

FILED FOR RECORD: 1-4-1979 at 9:30 o'clock A M
DULY RECORDED: 1-9-1979 at 9:00 o'clock A M
INSTRUMENT NO. _____ GRACE BOSTICK, TYLER CO. CLK.
BY: Grace Bostick Deputy

TYLER COUNTY COMMISSIONER'S COURT
SPECIAL MEETING
DECEMBER 15, 1978--10:00 A.M.

Vol 4 9903

A Special Meeting of the Commissioner's Court, met on Friday December 15, 1978 at 10:00 A.M. All members being present. Rev. Jesse Adams gave the prayer, for opening.

A motion was made by Commissioner Riley and seconded by Commissioner Jordan to approve the Tax Form 16-17-18, for the Tax-Office report. This is for Taxes of 1977. All voted yes and none no.

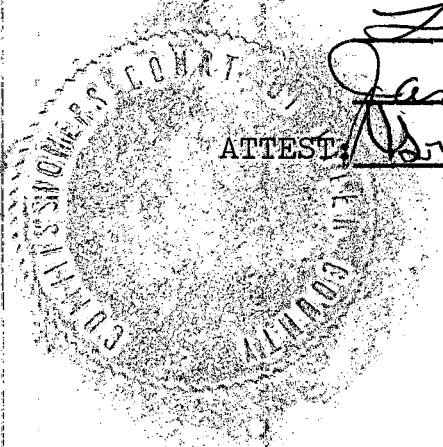
The Ageing Center Program was Tabled until more information could be given, the Court.

A motion was made by Commissioner Jordan and seconded by Commissioner Lowe for the County Treasurer to be authorized to complete the December Pay-roll on December 29, 1978. All voted yes and none no.

A motion was made by Commissioner Riley and seconded by Commissioner Lowe to approve the payment of Bills, as submitted by County Auditor, Ann Fondren. All voted yes, and none no. See attached.

There being no further business, the meeting adjourned.

SIGNED: Allen Sturrock Allen Sturrock, County Judge
Maxie Riley Maxie Riley, Comm. Pct. #1
H.K. Lowe H.K. Lowe, Comm. Pct. #2
Leon Fowler Leon Fowler, Comm. Pct. #3
James R. Jordan James R. Jordan, Comm. Pct. #4
ATTEST: Grace Bostick Grace Bostick, County Clerk



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COMMISSIONER'S COURT OF November 15, 1978

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CLAIM REGISTER AND MINUTES OF ACCOUNTS ALLOWED, General FUND TYLER COUNTY, TEXAS

Claim Number	NAME OF CLAIMANT	NATURE OF CLAIM	Amount of Claim	D
11726	Air Filters Unlimited	Filter Serv for Sept & Nov.	\$ 130.23	
11690	Allisons Inc.	Bal on Roofing Tiles-Co. Atty Off.	6.28	
11682	James M Allison, Atty.	Court App't Atty-i-A 88th Dist Court-Donald L. Dickson	150.00	
11739	James M. Allison, Atty.	88th Dist Court Appt'd Atty. for Richard Allen Lile	100.00	
11763	Brookshire Bros.	Food for Prisoners-220.72 Supplies Sheriff's Dept.-29.89	250.61	
11725	City of Woodville	Courthouse-Utilities	196.27	
11723	Consolidated Marketing, Inc.	Janitors Supplies	82.90	
11680	James A. Clark, Atty.	Court App't Atty-Kimberly Frazier &Nyanna Frazier-88th Dist Court.	100.00	
11696	Continental Oil Co.	Gas-Sheriff's Dept.	55.83	
11748	Collier Ins. Agency	Bonds For Officals-Auditor17.50 Tax Off-388.50, Gilchrist-10.00 Craver-25.00, Drake-35.50	476.50	
11722	James H. Dillion, Atty	Co. Court Att't Atty-Larry Kelley	145.00	
11718	Exxon	Gas- Sheriff's Dept.	96.19	
11694	Eastex Comminucations	Maint. on Radios- Sheriff	182.00	
11703	Mr & Mrs Green Williamson	Ira & Ruthie Nash	377.66	
11702	Mary Lee Foundation	Geo & Rbt Broaddus	2,080.00	
11701	Mr. & Mrs Walton Pate	David Hendrix	208.40	
11700	Mr. & Mrs. D.E. White	Michael Hendrix & John Loftin	309.90	

APPROVED THIS 15 day of Dec., 1978.

