



Office of the Secretary of State

January 13, 2004

Charles Blackley, Attorney and Counselor
P.O. Box 244
Alpine, TX 79831 USA

RE: BIG BEND SPORTSMAN CLUB
File Number: 800291624

It has been our pleasure to file the articles of incorporation and issue the enclosed certificate of incorporation evidencing the existence of the newly created corporation.

Corporations organized under the Texas Non-Profit Corporation Act 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. If you need to contact the Comptroller about franchise taxes or exemption therefrom, you may contact the agency by calling (800) 252-1381, by e-mail to tax.help@cpa.state.tx.us or by writing P. O. Box 13528, Austin, TX 78711-3528. Telephone questions regarding other business taxes, including sales taxes, should be directed to (800) 252-5555. Information on exemption from federal taxes is available from the Internal Revenue Service.

Non-profit 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 involuntary dissolution of the corporation. Additionally, a non-profit corporation will file documents with the Secretary of State if the corporation needs to amend one of the provisions in its articles of incorporation.

If we can 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 INCORPORATION OF

BIG BEND SPORTSMAN CLUB
Filing Number: 800291624

The undersigned, as Secretary of State of Texas, hereby certifies that Articles of Incorporation for the above named corporation 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 Incorporation.

Issuance of this Certificate of Incorporation 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: 01/12/2004

Effective: 01/12/2004



A handwritten signature in black ink, appearing to read "G. Connor".

Geoffrey S. Connor
Secretary of State

ARTICLE IX. INCORPORATOR

The name and street address of the incorporator is: Charles Blackley, 110B N. Sixth Street, Alpine, TX 79830.

In witness whereof, I have hercunto set my hand, this the 12th day of January, 2004.

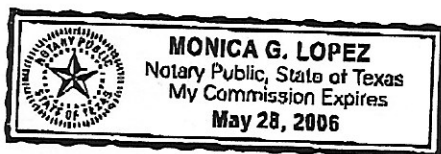
Charles Blackley
Charles Blackley

THE STATE OF TEXAS §
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COUNTY OF BREWSTER §

I, a Notary Public in and for said State, do hereby certify that on this the 12 day of January, 2004, personally appeared before me Charles Blackley, who, being by me first duly sworn, declared that he is the incorporator of BIG BEND SPORTSMAN CLUB, that he signed the foregoing document as Articles of Incorporation of the Non-Profit Corporation, and that the statements therein are, in all respects, true and correct.

SUBSCRIBED AND SWORN TO BEFORE ME, on this the 12 day of January, 2004.

(Seal)



Monica G Lopez
Notary Public, State of Texas
Printed Name of Notary Public:
My commission expires: