



Office of the Secretary of State

CERTIFICATE OF FILING OF

Timber Creek High School Athletic Booster Club
File Number: 801126897

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.

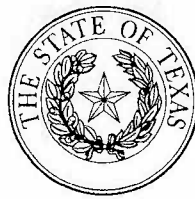
Dated: 05/26/2009

Effective: 05/26/2009



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

Hope Andrade
Secretary of State



Office of the Secretary of State

May 26, 2009

Matthew L. Clarke, Attorney at Law
P.O. Box 452
Keller, TX 76244 USA

RE: Timber Creek High School Athletic Booster Club
File Number: 801126897

It has been our pleasure to file the certificate of formation and issue the enclosed certificate of filing evidencing the existence of the newly created nonprofit corporation.

Nonprofit corporations do not automatically qualify for an exemption from federal and state taxes. Shortly, the Comptroller of Public Accounts will be contacting the corporation at its registered office for information that will assist the Comptroller in setting up the franchise tax account for the corporation. Information about franchise tax, and contact information for the Comptroller's office, is available on their web site at <http://window.state.tx.us/taxinfo/franchise/index.html>. For information on state tax exemption, including applications and publications, visit the Comptroller's Exempt Organizations web site at <http://window.state.tx.us/taxinfo/exempt/index.html>. Information on exemption from federal taxes is available from the Internal Revenue Service web site at www.irs.gov.

Nonprofit corporations do not file annual reports with the Secretary of State, but do file a report not more often than once every four years as requested by the Secretary. It is important for the corporation to continuously maintain a registered agent and office in Texas as this is the address to which the Secretary of State will send a request to file a periodic report. Failure to maintain a registered agent or office in Texas, failure to file a change to the agent or office information, or failure to file a report when requested may result in the involuntary termination of the corporation. Additionally, a nonprofit corporation will file documents with the Secretary of State if the corporation needs to amend one of the provisions in its certificate of formation. If we can be of further service at any time, please let us know.

Sincerely,

Corporations Section
Business & Public Filings Division
(512) 463-5555
Enclosure

Come visit us on the internet at <http://www.sos.state.tx.us/>

MAY 26 2009

CERTIFICATE OF FORMATION OF
TIMBER CREEK HIGH SCHOOL ATHLETIC BOOSTER CLUB

Corporations Section

A NONPROFIT CORPORATION

I, the undersigned natural person of the age of eighteen (18) years or more, acting as organizer of a for-profit corporation under the Texas Business Organizations Code, do hereby adopt the following Certificate of Formation for such for-profit corporation.

ARTICLE I.

The filing entity being formed is a nonprofit corporation. The name of the entity is Timber Creek High School Athletic Booster Club.

ARTICLE II.

The initial registered agent is Eddie Allbritton, an individual resident of the state of Texas. The business address of the registered agent and the registered office address is 12350 Timberland Blvd., Keller, Texas 76248.

ARTICLE III.

The management of the affairs of the corporation is to be vested in the Board of Directors. The number of directors constituting the initial Board of Directors shall be three (3). The names and addresses of the persons who are to serve as directors until their successors are elected and qualified are as follows:

Eddie Allbritton
5205 Scenic Point Drive
Keller, Texas 76248

Steve Selner
7817 Stansfield Drive
Ft. Worth, Texas 76137

Alecia Austin
4529 Pangolin Drive
Keller, Texas 76248

ARTICLE IV.

The corporation will have no members

ARTICLE V.

The purpose or purposes for which the nonprofit corporation is formed shall be charitable, educational, athletic, civic, fraternal, cultural or social activities within the meaning of Internal Revenue Code Section 501(c)(3), including the making of distributions to other organizations which qualify as exempt under Internal Revenue Code Section 501(c)(3), or any successor statute.

ARTICLE VI.

The corporation is authorized upon its winding up to distribute the corporation's assets only for tax exempt purposes to one or more organizations which are exempt under Internal Revenue Code Section 501(c)(3), or any successor statute, as determined in the Plan of Dissolution as adopted by the Board of Directors.

ARTICLE VII.

The name and address of the organizer is:

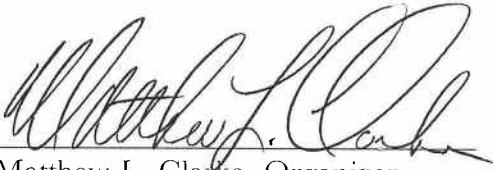
Matthew L. Clarke
P. O. Box 452
Keller, Texas 76248

ARTICLE VIII.

This document becomes effective when the document is filed by the Secretary of State.

The undersigned signs this document subject to the penalties imposed by law for the submission of a materially false or fraudulent instrument.

Signed this 22nd day of May, 2009.



Matthew L. Clarke, Organizer

BYLAWS
OF
TIMBER CREEK HIGH SCHOOL ATHLETIC BOOSTER CLUB

ARTICLE 1
PURPOSE & AUTHORITY

1.01 Purpose. The purpose of the Timber Creek High School Athletic Booster Club (the "Corporation") is to raise funds and provide services which promote, support and encourage the Timber Creek High School athletic programs and its feeder schools in ways which enhance the experience for all student athletes.

1.02 Authority. The Corporation exists under the authority granted it by the state of Texas pursuant to the Texas Business Organizations Code, and shall act under and according to the rules and regulations of the Keller Independent School District and the University Interscholastic League.

ARTICLE 2
BOOSTER MEMBERSHIP AND MEETINGS

2.01 Booster Membership. All individuals, families, coaches and businesses interested in the Corporation's purpose, who are willing to abide by and uphold the Corporation's rules and regulations, and pay the booster membership fee as may be set by the Board of Directors may become a Timber Creek High School athletic booster.

2.02 Meetings of Booster Membership. Regular meetings of the booster membership shall be held twice per year, one meeting to be held in the fall semester and one meeting to be held in the spring semester. The date and time of each meeting shall be set by the Board of Directors and communicated to the booster membership at least seventy two (72) hours prior to the meeting.

ARTICLE 3
OFFICES

3.01. Principal Office. The Corporation's principal office in Texas will be located at 12350 Timberland Blvd., Keller, Texas 76248. The Corporation may have such other offices, in Texas or elsewhere, as the Board of Directors may determine. The Board may change the location of any office of the Corporation.

3.02. Registered Office and Registered Agent. The Corporation will maintain a registered office and registered agent in Texas. The registered office may, but need not, be identical with the Corporation's principal office in Texas. The Board may change the registered office and the registered agent as permitted in the Texas Business Organizations Code.

ARTICLE 4 BOARD OF DIRECTORS

4.01. Management of the Corporation. The Corporation's Board of Directors will manage its corporate affairs.

4.02. Number, Qualifications, and Tenure of Directors. The number of voting directors shall be an odd number, which shall will be determined by the Board, and shall not be less than three (3) nor greater than seven (7). Subsequent to the initial Board, each director will serve for a term of three (3) years. The directors' terms will be staggered so that no more than two (2) director seats shall be open for election in any year. The Timber Creek High School principal and athletic director shall have the right to be non-voting, ex-officio directors of the Corporation.

4.03. Nominating Directors. At any meeting at which the election of a director is held, a director may nominate a person with the second of any other director. In addition to nominations made at meetings, a nominating committee will consider possible nominees and make nominations for each election of directors. The secretary will include the names nominated by that committee, and any report of the committee, with the notice of the meeting at which the election occurs.

4.04. Electing Directors. A person who meets the qualifications for director and who has been duly nominated may be elected as a director. Directors will be elected by the vote of the Board. Each director will hold office until a successor is elected and qualified. A director may be elected to succeed himself or herself as director.

4.05. Vacancies. The Board will fill any vacancy in the Board and any director position to be filled due to an increase in the number of directors. A vacancy is filled by the affirmative vote of a majority of the remaining directors, even if it is less than a quorum of the Board, or if it is a sole remaining director. A director selected to fill a vacancy will be serve for the unexpired term of his or her predecessor in office.

4.06. Annual Meeting. The annual meeting of the Board shall be held the last Monday in August of each year, beginning in the year 2009, and shall be held at the Corporation's registered office unless specified otherwise in the Notice.

4.07. Regular Meetings. The Board may provide for regular meetings by resolution stating the time and place of such meetings. The meetings may be held inside or outside Texas, and will be held at the Corporation's registered office in Texas if the resolution does not specify the location of the meetings. No notice of regular Board meetings is required other than a Board resolution stating the time and place of the meetings.

4.08. Special Meetings. Special Board meetings may be called by, or at the request of, the president or any two directors. A person or persons authorized to call special meetings

of the Board may fix any place within fifteen (15) miles of the Corporation's registered office as the place for holding a special meeting. The person or persons calling a special meeting will inform the secretary of the corporation of the information to be included in the notice of the meeting. The secretary of the Corporation will give notice to the directors as these Bylaws require.

4.09. Notice. Written or printed notice of any special meeting of the Board will be delivered to each director not less than five (5), nor more than fifteen (15) days before the date of the meeting. The notice will state the place, day, and time of the meeting; who called it; and the purpose or purposes for which it is called.

4.10. Quorum. Two-thirds (2/3) of the directors constitutes a quorum for transacting business at any Board meeting. The directors present at a duly called or held meeting at which a quorum is present may continue to transact business even if enough directors leave the meeting so that less than a quorum remains. However, no action may be approved without the vote of at least a majority of the number of directors required for a quorum. If a quorum is never present at any time during a meeting, a majority of the directors present may adjourn and reconvene the meeting once without further notice.

4.11. Duties of Directors. Directors will discharge their duties, including any duties as committee members, in good faith, with ordinary care, and in a manner they reasonably believe to be in the Corporation's best interest. In this context, the term "ordinary care" means the care that ordinarily prudent persons in similar positions would exercise under similar circumstances. In discharging any duty imposed or power conferred on directors, directors may, in good faith, rely on information, opinions, reports, or statements, including financial statements and other financial data, concerning the Corporation or another person that has been prepared or presented by a variety of persons, including officers and employees of the Corporation, professional advisors or experts such as accountants or legal counsel. A director is not relying in good faith if he or she has knowledge concerning a matter in question that renders reliance unwarranted. Directors are not deemed to have the duties of trustees of a trust with respect to the Corporation or with respect to any property held or administered by the Corporation, including property that may be subject to restrictions imposed by the donor or transferor of the property.

4.12. Duty To Avoid Improper Distributions. Directors who vote for or assent to improper distributions are jointly and severally liable to the Corporation for the value of improperly distributed assets, to the extent that, as a result of the improper distribution or distributions, the corporation lacks sufficient assets to pay its debts, obligations, and liabilities. Any distribution made when the Corporation is insolvent, other than in payment of corporate debts, or any distribution that would render the Corporation insolvent, is an improper distribution. A distribution made during liquidation without payment and discharge of or provision for payment and discharge of all known debts, obligations, and liabilities is also improper. Directors present at a Board meeting at which the improper action is taken are presumed to have assented, unless they dissent in writing. The written dissent must be filed with the secretary of the Corporation before adjournment of the meeting in question or mailed to the secretary by registered mail

immediately after adjournment.

A director is not liable if, in voting for or assenting to a distribution, the director: (1) relies in good faith and with ordinary care on information, opinions, reports, or statements, including financial statements and other financial data, prepared or presented by one or more officers or employees of the Corporation; legal counsel, public accountants, or other persons as to matters the director reasonably believes are within the person's professional or expert competence; or a committee of the Board of which the director is not a member; (2) while acting in good faith and with ordinary care, considers the Corporation's assets to be at least that of their book value; or (3) in determining whether the Corporation made adequate provision for paying, satisfying, or discharging all of its liabilities and obligations, relied in good faith and with ordinary care on financial statements or other information concerning a person who was or became contractually obligated to satisfy or discharge some or all of these liabilities or obligations. Furthermore, directors are protected from liability if, in exercising ordinary care, they acted in good faith and in reliance on the written opinion of an attorney for the Corporation.

Directors held liable for an improper distribution are entitled to contribution from persons who accepted or received the improper distributions knowing they were improper. Contribution is in proportion to the amount received by each such person.

4.13. Delegating Duties. Directors may select advisors and delegate duties and responsibilities to them, such as the full power to sell, transfer, or otherwise dispose of the Corporation's assets and properties at a time and for a consideration that the advisor deems appropriate. The directors have no liability for actions taken or omitted by the advisor if the Board acts in good faith and with ordinary care in selecting the advisor. The Board may remove or replace the advisor at any time and without any cause whatsoever.

4.14. Interested Directors. Contracts or transactions between directors, officers, or employees of the Corporation who have a financial interest in the matter are not void or voidable solely for that reason. Nor are they void or voidable solely because the director, officer, or employee is present at or participates in the meeting that authorizes the contract or transaction, or solely because the interested party's votes are counted for the purpose. However, every director with any personal interest in the transaction must disclose all material facts concerning the transaction, including all potential personal benefit and potential conflicts of interest, to the other members of the Board or other group authorizing the transaction. The transaction must be approved by a majority of the uninterested directors or other group with the authority to authorize the transaction.

4.15. Actions of Board of Directors. The Board will try to act by consensus. However, if a consensus is not available, the vote of a majority of directors present and voting at a meeting at which a quorum is present is enough to constitute the act of the Board, unless the act of a greater number is required by law or by some other provision of these Bylaws. A director who is present at a meeting and abstains from a vote is considered to be present and voting for the purpose of determining the Board's decision. For the purpose of determining the decision of

the Board, a director who is represented by proxy in a vote is considered present.

4.16. Proxies. A director may vote by proxy. All proxies must be in writing, must bear the signature of the director giving the proxy, and must bear the date on which the proxy was executed by the director. No proxy is valid more than ninety (90) days after the date of its execution.

4.17. Compensation. Directors will not receive salaries or any type of fee for their services. Directors shall be entitled to reimbursement of any reasonable and necessary sums expended on behalf of the Corporation.

4.18. Removing Directors. A director may be removed by the affirmative vote of a majority of the Board. A meeting to consider removing a director may be called and noticed following the procedures provided in these Bylaws for a special meeting of the Board of Directors. The notice of the meeting will state that the issue of possibly removing the director will be on the agenda.

4.19 Fidelity Bond. The Board may elect to acquire and maintain a fidelity bond to cover those individuals authorized to handle the Corporation's monies. The amount of any such fidelity bond shall be determined by the Board.

ARTICLE 5 OFFICERS

5.01. Officer Positions. The Corporation's officers will be a president, a vice president, a secretary/treasurer. The Board may create additional officer positions, define the authority and duties of each such position, and elect or appoint persons to fill the positions. The same person may hold any two or more offices, except for president and secretary.

5.02. Election and Term of Office. The Corporation's officers will be elected annually by the Board at the annual Board meeting. If officers are not elected at this time, they will be elected as soon thereafter as possible. Each officer will hold office until a successor is duly selected and qualifies. An officer may be elected to succeed himself or herself in the same office.

5.03. Removal. Any officer elected or appointed by the Board may be removed by the Board with or without good cause. Removing an officer will be without prejudice to the officer's contractual rights, if any.

5.04. Vacancies. The Board may select a person to fill a vacancy in any office for the unexpired portion of the officer's term.

5.05. President. The president is the Corporation's chief executive officer. He or she will supervise and control all of the Corporation's business and affairs and will preside at all meetings of the Board. The president may execute any deeds, mortgages, bonds, contracts, or

other instruments that the Board authorizes to be executed. However, the president may not execute instruments on the Corporation's behalf if this power is expressly delegated to another officer or agent of the Corporation by the Board, these Bylaws, or statute. The president will perform other duties prescribed by the Board and all duties incident to the office of president.

5.06. Vice President. When the president is absent, cannot act, or refuses to act, the vice president will perform the president's duties. When acting in the president's place, the vice president has all the powers of, and is subject to all the restrictions on, the president. If there is more than one vice president, the vice presidents will act for the president in the order of their tenure, based upon the respective periods of their association with the Corporation, in whatever capacities. A vice president will perform other duties as assigned by the president or Board.

5.07. Treasurer. The treasurer will: (a) have charge and custody of and be responsible for all the Corporation's funds and securities; (b) receive and give receipts for moneys due and payable to the Corporation from any source; (c) deposit all moneys in the Corporation's name in banks, trust companies, or other depositories as these Bylaws provide or as the Board or president directs; (d) write checks and disburse funds to discharge the Corporation's obligations, all of which shall be by corporate check; (e) maintain the Corporation's financial books and records; (f) prepare financial reports in accordance with the requirements hereof; (g) perform other duties as assigned by the president or the Board; (h) if the Board requires, give a bond for faithfully discharging his or her duties in a sum and with a surety as determined by the Board; and (i) perform all of the other duties incident to the office of treasurer.

However, despite the foregoing, funds may not be drawn from the Corporation or its accounts without the signature of the president or a vice president in addition to that of the treasurer. The Corporation shall not maintain a petty cash fund.

The treasurer shall provide monthly financial statements to the Timber Creek High School principal, the Timber Creek High School athletic director and the Keller Independent School District athletic director.

5.08. Secretary. The secretary will: (a) give all notices as provided in the bylaws or as required by law; (b) take minutes of the meetings of the Board and keep the minutes as part of the corporate records; (c) maintain custody of the corporate records; (d) keep a register of the mailing address of each director, officer, and employee of the Corporation; (e) perform duties as assigned by the president or the Board; and (f) perform all other duties incident to the office of secretary.