COUNTY Tyler

CLAIMS CHECKED AND APPROVED

Ann Frazier, pd
COUNTY AUDITOR

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COMMISSIONER'S COURT OF December 15, 1978

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CLAIM REGISTER AND MINUTES OF ACCOUNTS ALLOWED, General

FUND TYLER COUNTY, TEXAS

Claim Number	NAME OF CLAIMANT	NATURE OF CLAIM	Amount of Claim
11699	Mr. & Mrs. R.A. Lee	Lotonia Nix	\$ 150.00
11698	Tyler County Booster	Publication Affidavits-Nash Child	45.20
11724	Glove Mann Ins. Agency	Bond Premium-Co. Treas.	177.50
11716	John Q. Gilchrist, M.D.	Physical for Sheriff's Emp.	57.00
11704	Goodyear Service Store	Tires & Tube Sheriff's Dept.	179.34
11693	Gulf States	Utilities-Sheriff's Dept.	14.18
11745	H.A. Hooks, M.D.	Probation Dept-Pregnancy test	
			29.00
11697	Jack Lane Ford	Repairs to Vehicles-Sheriff's Dept.	116.56
11691	Jarrots Pharmacy	Film-Sheriff's Dept.	15.63
11746	Kountze Pharmacy	RX Prescribed by Dr. Hooks- <i>Probation</i>	4.95
11684	John E. Kinney, Atty.	1-A 88th Dist Court App't Atty	
		Bobbie Smith-150.00 David Harigle-100.00	250.00
11695	Law Enforcement Equip. Co.	Badges-Sheriff's Dept.	126.00
11676	Lufkin Typewriter	Supplies-Ext.-36.00, Aud-15.00 Co. Clerk-14.70, Service Contract	
		1,108.96	1,174.66
11765	3M Business Products Sales Inc.	Co Clerk Microfilm Supplies-148.00	
		Renewal Maint Contract-1,185.00	1,333.40
11706	John Means Shell Serv. Station	Gas- Sheriff's Dept.	12.00
11687	Rogers Office Supply	Aud-7.60, D.C.-8.60, Atty-13.05, Sheriff-56.50, Tax Off-9.60, C.Jud-5.05, C.C.-113.30, DPS-15.29,	
		Ext.-26.71, Vet.-2.95	261.24

APPROVED THIS 15 day of Dec., 1978.

Allen Brantley
COUNTY JUDGE

CLAIMS CHECKED AND APPROV

Ann Johnson
COUNTY AUDITOR

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COMMISSIONER'S COURT OF December 15, 1978

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CLAIM REGISTER AND MINUTES OF ACCOUNTS ALLOWED, General FUND TYLER COUNTY, TEXAS

Claim Number	NAME OF CLAIMANT	NATURE OF CLAIM	Amount of Claim	Date Allowed
11710	Tyco Feed	Weight Tickets & Pond Pen Feed	\$ 12.25	
11720	William & Davis Boiler & Welding Co.	Repairs to Boiler	29.25	
11685	Walraven	Supplies- Dist Clerk	260.65	
11717	Wattsco Contractors	Repairs to Vehicle Cooling System		
		Sheriff's Dept.	35.80	
11712	Western Data Serv. Inc.	Voter Registration-38.60,		
		Clerical Chg on Tapes-126.36-Tax Off.,		
		Forms Tax Off-421.20	586.16	
11766	Xerox Corp.	Co Clerk-Meter Usage-477.50,		
		Supplies-108.00	585.50	
11705	Hart Graphics	Sheriff-40.77, Tax Off-140.52	181.29	
11781	Galveston Brace & Limb	Crutches for Jesse Wolf-Pauper Care	17.00	
11767	Deep East Tex Wrok Comp.	Work Comp for Jan.'79	305.06	
		tot.	19,092.69	

APPROVED THIS 15 day of Dec, 1978.

