

ARTICLES OF INCORPORATION

OF

CLEAR, CLEAN COLORADO RIVER ASSOCIATION

ARTICLE 1. NAME

The name of the corporation is:
Clear, Clean Colorado River Association.

ARTICLE 2. NON-PROFIT

The corporation is a non-profit corporation.

ARTICLE 3. DURATION

The period of duration is perpetual.

ARTICLE 4. PURPOSES

The corporation is organized and shall be operated exclusively for charitable and educational 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, or corresponding section of any future federal tax code. More specifically, the corporation is organized and shall be operated exclusively for the purpose of promoting and advancing the preservation, conservation and protection of plant and animal life and resources of, in and along the Colorado River of Texas and its estuaries, for the benefit and enjoyment of the general public. The corporation shall be operated exclusively for such purpose. No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, 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 above. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and it shall not participate in, or intervene in (including the publishing or distributing of statements), any political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any other provisions of these articles, the corporation shall not carry on any other activities not permitted to be carried on by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code or by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

ARTICLE 5. REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is 127 West Travis Street, La Grange, Texas 78945, and the name of its initial registered agent at such address is Dan R. Beck.

ARTICLE 6. INITIAL DIRECTORS

The number of directors constituting the initial board of directors is fourteen (14), and the names and addresses of the persons who are to serve as the initial directors are:

Leslie L. Appelt, 4010 One Shell Plaza, Houston, Texas 77002,

Dan R. Beck, Box 10, La Grange, Texas 78945.

Steve Rivers, Citizens State Bank, Bastrop, Texas 78602

Robert N. McCurdy, II, 802 Rutherford Place, Austin, Texas 78704

Weldon Mays, 811 E. Whitehill, Smithville, Texas 78957

Ann Brooke, 1605 Canterbury, Austin, Texas 78702

Ken Perkins, P. O. Box 987, Bastrop, Texas 78602

Charlie Jungmichel, 712 Rosenberg, La Grange, Texas 78945

Jim Houchins, P. O. Box 6366, Austin, Texas 78762

Tom Brooks, 7215 Chuck Wagon Trail, Austin, Texas

Dr. Kirk Anderson, 109 Shutt Drive, Columbus, Texas 78934

Richard Heffley, P. O. Box 27, Columbus, Texas 78934

Warren Jackson, P. O. Box 409, Smithville, Texas 78957

Michael Klesel, 353 North Madison, La Grange, Texas 78945

ARTICLE 7. INCORPORATORS

The names and addresses of the incorporators are:

Leslie L. Appelt, 4010 One Shell Plaza, Houston, Texas 77002,

Dan R. Beck, Box 10, La Grange, Texas 78945.

Steve Rivers, Citizens State Bank, Bastrop, Texas 78602

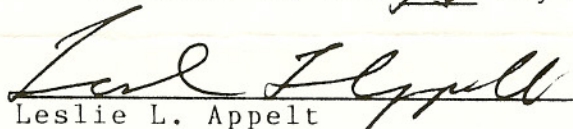
ARTICLE 8. MEMBERS

The corporation shall have no members.

ARTICLE 9. DISSOLUTION

Upon the corporation's dissolution, the assets of the corporation shall be distributed to another charitable organization whose primary purpose is educational, and which meets the requirements for exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the State of Texas for a public purpose.

Executed on the 25th day of February 1985.


Leslie L. Appelt

Steve Rivers

Dan R. Beck

STATE OF TEXAS]

COUNTY OF FAYETTE]

I, a Notary Public for the State of Texas, do hereby certify that on the ____ day of _____, 1985, personally appeared

before me, Leslie L. Appelt, Dan R. Beck, and Steve Rivers who being by me first duly sworn, declared that they are the persons who signed the foregoing document as incorporators, and that the statements therein contained are true.

, Notary
Public, State of Texas
My Commission expires: