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In the Office of the
Secretary of State of Texas

MAR 02 2006

Corporations Section

Articles of Incorporation
For
Regenerated Hope

The undersigned natural person of the age of eighteen years or more is a citizen of the state of Texas, acting as an incorporator of a corporation under the Texas Business Nonprofit Corporation Act, does hereby adopt the following restated Articles of Incorporation for such corporation.

Article I

The name of the corporation is *Regenerated Hope*

Article II

The corporation is a *non-profit corporation*

Article III

The term of existence shall be *perpetual*

Article IV

The corporation is organized exclusively for charitable, educational, religious, or scientific purposes within the meaning of section 501(c) 3 of the I.R.S. Code. This corporation in a non-profit corporation and is **not** organized for the private gain of any person.

The corporation is organized under the non-profit corporate law exclusively for the purpose of *community services* within the provisions of section 501(c) (3) of the Internal Revenue Code as it now exists. (a) *Each amendment has been effected in conformity with the provisions of the Texas Non-Profit Corporation Act as appropriate. (b) The instrument accurately copies the articles of incorporation and all amendments thereto that are in effect to date and as further amended by these restated articles of incorporation, and contains no other change in any provision. (c) The text of the entire articles of incorporation as the articles are now amended to read.*

The corporation will provide community services including, but not limited to, the following services:

- To operate 24 hour residential child care facilities, child placing agencies, and maternity homes.
- To provide short term, residential care for children who are in need of food, shelter, clothing, medical care and the formulation of a [plan for continuing care outside the shelter
- To act as a clearinghouse to identify suitable employment for persons who are jobless
- To mentor inner-city youth to appreciate and cultivate an interest in athletic and artistic expressions

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- To introduce inner city youth to entrepreneurship through artistic endeavors
- To mentor inner city youth and provide them with alternatives to crime and violence
- To assist inner city youth with college preparatory academics and college entrance exam preparation.
- To enrich inner city youth health with recreational and athletic programs
- To provide assistance in directing persons to other agencies who can help them to meet their unmeet needs.

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 tat the corporation shall be authorized and empowered to pay reasonable compensation for services rendered.
No Director of the corporation or any private individual shall be entitled to share in the distribution of any of the corporate assets upon dissolution of the corporation.

No substantial part of the activities of the corporation shall be engaged in carrying on of propaganda, or otherwise attempting to influence legislation and the corporation shall not participate in, or intervene (including the publication of distribution of statements for any political campaign on behalf of any candidate for public office.

Notwithstanding any other provisions of these articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from Federal Income Tax under section 501 (c) 3 of the Internal Revenue Service Code of 1986 (or the corresponding provision of the future of United State Internal Revenue Law) or (b) by a corporation, contributions, to which are deductible under section 170 (c) 2 of the Internal Revenue Code of 1986 (or the corresponding provision of the future of United State Internal Revenue Law).

Upon dissolution of the corporation, the Board of Directors shall, after paying or making provisions for the payment of all the liabilities of the corporation, dispose of all the assets of the corporation exclusively for the purpose of the corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational, religious, or scientific purposes as shall at the time qualify as an exempt organization or organizations under section 501 (c) 3 of the Internal Revenue Code of 1986 (or the corresponding provision of the future of United State Internal Revenue Law), as the Board of Directors shall determine. Any such assets not so disposed of shall be disposed of by the Court Competent Jurisdiction of the county in which the principal office of the corporations is then located, exclusively for such, purposes or to such organization or organizations, as said court shall determine, which are organized operated exclusively for such purposes.

The amendment was adopted at a meeting of the Board of Directors held on January 10, 2006 and received a vote of the majority of the Directors in the office, **there being no members or no members having voting rights in respect thereof.**

Article V

The street address of the initial registered office of the corporation is: **4722 Meadow Street #1504, Dallas, TX 75215, (214) 274-9700**, and the name of its initial registered agent at such address is **Tracie R. Reed**

Article VI

The number of directors constituting the Initial Board of Directors of the corporation is four (4). The names and addresses of the persons to serve as the Initial Directors are:

- **Tracie Reed** — **President**
  4722 Meadow Street #1504
  Dallas, TX 75215

- **Gwen Womack** — **Vice President**
  320 Mesquite Hill
  Arlington, TX 76002

- **Wes Womack** — **Secretary**
  320 Mesquite Hill
  Arlington, TX 76002

- **Kay Barrett – Barnes** — **Treasurer**
  6003 Gideon Ct.
  Sugarland, TX 77479

Article VII

The corporation shall have the express power and authority to perform all acts necessary and incidental to the accomplishment of its stated purpose, as authorized to Non-profit corporations under the provisions of the *Texas Business Nonprofit Corporation Act*.

State of Texas
County of Dallas:

Before me, a notary public, on this day personally appeared **Tracie R. Reed,** Tracie Reed, **President and Authorized Officer**, known to be the person whose name is subscribed to the forgoing document and, being by me first dully sworn, declared that the statements therein contained are true and correct.

Given under my hand and seal of office this 27 day of February, 2006.

Franklin R. Brown
Notary Public,
State of Texas

FRANKLIN R. BROWN
MY COMMISSION EXPIRES
MARCH 9, 2010

Form 401
(Revised 12/09)

Submit in duplicate to:
Secretary of State
P.O. Box 13697
Austin, TX 78711-3697
512 463-5555
FAX: 512/463-5709
Filing Fee: See instructions

This space reserved for office use.

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Corporations Section

Statement of Change of Registered Office/Agent

Entity Information

1. The name of the entity is:

Regenerated Hope, Inc.

State the name of the entity as currently shown in the records of the secretary of state.

2. The file number issued to the filing entity by the secretary of state is: 0800622810

3. The name of the registered agent as currently shown on the records of the secretary of state is:

Tracie Reed
Registered Agent Name

The address of the registered office as currently shown on the records of the secretary of state is:

4722 Meadow Street #1504	Dallas	TX	75215
Street Address	*City*	*State*	*Zip Code*

Change to Registered Agent/Registered Office

4. The certificate of formation or registration is modified to change the registered agent and/or office of the filing entity as follows:

Registered Agent Change
(Complete either A or B, but not both. Also complete C if the address has changed.)

☐ A. The new registered agent is an organization (cannot be entity named above) by the name of:

OR

☐ B. The new registered agent is an individual resident of the state whose name is:

First Name *M.I.* *Last Name* *Suffix*

Registered Office Change

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

8035 E. R.L. Thornton Frwy. #109	Dallas	TX	75228
Street Address (No P.O. Box)	*City*	*State*	*Zip Code*

The street address of the registered office as stated in this instrument is the same as the registered agent's business address.

Statement of Approval

The change specified in this statement has been authorized by the entity in the manner required by the BOC or in the manner required by the law governing the filing entity, as applicable.

Effectiveness of Filing (Select either A, B, or C.)

A. ☒ This document becomes effective when the document is filed by the secretary of state.

B. ☐ This document becomes effective at a later date, which is not more than ninety (90) days from the date of signing. The delayed effective date is: _____

C. ☐ This document takes effect upon the occurrence of a future event or fact, other than the passage of time. The 90th day after the date of signing is: _____

The following event or fact will cause the document to take effect in the manner described below:

Execution

The undersigned affirms that the person designated as registered agent has consented to the appointment. The undersigned signs this document subject to the penalties imposed by law for the submission of a materially false or fraudulent instrument and certifies under penalty of perjury that the undersigned is authorized to execute the filing instrument.

Date: 10/29/2010

Tracie Reed

Signature of authorized person

Tracie Reed

Printed or typed name of authorized person (see instructions)