Allen Hancock
COUNTY JUDGE

CLAIMS CHECKED AND APPROVED

Ann Gordon, jr
COUNTY AUDITOR

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COMMISSIONER'S COURT OF December 15, 1978

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CLAIM REGISTER AND MINUTES OF ACCOUNTS ALLOWED, General FUND TYLER COUNTY, TEXAS

Claim Number	NAME OF CLAIMANT	NATURE OF CLAIM	Amount of Claim	Date Allowed
11678	Southwestern Bell	D.C.-132.10, D.Jud-77.57, Sheriff-185.29, Tax Off-65.89, Treas-80.07(2mo), C. Jud-56.15, C.C.-36.40, JPI-13.85, C. Atty-25.37, DPS-189.12(2mo), Ext-179.83(3mo),		
		Ageing-22.08, L.L.-5.15, Aud-40.68, Prob-142.72, FHA-25.41, Vet-12.30	\$1,289.96	
11738	South Magnolia Drive Inn Gro.	Groceries for Prisoners	3.55	
11719	Pitney Bowes	Postage Meter Rental	69.00	
11688	Max M. Rogers, Prising Judge	Pro Rata Share-88th Judicial Dist.	522.53	
11714	Story Wright	Tax Off-Supplies-25.45, Filing Cab-207.93	233.38	
11709	Sargent Sowell, Inc.	Chrome Siren- Sheriff's Dept.	89.25	
11707	Sullivans Hdwe	Ammunition Shieriff-13.70, ^{Sup-9.25} Janitor	22.95	
11727	Leslie Silva	Mileage to Assessor-Tax Off.	107.28	
11721	Shepherd Laundries	Janitors Uniforms-2 mos.	48.00	
11686	Stafford-Lowdon Co.	Supplies Dist Clerk	72.30	
11761	Tyler County Booster	Advertising re Anti Recession Rpt.	24.80	
11728	Tyler Co. civil Defense	Wooden Chairs for courthouse	17.10	
11689	Tyler county Booster	Advertising-Notice to Bidders	25.40	
11681	Texas Association of Counties	Dues-1979 Membership	300.00	
11715	Barbra Tolbert, Tax A/C	Mileage & Meals to Tax Meeting	32.40	
11713	The Tax Collector Association of	Texas Assoc Dues-1979 Membership	25.00	
11711	Truett F. Pritchard & Assoc.	1978 Tax Roll Preparation	5,306.50	

APPROVED THIS 15 day of Dec. 1978

COUNTY JUDGE

CLAIMS CHECKED AND APPROVED

COUNTY AUDITOR

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COMMISSIONER'S COURT OF December 15, 1978 Page 1 of 1

CLAIM REGISTER AND MINUTES OF ACCOUNTS ALLOWED, Anti Recession FUND TYLER COUNTY, TEXAS

Claim Number	NAME OF CLAIMANT	NATURE OF CLAIM	Amount of Claim	Date Allowed
11750	Gulf Oil Corp	Gas-Pct. IV	\$ 1.84	
11759	Gulf States Utilities	Utilities-Co. Barn Pct. IV	15.82	
11755	Spurger Gulf Station	Ice-Pct. IV	3.74	
11729	Smith's Exxon Serv. Station	McCulloch Saw Serial #11-44043-Pct. I	\$ 229.95	
11732	Tyco Feed	Unloading Premix Pct. I	26.66	
11731	Woodville Exxon	Tire Repair-Pct. I	24.00	
11730	Woodville Auto Parts	Parts- Pct. I	31.78	
11761	Tyler County Deo. Ser.	Advertising for Anti Recession Pct.	24.80	
		<i>tot.</i>	333.79	

APPROVED THIS 15 day of Dec., 1978.

