

The State of Texas
Secretary of State

CERTIFICATE OF INCORPORATION
OF

CUNCHO CHRISTMAS CELEBRATION, INC.
CHARTER NUMBER 01483594

THE UNDERSIGNED, AS SECRETARY OF STATE OF THE STATE OF TEXAS,
HEREBY CERTIFIES THAT THE ATTACHED ARTICLES OF INCORPORATION FOR THE
ABOVE NAMED CORPORATION HAVE BEEN RECEIVED IN THIS OFFICE AND ARE
FOUND TO CONFORM TO LAW.

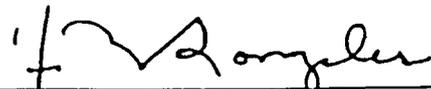
ACCORDINGLY, THE UNDERSIGNED, AS SECRETARY OF STATE, AND BY VIRTUE
OF THE AUTHORITY VESTED IN THE SECRETARY BY LAW, HEREBY ISSUES THIS
CERTIFICATE OF INCORPORATION.

ISSUANCE OF THIS CERTIFICATE OF INCORPORATION DOES NOT AUTHORIZE
THE USE OF A CORPORATE 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 MAR. 13, 1998

EFFECTIVE MAR. 13, 1998




Alberto R. Gonzales, Secretary of State

MAR 13 1998

ARTICLES OF INCORPORATION
OF
CONCHO CHRISTMAS CELEBRATION, INC.

Corporations Section

I, the undersigned natural person over the age of eighteen (18), acting as an incorporator, adopt the following Articles of Incorporation of CONCHO CHRISTMAS CELEBRATION, INC. (referred to as the "Corporation") under the Texas Non-Profit Corporation Act (referred to as the "Act"):

ARTICLE 1

NAME

The name of the Corporation is CONCHO CHRISTMAS CELEBRATION, INC.

ARTICLE 2

NONPROFIT CORPORATION

The Corporation is a nonprofit corporation. Upon dissolution, all of the Corporation's assets shall be distributed to the State of Texas or an organization exempt from income taxes under Internal Revenue Code Section 501(c) for one or more purposes that are exempt under the Texas franchise tax.

ARTICLE 3

DURATION

The Corporation shall continue in perpetuity, unless terminated, dissolved or wound up in accordance with applicable law.

ARTICLE 4

PURPOSES

The purpose or purposes for which the Corporation is organized are to operate exclusively for charitable, educational, scientific and literary purposes, including for such purposes, to promote community awareness and provide education for persons in or connected to the performing of social services, and the performance of any and all other acts necessary or incident to the foregoing purposes and the transaction of such other business as may be permitted corporations exempt from tax under Section 501(c) of the Internal Revenue Code and incorporated under the Texas Non-Profit Corporation Act.

ARTICLE 5

POWERS

Except as otherwise provided in these Articles, the Corporation shall have all of the powers provided in the Act. Moreover, the Corporation shall have all implied powers necessary and proper to carry out its express powers.

ARTICLE 6

RESTRICTIONS AND REQUIREMENTS

The Corporation shall not pay dividends or other corporate income to its 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.

The Corporation shall have no power to take any action that would be inconsistent with the requirements for a tax exemption under Internal Revenue Code Section 501(c) and related regulations, rulings, and procedures. The Corporation shall have no power to take any action that would be inconsistent with the requirements for receiving tax deductible charitable contributions under Internal Revenue Code Section 170(c)(2) and related regulations, rulings, and procedures. Regardless of any other provision in these Articles of Incorporation or state law, the Corporation shall have no power to:

1. Engage in activities or use its assets in manners that are not in furtherance of one or more exempt purposes, as set forth above and defined by the Internal Revenue Code and related regulations, ruling, and procedures, except to an insubstantial degree.
2. Serve a private interest other than one that is clearly incidental to an overriding public interest.
3. Devote more than an insubstantial part of its activities to attempting to influence legislation by propaganda or otherwise, except as provided by the Internal Revenue Code and related regulations, ruling, and procedures.
4. Participate in or intervene in any political campaign on behalf of or in opposition to any candidate for public office. The prohibited activities include the publishing or distributing of statements and any other direct or indirect campaign activities.
5. Have objectives that characterize it as an "action organization" as defined by the Internal Revenue Code and related regulations, ruling, and procedures.

6. Distribute its assets on dissolution other than for one or more exempt purposes; on dissolution, the Corporation's assets shall be distributed to the state government for a public purpose, or to an organization exempt from taxes under Internal Revenue Code Section 501(c) to be used to accomplish the general purposes for which the Corporation was organized.
7. Permit any part of the net earnings of the Corporation to inure to the benefit of any private shareholder or member of the Corporation or any private individual.
8. Carry on an unrelated trade or business except as a secondary purpose related to the Corporation's primary, exempt, purposes.

ARTICLE 7

CHANGE OF STATUS

In the event that the Corporation shall ever be deemed to be a private foundation as described in Section 509 of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue law) then while such status as a private foundation exists, these Articles of Incorporation shall be deemed to contain the provisions set out in Article 1396-2.27, Subsection A, Vernon's Annotated Civil Statutes of Texas, and the Corporation shall be subject to the duties and obligations therein set out.

ARTICLE 8

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Corporation is 2133 Office Park Drive, San Angelo, Texas 76904. The name of the registered agent at this address is Addison Lee Pfluger.

ARTICLE 9

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") shall be provided in the bylaws. The initial Board of Directors shall consist of three (3) persons. The number of directors may be increased or decreased by adoption or amendment of bylaws. The initial Board of Directors shall consist of the following persons at the following addresses:

Addison Lee Pfluger
2133 Office Park Drive
San Angelo, Texas 76904

B.E. (Sonny) Cleere
2133 Office Park Drive
San Angelo, Texas 76904

Douglas W. Waltisperger
2133 Office Park Drive
San Angelo, Texas 76904

ARTICLE 10

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 11

INCORPORATOR

The name and street address of the incorporator is:

John B. Hemphill
One East Twohig
Second Floor
San Angelo, Texas 76903

I execute these Articles of Incorporation on the 11th day of March, 1998.

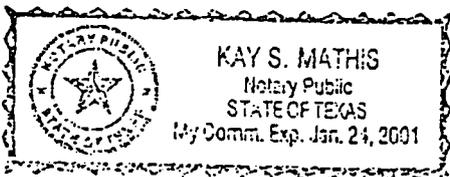


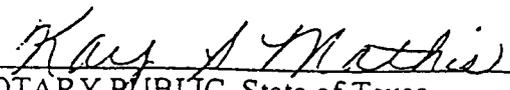
JOHN B. HEMPHILL

THE STATE OF TEXAS §
COUNTY OF TOM GREEN §

BEFORE ME, the undersigned authority, on this day personally appeared JOHN B. HEMPHILL, known to me to be the person whose name is subscribed to the foregoing document, and being by me duly sworn, declared that the statements contained therein are true and correct.

GIVEN UNDER MY HAND AND SEAL OF OFFICE, this the 11th day of March, 1998.





NOTARY PUBLIC, State of Texas
My Commission Expires: _____