

NOV 22 2002

Corporations Section

ARTICLES OF INCORPORATION  
OF  
LONE STAR SYMPHONIC BAND, INC.  
A NON-PROFIT CORPORATION

ARTICLE I. NAME

The name of this corporation shall be the Lone Star Symphonic Band, Inc.

ARTICLE II. REGISTERED AGENT

The initial name and address of the registered agent of this corporation is:

Thomas Cook

ARTICLE III. DURATION

The duration of this corporation is perpetual.

ARTICLE IV. MEMBERSHIP

The corporation shall have members. The classes, qualifications, rights, and obligations of the members of the Corporation are stated in the Bylaws of the Corporation.

ARTICLE V. STATEMENT OF PURPOSE

The purpose for which the corporation is organized are as follows:

1. To receive and maintain a fund of real or personal property, or both, and subject to the restrictions and limitations hereinafter set forth, to use and apply the whole or any part of the income therefrom and the principal thereof exclusively for charitable, religious, scientific, literary or educational purposes either directly or by contributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the

Internal Revenue Code of 1986 and in Regulations as they now exist or as they may hereafter be amended.

2. No part of the net earnings of the corporation shall inure to the benefit of any director of the corporation, officer of the corporation, or any private individual (except that reasonable compensation may be paid for services rendered to or for the corporation affecting one or more of its purposes), and no director or officer of the corporation, or any private individual shall be entitled to share in the distribution of any of the corporate assets on dissolution of the corporation. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation and the corporation shall not participate in, or intervene in (including the publication or distribution of statements), any political campaign on behalf of any candidate for public office.
3. 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 Code of 1986 (or corresponding provision of any future United States Internal Revenue Law) or (b) by a corporation to which contributions are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986 (or corresponding provisions of any future United States Internal Revenue Law).
4. In the event the Board of Directors has recommended and approved the 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 to such organization or organizations organized and operated exclusively for charitable, education, religious, scientific or literary purposes which are consistent with the purposes of this corporation and shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code of 1986 (or corresponding provisions of any future United States Internal Revenue Law).

#### ARTICLE VI. INDEMNIFICATION

The corporation shall indemnify its officers and directors and may indemnify its other employees or agents to the full extent permitted by law if any such person was or is a party, or is threatened to be made a party, to any threatened, pending, or completed action, suit, or proceeding, whether civil, criminal, administrative, arbitative, or investigative, any appeal in such actions, suit, or proceeding, and any inquiry or investigation that could lead to such an action, suit, or proceeding, by reason of the fact that he/she is or was a director, officer, employee, or agent of the corporation, or is or was serving at the request of the corporation as a director, officer, partner, venturer, proprietor, trustee, employee, agent, or similar functionary of another corporation, partnership, joint venture, sole proprietorship, trust, or other enterprise, to the fullest extent authorized or permitted by any applicable law, as the same exists or may hereafter be amended (but, in the case of any such amendment, only to the extent that such amendment permits the corporation to provide broader indemnification rights than said law permitted the corporation to provide prior to such amendment), against

expenses (including attorneys' fees), judgments, fines, and amounts paid in settlement actually and reasonably incurred by him/her in connection with such action, suit, or proceeding. Such right of indemnification shall not be deemed exclusive of any other rights to which such person may be entitled under any bylaw, agreement, vote of shareholders, or otherwise.

#### ARTICLE VII.

No director of the corporation shall be liable to the corporation for monetary damages for an act or omission in the director's capacity as a director, provided, however, that the limitation of liability contained in this Article VII shall not eliminate or limit the liability of a director to the extent the director is found liable for:

1. A breach of the director's duty of loyalty to the corporation;
2. An act or omission not in good faith that constitutes a breach of duty of the director to the corporation or an act or omission that involves intentional misconduct or a knowing violation of the law;
3. A transaction from which the director received an improper benefit, whether or not the benefit resulted from an action taken within the scope of the director's office; or
4. An act or omission for which the liability of a director is expressly provided by an applicable statute.

Any repeal or modification of the provisions of this Article VII shall not adversely affect any right or protection of a director of the corporation existing at the time of such repeal or modification.

#### ARTICLE VIII. BOARD OF DIRECTORS

The number of directors constituting the initial board of directors of the corporation is eleven, and the names and addresses of the persons who are to serve as the initial directors are:

Thomas Cook

Steve Tippett

Christopher Hodge

Stephen B. Johnson

Andy Perez

Michael Honor

Ginger von Wening

Chris Sunderman

Mario Garcia

Leslie Parish


Lisa Kinney

ARTICLE X. INCORPORATOR

The name and street address of the incorporator is:

Stephen B. Johnson

In witness whereof, I have hereunto subscribed my name this 18th day of November, 2002.

  
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Stephen B. Johnson