ARTICLE 6 COMMITTEES

6.01. Establishing Committees. The Board may adopt a resolution establishing one or more committees delegating specified authority to a committee, and appointing or removing members of a committee. A committee will include two or more directors and may include persons who are not directors. If the Board delegates any of its management authority to a

committee, the majority of the committee will consist of directors. The Board may also delegate to the president its power to appoint and remove members of a committee that has not been delegated any management authority of the Board. The Board may establish qualifications for membership on a committee.

Establishing a committee or delegating authority to it will not relieve the Board, or any individual director, of any responsibility imposed by these Bylaws or otherwise imposed by law. No committee has the authority of the Board to:

- (a) Amend the Certificate of Formation.
- (b) Adopt a plan of merger or of consolidation with another corporation.
- (c) Authorize the sale, lease, exchange, or mortgage of all or substantially all of the Corporation's property and assets.
- (d) Authorize voluntary dissolution of the Corporation.
- (e) Revoke proceedings for voluntary dissolution of the Corporation.
- (f) Adopt a plan for distributing the Corporation's assets.
- (g) Amend, alter, or repeal these Bylaws.
- (h) Elect, appoint, or remove a member of a committee or a director or officer of the Corporation.
- (i) Approve any transaction to which the Corporation is a party and that involves a potential conflict of interest as defined below.
- (j) Take any action outside the scope of authority delegated to it by the Board.

6.02. Authorization of Specific Committees. The following committees are specifically authorized: Finance, Nominating, and Program Committees. The Board will define the activities and scope of authority of each committee by resolution.

6.03. Term of Office. Each committee member will continue to serve on the committee until a successor is appointed. However, a committee member's term may terminate earlier if the committee is terminated, or if the member dies, ceases to qualify, resigns, or is removed as a member. A vacancy on a committee may be filled by an appointment made in the same manner as an original appointment. A person appointed to fill a vacancy on a committee will serve for the unexpired portion of the terminated committee member's term.

6.04. Chair and Vice-Chair. One member of each committee will be designated as the committee chair, and another member of each committee will be designated as the vice-

chair. The chair and vice-chair will be elected by the committee members. The chair will call and preside at all meetings of the committee. When the chair is absent, cannot act, or refuses to act, the vice-chair will perform the chair's duties. When a vice-chair acts for the chair, the vice-chair has all the powers of and is subject to all the restrictions on the chair.

6.05. Notice of Meetings. Written or printed notice of a committee meeting will be delivered to each member of a committee not less than seven nor more than thirty days before the date of the meeting. The notice will state the place, day, and time of the meeting, and the purpose or purposes for which it is called.

6.06. Quorum. One-half of the number of committee members constitutes a quorum for transacting business at any meeting of the committee. The committee members present at a duly called or held meeting at which a quorum is present may continue to transact business even if enough committee members leave the meeting so that less than a quorum remains. However, no action may be approved without the vote of at least a majority of the number of committee members required for a quorum. If a quorum is never present at any time during a meeting, the chair may adjourn and reconvene the meeting once without further notice.

6.07. Actions of Committees. Committees will try to take action by consensus. However, if a consensus is not available, the vote of a majority of committee members present and voting at a meeting at which a quorum is present is enough to constitute the act of the committee unless the act of a greater number is required by statute or by some other provision of these Bylaws. A committee member who is present at a meeting and abstains from a vote is considered to be present and voting for the purpose of determining the act of the committee.

6.08. Proxies. A committee member may not vote by proxy.

6.09. Compensation. Committee members may not receive salaries for their services. The Board may adopt a resolution providing for paying committee members a fixed sum and expenses of attendance, if any, for attending each meeting of the committee. A committee member may serve the Corporation in any other capacity and receive compensation for those services. Any compensation that the Corporation pays to a committee member in any other capacity will be reasonable and commensurate with the services performed.

6.10. Rules. Each committee may adopt its own rules, consistent with these Bylaws or with other rules that may be adopted by the Board.

ARTICLE 7 TRANSACTIONS OF CORPORATION

7.01. Contracts. The Board may authorize any officer or agent of the Corporation to enter into a contract or execute and deliver any instrument in the name of, and on behalf of, the Corporation. This authority may be limited to a specific contract or instrument, or it may extend to any number and type of possible contracts and instruments.

7.02. Deposits. All the Corporation's funds will be deposited to the credit of the Corporation in banks, trust companies, or other depositories that the Board selects.

7.03. Gifts. The Board may accept, on the Corporation's behalf, any contribution, gift, bequest, or devise for the general purposes or for any special purpose of the Corporation. The Board may make gifts and give charitable contributions not prohibited by these Bylaws, the Certificate of Formation, state law, and provisions set out in federal tax law that must be complied with to maintain the Corporation's federal and state tax status.

7.04. Potential Conflicts of Interest. The Corporation may not make any loan to a director, officer or committee member of the Corporation. A director, officer, or committee member of the Corporation may lend money to and otherwise transact business with the Corporation except as otherwise provided by these Bylaws, the Certificate of Formation, and applicable law. Such a person transacting business with the Corporation has the same rights and obligations relating to those matters as other persons transacting business with the Corporation. The Corporation may not borrow money from or otherwise transact business with a director, officer, or committee member of the Corporation unless the transaction is described fully in a legally binding instrument and is in the Corporation's best interests. The Corporation may not borrow money from or otherwise transact business with a director, officer, or committee member of the Corporation without full disclosure of all relevant facts and without the Board's approval, not including the vote of any person having a personal interest in the transaction.

