



Office of the Secretary of State

CERTIFICATE OF FILING OF

Vandegrift High School Cheerleading Booster Club, Inc.
File Number: 801137329

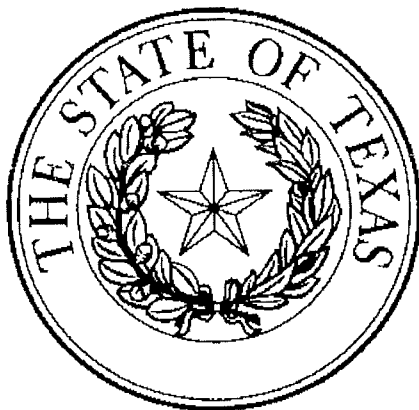
The undersigned, as Secretary of State of Texas, hereby certifies that a Certificate of Formation for the above named Domestic Nonprofit Corporation has been received in this office and has been found to conform to the applicable provisions of law.

ACCORDINGLY, the undersigned, as Secretary of State, and by virtue of the authority vested in the secretary by law, hereby issues this certificate evidencing filing effective on the date shown below.

The issuance of this certificate 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: 06/19/2009

Effective: 06/19/2009



A handwritten signature in black ink, appearing to read "Hope Andrade".

Hope Andrade
Secretary of State

FILED
In the Office of the
Secretary of State of Texas

JUN 19 2009

CERTIFICATE OF FORMATION

VANDEGRIFT HIGH SCHOOL CHEERLEADING BOOSTER CLUB, INC. Corporations Section

The undersigned organizer forms and establishes a corporation NOT FOR PROFIT under the laws of the state of Texas.

ARTICLE ONE. ENTITY NAME

The name of the Corporation being formed is "Vandegrift High School Cheerleading Booster Club, Inc."

ARTICLE TWO. TYPE OF ENTITY

The entity being formed is a Texas nonprofit corporation.

ARTICLE THREE. PURPOSE

The Corporation is organized for any lawful purpose or purposes not expressly prohibited under Sections 2.001 et seq. or 22.001 et seq. of the Texas Business Organizations Code. The objects and purposes to be transacted and carried on are:

A. The general purpose for which the Corporation is organized is to operate exclusively for charitable and educational purposes within the meaning of § 501(c)(3) of the Internal Revenue Code, or corresponding provisions of any future United States internal revenue law, including any lawful act or activity not inconsistent with those purposes, in which non-profit corporations may engage under the Texas Non-Profit Corporation Act. These activities shall include, but not be limited to, acquiring gifts and donation funds to be donated to other charitable entities as defined in § 501(c)(3) of the Internal Revenue Code.

B. The specific and primary purpose for which the Corporation is formed is to advance the Vandegrift High School Cheerleading Program, and other charitable purposes, by the distribution of its funds for such purposes.

C. To further these objects and purposes, and except as otherwise provided in these Articles, the Corporation shall have and may exercise all the powers conferred by the laws of Texas on corporations formed under the Texas Non-Profit Corporation Act, as such laws are now in effect or may at any time hereafter be amended.

PROVIDED HOWEVER, that in all events and under all circumstances, and notwithstanding merger, consolidation, reorganization, termination, dissolution or winding up of the Corporation, voluntary or involuntary or by operation of law, the following provisions shall apply:

1. No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, its members, directors, officers or other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of its charitable and educational purposes, including for such purposes, the making of distributions to organizations that qualify as exempt organizations under § 501(c)(3) of the Internal Revenue Code (or corresponding provisions of any future United States internal revenue law).
2. 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 publishing or distribution of statements) any political campaign on behalf of any candidate for public office.
3. Notwithstanding any other provision of these articles, the Corporation shall not carry on any other activities not permitted to be carried on: (a) by an organization exempt from Federal income tax under § 501(c)(3) of the Internal Revenue Code, or

corresponding provisions of any future United States internal revenue law; or (b) by an organization, contributions to which are deductible under § 170(c)(2) of the Internal Revenue Code, or corresponding provisions of any future United States internal revenue law.

D. On dissolution of the corporation, the Board of Directors or governing body of the Corporation, after paying or providing for payment of all liabilities of the Corporation, shall dispose of all the assets of the Corporation exclusively as follows: (1) In accordance with the purposes of the Corporation, in the manner determined by the Board of Directors or governing body; or (2) to organizations qualified for exemption under § 501(c)(3) of the Internal Revenue Code, as amended, and specified by the Board of Directors or governing body. Any assets of the Corporation not so disposed of shall be disposed of by the county court of the county in which the principal office of the Corporation is then located, exclusively for the purposes or to the organizations provided above, as determined by the court.

