

Internal Revenue Service

Department of the Treasury

District
Director

1100 Commerce St., Dallas, Texas 75242

Alamo Community College
District Foundation, Inc.
811 W. Houston
P. O. Box 3800
San Antonio, TX 78284

Person to Contact:
FIRST READ TAX EXAMINER
Telephone Number:
(214)767-6514
Refer Reply to:
EP/EO:SPB:4950DAL
Date: March 8, 1988

EIN: 74-2422589

Gentlemen:

Our records show that ALAMO COMMUNITY COLLEGE DISTRICT
FOUNDATION INC is exempt from Federal Income Tax under section
501(c)(3) of the Internal Revenue Code. This exemption was granted
FEBRUARY 1986 and remains in full force and effect. Contr-
ibutions to your organization are deductible in the manner and to the
extent provided by section 170 of the Code.

We have classified your organization as one that is not a private
foundation within the meaning of section 509(a) of the Internal
Revenue Code because you are an organization described in section
170(b)(1)(A)(iv) & 509(a)(1)

If we may be of further assistance, please contact the person whose
name and telephone number are shown above.

Sincerely yours,



FIRST READ TAX EXAMINER

ARTICLES OF INCORPORATION
OF
ALAMO COMMUNITY COLLEGE DISTRICT
FOUNDATION, INC.

We, the undersigned natural persons of the age of twenty-one (21) years or more, each of whom is a citizen 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 I

The name of the corporation is ALAMO COMMUNITY COLLEGE DISTRICT FOUNDATION, INC.

ARTICLE II

The corporation is a non-profit corporation.

ARTICLE III

The period of its duration is perpetual.

ARTICLE IV

1. This corporation is organized and shall be operated exclusively for charitable, educational, literary and scientific purposes within the meaning of Section 501 (C) (3) of the Internal Revenue Code of 1954, and for the realization and attainment thereof:
 - A. To maintain, develop, increase and extend the facilities and services of the Alamo Community College District (hereinafter called "the District"), and to provide broader educational service opportunities to its students, staff, and faculty.

- B. To solicit and receive by gift, grant, devise, or bequest, and to acquire by purchase, lease, exchange or otherwise, property, both real and personal, either as absolute owner or as trustee thereof, and to manage and administer the same.
 - C. To make out of principal or income, contributions, grants, gifts, loans and transfers of property, both real and personal, either outright or in trust, or, if by loan, secured or unsecured, to or for the benefit of the District.
2. No part of the funds or income shall ever inure to the benefit of any donor to or any incorporator, officer or director of the corporation, nor shall any of the funds or income be used to influence legislation by propaganda or otherwise or to participate or intervene, directly or indirectly, in any political campaign on behalf of or in opposition to any candidate for public office.
 3. This corporation may be dissolved voluntarily by majority vote of the Board of Directors at any regular meeting of the Board. No dividend shall ever be declared or paid by this corporation and upon termination or dissolution, all of the remaining assets of this corporation shall be distributed, transferred and conveyed, in trust or otherwise to the District solely for the furtherance of its exempt function.

ARTICLE V

This corporation is to have no members.

ARTICLE VI

This corporation is organized without capital stock and is to be operated on a non-profit basis.

ARTICLE VII

The street address of the initial registered office of the corporation is Alamo Community College District, 811 West Houston Street, P.O. Box 3800, San Antonio Texas 78284, and the name of its initial registered agent is Byron N. McClenney.

ARTICLE VIII

The number of directors shall never be less than three. Each director of the initial Board of Directors shall serve for a term of one, two, or three years and thereafter for no more than two additional terms of three years each. Directors appointed subsequent to the initial board shall serve for a term of one, two, or three years as the Board of Directors shall designate and thereafter for no more than two additional terms of three years each. The number of directors constituting the initial board shall be four and the names and addresses of the persons who are to serve as the initial directors are:

Douglas Harlan	Byron N. McClenney
Felix A. Zamora	Sue Oppenheimer

ARTICLE IX

The name and street address of each incorporator is:

Douglas Harlan P.O. Box 6801 San Antonio, TX 78209	Byron N. McClenney 13431 Vista Bonita San Antonio, TX 78216
Felix A. Zamora 11610 Vance Jackson #317 San Antonio, TX 78230	Sue Oppenheimer 400 East Mandalay San Antonio, TX 78212

ARTICLE X

The articles of incorporation may be amended from time to time as provided in the Texas Non-Profit Corporation Act; provided, however, that no amendment shall be made which would alter the exclusive charitable, educational, literary and scientific purposes set forth in Article IV, or

would cause any benefit to inure to any officer, director, incorporator, donor or donors.

IN WITNESS WHEREOF, we have hereunto set our hands this 18th day of September 1984.

ALAMO COMMUNITY COLLEGE
DISTRICT FOUNDATION, INC.