7.05. Prohibited Acts. As long as the Corporation exists, and except with the Board's prior approval, no director, officer, or committee member of the Corporation may: (a) do any act in violation of these Bylaws or a binding obligation of the Corporation; (b) do any act with the intention of harming the Corporation or any of its operations; (c) do any act that would make it impossible or unnecessarily difficult to carry on the Corporation's intended or ordinary business; (d) receive an improper personal benefit from the operation of the Corporation; (e) use the Corporation's assets, directly or indirectly, for any purpose other than carrying on the Corporation's business; (f) wrongfully transfer or dispose of Corporation property, including intangible property such as goodwill; (g) use the Corporation's name (or any substantially similar name) or any trademark or trade name adopted by the Corporation, except on behalf of the Corporation in the ordinary course of its business; or (h) disclose any of the Corporation's business practices, trade secrets, or any other information not generally known to the business community to any person not authorized to receive it.

ARTICLE 8 BOOKS AND RECORDS

8.01. Required Books and Records. The Corporation will keep correct and complete books and records of account. The books and records will include:

(a) A file-endorsed copy of all documents filed with the Texas Secretary of State relating to the Corporation, including but not limited to the Certificate of Formation, and any

articles of amendment, restated articles, articles of merger, articles of consolidation, and statement of change of registered office or registered agent.

(b) A copy of all bylaws, including these Bylaws, and any amended versions or amendments to them.

(c) Minutes of the proceedings of the Board, and committees having any of the authority of the Board.

(d) A list of the names and addresses of the directors, officers, and any committee members of the Corporation.

(e) A financial statement showing the Corporation's assets, liabilities, and net worth at the end of the three most recent fiscal years.

(f) A financial statement showing the Corporation's income and expenses for the three most recent fiscal years.

(g) All rulings, letters, and other documents relating to the Corporation's federal, state, and local tax status.

(h) The Corporation's federal, state, and local tax information or income-tax returns for each of the Corporation's three most recent tax years.

8.02. Inspection and Copying. Any director, officer, or committee member of the Corporation may inspect and receive copies of all the corporate books and records required to be kept under the bylaws. Such a person may, by written request, inspect or receive copies if he or she has a proper purpose related to his or her interest in the Corporation. He or she may do so through his or her attorney or other duly authorized representative. The inspection may take place at a reasonable time, no later than five working days after the Corporation receives a proper written request. The Board may establish reasonable copying fees, which may cover the cost of materials and labor but may not exceed twenty cents per page. The Corporation will provide requested copies of books or records no later than ten working days after receiving a proper written request.

ARTICLE 9 FISCAL YEAR

The Corporation's fiscal year of the Corporation will begin on the first day of June and end on the last day in May in each year.

ARTICLE 10 INDEMNIFICATION

10.01. When Indemnification Is Required, Permitted, and Prohibited.

(a) The Corporation will indemnify a director, officer, committee member, employee, or agent of the Corporation who was, is, or may be named defendant or respondent in any proceeding as a result of his or her actions or omissions within the scope of his or her official capacity in the Corporation. For the purposes of this article, an agent includes one who is or was serving at the Corporation's request as a director, officer, partner, venturer, proprietor, trustee, partnership, joint venture, sole proprietorship, trust, employee-benefit plan, or other enterprise.

(b) The Corporation will indemnify a person only if he or she acted in good faith and reasonably believed that his or her conduct was in the Corporation's best interests. In case of a criminal proceeding, the person may be indemnified only if he or she had no reasonable cause to believe that the conduct was unlawful. The Corporation will not indemnify a person who is found liable to the Corporation or is found liable to another on the basis of improperly receiving a personal benefit from the Corporation. A person is conclusively considered to have been found liable in relation to any claim, issue, or matter if the person has been adjudged liable by a court of competent jurisdiction and all appeals have been exhausted. Termination of a proceeding by judgment, order, settlement, conviction, or on a plea of nolo contendere or its equivalent does not necessarily preclude indemnification by the Corporation.

(c) The Corporation will pay or reimburse expenses incurred by a director, officer, committee member, employee, or agent of the Corporation in connection with the person's appearance as a witness or other participation in a proceeding involving or affecting the Corporation when the person is not a named defendant or respondent in the proceeding.

(d) In addition to the situations otherwise described in this paragraph, the Corporation may indemnify a director, officer, committee member, employee, or agent of the Corporation to the extent permitted by law. However, the Corporation will not indemnify any person in any situation in which indemnification is prohibited by paragraph 8.01(a), above.

(e) The corporation may advance expenses incurred or to be incurred in the defense of a proceeding to a person who might be eventually be entitled to indemnification, even though there has been no final disposition of the proceeding. Advancement of expenses may occur only when the procedural conditions specified in paragraph 8.03(c), below, have been satisfied. Furthermore, the Corporation will never advance expenses to a person before final disposition of a proceeding if the person is a named defendant or respondent in an proceeding brought by the Corporation or if the person is alleged to have improperly received a personal benefit or committed other wilful or intentional misconduct.

10.02. Extent and Nature of Indemnity. The indemnity permitted under these Bylaws includes indemnity against judgments, penalties, (including excise and similar taxes), fines,

settlements, and reasonable expenses (including attorney's fees) actually incurred in connection with the proceeding. If the proceeding was brought by or on behalf of the Corporation, the indemnification is limited to reasonable expenses actually incurred by the person in connection with the proceeding.

10.03. Procedures Relating to Indemnification Payments.

(a) Before the Corporation may pay any indemnification expenses (including attorney's fees), the Corporation must specifically determine that indemnification is permissible, authorize indemnification, and determine that expenses to be reimbursed are reasonable, except as provided in subparagraph (c) below. The Corporation may make these determinations and decisions by any one of the following procedures:

(i) Majority vote of a quorum consisting of directors who, at the time of the vote, are not named defendants or respondents in the proceeding.

(ii) If such a quorum cannot be obtained, by a majority vote of a committee of the Board, designated to act in the matter by a majority vote of all directors, consisting solely of two or more directors who at the time of the vote are not named defendants or respondents in the proceeding.

(iii) Determination by special legal counsel selected by the Board by the same vote as provided in subsubparagraphs (i) or (ii), above, or if such a quorum cannot be obtained and such a committee cannot be established, by a majority vote of all directors.

