



Office of the Secretary of State

CERTIFICATE OF RESTATED ARTICLES OF

TEXAS LEGAL FOUNDATION
132236901

The undersigned, as Secretary of State of Texas, hereby certifies that the Restated Articles for the above named entity have been received in this office and have 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 Restated Articles.

Dated: 05/06/2005

Effective: 05/06/2005



A handwritten signature in black ink that reads "Roger Williams".

Roger Williams
Secretary of State

MAY 06 2005

Restated Articles of Incorporation of Texas Legal Foundation

Corporations Section

Texas Legal Foundation, a Texas nonprofit corporation subject to the Texas Non-Profit Corporation Act (the "Act"), has adopted these restated articles of incorporation. The restated articles of incorporation accurately copy the original articles of incorporation and all prior amendments thereto, and include two additional amendments that are described below in Article III.

Article I

In compliance with Article 1396-4.06 of the Act, the restated articles of incorporation including the two amendments were adopted as follows:

The Texas Legal Foundation has no members. In May 2005, pursuant to Article 1396-9.10 (A) of the Act, the restated articles of incorporation including the two amendments were adopted by the unanimous written consent of the directors.

Article II

The original articles of incorporation and all prior amendments thereto are superseded by the restated articles of incorporation attached hereto as Exhibit A.

Article III

The restated articles of incorporation include the following amendments:

1. The name of the Texas Legal Foundation's governing board has been modified.
2. The purpose for which the Texas Legal Foundation is organized has been modified.
See Exhibit A

I am an officer of the Texas Legal Foundation, and I execute these restated articles of incorporation on its behalf on May 5, 2005.

Texas Legal Foundation

By: 

Steven W. Smith, President

EXHIBIT A

Restated Articles of Incorporation of Texas Legal Foundation

Article I

The name of the corporation is Texas Legal Foundation.

Article II

The Texas Legal Foundation is a nonprofit corporation. No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its directors, officers, or other private individuals, except that the corporation is empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purpose for which it is organized.

Article III

In support of the democratic rights secured by the First and Tenth Amendments to the United States Constitution and Article I, Sections 2 and 27 of the Texas Constitution, the purpose of the Texas Legal Foundation is to advocate, in the legislative, executive, and judicial branches of the federal and state governments, conservative public policy positions that are held by a majority of Texas citizens but that have not been implemented by the government.

Article IV

The period of duration of the Texas Legal Foundation is perpetual.

Article V

The Texas Legal Foundation does not have members.

Article VI

The powers of the Texas Legal Foundation are exercised, its property controlled, and its affairs conducted by a board of directors.

The number of directors of the Texas Legal Foundation is three; provided, however, that the number may be increased by a duly adopted bylaw.

The names and street addresses of the current directors of the Texas Legal Foundation are as follows:

Steven W. Smith; 5705 Galsworthy Court, Austin, Texas 78739.

David A. Rogers; 1120 Glendalough Drive, Pflugerville, Texas 78660.

Matthew J. Griffing; 10610 Morado Circle, Apt. 1222, Austin, Texas 78759.

Article VII

The street address of the registered office of the Texas Legal Foundation is 5705 Galsworthy Court, Austin, Texas 78739. The name of its registered agent at this office is Steven W. Smith.