Inc.

FILED
In the Office of the
Secretary of State of Texas

SEP 27 1996

CORPORATIONS SECTION

We the undersigned natural persons over the age of eighteen (18), acting as incorporators, adopt the following Articles of Incorporation of South Central Bloodhound Club, Inc. ("the Corporation") under the Texas Non-Profit Corporation Act ("the Act"):

ARTICLE 1

NAME

The name of the Corporation is the South Central Bloodhound Club, Inc.

ARTICLE 2

NONPROFIT CORPORATION

The Corporation is a nonprofit corporation. Upon dissolution, all of the Corporations' assets shall be distributed to the State of Texas or an organization exempt from taxes under Internal Revenue Code Section 501(c) (3) for one or more purposes that are exempt under the Texas franchise tax.

ARTICLE 3

DURATION

The Corporation shall continue in perpetuity.

ARTICLE 4

PURPOSES

The purposes for which the Corporation is organized are to perform charitable activities within the meaning of Internal Revenue Code Section 501(c)(3) and Texas Tax Code Section 11.18(c)(1). Specifically, the Corporation is organized to operate a charitable service designed to promote and provide humane treatment of animals.

ARTICLE 5

POWERS

Except as otherwise provided in these Articles, the Corporation shall have all of the powers provided in the Act. Moreover, the Corporation shall have all the implied powers necessary and proper to carry out its express powers. The Corporation may pay reasonable compensation to members, directors, or officers for services rendered to or for the Corporation in furtherance of one or more of its purposes set forth above.

ARTICLE 6

RESTRICTIONS AND REQUIREMENTS

The Corporation shall not pay dividends or other corporate income to its members, directors or officers or otherwise accrue distributable profits or permit the realization of private gain. The Corporation shall have no power to take any action prohibited by the Act. The Corporation shall not have the power to engage in any activities, except to an insubstantial degree, that are not in furtherance of the purposes set forth above. The Corporation shall have no power to take any action that would be inconsistent with the requirements for a tax exemption under Internal Revenue Code 501(c)(3) and related regulations, rulings, and procedures. The Corporation shall have no power to take any action that would be inconsistent with the requirements for receiving tax deductible charitable contributions under Internal Revenue Code Section 170(c)(2) and related regulations, rulings,

ARTICLE 7

MEMBERSHIP

The Corporation shall have one or more classes of members as provided in the Bylaws of the Corporation.

ARTICLE 8

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Corporation is 3822 Verde Woods East, Grand Prairie, Texas 75052. The name of the initial registered agent at this office is K. Luther Tankersley.

ARTICLE 9

BOARD OF DIRECTORS

The qualifications, manner of selections, duties, terms, and other matters relating to the Board of Directors ("Board of Directors") shall be provided in the Bylaws of the Corporation. The initial Board of Directors shall consist of 7 persons. The number of directors may be increased or decreased by adoptions or amendment of the Bylaws. In electing directors, members shall not be permitted to cumulate their votes by giving one candidate as many votes as the number of directors to be elected or by distributing the same number of votes among any number of candidates. The initial Board of Directors shall consist of the following persons at the following addresses:

Beckie Decker
Route 1, Box 313
Farmersville, Texas
75442

Marnie Unzicker
2609 Wyandotte Way
Norman, Oklahoma
73071

K. Luther Tankersley
3822 Verde Woods East
Grand Prairie, Texas
75052

Judy McDonald
1075 Christian Lane
Lucas, Texas
75002-7846

and procedures. Regardless of any other provision in these Articles of Incorporation or state law, the Corporation shall have no power to:

1. Engage in activities or use its assets in manner that are not in the furtherance of one or more exempt purposes, as set forth above and defined by the Internal Revenue Code and related regulations, rulings, and procedures, except to an insubstantial degree.

2. Serve a private interest other than one that is clearly incidental to an overriding public interest.

3. Devote more than an insubstantial part of its activities to attempting to influence legislation by propaganda or otherwise, except as provided by the Internal Revenue Code and related regulations, rulings, and procedures.

4. Participate in or intervene in any political campaign on behalf of or in opposition to any candidate for public office. The prohibited activities include the publishing or distributing of statements and any other direct or indirect campaign activities.

5. Have objectives that characterize it as an "action organization" as defined by the Internal Revenue Code and related regulations, rulings, and procedures.

6. Distribute its assets on dissolution other than for one or more exempt purposes; on dissolution, the Corporation's assets shall be distributed to the state government for a public purpose, or to an organization exempt from taxes under Internal Revenue Code Section 501(c)(3) to be used to accomplish the general purposes for which the Corporation was organized.

7. Permit any part of the net earnings of the Corporation to inure to the benefit of any private shareholder or member of the Corporation or any private individual.

8. Carry on an unrelated trade or business except as a secondary purpose related to the Corporation's primary, exempt, purposes.

Wendy Musgrove
700 NW 22nd Street
Oklahoma City, Oklahoma
73103-1404

Erin Schibler
1171 Columbia 45
McNeil, Arkansas
71752

Walt Partin
Route 1, Box 266K
Chico, Texas
76431

ARTICLE 10

LIMITATION ON THE LIABILITY OF DIRECTORS

A director is not liable to the Corporation or members for monetary damages for an act or omission in the director's capacity as director except to the extent otherwise provided by a statute of the State of Texas.

ARTICLE 11

INDEMNIFICATION

The Corporation may indemnify a person who was, is, or is threatened to be made a named defendant or respondent in litigation or other proceedings because the person is or was a director or other person related to the Corporation as provided by the provisions in the Act governing indemnification. As provided in the Bylaws, the Board of Directors shall have the power to define the requirements and limitations for the Corporation to indemnify directors, officers, members, or others related to the Corporation.



ARTICLE 12

CONSTRUCTION

All references in these Articles of Incorporation to statutes, regulations, or other sources of legal authority shall refer to the authorities cited, or their successors, as they may be amended from time to time.

ARTICLE 13

INCORPORATORS

The name and street address of each incorporator is:

Beckie Decker
Route 1, Box 313
Farmersville, Texas
75442

K.Luther Tankersley
3822 Verde Woods East
Grand Prairie, Texas
75052

We execute these Articles of Incorporation on September 9, 1996.

Beckie Decker

Beckie Decker

K. Luther Tankersley

K. Luther Tankersley

