

**ARTICLES OF INCORPORATION
OF
CAL FARLEY' BOYS RANCH ALUMNI ASSOCIATION FOUNDATION, INC.**

We, the undersigned natural persons of the age of eighteen (18) years or more, being duly elected and installed officers of CAL FARLEY' BOYS RANCH ALUMNI ASSOCIATION FOUNDATION, INC., and acting as authorized by a majority vote of the Board of Directors in attendance at a duly called meeting of the Board of Directors, held on the 28th day of January, 2010 as is reflected in the Minutes of the said meeting do hereby act as Incorporators of a Corporation under the Texas Non-Profit Corporation Act, and do hereby adopt the following Articles of Incorporation for such Corporation.

ARTICLE ONE

The name of the Corporation is: Cal Farley's Boys Ranch Alumni Association Foundation, Inc.

ARTICLE TWO

The Corporation is a Non-Profit Corporation.

ARTICLE THREE

The period of its duration is perpetual.

ARTICLE FOUR

The purpose of the Non-Profit Corporation is: to promote and support the Cal Farley's Boys Ranch Alumni Association (CFBRAA) in achieving their stated objectives, namely carrying on the work begun by Cal and Mimi Farley in providing family support to former Ranchers and their families and support for Cal Farley's Inc.

ARTICLE FIVE

The street address of the initial registered office of the corporation is: 133 Springhill Dr., Hurst, TX 76054. The name of its initial registered agent at such address is Robert Sarpalius

ARTICLE SIX

The names and addresses of the persons who are to serve as the initial Board of Directors of Cal Farley's Boys Ranch Alumni Association Foundation Inc., having been duly elected by the Cal Farley's Boys Ranch Alumni Association Foundation according to the bylaws of the corporation are:

Michael Rogers	President, CFBRAA	4595 SW 44 th St., Ocala, FL 34474
Bill C Sarpalius	Vice President	124 Eareckson, Stevensville, MD 21666
Rodney Ruthhart	Secretary / Treasurer	1900 SE 34 th St., Amarillo, TX 79118

ARTICLE SEVEN

The name and street address of each incorporator is:

- Michael Rogers 4595 SW 44th St., Ocala, FL 34474
- Bill C Sarpalius 124 Eareckson, Stevensville, MD 21666
- Rodney Ruthhart 1900 SE 34th St., Amarillo, TX 79118

ARTICLE EIGHT

(a) Any vacancy occurring in the Board of Directors may be filled according to provisions in the bylaws of the corporation.

- (b) The bylaws of the corporation may be amended at any time by majority vote of the existing Board of Directors after notice as may be provided for in the bylaws, but no amendment shall be adopted inconsistent with any provision in the Articles of Incorporation or in violation of the laws of the State of Texas.

IN WITNESS WHEREOF: we have hereunto set our hands:

Michael Rogers _____ 02/16/2010
 Michael Rogers, President Date

I, Brenda Rivera, a Notary Public, do hereby certify that on this

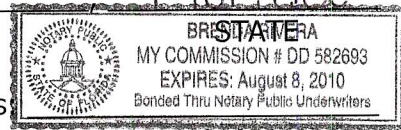
the 16 day of February, 2010, personally appeared before me: Michael Rogers who, being by me first duly sworn, severally declared that he is the person who signed the foregoing document as Incorporators, Officers and Directors, and that the statements therein are true.

IN WITNESS WHEREOF, I have hereunto set by hand and seal of office the day and year written above.

Brenda Rivera
 NOTARY PUBLIC IN AND FOR

Marion Florida
 COUNTY / PARRISH STATE

My Commission expires:



Bill Sarpalius _____ 2/19/10
 Bill Sarpalius, Date

I, John E. Friton, a Notary Public, do hereby certify that on this

the 19 day of February, 2010, personally appeared before me: William Sarpalius who, being by me first duly sworn, severally declared that he is the person who signed the foregoing document as Incorporators, Officers and Directors, and that the statements therein are true.

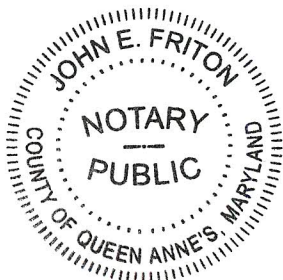
IN WITNESS WHEREOF, I have hereunto set by hand and seal of office the day and year written above.

John E. Friton
 NOTARY PUBLIC IN AND FOR

Queen Anne's Maryland
 COUNTY / PARRISH STATE

My Commission expires:

8-26-2012



Rodney Ruthhart

Rodney Ruthhart,

2/25/2010

Date

I, Amanda Renfro

, a Notary Public, do hereby certify that on this

the 25th day of February, 2010, personally appeared before me: Rodney Ruthhart who, being by me first duly sworn, severally declared that he is the person who signed the foregoing document as Incorporators, Officers and Directors, and that the statements therein are true.

IN WITNESS WHEREOF, I have hereunto set by hand and seal of office the day and year written above.



Amanda Renfro

NOTARY PUBLIC IN AND FOR

Randall

COUNTY / PARRISH

Texas

STATE

My Commission expires:

12-12-13