Allen Hancock
COUNTY JUDGE

CLAIMS CHECKED AND APPROVED

Ann Jondur
COUNTY AUDITOR

KINNEY & ALLISON
ATTORNEYS AT LAW
318 WEST DOGWOOD
WOODVILLE, TEXAS 75979
December 27, 1979

JOHN E. KINNEY
(713) 283-3704

JAMES M. ALLISON
(713) 283-2532

Honorable Allen Sturrock
County Judge
Tyler County Courthouse
Woodville, Texas 75979

RE: INDUSTRIAL FINANCING CORPORATION OF TYLER COUNTY,
TEXAS, Creation of

Dear Judge Sturrock:

Enclosed please find the following:

PETITION FOR CREATION OF INDUSTRIAL FINANCING CORPORATION
OF TYLER COUNTY, TEXAS

Attached to the said petition is a copy of the proposed
Articles of Incorporation and the proposed By-Laws of the
Industrial Financing Corporation of Tyler County, Texas.

I also enclose herein a copy of a resolution by the
Commissioners' Court authorizing the creation of the Industrial
Financing Corporation of Tyler County, Texas. In order that
we can comply with the provision of the Open Meetings Law,
Article 6252-17, Vernon's Annotated Texas Statutes, would
you please include the following in the agenda for the next
meeting of the Commissioners' Court:

Consider and Act on Petition For Creation Of Industrial
Financing Corporation of Tyler County, Texas.

If you will let me know when the matter is to be considered
by the Commissioners' Court, I will notify the Petitioners for
the creation of this Industrial Development Corporation and
ask them to be present at that meeting of the Commissioners'
Court so that they will be available to answer any questions
that the Commissioners ask.

Honorable Allen Sturrock
December 27, 1979
Page 2

As I am certain you already know, Corporations such as this were authorized by the last Legislature. Their purpose is to promote industrialization by allowing the issuance of tax exempt bonds, the proceeds of which may be ^{used} to build facilities or otherwise act so as to promote industrialization. The Commissioners' Court will appoint the Board of Directors. Each director will serve six (6) years until his successor is appointed as provided in the By-Laws. The initial Board of Directors is named in the Articles of Incorporation. The Commissioners' Court can remove a Director, either for cause or at will, and thereafter appoint his successor.

Very truly yours,

KINNEY & ALLISON


John E. Kinney

JEK/gs
enc.

CC: Thomas C. Knapp
CC: Bertis W. Best
CC: C. A. Williams
CC: George D. Byram
CC: Dr. Harold D. Herrington
CC: Major Fitzhugh Alford

[Handwritten initials/signature]

JEK/gs
12.27.79.

STATE OF TEXAS

COUNTY OF TYLER

RESOLUTION AUTHORIZING THE CREATION OF
INDUSTRIAL FINANCING CORPORATION OF TYLER COUNTY, TEXAS
AS AN INSTRUMENTALITY OF TYLER COUNTY, TEXAS; AND
CONTAINING OTHER PROVISIONS RELATING TO THE SUBJECT

WHEREAS, the Development Corporation Act of 1979, 1979 Tex. Gen. Laws, Chapter 700, Section 1, at 1675 (the "Act"), authorizes the creation and administration of industrial development corporations to act on behalf of cities, counties and conservation and reclamation districts in the promotion and development of commercial, industrial and manufacturing enterprises to promote and encourage employment and the public welfare; and

WHEREAS, the Act authorizes cities, counties and conservation and reclamation districts to utilize an industrial development corporation to issue obligations and bonds on behalf of the sponsoring city, county or conservation and reclamation district to finance projects promoting and developing commercial, industrial and manufacturing enterprises; and

