



## Office of the Secretary of State

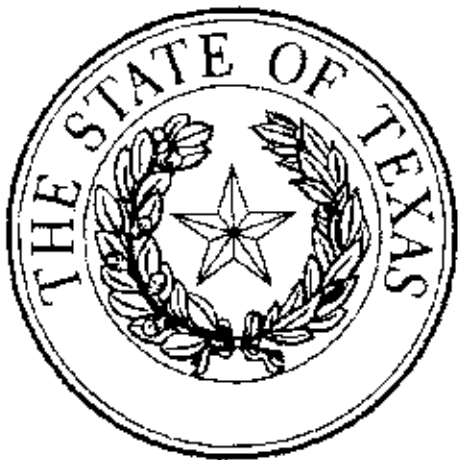
The undersigned, as Secretary of State of Texas, does hereby certify that the attached is a true and correct copy of each document on file in this office as described below:

HOUSTON AREA GLASS ASSOCIATION  
Filing Number: 56558401

Articles of Incorporation  
Articles of Amendment

June 10, 1981  
July 13, 1987

In testimony whereof, I have herunto signed my name officially and caused to be impressed hereon the Seal of State at my office in Austin, Texas on April 19, 2010.



A handwritten signature in cursive script, reading "Hope Andrade".

Hope Andrade  
Secretary of State

ARTICLES OF INCORPORATION  
OF  
HOUSTON AREA GLASS DEALERS ASSOCIATION

JUN 10 1981

CLERK U.S.  
Corporation Division

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

ARTICLE ONE

The name of the corporation is HOUSTON AREA GLASS DEALERS ASSOCIATION.

ARTICLE TWO

The corporation is a non-profit corporation.

ARTICLE THREE

The period of its duration is perpetual.

ARTICLE FOUR

The purposes for which the corporation is formed are:

- (A) To deal with trade and promotional problems of glass dealers in the building construction industry in the metropolitan Houston area.
- (B) To improve employer-labor relations and to strive for reasonable and equitable solutions to problems of labor.
- (C) To cooperate with general contractors, architects and other segments of the building construction industry, automobile associations, with existing associations of glass dealers, and with organizations representing the building trades and automobile glass in connection with all lawful matters of interest to the building construction industry and automobile glass industry.

- (D) To act as a trade association for its members and, as such, to perform for its members those services which can better be performed as a group than separately.
- (E) To do any and all lawful acts and things to help the building construction industry and the glass industry better serve the public; to promote any legitimate common interest of its members.
- (F) The HOUSTON AREA GLASS DEALERS ASSOCIATION is organized as a non-profit trade association and shall not be operated for pecuniary gain or profit, nor will any part of income or assets of the HOUSTON AREA GLASS DEALERS ASSOCIATION be distributed or allowed to inure to the benefit of any individual for any purpose other than those for which this association is formed.

#### ARTICLE FIVE

The street address of the initial registered office of the corporation is 3426 North Shepherd, Houston, Texas

and the name of its initial registered agent at such address is Albert E. Hyde of ALBERT E. HYDE & ASSOCIATES.

#### ARTICLE SIX

The direction and management of the affairs of the corporation and the control and disposition of its properties and funds shall be vested in a Board of Directors composed of such number of persons (not less than three (3) and not more than twenty (20) as may be fixed by the by-laws. Until changed by the by-laws, the original number of directors shall be thirteen. The directors shall continue to serve until their successors are selected in the manner provided in the by-laws of the corporation. The names and addresses of the persons who shall serve as directors of the corporation until their successors are duly elected and qualified are as follows:

<u>NAME</u>	<u>ADDRESS</u>
BOBBY G. HENDRIX	5617 Gardendale; Houston, Tx 77018
CHARLES GERUM	3333 Holly Hill; Houston, Tx 77021
PAUL DANIELS	1310 North Main; Liberty, Tx 77575
JON M. GANTENBEIN	9943 A Harwin; Houston, Tx 77036
JAMES A. TALLEY	6645 W. Tidwell; Houston, Tx 77092
SAM ROYALL	15919 Kuykendahl; Houston, Tx 77090
RODNEY SIMMONS	1919 Spring Cypress Road Spring, Texas 77373
H. I. STEPHENS	2700 Travis; Houston, Tx 77006
JACK J. TIPPIT	4830 Beechnut; Houston, Tx 77096
RONNIE SPAULDING	1510 Beall; Houston, Tx 77008

#### ARTICLE SEVEN

The corporation may take and hold any membership dues and any other donations, grants, devises or bequests which may be made in the support of its purposes. All funds of the corporation, whether from membership dues or otherwise, in excess of the expenditures necessary for the proper administration of such funds, shall be used exclusively for carrying on the work in promoting the purposes for which the corporation is formed as herein set forth.

