

FILED
In the Office of the
Secretary of State of Texas

JAN 16 2002

Corporations Section

**AMENDED & RESTATED
ARTICLES OF INCORPORATION
ABILENE CHRISTIAN UNIVERSITY**

1. Abilene Christian University, pursuant to the provisions of Article 4.06 of the Texas Non-Profit Corporation Act, hereby adopts Restated Articles of Incorporation which accurately copy the Articles of Incorporation and all amendments thereto that are in effect to date and as further amended by such Restated Articles of Incorporation as hereinafter set forth and which contain no other change in any provision thereof.

2. Each such amendment made by these Restated Articles of Incorporation has been effected in conformity with the provisions of the Texas Non-Profit Corporation Act and the Restated Articles of Incorporation were adopted in the following manner: The Restated Articles of Incorporation were adopted at a meeting of the Board of Trustees held on October 3, 2001, and received the vote of a majority of the trustees in office, there being no member having voting rights.

3. The Articles of Incorporation of the corporation are amended by the Restated Articles of Incorporation as follows:

Article X is amended only by deleting the last sentence thereof in its entirety.

4. The Articles of Incorporation and all amendments and supplements thereto are hereby superseded by the following Restated Articles of Incorporation which accurately copy the entire text thereof and as amended as above set forth:



**RESTATED
ARTICLES OF INCORPORATION**

ABILENE CHRISTIAN UNIVERSITY

ARTICLE I.

The name of this corporation is "ABILENE CHRISTIAN UNIVERSITY."

ARTICLE II.

The corporation is a non-profit corporation.

ARTICLE III.

This corporation is created for the following purposes, to wit: the establishment and maintenance of a university for the advancement of education in which the arts, sciences, languages and Holy Scriptures shall always be taught, together with such other courses of instruction as shall be deemed advisable by the Board of Trustees and which shall be managed and controlled as hereinafter set forth by a Board of Trustees, each of whom shall be a member of a congregation of the Church of Christ, which takes the New Testament as its only and sufficient rule of faith, worship and practice, and rejects from its faith, worship and practice everything not required by either precept or example, and which does not introduce into the faith, worship and practice, as a part of the same or as adjuncts thereto any supplemental organization or anything else not clearly and directly authorized in the New Testament by either precept or example.

ARTICLE IV.

The location of this university and the business office of this corporation shall be in the county of Taylor in or near the City of Abilene, State of Texas.

ARTICLE V.

This corporation shall have perpetual existence.

ARTICLE VI.

This corporation shall have power through the Board of Trustees to do all lawful acts including to grant diplomas, appoint officers and employ teachers or other agents; to procure grounds suitable for the university and to procure donations and subscriptions; and shall have the right to exercise all such powers as may be necessary or desirable to

execute the purposes for which it is created and such as are usually exercised in the establishment and maintenance of first class institutions of learning.

ARTICLE VII.

The number of members of the Board of Trustees shall be determined from time to time by the Board of Trustees either by resolution of the Board of Trustees or by provision in the Bylaws of the corporation. A majority of those serving at any given time shall constitute a quorum. No meeting of the Board, either regular or special, shall be held without a quorum as herein defined. Every member of the trustees, at the time of his or her election and during his or her entire term of office, shall be a member of a congregation of the Church of Christ, as defined in Article III hereof, in good standing, said standing to be determined by the congregation of which the Trustee is a member.

The Board of Trustees shall have the power to appoint an Executive Committee of seven or more trustees who shall exercise all powers of the Board between meetings of the Board, except that the Executive Committee shall not elect members of the Board, Officers of the Board, or Officers of the University, other than an interim Chief Executive Officer of the University, and except that the Executive Committee shall comply with the Bylaws of the University.

ARTICLE VIII.

