

LFTX Articles of Incorporation

ARTICLE I.

NAME

The name of the corporation is TSDC, Inc.

ARTICLE II.

NONPROFIT CORPORATION

The corporation is a nonprofit corporation.

ARTICLE III.

DURATION

The corporation shall continue in perpetuity.

ARTICLE IV.

PURPOSES

The purposes for which the corporation is organized are exclusively religious, charitable, scientific, literary and/or educational within the meaning of section 501(3)(c) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law, and specifically within these limits to insure student success and school improvement by providing leadership and support for effective staff development programs and practice.

ARTICLE V.

POWERS

Except as otherwise provided in the Articles, the corporation shall have all of the powers provided in the Act. Notwithstanding any other provisions of these Articles, this organization shall not carry on any activities not permitted to be carried on by an organization exempt from Federal income tax under section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law. Upon the dissolution of the organization, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future Federal tax code, or shall be distributed to the Federal state, or local government for public purpose. Any such assets not so disposed of shall be disposed of by a court of competent jurisdiction of the county in which the principal office of the organization is then located, exclusively for such purposes. Moreover, the Corporation shall have all implied powers necessary and proper to carry out its express powers. Moreover, the Corporation shall have all implied powers necessary and proper to carry out its expressed powers. The Corporation may pay reasonable compensation to members, directors or officers for services rendered to or for the Corporation in furtherance of one or more of its purposes set forth above.

ARTICLE VI.

RESTRICTIONS AND REQUIREMENTS

The Corporation shall not pay dividends or other corporate income to its members, directors, or officers or otherwise accrue distributable profits or permit the realization of private gain. The corporation shall have no power to take any action prohibited by the Act. The corporation shall not have the power to engage in any activities, except to an insubstantial degree that are not in furtherance of the purposes set forth above.

ARTICLE VII.

MEMBERSHIP

The Corporation shall have one class of members.

ARTICLE VIII.

INITIAL REGISTERED OFFICE AND AGENT

The street address of the registered office of the Corporation is *516 E. Byron Nelson Blvd., Roanoke, Texas 76262*. The name of the initial registered agent at this office is *Lisa Ham*.

ARTICLE IX.

BOARD OF DIRECTORS

The qualifications, manner of selection, duties, terms and other matters relating to the Board of Directors (referred to as the "Board of Directors") may consist of nineteen (19) persons. The number of directors may be increased or decreased by adoption or amendment of bylaws.

ARTICLE X.

LIMITATION ON LIABILITY OF DIRECTORS

A Director is not liable to the Corporation or members for monetary damages for an act or omission in the director's capacity as director except to the extent otherwise provided by statute of the State of Texas.

ARTICLE XI.

INDEMNIFICATION

The Corporation may indemnify a person who was, is or is threatened to be made a named defendant or respondent in litigation or other proceedings because the person is or was a director regardless of the provisions in the Act governing indemnification. As provided in the bylaws, the board of Directors shall have the power to define the requirements and limitations for the Corporation to indemnify directors, officers, members or others related to the Corporation.

ARTICLE XIII.

CONSTRUCTION

All references in these Articles of Incorporation to statutes, regulations, or other sources of legal authority shall refer to the authorities cited, or their successors, as they may be amended from time to time.

ARTICLE XIII.

INCORPORATORS

The name and street address of the incorporator is: Karen A. Howard, 405 E. Davis, Mesquite, Texas, 75149.

Acknowledgment: October 13, 1997

Amended: April 12, 2005