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**GOLDEN TRIANGLE PC CLUB (GTPCC)
RESTATED ARTICLES OF INCORPORATION
CHARTER NUMBER 01602164-01**

FILED
In the Office of the
Secretary of State of Texas
JUL 02 2001
Corporations Section

**Original articles of incorporation dated and effective October 16, 2000
Amended articles of incorporation dated and effective May 16, 2001**

ARTICLE ONE

The name of the corporation is the Golden Triangle PC Club. The corporation hereby adopts restated articles of incorporation which accurately copy the articles of incorporation and all amendments thereto that are in effect to date and such restated articles of incorporation contain no change in any provision thereof.

ARTICLE TWO

On June 10, 2001, in a meeting of the Golden Triangle PC Club, a quorum of members and the board of directors was in attendance. The board presented the following resolution for approval by the members:

Resolved, members of the Golden Triangle PC Club approve the restated articles of incorporation for the Golden Triangle PC Club as presented by the board of directors.

Members unanimously voted to adopt the resolution.

ARTICLE THREE

The articles of incorporation and all amendments and supplements thereto are hereby superseded by the following restated articles of incorporation which accurately copy the entire text thereof.

Dated this 10th day of June, 2001.

Dale F Farris
Signature

DALE F FARRIS
Printed Name
President and Initial Incorporator
Golden Triangle PC Club

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**GOLDEN TRIANGLE PC CLUB, INC (GTPCC)
RESTATED ARTICLES OF INCORPORATION**

We hereby associate to form a non-profit corporation, pursuant to articles 1396 3 02 and 1396-3 03 of the Texas Non Profit Corporation Act (TNPCA) (Vol 3, Vernon s Texas Civil Statutes)

Article 1 Name

The name of this corporation is the Golden Triangle PC Club, hereafter referred to as "GTPCC

Article 2 Period of Duration

This corporation s existence shall be perpetual

Article 3 Financial Considerations

The Golden Triangle PC Club (GTPCC) is a non profit corporation

Article 4 Functions

The GTPCC functions include

- a Provide a forum for members of the computer community to increase their understanding and utilization of their computer
- b Serve as a resource to the community regarding use of computers and knowledge of the computer industry
- c Provide an opportunity for computer users to exchange their knowledge of and experience with computers
- d Provide an opportunity for formal and informal education in the use of computer software and computer hardware
- e Provide a means of communication with other computer user groups
- f Provide an opportunity for the formation of special interest groups (SIG)
- g Provide a means for the exchange of public domain computer software and vendor-donated software and hardware
- h Educate members and nonmembers about the process of acquiring and building computers and with acquiring computer software

Article 5 Registered Agent and Registered Office

The name of the initial registered agent is Dale F Farris, and the street address of the initial registered office is 5421 Marion Groves, Texas, 77619

GOLDEN TRIANGLE PC CLUB

Article 6 Membership

The management of the business of the corporation shall be directed by elected officers and a board of directors. Persons qualified to be members of the GTPCC, admission to membership in the GTPCC, the election of officers, and the management responsibilities of the board of directors are further explained in the GTPCC Bylaws

Article 7 Board of Directors

The initial board of directors of the GTPCC is comprised of these four (4) persons, who are as follows

Dale F Farris
5421 Marion
Groves Texas 77619

Jim Rives
1510 Browning Road
Orange Texas 77630

Danny Ramsey
3212 Canal Ave
Nederland Texas 77627

Carl Neblett
105 Norwood
Beaumont, Texas 77656

Article 8 Incorporator

The initial incorporator of the GTPCC corporation is Dale F Farris, and the street address of the initial incorporator is 5421 Marion Groves, Texas, 77619. This address is the same as the initial registered office

Article 9 Educational Purpose and Dissolution of Assets

This organization is organized exclusively for educational purposes within the meaning of 501(c)(3) of the Internal Revenue Code

Notwithstanding any other provisions of these articles, this organization shall not carry on any other activities not permitted to be carried on (a) by an organization exempt from Federal income tax under section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding section of any future United States Internal Revenue Law) or (b) by an organization, 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

Upon the dissolution of this organization, after paying or adequately providing for the debts and obligations of the organization, the remaining assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not 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 said Court shall determine, which are organized and operated exclusively for such purposes

CONFIDENTIAL