ARTICLE FOUR. REGISTERED AGENT

The location of the Corporation's registered office in this state is 9700 McNeil Drive, in Austin, Travis County, Texas, 78750. The initial registered agent of the Corporation is Alysia G. Wightman. The street address for the initial registered office of the initial registered agent is 9700 McNeil Drive, Austin, Travis county, Texas, 78750.

ARTICLE FIVE. MANAGEMENT

Management of the Corporation is vested in a Board of Directors. The names and addresses of the persons serving as the initial Board of Directors of the Corporation are:

Cheryl Gonzales
9600 Westminster Glen Avenue
Austin Texas 78730

Alysia Wightman
9301 Leaning Rock Circle
Austin, Texas 78730

Lana Bell
9732 Big View Drive
Austin, Texas 78730

Cindy Pace
3525 Cowden Drive
Austin, Texas 78732

Fran Zaroff
8202 Big View Drive
Austin, Texas 78730

Mariella Sisk
6000 Shepherd Mountain Cove #1816
Austin, Texas 78730

ARTICLE SIX. NUMBER OF DIRECTORS

The number of Directors may be increased or decreased from time to time by amendment of the bylaws.

ARTICLE SEVEN. POWERS OF BOARD OF DIRECTORS

The Board of Directors shall have all powers granted by Texas law and statutes.

ARTICLE EIGHT. MEMBERS

The Corporation shall have members.

ARTICLE NINE. STOCK; MEMBERSHIP RIGHTS

The Corporation shall not have authority to issue capital stock, and the conditions of membership shall be fixed by the bylaws.

ARTICLE TEN. DURATION

The duration of the Corporation is perpetual

ARTICLE ELEVEN. EFFECTIVE DATE

This Certificate of Formation takes effect on filing of this certificate with the Secretary of State's Office as required by Sections 4.001 et seq. of the Texas Business Organization Code.

ARTICLE TWELVE. WINDING UP; PRIVATE GAIN PROHIBITED

No member of the Corporation shall benefit financially from its dissolution. In the event of the dissolution of the Corporation, the assets of the Corporation shall be distributed as set forth in Article Three.

ARTICLE THIRTEEN. INDEMNIFICATION OF DIRECTORS AND OFFICERS

Each director and each officer or former director or officer of the Corporation may be indemnified and may be advanced reasonable expenses by the Corporation against liabilities imposed upon him or her and expenses reasonably incurred by him or her in connection with any claim against them, or any action, suit or proceeding to which he or she may be a party by reason of his being, or having been, a director or officer and against such sum as independent counsel selected by the directors shall be deemed reasonable payment made in settlement of any such claim, action, suit or proceeding primarily with the view of avoiding expenses of litigation; provided, however, that no director or officer shall be indemnified: (a) with respect to matters as to which he or she shall be adjudged in such action, suit or proceeding to be liable for intentional misconduct in performance of duty, (b) with respect to any matters which shall be settled by the payment of sums which independent counsel selected by the directors shall not deem reasonable payment made primarily with the view of avoiding expenses of litigation, or (c) with respect to matters for which indemnification would be against public policy. Such right of indemnification shall be in addition to any other rights to which directors and officers may be entitled under any bylaw, agreement, corporate resolution, vote of directors or otherwise. The Corporation shall have the power to purchase or maintain at its cost and expense insurance on behalf of such persons to the fullest extent permitted by this Article and applicable state law.

ARTICLE FOURTEEN. LIMITATION OF SCOPE OF LIABILITY

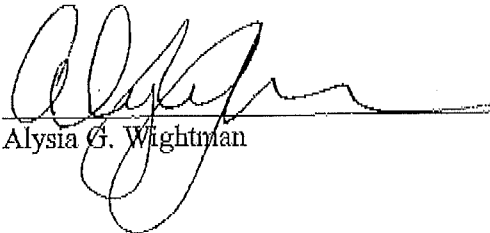
No director or officer shall be liable to the Corporation for monetary damages for breach of duty of care or other duty as a director or officer, except that this provision may not eliminate or limit liability:

- A. for any appropriation, in violation of the director's or officer's duties, of any business opportunity of the Corporation;
- B. for acts or omissions which involve intentional misconduct or a knowing violation of law;
or
- C. for any transaction from which the director or officer received an improper personal benefit.

ARTICLE FIFTEEN. ORGANIZER

The name and street address of the organizer of the Corporation is Alysia G. Wightman, of 9301 Leaning Rock Circle, Austin, Travis County, Texas, 78730.

EXECUTED this 19th day of June, 2009. The undersigned organizer signs this document subject to the penalties imposed by law for the submission of a materially false or fraudulent instrument.



Alysia G. Wightman