



RESOLUTION NO. 20150728-01

A RESOLUTION ACCEPTING AND RATIFYING THE CERTIFICATE OF FORMATION AND CERTIFICATE OF FILING OF TAC EAST HOLDINGS COMPANY NO. 1

WHEREAS, TexAmericas Center is a political subdivision of the State of Texas with the powers and authorities specified in Chapter 3503 of the Special District Local Laws Code of the State of Texas; and

WHEREAS, Chapter 3503 of the Special District Local Laws Code of the State of Texas authorizes TexAmericas Center to establish a non-profit corporation for the purposes of holding title to property on behalf of TexAmericas Center and collecting the income from said property and remitting the income (less expenses) to TexAmericas Center; and

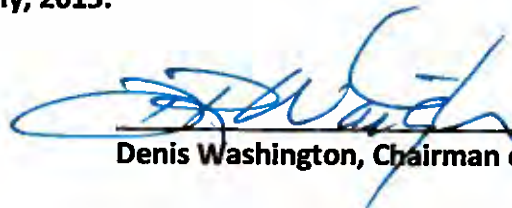
WHEREAS, a Certificate of Formation has been filed with the Secretary of State of the State of Texas to establish such a non-profit corporation to be named TAC East Holdings Company No. 1, and the Secretary of State has issued a Certificate of Filing of the Certificate of Formation establishing said non-profit corporation;

WHEREAS, TexAmericas Center desires to accept the non-profit corporation to hold title to certain properties in said non-profit corporation;

NOW, THEREFORE, BE IT RESOLVED, by the Board of Directors of TexAmericas Center, that TexAmericas Center accept and ratify the Certificate of Formation and Certificate of Filing for TAC East Holdings Company No. 1 to be a title holding company by and for TexAmericas Center for property which TexAmericas Center may convey into said non-profit corporation; and

BE IT FURTHER RESOLVED, by the Board of Directors of TexAmericas Center that the Executive Director/CEO shall be and is hereby authorized to proceed with the establishment of the non-profit corporation to hold title on behalf of TexAmericas Center.

PASSED and APPROVED this 28th day of July, 2015.


Denis Washington, Chairman of the Board

ATTEST:


Boyd Sartin, Secretary/Treasurer

Form 202

Secretary of State
P.O. Box 13697
Austin, TX 78711-3697
FAX: 512/463-5709

Filing Fee: \$25



**Certificate of Formation
Nonprofit Corporation**

Filed in the Office of the
Secretary of State of Texas
Filing #: 802254487 07/16/2015
Document #: 616306020002
Image Generated Electronically
for Web Filing

Article 1 - Corporate Name

The filing entity formed is a nonprofit corporation. The name of the entity is :

TAC East Holdings Company No. 1

Article 2 - Registered Agent and Registered Office

A. The initial registered agent is an organization (cannot be corporation named above) by the name of:

OR

B. The initial registered agent is an individual resident of the state whose name is set forth below:

Name:

William S Norton

C. The business address of the registered agent and the registered office address is:

Street Address:

107 Chapel Lane New Boston TX 75570

Consent of Registered Agent

A. A copy of the consent of registered agent is attached.

OR

B. The consent of the registered agent is maintained by the entity.

Article 3 - Management

A. Management of the affairs of the corporation is to be vested solely in the members of the corporation.

OR

B. Management of the affairs of the corporation is to be vested in its board of directors. The number of directors, which must be a minimum of three, that constitutes the initial board of directors and the names and addresses of the persons who are to serve as directors until the first annual meeting or until their successors are elected and qualified are set forth below.

Director 1: **Denis R Washington**

Title: **Director**

Address: **2000 Richmond Road Texarkana TX, USA 75503**

Director 2: **Gabe Tarr**

Title: **Director**

Address: **7423 Daniels Chapel Rd. New Boston TX, USA 75570**

Director 3: **William Scott Norton**

Title: **Director**

Address: **107 Chapel Lane New Boston TX, USA 75570**

Director 4: **Boyd Sartin**

Title: **Director**

Address: **P.O. Box 201 Maud TX, USA 75567**

Director 5: **Ben King**

Title: **Director**

Address: **34 Dogwood Lake Drive Texarkana TX, USA 75503**

Article 4 - Organization Structure

A. The corporation will have members.

or

B. The corporation will not have members.

Article 5 - Purpose

The corporation is organized for the following purpose or purposes:

To act as a title holding company for TexAmericas Center, a political subdivision of the State of Texas, pursuant to the authority set forth in Section 3503.111 of the Special District Local Laws Code of the State of Texas.

