

ARTICLES OF INCORPORATION

ARLINGTON ALLIANCE FOR YOUTH, INC.

We, the undersigned natural persons over the age of eighteen (18) years or more, acting as incorporators of a corporation under the Texas Non-Profit Corporation Act, hereby adopt the following Articles of Incorporation for the corporation:

ARTICLE I

The name of the corporation is **ARLINGTON ALLIANCE FOR YOUTH, INC.**

ARTICLE II

The corporation is a non-profit corporation as defined in paragraph A(3) of Article 1396-1.02 of the Texas Non-Profit Corporation Act.

ARTICLE III

The period of duration is perpetual.

ARTICLE IV

The purpose or purposes for which this corporation is formed are exclusively charitable within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as now in effect or as it may hereafter be amended (hereafter the "Internal Revenue Code"). In furtherance of these purposes, the corporation is authorized to receive property by gift, devise, or bequest and to invest and reinvest the same, and to apply the income and principal thereof, as the Board of Directors may from time to time determine, either directly or through contributions to any Charitable Organization or Organizations (as hereinafter defined) exclusively for charitable purposes, and to engage in any and all lawful activities incidental thereto except as restricted herein.

In furtherance of its corporate purposes, the corporation shall have all the general powers enumerated in Article 1396-2.02, Paragraph A, of the Texas Non-Profit Corporation Act, together with the power to solicit grants and contributions for its corporate purposes.

ARTICLE V

The address of its initial registered office is _____,
and the name of its initial registered agent at such address is _____.

ARTICLE VI

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

- | | |
|---|--|
| 1. Jim Walther
2910 Duff Drive
Arlington, Texas 76013 | 2. Mike Cramer

_____ |
| 3. Frank Coburn

_____ | 4. Linda Criswell

_____ |
| 5. Louis Flynt

_____ | 6. R.J. Bessenhoffer

_____ |
| 7. Jodie Munsie

_____ | |

ARTICLE SEVEN

The name and address of the incorporator is:

Jim Walther
2910 Duff Drive
Arlington, Texas 76013

Jim Walther, Incorporator

SWORN TO ON this _____ day of _____, 2005, by the above-named incorporator.

Notary Public, State of Texas