

Articles of Incorporation

FILED
In the Office of the
Secretary of State of Texas

OCT 14 1999

Corporations Section

Articles of Incorporation of the undersigned, a majority of whom are citizens of the United States, desiring to form a Non-Profit Corporation under the Non-Profit Corporation Law of Texas, do hereby certify:

Article 1. The name of the corporation shall be "Gulf Coast Archive and Museum of Gay, Lesbian, Bisexual & Transgender History, Inc."

Article 2. The place in this state where the principal office of the Corporation is to be located is the City of Houston, Harris County.

Article 3. The period of duration shall be perpetual.

Article 4. The corporation shall be a non-profit corporation. The corporation is organized exclusively for charitable, educational, and scientific 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. Specifically, the corporation shall maintain archives of historical information of interest to the gay, lesbian, bisexual and transgender communities, and make efforts to further the dissemination of said information through meetings, workshops and direct access to researchers.

Article 5. 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 in Article Fourth hereof. 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, 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.

Article 6. The street address of the registered office and agent shall be 2507 Capitol Street, Houston, TX 77003 and the name of the registered agent shall be Bruce Reeves.

Article 7. Management of the corporation shall be governed by an executive committee. This executive committee shall initially include four persons, as provided in the bylaws of the corporation, although this number may be increased or decreased by amendment of the bylaws. The initial executive committee shall include the following as board of directors, and they shall also be the Incorporators of the corporation:

Chair: Bruce Reeves, 2507 Capitol Street, Houston, TX 77003

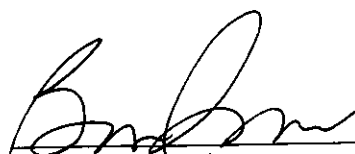
Vice-chair: Ray Hill, P.O. Box 3624, Houston, TX 77001-3624

Secretary: Judy Reeves, 2507 Capitol Street, Houston, TX 77003

Treasurer: Jim Carper, 400 Westmoreland #2, Houston, TX 77006

Article 8. Except as otherwise provided in these articles, the corporation shall have all of the powers provided in the act.

Article 9. Upon the dissolution of the corporation, assets shall be distributed for one or 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 purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes. The distribution of said assets shall all occur within a manner as described in article 6.02(3) of the Texas Non-Profit Corporation Act. The preferential distribution shall be to some other GLBT Archival Institution which falls under the codes listed herein.


Bruce Reeves, Chair and Incorporator


10/8/99
Date


Ray Hill, Vice-chair and Incorporator

10/9/99
Date


Judy Reeves, Secretary and Inc.

10/8/99
Date


Jim Carper, Treasurer and Inc.

10/8/99
Date

The incorporator must sign the articles of incorporation and deliver two copies of the articles to the secretary of state. Submit the \$25.00 filing fee with the articles of incorporation. We will place one document on record and return a file stamped copy for your files. Prior to signing, please review carefully the statements set forth in the document. A person commits an offense under the Texas Business Corporation Act, the Texas Limited Liability Company Act or the Texas Non-Profit Corporation Act if the person signs a document the person knows is false in any material respect with the intent that the document be delivered to the secretary of state for filing. The offense is a Class A misdemeanor.

Mail documents to the Secretary of State, Statutory Filings Division, Corporations Section, P.O. Box 13697, Austin, Texas 78711-3697. The phone number is (512) 463-5555, TDD (800) 735-2989, FAX (512) 463-5709.