#### ARTICLE EIGHT

The corporation is a non-profit corporation; without capital stock, organized solely for the purposes specified in Article Four, and no part of its property, whether income or principal, shall ever inure to the benefit of any director, officer or employee of the corporation, or of any individual having a personal or private interest in the activities of the corporation, nor shall any such director, officer, employee or individual receive or be lawfully entitled to receive any profit from the operations of the corporation except a reasonable allowance for salaries or other compensation for personal services actually rendered in carrying out one or more of its stated purposes.

#### ARTICLE NINE

The corporation shall have members. The membership of the corporation shall be determined as provided in the by-laws, and such by-laws shall define the voting rights, powers and privileges of the members.

ARTICLE TEN

The initial by-laws of the corporation shall be adopted by its members. The power to alter, amend or repeal the by-laws or to adopt new by-laws shall be vested in the members, but such power may be delegated by the members to the Board of Directors.

ARTICLE ELEVEN

In the event of the dissolution of the corporation, by lapse of time or otherwise, when it has, or is entitled to, any interest in any funds or property of any kind, real, personal or mixed, such funds or property or rights thereto shall not be transferred to private ownership, but shall be transferred and set over unto an organization which is exempt from taxation under the provisions of the Internal Revenue Code and which is engaged in activities substantially similar to the purpose of the corporation, and, if none be then in existence, then such funds or property or rights thereto shall be charged with a public trust and shall be thereafter administered and applied to public purposes by a trustee or trustees to be appointed pursuant to law by a court of competent jurisdiction upon suitable proceedings brought for this purpose.

ARTICLE TWELVE

The name and street address of each incorporator is:


<u>NAME</u>	<u>ADDRESS</u>
BOBBY G. HENDRIX	5617 Gardendale; Houston, Tx 77018
CHARLES GERUM	3333 Holly Hill; Houston, Tx 77021
PAUL DANIELS	1310 North Main; Liberty, Tx 77575
JON M. GANTENBEIN	9943 A Harwin; Houston, Tx 77036
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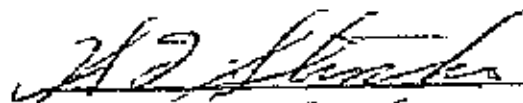
IN WITNESS WHEREOF, we have hereunto set our hands this


13<sup>th</sup> day of May, 1981.

  
BOBBY G. HENDRIX

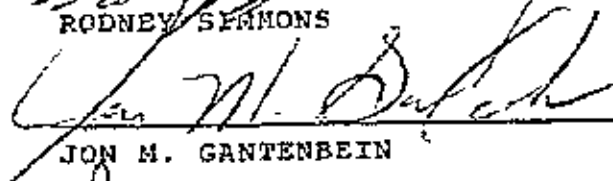
  
CHARLES GERUM

  
PAUL DANIELS

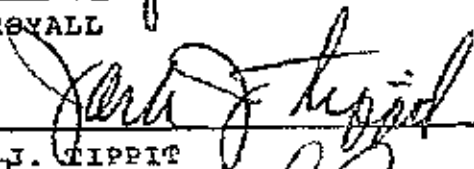
  
H. I. STEPHENS

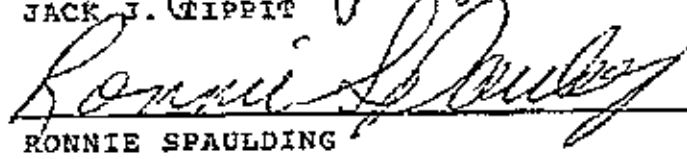
  
JAMES A. TALLEY

  
RODNEY SIMMONS

  
JON M. GANTENBEIN

  
SAM ROYALL

  
JACK J. TIPPIE

  
RONNIE SPAULDING

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THE STATE OF TEXAS

COUNTY OF HARRIS

I, Madeline E. Nestle, a Notary Public, do hereby certify that on this 13<sup>th</sup> day of May, 1981, personally appeared before me BOBBY G. HENDRIX, CHARLES GERUM, PAUL DANIELS, JON M. GANTENBEIN, JAMES A. TALLEY, SAM ROYALL, RODNEY SIMMONS, H. I. STEPHENS, JACK J. TIPPIT, AND RONNIE SPAULDING, 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 and year above written.

Madeline E. Nestle  
NOTARY PUBLIC in and for

HARRIS COUNTY, TEXAS

JUL 13 1987

ARTICLES OF AMENDMENT  
TO THE <sup>Corporations Section</sup>  
ARTICLES OF INCORPORATION  
OF

HOUSTON AREA GLASS DEALERS ASSOCIATION

Pursuant to the provisions of Article 4.03 of the Texas Non-Profit Corporation Act, the undersigned corporation adopts the following Articles of Amendment to the Articles of Incorporation which:

Changes the name of the corporation to a more appropriate title

1. The name of the corporation is HOUSTON AREA GLASS DEALERS ASSOCIATION.
2. The following amendment to the Articles of Incorporation was adopted by the corporation on April 8, 1987.

ARTICLE ONE of the Articles of Incorporation is hereby amended so as to read as follows:

The name of the corporation is HOUSTON AREA GLASS ASSOCIATION

3. The amendment was adopted in the following manner:

"The amendment was adopted at a meeting of members held on April 8, 1987, at which a quorum was present, and the amendment received at least two-thirds of the votes which members present or represented by proxy at such meeting were entitled to cast."

DATED: July 8, 1987

HOUSTON AREA GLASS ASSOCIATION

Name of Corporation

By Danny L. Gwala  
Its 1987 President

AND Joe Donzale  
Its 1987 Secretary

(VERIFICATION FORM B ATTACHED)



STATE OF TEXAS

COUNTY OF HARRIS

I, Mary Lou Beasley, a Notary Public, do hereby certify that on this 8th day of July, 1987 personally appeared before me DANNY GOODE being duly sworn, declared that he is PRESIDENT of the Corporation executing the foregoing document, that he signed the foregoing document in the capacity therein set forth, and that the statements therein contained are true.

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

Mary Lou Beasley  
Notary Public in and for

HARRIS County, TEXAS

My commission expires: 2/28/89

STATE OF TEXAS

COUNTY OF HARRIS

I, Mary Lou Beasley, a Notary Public, do hereby certify that on this 8th day of July, 1987 personally appeared before me JOE GONZALEZ being duly sworn, declared that he is SECRETARY of the Corporation executing the foregoing document, that he signed the foregoing document in the capacity therein set forth, and that the statements therein contained are true.

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

Mary Lou Beasley  
Notary Public in and for

HARRIS County, TEXAS

My commission expires: 2/28/89

RESOLUTION OF AMENDMENT


The Board of Directors of Houston Area Glass Dealers Association, a non-profit Corporation of the State of Texas - June 10, 1981, Charter Number 565504 - in a regular monthly meeting, held on April 1, 1987 adopted a resolution setting forth the following proposed amendment, and directed that it be submitted to a vote of the membership in a regular membership meeting on April 8, 1987, with 30 days prior notice having been given:

- WHEREAS: the Corporate name adopted originally no longer identifies with the work specialties of the members, and
- WHEREAS: we wish to continue close ties with our National Association name identity;
- WHEREAS: the members voted unanimously in favor of this resolution in a regular membership meeting on April 8, 1987; and
- WHEREAS: this resolution will incorporate the designated amendment, the other original Articles of Incorporation are correctly set forth and they and this designated amendment supercede the original Articles of Incorporation and all amendments thereto.

THEREFORE, be it resolved that the Corporate Name of this Association be henceforth re-named HOUSTON AREA GLASS ASSOCIATION.

Dated JULY 8, 1987

HOUSTON AREA GLASS  
ASSOCIATION

By   
Danny Goode  
Its President

And   
Joe Gonzalez, II  
Its Secretary