The names and places of residence of members of the Board of Trustees of this corporation who are serving at the present time are:

Akins, G. Thane
2912 North I Street
Midland, Texas 79705

April Anthony
6231 Norway Rd.
Dallas, Texas 75230

Joe B. Baisden
304 East 20th Avenue
Belton, Texas 76513

Jane V. Beard
1901 River Oaks Rd.
Abilene, Texas 79605

Edwin V. Bonneau
2710 Farmers Branch Lane
Dallas, Texas 75234

Cynthia R. Brown
8021 Winston
Lubbock, Texas 79424-3143

Dale A. Brown
3804 Trinity Dr.
Midland, Texas 79707

Herbert L. Butrum
12118 RIP Van Winkle
Houston, Texas 77024

Royce S. Caldwell
797 Grandview Pl.
San Antonio, Texas 78209

Virginia P. Chambers
501 Cumberland Rd.
Tyler, Texas 75703

Donald R. Conder
5605 Wedgefield
Grandbury, Texas 76049

C. E. Cornutt
9618 Hillview
Dallas, Texas 75231

Jennifer H. Doan
#9 Ladera
Texarkana, Texas 75503

N. Sharron Drury
6449 Elm Crest Court
Fort Worth, Texas 76132

Charles W. Ezzell
1633 Hillview Rd.
Abilene, Texas 79601

Bob L. Gowens
3711 Panorama
Missouri City, Texas 77459

Ralph L. Harvey
13 Oakdale Farm Circle
Edmond, Oklahoma 73013

Patrick M. Holder
2005 Sandy Way
Bedford, Texas 76021

Paul W. Johnson
No. 3 Whisperwood Circle
Lubbock, Texas 79416

Michael R. Calvert
30 Legend Park Dr.
Sugarland, Texas 77459

Terry L. Childers
1124 Fairview Farm Rd.
Edmond, Oklahoma 73013

David L. Copeland
1451 Tanglewood
Abilene, Texas 79605

Don W. Crisp
12012 Excelsior Way
Dallas, Texas 75230

A. Don Drennan
825 Cloverleaf Dr.
Abilene, Texas 79601

John M. Duncum
P. O. Box 10233
College Station, Texas 77849

Deon B. Fair
5508 Glenshire Dr.
Plano, Texas 75093

Ray V. Hansen
730 North Rosemary
Bryan, Texas 77802

Ira D. Hill
10 Clay Court
Locust, New Jersey 07760

Jasper Howard
4603 McKnight Rd.
Texarkana, Texas 75503

William K. Johnson
14001 I-27
Amarillo, Texas 79119

Barbara B. Johnston
401 North Tower Dr.
San Antonio, Texas 78232

George W. Knight
4100 Cedar Creek Dr.
Edmond, Oklahoma 73034

Guy M. Lewis
18506 Spring Creek Oaks Dr.
Spring, Texas 77379

Thomas K. Lyons
115 Douglas Dr.
Glasgow, Kentucky 42141

Janice M. Massey
1503 Bellevue
Durham, North Carolina 27705

Prentice A. Meador, Jr.
6127 Bluff Point
Dallas, Texas 75248

C. Todd Miller
9515 Trainhill
Dallas, Texas 75238

Cle Montgomery
404 Dakota Trail
Irving, Texas 75063

Tommy Morris
26 Muirfield
Abilene, Texas 79606

James Muns
5508 St. Andrews Court
Plano, Texas 75093

G. Randy Nicholson
32 Pinehurst St.
Abilene, Texas 79606

George Q. Offutt
5106 76th St.
Lubbock, Texas 79424

Robert K. Oglesby, Sr.
16 Bunker Hill
Richardson, Texas 75080

Barry D. Packer
12218 Creek Forest Dr.
Dallas, Texas 75230

Patsy F. Parker
#5 Sawgrass Court
Frisco, Texas 75034

Hubert Pickett, Jr.
3418 Amarillo Court
Abilene, Texas 79602

Ted Poe
P. O. Box 608
Humble, Texas 77347

James R. Porter
58 Red Sable Dr.
Spring, Texas 77380

Joe A. Powell
14 West Vale
Paducah, Kentucky 42001

Don C. Rhoden
P. O. Box 6449
Abilene, Texas 79608

John J. Riehl
13612 Elena Gallegos Pl. NE
Albuquerque, New Mexico 87111

Joe T. Ritchie
217 Camino Principal
Belton, Texas 76513

S. Doug Smith
874 So. Curtiswood
Nashville, Tennessee 37215

Steven L. Smith
3840 Cedar Ridge Dr.
College Station, Texas 77845

Eugene C. Stallings
Route 2, Box 241-1
Powderly, Texas 75473

Johnny Stites II
6750 Walnut Ridge
Cookville, Tennessee 38501

Warlick Thomas
7215 Versailles
Amarillo, Texas 79121

Gary A. Thornton
2807 George B. Hatley Dr.
Austin, Texas 78746

J. McDonald Williams
3920 Shannon Lane
Dallas, Texas 75205

Melinda A. Worley
7103 Valburn Dr.
Austin, Texas 78731

The Board of Trustees of the corporation shall be self perpetuating, with the members of the Board electing their successors pursuant to the Bylaws.