BY:

Norberto Harlan
Steve Oppenheimer
John C. Pineda
Byron N. McClenney

SWORN TO AND SUBSCRIBED BEFORE ME THIS 18th DAY OF September, 1984.

Magdalena G. Saldana

MAGDALENA G. SALDANA
Notary Public, Bernal County, Texas

ARTICLES OF AMENDMENT
TO THE
ARTICLES OF INCORPORATION
OF
THE ALAMO COMMUNITY COLLEGE DISTRICT, INC.

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 its Article of Incorporation which:

Provides for the distribution of assets of the Corporation upon dissolution, to be distributed to the Alamo Community College District (ACCD) or in the event the ACCD ceases to exist to an organization operated exclusively for charitable, educational, literary, and scientific purposes within the meaning of Section 501 (c) (3) of the Internal Revenue Codes.

ARTICLE ONE

The name of the corporation is The Alamo Community College District Foundation, Inc.

ARTICLE TWO

The following amendment to the Articles of Incorporation was adopted by the corporation on 9th April, 1985.

Article IV, No. 3 of the Articles of Corporation is hereby amended so as to read as follows:

3. This corporation may be dissolved voluntarily by majority vote of the Board of Directors at any regular meeting of the Board. No dividend shall be declared or paid by this corporation and upon termination or dissolution, all of the remaining assets of this corporation shall be distributed, transferred and conveyed, in trust or otherwise to the District solely for the furtherance of its exempt function.

ARTICLES OF AMENDMENT
TO THE ARTICLES OF INCORPORATION
ACCD

In the event the ACCD ceases to exist, the assets of the corporation will be distributed to an organization operated exclusively for charitable, educational, literary, and scientific purposes within the meaning of Sec. 501 (c) (3) of the Internal Revenue Code.

The amendment was adopted at a meeting of the Incorporators/Board of Directors held on 9th April, 19 85, and received the vote of a majority of the Directors in office, there being no members having voting rights in respect thereof.

Dated 9th April, 19 85.

Alamo Community College District Foundation, Inc.

Sue Oberheimer
Sue Oberheimer

Douglas Harlan
Douglas Harlan

Felisa Zamora
Felisa Zamora

Byron McClenney
Byron McClenney, Registered Agent

STATE OF TEXAS
COUNTY OF BEXAR

Before me, a notary public, on this day personally appeared the above-named persons, known to me to be the persons whose names are subscribed to the foregoing document and, being by me first duly sworn, declared that the statements therein contained are true and correct.

Given under my hand and seal of office this 10th day of April, A.D., 1985

Margaret Goldstein
Notary Public, State of Texas

My commission expires:

March, 19 87

ARTICLES OF AMENDMENT
TO THE
ARTICLES OF INCORPORATION
OF
THE ALAMO COMMUNITY COLLEGE DISTRICT FOUNDATION, INC.

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 its Article of Incorporation which:

Eliminate the term limits board members may serve on the board and amendment Article VIII.

The number of directors shall never be less than four and no more than fifty. Each Board of Director term on the board shall be for staggered terms in the form of one, two, or three years. Each member term on the board shall be extended for additional terms of service by a majority vote of the member present at a regularly scheduled meeting.

The following amendment to the Articles of Incorporation was adopted by the corporation on
August 27, 2004

Revised
ARTICLE VIII

The number of directors shall never be less than four and no more than fifty. Each Board of Director term on the board shall be for staggered terms in the form of one, two, or three years. Each member term on the board shall be extended for additional terms of service by a majority vote of the members present at a regularly scheduled meeting. The number of directors constituting the initial board shall be four and the names and addresses of the persons who are to serve as the initial directors are:


Douglas Harlan
Felix A. Zamora

Byron N. McClenney
Sue Oppenheimer

ARTICLES OF AMENDMENT
TO THE ARTICLES OF INCORPORATION
ACCD Foundation, Inc.

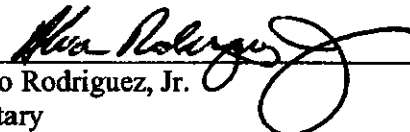
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The amendment was adopted at a meeting of the Incorporators/Board of Directors held on August 27, 2004 and received the vote of a majority of the Directors in office, there being no members having voting rights in respect thereof.



Jackie Van De Walle
Chairperson
Alamo Community College District Foundation, Inc.

Dated 22-Aug-2004



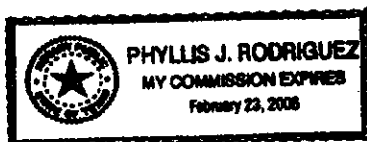
Alvaro Rodriguez, Jr.
Secretary
Alamo Community College District Foundation, Inc.


Dated 22-Aug-2004

STATE OF TEXAS
COUNTY OF BEXAR

Before me, a notary public, on this day personally appeared The above-named, persons, known to me to be the persons whose names are Subscribed to the foregoing document and, being by me first duly sworn, declared that the statements therein contained are true and correct.