(b) The Corporation will authorize indemnification and determine that expenses to be reimbursed are reasonable in the same manner that it determines whether indemnification is permissible. If special legal counsel determines that indemnification is permissible, authorization of indemnification and determination of reasonableness of expenses will be made as specified by subparagraph (a)(iii), above, governing selection of special legal counsel. A provision contained in the Certificate of Formation, or a resolution of members or the Board that requires the indemnification permitted by Paragraph 8.01 above, constitutes sufficient authorization of indemnification even though the provision may not have been adopted or authorized in the same manner as the determination that indemnification is permissible.

(c) The Corporation will advance expenses before final disposition of a proceeding only after it determines that the facts then known would not preclude indemnification. The determination that the facts then known to those making the determination would not preclude indemnification and authorization of payment will be made in the same manner as a determination that indemnification is permissible under subparagraph (a) above.

In addition to this determination, the Corporation may advance expenses only after it receives a written affirmation and undertaking from the person to receive the advance. The person's written affirmation will state that he or she has met the standard of conduct necessary

for indemnification under these Bylaws. The written undertaking will provide for repayment of the amounts advanced by the Corporation if it is ultimately determined that the person has not met the requirements for indemnification. The undertaking will be an unlimited general obligation of the person, but it need not be secured and may be accepted without reference to financial ability to repay.

10.04 Liability Insurance. The Board may acquire such liability insurance as it deems reasonable and necessary to protect itself, and its directors, officers and representatives, and to insure its indemnity obligations or rights hereunder.

ARTICLE 11 NOTICES

11.01. Notice. Any notice required or permitted by these Bylaws to be given to a director, officer, member of a committee, or booster of the Corporation may be given by mail, by facsimile transmission ("fax") or electronic mail ("e-mail"). A person may change his or her address, fax number, or e-mail address in the corporate records by giving written notice of the change to the secretary of the corporation.

11.02. Signed Waiver of Notice. Whenever any notice is required by law or under the Certificate of Formation or these Bylaws, a written waiver signed by the person entitled to receive such notice is considered the equivalent to giving the required notice. A waiver of notice is effective whether signed before or after the time stated in the notice being waived.

11.03. Waiving Notice by Attendance. A person's attendance at a meeting constitutes waiver of notice of the meeting unless the person attends for the express purpose of objecting to the transaction of any business because the meeting was not lawfully called or convened.

ARTICLE 12 SPECIAL PROCEDURES CONCERNING MEETINGS

12.01. Meeting by Telephone. The Board of Directors and any committee of the Corporation may hold a meeting by telephone conference-call procedures. In all meetings held by telephone, matters must be arranged in such a manner that all persons participating in the meeting can hear each other; the notice of a meeting by telephone conference must state the fact that the meeting will be held by telephone as well as all other matters required to be included in the notice; and a person's participating in a conference-call meeting constitutes his or her presence at the meeting.

12.02. Decision Without Meeting. Any decision required or permitted to be made at a meeting of the Board or any committee of the Corporation may be made without a meeting. A decision without a meeting may be made if a written consent to the decision is signed by all the persons entitled to vote on the matter. The original signed consents will be placed in the

Corporation minute book and kept with the corporate records.

ARTICLE 13 AMENDING BYLAWS

These Bylaws may be altered, amended, or repealed, and new bylaws may be adopted by the Board of Directors. The notice of any meeting at which these Bylaws are altered, amended, or repealed, or at which new bylaws are adopted will include the text of the proposed bylaw provisions as well as the text of any existing provisions proposed to be altered, amended, or repealed. Alternatively, the notice may include a fair summary of those provisions.

ARTICLE 14 DISSOLUTION

Upon dissolution of the Corporation, unless otherwise required by applicable federal or state law, all funds and assets of the Corporation shall go to and vest in Timber Creek High School programs and/or programs in the Keller Independent School District, or any successor thereof, which qualify as an exempt organization under Section 501(c)(3) of the Internal Revenue Code. Failing to vest in the foregoing, all funds and assets shall then be paid to similar organization(s) operated exclusively for educational purposes and located in Tarrant County, Texas.

ARTICLE 15 MISCELLANEOUS PROVISIONS

15.01. Legal Authorities Governing Construction of Bylaws. These Bylaws will be construed under Texas law. All references in these Bylaws to statutes, regulations, or other sources of legal authority will refer to the authorities cited, or their successors, as they may be amended from time to time.

15.02. Legal Construction. To the greatest extent possible, these Bylaws shall be construed to conform to all legal requirements and all requirements for obtaining and maintaining all tax exemptions that may be available to nonprofit corporations. If any bylaw provision is held invalid, illegal, or unenforceable in any respect, the invalidity, illegality, or unenforceability will not affect any other provision, and the bylaws will be construed as if they had not included the invalid, illegal, or unenforceable provision.

15.03. Headings. The headings used in the Bylaws are for convenience and may not be considered in construing the Bylaws.

15.04. Number. In these Bylaws, all singular words include the plural, and all plural words include the singular.

15.05. Parties Bound. The Bylaws will bind and inure to the benefit of the

directors, officers, committee members, employees, and agents of the Corporation and their respective heirs, executors, administrators, legal representatives, successors, and assigns except as the bylaws otherwise provide.

DATED this the ____ day of June, 2009.



Eddie Allbritton, Director



Steve Selner, Director



Alecia Austin, Director

**ACTION OF BOARD OF DIRECTORS OF
TIMBER CREEK HIGH SCHOOL ATHLETIC BOOSTER CLUB
WITHOUT ORGANIZATIONAL MEETING**

Consent to Action

The undersigned, Eddie Allbritton, Steve Selner and Alecia Austin, being the Directors of Timber Creek High School Athletic Booster Club, a Texas nonprofit corporation, and being the Directors named in the Certificate of Formation filed with the Secretary of State of Texas on May 26, 2009, consent by this writing to take the following action, to adopt the following resolutions, and to transact the following business of the Corporation:

Directors

RESOLVED, the initial term of the Director seat held by Eddie Allbritton for a term of three (3) year, the initial term of the Director seat held by Steve Selner shall be for a term of three (3) years and initial term of the Director seat held by Alecia Austin shall be for a term of two (2) years. Thereafter, the term of each seat shall be for three (3) years.

Officers

RESOLVED, that the following persons are elected to the corporate offices set forth opposite their respective names:

<u>Name</u>	<u>Office</u>
Eddie Allbritton	President
Steve Selner	Vice-President
Alecia Austin	Secretary/Treasurer

Certificate of Formation

RESOLVED, that the Certificate of Formation has been filed in the office of the Secretary of State of Texas on May 26, 2009, the Certificate bears Charter Number 801126897, the Certificate of Formation is unanimously ratified, accepted, adopted and approved as the Certificate of Formation of Timber Creek High School Athletic Booster Club, and the Secretary of the Corporation is instructed to insert the Certificate of Formation in the Corporate Book.

Bylaws

RESOLVED, that the Bylaws attached hereto are adopted as the Bylaws of the Corporation, and the Secretary is directed to insert the Bylaws in the Corporate Book.

Corporate Book

RESOLVED, that the Directors: adopt and approve the Corporate Book and instruct the Secretary of the Corporation to retain custody of the Corporate Book and to insert in the Corporate Book a copy of the Certificate of Formation, the Corporate Certificate, the Bylaws, this Organizational Consent and records of any other proceedings of the Board of Directors and

Corporation.

Members

The Corporation shall have no Members.

Bank Account

RESOLVED, that the President shall select a Bank and the Corporation shall establish in its name one or more deposit accounts with such Bank, hereinafter referred to as "the Bank", on such terms and conditions as may be agreed on with the Bank, and that the President and Treasurer of the Corporation, and they are hereby, authorized to establish such account; and the bank account resolutions provided by the Bank in printed form are hereby adopted and such shall be evidenced by insertion thereof in the Corporate Book.

Adoption of Annual Accounting Period

RESOLVED, that the annual accounting period of the Corporation shall be a fiscal year commencing on January 1 of each calendar year and ending on the succeeding December 31, except for the first fiscal year of the Corporation which shall begin on the Date of Organization and end on the succeeding December 31.

Principle Business Office

RESOLVED, that the principal business office of the Corporation shall be 12350 Timberland Blvd., Keller, Texas 76248.

Reimbursement of Organizational Expenses

RESOLVED, that the expenses and charges for organizing the Corporation are reasonable and such expenses shall be reimbursed and such charges shall be paid by the Treasurer from the funds of the Corporation.

DATED this the ____ day of June, 2009.



Eddie Allbritton, Director



Steve Selner, Director



Alecia Austin, Director

 IRS DEPARTMENT OF THE TREASURY
INTERNAL REVENUE SERVICE
CINCINNATI OH 45999-0023

Date of this notice: 06-30-2009

Employer Identification Number:
27-0461229

Form: SS-4

Number of this notice: CP 575 E

TIMBER CREEK HIGH SCHOOL ATHLETIC
BOOSTER CLUB
% EDDIE ALLBRITTON
12350 TIMBERLAND BLVD
KELLER, TX 76248

For assistance you may call us at:
1-800-829-4933

IF YOU WRITE, ATTACH THE
STUB AT THE END OF THIS NOTICE.

WE ASSIGNED YOU AN EMPLOYER IDENTIFICATION NUMBER

Thank you for applying for an Employer Identification Number (EIN). We assigned you EIN 27-0461229. This EIN will identify you, your business accounts, tax returns, and documents, even if you have no employees. Please keep this notice in your permanent records.

When filing tax documents, payments, and related correspondence, it is very important that you use your EIN and complete name and address exactly as shown above. Any variation may cause a delay in processing, result in incorrect information in your account, or even cause you to be assigned more than one EIN. If the information is not correct as shown above, please make the correction using the attached tear off stub and return it to us.

Assigning an EIN does not grant tax-exempt status to non-profit organizations. Publication 557, *Tax Exempt Status for Your Organization*, has details on the application process, as well as information on returns you may need to file. To apply for formal recognition of tax-exempt status, most organizations will need to complete either Form 1023, *Application for Recognition of Exemption Under Section 501(c)(3) of the Internal Revenue Code*, or Form 1024, *Application for Recognition of Exemption Under Section 501(a)*. Submit the completed form, all applicable attachments, and the required user fee to:

Internal Revenue Service
PO Box 192
Covington, KY 41012-0192

The Pension Protection Act of 2006 contains numerous changes to the tax law provisions affecting tax-exempt organizations, including an annual electronic notification requirement (Form 990-N) for organizations not required to file an annual information return (Form 990 or Form 990-EZ). Additionally, if you are required to file an annual information return, you may be required to file it electronically. Please refer to the Charities & Non-Profits page at www.irs.gov for the most current information on your filing requirements and on provisions of the Pension Protection Act of 2006 that may affect you.

To obtain tax forms and publications, including those referenced in this notice, visit our Web site at www.irs.gov. If you do not have access to the Internet, call 1-800-829-3676 (TTY/TDD 1-800-829-4059) or visit your local IRS office.

IMPORTANT REMINDERS:

- * Keep a copy of this notice in your permanent records. **This notice is issued only one time and the IRS will not be able to generate a duplicate copy for you.**
- * Use this EIN and your name exactly as they appear at the top of this notice on all your federal tax forms.
- * Refer to this EIN on your tax-related correspondence and documents.
- * Provide future officers of your organization with a copy of this notice.

If you have questions about your EIN, you can call us at the phone number or write to us at the address shown at the top of this notice. If you write, please tear off the stub at the bottom of this notice and send it along with your letter. If you do not need to write us, do not complete and return the stub. Thank you for your cooperation.

