

**ARTICLES OF INCORPORATION
OF
ALAMO CHAPTER OF THE ASSOCIATION
OF LEGAL ADMINISTRATORS**

The undersigned, a natural person over the age of eighteen (18) years, acting as incorporator of a corporation under the Texas Non-Profit Corporation Act, as amended (the "Act"), hereby adopts the following Articles of Incorporation of Alamo Chapter of the Association of Legal Administrators (the "Corporation") :

**ARTICLE ONE
NAME**

The name of the Corporation is Alamo Chapter of the Association of Legal Administrators.

**ARTICLE TWO
NON-PROFIT CORPORATION**

This Corporation is a non-profit corporation organized pursuant to the Texas Non-Profit Corporation Act.

**ARTICLE THREE
DURATION**

The period of the Corporation's duration is perpetual.

**ARTICLE FOUR
PURPOSES**

The purpose for which said Corporation is organized is:

To promote the exchange of information regarding the administration and management problems peculiar to legal organizations, including private law offices, corporate legal departments, government legal and judicial organizations and public service legal groups to educate representatives of legal organizations regarding the value and availability of professional administrators and to consider standards of qualification for such administrators; to develop and promote continuing education programs; to make available upon request members who specialize in specific areas of administration for consulting purposes within the membership; and to participate in any other way in the advancement of legal administration.

- B. To support the goals and programs of the National Association of Legal Administrators where consistent with the goals and purposes of the Chapter.

ARTICLE FIVE 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 SIX RESTRICTIONS AND REQUIREMENTS

No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, its Directors, officers, members, or other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered, to incur debt, and to make payments and distributions in furtherance of the purposes set forth herein. No Director, officer, member, or any private individual shall be entitled to share in the distribution of any of the Corporate assets on dissolution of the Corporation. 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)(6) and related regulations, rulings, and procedures. The Corporation shall not have the power to engage in any activities, except to an unsubstantial degree, that are not in furtherance of the purposes set forth above. Regardless of any other provision in these Articles of Incorporation or State law, the Corporation shall have no power to:

1. Distribute its assets on dissolution other than for one or more exempt purposes.
2. Permit any part of the net earnings of the Corporation to inure to the benefit of any private individual.
3. Carry on an unrelated trade or business except as a secondary purpose related to the Corporation's primary, exempt purposes.

**ARTICLE SEVEN
MEMBERS**

The Corporation shall have one or more classes of members as provided in the bylaws of the Corporation. The qualifications, manner of selection, duties, terms, and other matters relating to the members shall be provided in the bylaws.

**ARTICLE EIGHT
INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of the Corporation is 300 Convent, Suite 1950, San Antonio, Texas 78205, and the name of its initial registered agent at such address is Shirley A. Moore.

**ARTICLE NINE
BOARD OF DIRECTORS**

The qualifications, manner of selection, duties, terms, and other matters relating to the Board of Directors shall be provided in the bylaws. The number of Directors constituting the initial Board of Directors of the Corporation is five (5), and the names and addresses of the persons who are to serve as initial Directors are:

NAME	ADDRESS
Shirley A. Moore President	300 Convent, Suite 1950 San Antonio, Texas 78205
Barclay J. Wong Vice President	300 Convent, Suite 900 San Antonio, Texas 78205
Nancy James Lockwood Secretary	745 E. Mulberry, Suite 500 San Antonio, Texas 78212
Monte C. Malone Treasurer	745 E. Mulberry, Ninth Floor San Antonio, Texas 78212
Edna Diaz Past President	1100 Weston Centre 112 E. Pecan San Antonio, Texas 78205

**ARTICLE TEN
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 a director except to the extent otherwise provided by a statute of the State of Texas.

**ARTICLE ELEVEN
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 or other person related to the Corporation as provided by 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 TWELVE
AMENDMENT TO ARTICLES**

These Articles of Incorporation can be amended only upon a vote of a majority of the Directors in office.

**ARTICLE THIRTEEN
INCORPORATOR**

The name and address of the incorporator is Shirley A. Moore, 300 Convent, Suite 1900, San Antonio, Texas 78205.

IN WITNESS WHEREOF, the undersigned has hereunto set her hand this _____ day of January, 1995.

Shirley A. Moore, Incorporator