Given under my hand and seal of office this 19th day of October, 2004





Notary Public, State of Texas
My commission expires:
February 23, 2006

Corporations Section
P.O.Box 13697
Austin, Texas 78711-3697



Phil Wilson
Secretary of State

Office of the Secretary of State

May 29, 2008

Attn: Katherine E David

Oppenheimer Blend Harrison & Tate Inc
711 Navarro, Sixth Floor
San Antonio, TX 78205 USA

RE: ALAMO COMMUNITY COLLEGE DISTRICT FOUNDATION, INC.
File Number: 72274401

It has been our pleasure to file the articles of amendment for the referenced entity. Enclosed is the certificate evidencing filing. Payment of the filing fee is acknowledged by this letter.

If we may be of further service at any time, please let us know.

Sincerely,

Corporations Section
Statutory Filings Division
(512) 463-5555

Enclosure



Office of the Secretary of State

**CERTIFICATE OF AMENDMENT
OF**

**ALAMO COMMUNITY COLLEGE DISTRICT FOUNDATION, INC.
72274401**

The undersigned, as Secretary of State of Texas, hereby certifies that the attached Articles of Amendment for the above named entity have been received in this office and have been found to conform to law.

ACCORDINGLY the undersigned, as Secretary of State, and by virtue of the authority vested in the Secretary by law hereby issues this Certificate of Amendment.

Dated: 05/27/2008
Effective: 05/27/2008



A handwritten signature in cursive script that reads "Phil Wilson".

Phil Wilson
Secretary of State

**ARTICLES OF AMENDMENT
TO THE
ARTICLES OF INCORPORATION
OF
ALAMO COMMUNITY COLLEGE DISTRICT FOUNDATION, INC.**

FILED
In the Office of the
Secretary of State of Texas
MAY 27 2008

Corporations Section

Pursuant to the provisions of Article 1396-4.01 et seq of the Texas Non-Profit Corporation Act, the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation:

ARTICLE ONE

The name of the corporation is ALAMO COMMUNITY COLLEGE DISTRICT FOUNDATION, INC.

ARTICLE TWO

The following Amendments to the Articles of Incorporation of said corporation were adopted by the Board of Directors of the corporation effective on May 15, 2008 in conformity with the provisions of the Texas Non-Profit Corporation Act. The amendments alter certain of the corporation's Articles of Incorporation to read, in their entirety, as follows:

ARTICLE IV.1

This corporation is organized and shall be operated exclusively for charitable, educational, literary and scientific purposes within the meaning of Section 501 (c) (3) of the Internal Revenue Code of 1954, and for the realization and attainment thereof:

- A. Support the mission, goals and strategic plan of the Alamo Community College District (hereinafter called "the District");
- B. To solicit and receive by gift, grant, devise, or bequest, and to acquire by purchase, lease, exchange or otherwise, property, both real and personal, either as absolute owner or as trustee thereof, and to manage and administer the same; and

C. To make out of principal or income, contributions, grants, gifts, loans and transfers of property, both real and personal, either outright or in trust, or, if by loan, secured or unsecured, to or for the benefit of the District.

ARTICLE VII

The street address of the registered office of the corporation is Alamo Community College District Foundation, Inc., Alamo Community College District, Office of Institutional Advancement, 201 W. Sheridan, Suite C-3, San Antonio Texas, 78204, and the name of the registered agent of the corporation is Roland C. DuBay.

ARTICLE VIII

The number of directors shall never be less than *four and no more than fifty*. Each director shall be elected to a term of three years. Directors may be reelected for subsequent terms of three years each for a maximum of three consecutive terms. A director who leaves office may be reelected to a new term, and up to two subsequent terms, after an absence from office for a period of one year. The *Board of Director terms* of office as a whole *shall be staggered* in such a manner that an approximate third of the directors are elected, or reelected, each year. Directors are elected, or reelected, by majority vote of the sitting Directors of the Board. The number of directors constituting the initial board shall be four and the names and addresses of the persons who are to serve as the initial directors are:

Douglas Harlan
P.O. Box 6801
San Antonio, TX 78209

Byron N. McClenney
13431 Vista Bonita
San Antonio, TX 78216

Felix A. Zamora
11610 Vance Jackson #317
San Antonio, TX 78230

Sue Oppenheimer
400 East Mandalay
San Antonio, TX 78212

ARTICLE THREE

The corporation has no members having voting rights.

ARTICLE FOUR

The Board of Directors of the corporation adopted the above amendment at a meeting of the Board of Directors of the corporation on May 15, 2008, and received the vote of a majority of Directors in office, there being no members having voting rights in respect thereof.

EXECUTED this 15th day of May, 2008.

Jackie Van De Walle
JACKIE VAN DE WALLE, Chairperson
ALAMO COMMUNITY COLLEGE DISTRICT FOUNDATION, INC.