Keep this part for your records.

CP 575 E (Rev. 7-2007)

Return this part with any correspondence
so we may identify your account. Please
correct any errors in your name or address.

CP 575 E

9999999999

Your Telephone Number Best Time to Call
() -

DATE OF THIS NOTICE: 06-30-2009
EMPLOYER IDENTIFICATION NUMBER: 27-0461229
FORM: SS-4 NOBOD

INTERNAL REVENUE SERVICE
CINCINNATI OH 45999-0023
[Barcode]

TIMBER CREEK HIGH SCHOOL ATHLETIC
BOOSTER CLUB
% EDDIE ALLBRITTON
12350 TIMBERLAND BLVD
KELLER, TX 76248

**EIN Assistant**

Your Progress:

1. Identity

2. Authenticate

3. Addresses

4. Details

5. EIN Confirmation**Additional Information about your EIN**

We suggest you print this page for your records.

When Can You Use Your EIN?

This EIN is your permanent number and can be used immediately for most of your business needs, including:

- Opening a bank account
- Applying for business licenses
- Filing a tax return by mail.

However, it will take up to two weeks before your EIN becomes part of the IRS's permanent records. You must wait until this occurs before you can:

- File an electronic return
- Make an electronic payment
- Pass an IRS Taxpayer Identification Number (TIN) matching program.

Next Steps

You can download IRS forms, publications, and tax returns at <http://www.irs.gov/formspubs>

Corrections?

If you need to make changes to your organization's information, you must do so in writing and mail the information to the address provided at <http://www.irs.gov/file/article/0,,id=111138,00.html>.

[<< Back](#)[Continue >>](#)

**EIN Assistant**

Your Progress: 1. Identity 2. Authenticate 3. Addresses 4. Details 5. EIN Confirmation

Summary of your information

Please review the information you are about to submit. If any of the information below is incorrect, you will need to start a new application.

Click the "Submit" button at the bottom of the page to receive your EIN.

Organization Type: PTA/PTO or School Organization**PTA/PTO or School Organization Information**

Legal name:	TIMBER CREEK HIGH SCHOOL ATHLETIC BOOSTER CLUB
County:	TARRANT
State/Territory:	TX
Date business started or acquired:	MAY 2009

Addresses

Physical Location:	12350 TIMBERLAND BLVD KELLER TX 76248
Phone Number:	817-229-1878
Mail directed to:	EDDIE ALLBRITTON

Responsible Party

Name:	EDDIE ALLBRITTON
SSN/ITIN:	XXX-XX-8469

Principal Business Activity

What your business/organization does:	ATHLETIC ORG
Principal products/services:	SUPPORT OF HIGH SCHOOL ATHLETES AND THEIR TEAMS

Additional PTA/PTO or School Organization Information

Owns a 55,000 pounds or greater highway motor vehicle:	NO
Involves gambling/wagering:	NO
Involves alcohol, tobacco or firearms:	NO
Files Form 720 (Quarterly Federal Excise Tax Return):	NO
Has employees who receive Forms W-2:	NO

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5. EIN Confirmation**Congratulations! Your EIN has been successfully assigned.**EIN Assigned: **27-0461229**Legal Name: **TIMBER CREEK HIGH SCHOOL ATHLETIC
BOOSTER CLUB****IMPORTANT:****Save and/or print this page and the confirmation letter below for your permanent records.**

The confirmation letter below is your official IRS notice and contains important information regarding your EIN.

[CLICK HERE for Your EIN Confirmation Letter](#)[Help with saving and printing your letter](#)

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[Continue >>](#)**Help Topics**

- ? What if I do not have access to a printer at this time?
- Can I access this letter at a later date?

PINEIDER, FORD & ASSOCIATES, PLLC
Certified Public Accountants
413 Keller Parkway - P.O. Box 933
Keller, Texas 76244
(817) 431-9410

June 30, 2009

Timber Creek High School Athletic Booster Club
c/o Eddie Allbritton
12350 Timberland Blvd.
Keller, TX 76248

Dear Eddie,

Enclosed you will find a copy of the IRS letter assigning you an EIN number. Make sure to keep a copy of this letter in your organization's permanent file. Also included is a printout with additional information about you EIN and a copy of the online application.

Please call or email if you have any further questions.

Sincerely,

A handwritten signature in cursive script that reads "Barbara Dunlap".

Barbara Dunlap
Pineider, Ford & Associates, PLLC

Enclosures

Date of this notice: 06-30-2009

Employer Identification Number:
27-0461229

Form: SS-4

Number of this notice: CP 575 E

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BOOSTER CLUB
% EDDIE ALLBRITTON
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CP 575 E (Rev. 7-2007)

999999999999

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What your business/organization does:	ATHLETIC ORG
Principal products/services:	SUPPORT OF HIGH SCHOOL ATHLETES AND THEIR TEAMS

Additional PTA/PTO or School Organization Information

Owns a 55,000 pounds or greater highway motor vehicle:	NO
Involves gambling/wagering:	NO
Involves alcohol, tobacco or firearms:	NO
Files Form 720 (Quarterly Federal Excise Tax Return):	NO
Has employees who receive Forms W-2:	NO

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PINEIDER, FORD & ASSOCIATES, PLLC
Certified Public Accountants
413 Keller Parkway - P.O. Box 933
Keller, Texas 76244
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June 30, 2009

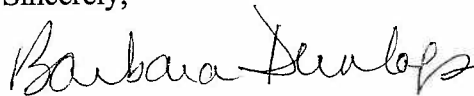
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Please call or email if you have any further questions.

Sincerely,

A handwritten signature in black ink, appearing to read "Barbara Dunlap". The signature is fluid and cursive, with the first name "Barbara" being more prominent than the last name "Dunlap".

Barbara Dunlap
Pineider, Ford & Associates, PLLC

Enclosures