

ARTICLES OF INCORPORATION
OF
TEXANS FOR LAWSUIT REFORM

FILED
In the Office of the
Secretary of State of Texas
MAR 31 1994
Corporations Section

The undersigned, a natural person of the age of eighteen years or more, acting as incorporator of a corporation under the Texas Non-Profit Corporation Act, hereby adopts the following Articles of Incorporation for the corporation:

ARTICLE I

NAME

The name of the corporation is Texans For Lawsuit Reform.

ARTICLE II

NONPROFIT CORPORATION

The corporation is a non-profit corporation.

ARTICLE III

DURATION

The period of the corporation's duration is perpetual.

ARTICLE IV

PURPOSE

The purposes for which the corporation is organized are to:

1. Encourage communication among its directors and affiliated, interested parties with respect to the Texas civil legal system;
2. Advance research and educate the public on the need for reform of the Texas civil legal system;

3. Provide a unified voice for Texas businesses seeking to reduce the amount of civil litigation in Texas and the unreasonably high judgments and awards of the Texas civil legal system;
4. Improve the business conditions of its directors, its affiliated, interested parties and interested Texas businesses through the establishment of a fairer and more equitable Texas civil legal system; and
5. Engage in such other activities, and promote such other purposes, as are allowed and provided for with respect to business leagues under Section 501(c)(6) of the Internal Revenue Code of 1986, as amended.

ARTICLE V

NO BENEFIT TO INDIVIDUALS

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to, any director, officer or affiliated, interested party of the corporation or any private individual (except that reasonable compensation may be paid for services rendered to or for the corporation effecting one of its purposes).

Notwithstanding any other provisions of these Articles of Incorporation, the corporation shall not conduct or carry on any activities not permitted to be conducted or carried on by organizations exempt from taxation under Section 501(c)(6) of the Internal Revenue Code of 1986 and the regulations as they now exist or as they may hereafter be amended, and upon the dissolution of the corporation, the Treasurer or, if the corporation has no Treasurer, the President of the corporation, shall, after paying or making provision for the payment of all liabilities of the corporation, distribute all remaining assets of the corporation to organizations which are dedicated to, and which shall use such assets toward accomplishing, the general purposes for which the corporation was organized.

ARTICLE VI

MEMBERS

The corporation shall have no members for purposes of the Texas Non-Profit Corporation Act.

ARTICLE VII

AGENT FOR PROCESS

The street address of the corporation's initial registered office is 1300 Post Oak Boulevard, Houston, Texas 77056, and the name of its initial registered agent at such address is Richard W. Weekley.

ARTICLE VIII

DIRECTORS

The number of directors constituting the initial board of directors is three, and the names and addresses of the persons who are to serve as directors until their respective successors are elected and qualified are:

<u>Name</u>	<u>Address</u>
Leo Linbeck	3810 W. Alabama, Houston, TX 77027
Richard J. Trabulsi	P.O. Box 130488, Houston, TX 77219
Richard W. Weekley	1300 Post Oak Blvd., Houston, TX 77056

The number of directors of the corporation shall be fixed by, or in the manner provided in, the Bylaws of the corporation.

ARTICLE IX

WRITTEN CONSENT

Unless otherwise restricted by law, these Articles of Incorporation or the Bylaws of the corporation, any action required or permitted to be taken at any meeting of the Board of Directors or a committee thereof may be taken without a meeting if the directors or committee members consent in writing; the written consent is signed by a sufficient number of directors or committee members as would be necessary to take that action at a meeting at which all of the directors or committee members were present and voted; the written consent bears the date of the signature of each director or committee member who signs the consent; and, if the written consent is signed by less than all of the directors or committee members, the written consent is delivered to the corporation within 60 days after the date of the earliest dated signature.

ARTICLE X

EXEMPTION OF DIRECTORS FROM LIABILITY

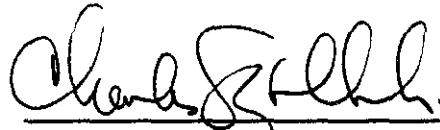
A director of the corporation shall not be liable to the corporation for monetary damages for an act or omission in the director's capacity as a director, except to the extent otherwise expressly provided by a statute of the State of Texas. If any statute of the State of Texas is adopted or amended, subsequent to the adoption of this Article X, to authorize action further eliminating or limiting the personal liability of directors, then the liability of each director of the corporation shall also be eliminated or limited further to the fullest extent permitted by such statute or statutes, as so adopted or amended. Any repeal or modification of this Article X shall be prospective only and shall not adversely affect any right of protection of a director of the corporation existing at the time of such repeal or modification.

ARTICLE XI

INCORPORATOR

The name and street address of the incorporator are Charles Szalkowski, 3000 One Shell Plaza, 910 Louisiana, Houston, Texas 77002.

IN WITNESS WHEREOF, the undersigned has executed these Articles this 30th day of March, 1994.



Charles Szalkowski
Incorporator