



# The State of Texas

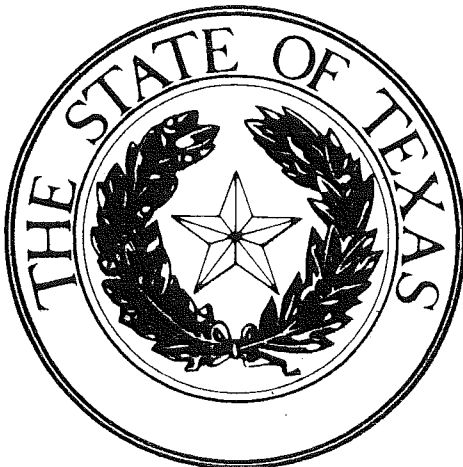
## SECRETARY OF STATE

The undersigned, Secretary of State of the State of Texas, HEREBY CERTIFIES that the attached is a true and correct copy of the following described instruments on file in this Office:

ALTOGA WATER SUPPLY CORPORATION

Articles of Incorporation

April 2, 1965

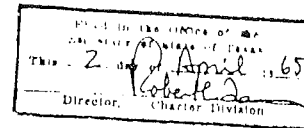


*IN TESTIMONY WHEREOF, I have hereunto signed my name officially and caused to be impressed hereon the Seal of State at my office in the City of Austin, this*

14th day of February, A.D. 19 91

*John Hannah Jr.*  
Secretary of State

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ARTICLES OF INCORPORATION OF ALTOGA WATER SUPPLY CORPORATION

STATE OF TEXAS           §

KNOW ALL MEN BY THESE PRESENTS:

COUNTY OF COLLIN       §

WE, the undersigned natural persons of the age of twenty-one (21) years or more, at least three of whom are citizens of the State of Texas, acting as incorporators of a Corporation, do hereby adopt the following Articles of Incorporation for such Corporation:

ARTICLE I:

The name of the Corporation is Altoga Water Supply Corporation.

ARTICLE II:

The Corporation is a non-profit Corporation organized under Article 1434a of the Revised Civil Statutes of Texas of 1925, as amended, supplemented by the Texas Non-Profit Corporation Act, Article 1.01 et seq., as amended, and is authorized to exercise all powers, privileges and rights conferred on a Corporation by these Acts, and all powers and rights incidental in carrying out the purposes for which the Corporation is formed, except such as are inconsistent with the express provisions of these Acts.

ARTICLE III.

The period of its duration is perpetual.

ARTICLE IV.

The Corporation is formed for the purpose of furnishing a water supply for general farm use and domestic purposes to individuals residing in the rural community of Altoga, Texas, and the surrounding rural areas. The places where the business of the Corporation is to be transacted shall be the Altoga Community in Collin County, Texas, and the surrounding rural areas.

ARTICLE V.

The street address of the initial registered office of the Corporation is Route 3, McKinney, Texas, and the name of its initial registered agent at such address is Billy Moore.

ARTICLE VI:

The number of directors constituting the initial Board of Directors of the Corporation is five (5), and the names and addresses of the persons who are to serve as the initial directors are:

<u>NAME</u>	<u>ADDRESS</u>	<u>CITY</u>
Billy Moore	Route 3	McKinney, Texas
Carl Dunn	Route 3	McKinney, Texas
Ronald Rigsby	Route 3	McKinney, Texas
Jim Watkins	Route 3	McKinney, Texas
Jack Miller	Route 3	McKinney, Texas

ARTICLE VII:

The name and street address of each incorporator is:

<u>NAME</u>	<u>ADDRESS</u>	<u>CITY</u>
Billy Moore	Route 3	McKinney, Texas
Carl Dunn	Route 3	McKinney, Texas
Ronald Rigsby	Route 3	McKinney, Texas
Jim Watkins	Route 3	McKinney, Texas
Jack Miller	Route 3	McKinney, Texas

Each incorporator shall be a member of the Board of Directors who are to serve as Directors until the first annual meeting of the members, or until their successors are elected and qualified.

ARTICLE VIII.

The Corporation is and shall continue to be a Corporation without capital stock, and membership in the Corporation shall be deemed personal estate and shall be transferable only on the books of the Corporation in such manner as the By-Laws may prescribe.

IN WITNESS WHEREOF, we have hereunto set our hands, this the 26th day of March 1965.

BILLY MOORE

CARL DUNN

RONALD RIGSBY

JIM WATKINS

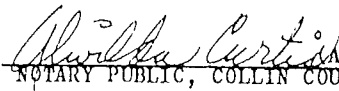
JACK MILLER



STATE OF TEXAS            §  
COUNTY OF COLLIN        §

I, Alwilda Curtis, a Notary Public, do hereby certify that on this 26th day of March 1965, personally appeared before me, Billy Moore, Carl Dunn, Ronald Rigsby, Jim Watkins and Jack Miller, who each being by me first duly sworn, severally declared that they are the persons who signed the foregoing document as incorporators, and that the statements therein contained are true.

IN WITNESS WHEREOF, I have hereunto set my hand and seal the day year above written.

  
(Alwilda Curtis)  
NOTARY PUBLIC, COLLIN COUNTY, TEXAS

My Commission expires: June 1, 1965

TO BE ADDED INTO THE ARTICLES OF INCORPORATION

No director shall be liable to the Corporation or to the Corporation's membership for monetary damages for any act or omission in the director's capacity as a director of the Corporation, except and unless the director shall be found liable for a breach of the director's duty of loyalty to the Corporation or the Corporation's membership; and act or omission not in good faith that constitutes a breach of the director's duty to the Corporation or an act or omission that involves intentional misconduct or a knowing violation of the law on the part of the director; a transaction from which the director receives an improper benefit, whether or not the benefit results from an action taken within the scope of the director's office; or an act or omission for which the liability of the director is expressly provided by Texas law.