

**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 #: 801561223 03/06/2012  
 Document #: 411446970002  
 Image Generated Electronically  
 for Web Filing

**Article 1 - Corporate Name**

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

**GLEN ROSE DINOSAUR TRACK SITE**

**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:**

**LESLIE ADAMS**

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

**Street Address:**

**3900 ESSEX LANE SUITE 1111 HOUSTON TX 77027**

**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: **JERRY JACENE**

Title: **Director**

Address: **3900 ESSEX LANE SUITE 1111 HOUSTON TX, USA 77027**

Director 2: **SHELLY MCFADIN**

Title: **Director**

Address: **3900 ESSEX LANE SUITE 1111 HOUSTON TX, USA 77027**

Director 3: **PATRICK CONDY**

Title: **Director**

Address: **3900 ESSEX LANE SUITE 1111 HOUSTON TX, USA 77027**

Director 4: **LARRY SMITH**

Title: **Director**

Address: **3900 ESSEX LANE SUITE 1111 HOUSTON TX, USA 77027**

Director 5: **MARK KELLDORF**

Title: **Director**

Address: **3900 ESSEX LANE SUITE 1111 HOUSTON TX, USA 77027**

**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:

**1. Nonprofit Status Statement.** This corporation is organized for the transaction of any and all lawful business for which nonprofit corporations may be organized in the State of Texas, consistent with its nonprofit status: this corporation is organized exclusively for charitable, religious and educational purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code or the corresponding section of any future federal tax code.

**2. Restrictions Statement.** No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth herein. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or the corresponding sections of any future federal tax code, or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code. Notwithstanding any other provision of these articles, this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of this corporation.

**3. Dissolution Statement.** Upon dissolution of the corporation its assets shall be distributed for one of more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so 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 purpose or to such organization or organizations, as said court shall determine, which are organized and operated exclusively for such purposes.

**Supplemental Provisions / Information**

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

**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.

**LESLIE WM ADAMS**      **3900 ESSEX LANE SUITE 1111 HOUSTON T X 77027**

**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.

**LESLIE WM ADAMS**

Signature of organizer.

**FILING OFFICE COPY**