Supplemental Provisions / Information

The corporation is organized for the exclusive purpose of acquiring, holding title to, and collecting income from real property and remitting the entire income from such property (less expenses) to TexAmericas Center, a political subdivision of the State of Texas, which is an organization described in Section 501 (c)(25)(C) of the Internal Revenue Code of the United States of America.

See the Attached Addendum "A" regarding additional supplemental provisions which is hereby incorporated herein.

[The attached addendum, if any, is incorporated herein by reference.]

Supplemental Provisions.pdf

Effectiveness of Filing

A. This document becomes effective when the document is filed by the secretary of state.

OR

B. This document becomes effective at a later date, which is not more than ninety (90) days from the date of its signing. The delayed effective date is:

Organizer

The name and address of the organizer are set forth below.

TexAmericas Center by Raymond W. Jordan, Attorney
TX 75503

107 Chapel Lane, New Boston,

Execution

The undersigned affirms that the person designated as registered agent has consented to the appointment. The undersigned signs this document subject to the penalties imposed by law for the submission of a materially false or fraudulent instrument and certifies under penalty of perjury that the undersigned is authorized under the provisions of law governing the entity to execute the filing instrument.

TexAmericas Center by Raymond W. Jordan

Signature of organizer.

FILING OFFICE COPY

ADDENDUM "A"
TO
CERTIFICATE OF FORMATION

TAC EAST HOLDINGS COMPANY NO. 1

ARTICLE 5.
SUPPLEMENTAL PROVISIONS

- A. The Beneficiary, TexAmericas Center, a political subdivision of the State of Texas, shall have the right to dismiss the investment advisor, if any, of the corporation.
- B. The Beneficiary, TexAmericas Center, a political subdivision of the State of Texas, shall have the right to terminate the existence of the corporation by requiring the Board of Directors to dissolve the corporation.
- C. Upon dissolution of the corporation, any and all remaining assets, after payment of debts and claims against the corporation, shall be distributed to the Beneficiary, TexAmericas Center, a political subdivision of the State of Texas. In the event that TexAmericas Center no longer exists as a political subdivision of the State of Texas at the time of the dissolution of the corporation, the remaining assets of the corporation shall be distributed to Bowie County, Texas, a political subdivision of the State of Texas. In the event that Bowie County, Texas, no longer exists as a political subdivision of the State of Texas at the time of the dissolution of the corporation, the remaining assets shall be distributed to an organization described in Section 501(c)(25) of the Internal Revenue Code, or its successor statute.
- D. The Board of Directors may take action without a meeting when there are signed written consents by the number of directors whose votes would be necessary to take action at a meeting at which all such persons entitled to vote were present and voted. Each written consent must be signed and bear the date of signature of the person signing it. A telegram, telex, cablegram, electronic mail message, text message, or similar transmission by a director, or a photographic, facsimile, or similar reproduction of a signed writing, will be treated as an original being signed by the director.



Office of the Secretary of State

CERTIFICATE OF FILING OF

TAC East Holdings Company No. 1
File Number: 802254487

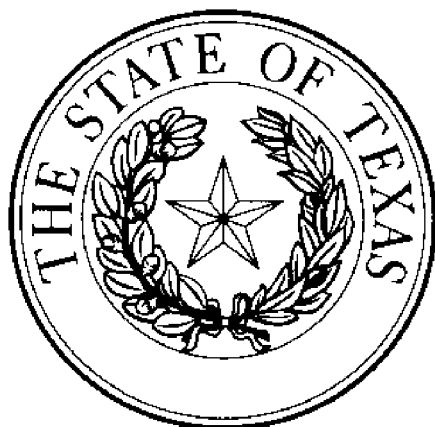
The undersigned, as Secretary of State of Texas, hereby certifies that a Certificate of Formation for the above named Domestic Nonprofit Corporation has been received in this office and has been found to conform to the applicable provisions of law.

ACCORDINGLY, the undersigned, as Secretary of State, and by virtue of the authority vested in the secretary by law, hereby issues this certificate evidencing filing effective on the date shown below.

The issuance of this certificate does not authorize the use of a name in this state in violation of the rights of another under the federal Trademark Act of 1946, the Texas trademark law, the Assumed Business or Professional Name Act, or the common law.

Dated: 07/16/2015

Effective: 07/16/2015



A handwritten signature in black ink, appearing to read "Cascos".

Carlos H. Cascos
Secretary of State