ARTICLE IX.

The street address of the registered office of the corporation is 111 Hardin Administration Building, Abilene Christian University, Abilene, Texas 79699, and the name of its registered agent at such address is Gaston Welborn, Jr.

ARTICLE X.

There shall be elected by a vote of the Board of Trustees a Chair of such Board, a Chief Executive Officer of the University, and such other officials as the Board may deem advisable.

ARTICLE XI.

The Board of Trustees shall have the power and authority to incur debt for all corporate purposes and to issue and execute appropriate evidences of such debt, and as security therefor may mortgage or otherwise encumber any property owned by the corporation.

ARTICLE XII.

The corporation will not have members.

ARTICLE XIII.

No part of the net earnings of the corporation shall inure to the benefit of any trustee 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 trustee or officer of the corporation, or any private individual shall be entitled to share in the distribution of any of the corporation 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.

Notwithstanding any other provisions of these Articles of Incorporation, the corporation shall not conduct or carry on any activities not permitted to be conducted or carried on by an organization exempt from taxation under Section 501(c)(3) of the Internal Revenue Code and its Regulations as they now exist or as they may hereafter be amended, or by an organization, contributions to which are deductible under Section 170 of the Internal Revenue Code and Regulations as they now exist or as they may hereafter be amended.

Upon dissolution of the corporation or the winding up of its affairs, the assets of the corporation shall be distributed exclusively to charitable, religious, or religious educational organizations associated with the Church of Christ which would then qualify under the provisions of Section 501(c)(3) of the Internal Revenue Code and its Regulations as they now exist or as they may hereafter be amended.

ARTICLE XIV.

This Charter shall never be changed or amended as to religious qualifications of the Board of Trustees defined in Article VII of this Charter, but in other respects, said Charter may be amended as occasion may require upon notice to the Board of Trustees mailed at least fourteen (14) days prior to the meeting at which the amendment is to be presented and provided the amendment is approved by a two-thirds majority of the Trustees present at a meeting where a quorum is present. The notice shall state the nature of the proposed amendment.

ARTICLE XV.

To the fullest extent permitted by the Texas Miscellaneous Corporation Law Act or any other applicable laws as presently or hereafter in effect, no person shall be liable to Abilene Christian University for monetary damages for or with respect to any acts or omissions in his or her capacity as a Trustee of Abilene Christian University. No amendment to or repeal of this Article XV shall apply to or have any effect on the liability

or alleged liability of any Trustee for or with respect to any acts or omissions of such Trustee occurring prior to such amendment.

Dated: January 9, 2002

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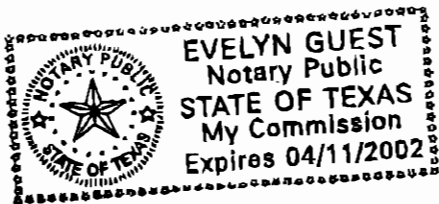
ABILENE CHRISTIAN UNIVERSITY

By: *Royce Money*
Royce Money, President

By: *Jane Beard*
Jane Beard, Secretary

STATE OF TEXAS §
 §
COUNTY OF TAYLOR §

Acknowledged before me on this 16th day of January 2002, by ROYCE MONEY, President, and JANE BEARD, Secretary, of ABILENE CHRISTIAN UNIVERSITY, a Texas non-profit corporation, on behalf of said corporation.



Evelyn Guest
Notary Public, State of Texas