

ARTICLES OF AMENDMENT TO THE
ARTICLES OF INCORPORATION OF
TEXAS COLORADO RIVER FLOODPLAIN COALITION

1. Name

The name of the corporation is TEXAS COLORADO RIVER FLOODPLAIN COALITION.

2. Amendments

ARTICLE FOUR of the Articles of Incorporation of the corporation is hereby amended by deleting the existing language and inserting the language as follows:

“The corporation is an affiliate of governmental units and the purposes for which the corporation is organized are to coordinate and improve flood preparedness, response and mitigation among the Coalition’s cities, counties, regional districts, and State and Federal agencies.”

ARTICLE SIX of the Articles of Incorporation of the corporation is hereby amended by deleting the existing language and inserting the language as follows:

“The business address of the corporation’s registered office is the Texas Floodplain Management Association Offices, 3813 Hidden Hills Drive, #A-100, Dripping Springs, Texas, 78620 and the name of its registered agent at such address is Mickey Reynolds. The corporation’s website is www.tcrfc.org.”

ARTICLE SEVEN of the Articles of Incorporation of the corporation is hereby amended by deleting the existing language and inserting the language as follows:

“Management of the affairs of the corporation is to be vested on the Board of Directors.”

ARTICLE TEN of the Articles of Incorporation of the corporation is hereby amended by deleting the existing language and inserting the language as follows:

“Upon dissolution of the organization, all of the corporation’s assets shall be distributed to the members on a pro rata basis or to one or more organizations whose purpose is similar to the Coalition and which are exempt from taxes within the meaning of section 501(c)(3) of the Internal Revenue Code of 1986, or the corresponding section of any future Federal Tax Code, pursuant to a plan of distribution adopted as provided in the Texas Non-Profit Corporation Act.”

THE ARTICLES OF INCORPORATION are hereby amended by adding Article 12 as follows:

“A director is not liable to the corporation for monetary damages for an act or omission in the director’s capacity as director except as otherwise provided by Texas law.”

THE ARTICLES OF INCORPORATION are hereby amended by adding Article 13 as follows:

“The corporation shall indemnify and advance expenses to 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 to the maximum extent allowed by the provisions of the Texas Non-Profit Corporation Act covering indemnification.”

3. Adoption/Consent

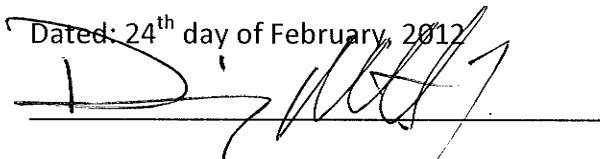
These amendments were adopted by resolution of the corporation’s members and by unanimous consent on August 12, 2011.

4. All members in good standing have voting rights.

5. Shares

No Shares have been issued.

Dated: 24th day of February, 2012



Domingo Montalvo, Director and Chair



Clara Beckett, Director and Vice-Chair



Ron Smith, Director and Secretary