WHEREAS, three natural persons, each of whom is at least eighteen years of age and a qualified elector of Tyler County, Texas (the "Unit"), have filed with the Commissioners' Court for Tyler County, Texas (the "Governing Body") of the Unit a written application (the "Petition") requesting that the Unit authorize and approve the creation of THE INDUSTRIAL FINANCING CORPORATION OF TYLER COUNTY, TEXAS (the "Corporation") and approve the Articles of Incorporation and By-laws to be used in creating the Corporation; and

WHEREAS, the Corporation has been or will be created and organized as a Texas nonprofit corporation, pursuant to the provisions of the Act, for such limited purposes; and

WHEREAS, the Governing Body of the Unit has reviewed and approved the Petition and the Articles of Incorporation and By-laws and has determined to authorize and approve the creation of the Corporation, a not-for-profit entity, as its constituted authority and instrumentality to accomplish the specific public purpose of the promotion and development of commercial, industrial and manufacturing enterprises to promote and encourage employment and the public welfare;
NOW, THEREFORE;

BE IT RESOLVED BY THE Commissioners' Court of Tyler County, Texas:

Section 1: That the Corporation is hereby authorized and approved for creation as an industrial development corporation under the provisions of the Act.

Section 2: That the Corporation is hereby designated as the duly constituted authority and instrumentality of the Unit (within the meaning of those terms in the regulations of the Treasury and the rulings of the Internal Revenue Service prescribed and promulgated pursuant to Section 103 of the Internal Revenue Code of 1954, as amended) and shall be authorized to act on behalf of the Unit for the specific public purpose of the promotion and development of commercial, industrial and manufacturing enterprises to promote and encourage employment and the public welfare; but the Corporation is not intended to be and shall not be a political subdivision or a political corporation within the meaning of the Constitution and the laws of the State of Texas (the "State"), including without limitation Article III, Section 52 of the State Constitution, and the Unit does not delegate to the Corporation any of its attributes of sovereignty, including the power to tax, the power of eminent domain and the police power.

Section 3: That the Corporation may, under the conditions set forth in this Resolution, issue obligations on behalf of the Unit, acquire, lease, sell or convey certain properties and make loans for the promotion and development of commercial, industrial and manufacturing enterprises to promote and encourage employment and the public welfare. The Unit shall not lend its credit or grant any public money or thing of value in aid of the Corporation. Furthermore, obligations issued by the Corporation with the approval of the Unit shall be deemed not to constitute a debt of the State, of the Unit or of any other political corporation, subdivision or agency of the State or a pledge of the faith and credit of any of them, but such obligations shall be payable solely from the funds herein provided. The Corporation shall not be authorized to incur financial obligations which cannot be paid from proceeds of the obligations or from revenues realized from the lease or sale of a project or realized from a loan made by the Corporation to finance or refinance in whole or in part a project. "Project" shall mean the land, buildings, equipment, facilities and improvements (one or more) found by the Board of Directors of the Corporation (the "Board of Directors") to be required or suitable for the promotion of commercial or industrial development and expansion, the promotion of employment or for use by commercial, manufacturing or industrial enterprises, irrespective of whether in existence or required to be acquired or constructed after the making of such findings by the Board of Directors.

Section 4: That the Articles of Incorporation of the Corporation and the By-laws of the Corporation, in the forms attached hereto, are hereby approved for use and adoption by the Corporation; provided, however, that any amendments to the Articles of Incorporation shall be subject to the further approval of the Governing Body.

Section 5: That the Governing Body shall approve by written resolution any agreement to issue bonds, including refunding bonds, adopted by the Corporation, which agreement and resolution shall set out the amount and purpose of the bonds. Furthermore, no issue of bonds, including refunding bonds, shall be sold and delivered by the Corporation without a written resolution of the Governing Body adopted no more than 60 days prior to the date of the sale of the bonds specifically approving the resolution of the Corporation providing for the issuance of the bonds.

Section 6: That, upon dissolution of the Corporation, the Unit shall accept title to or other interests in any real or personal property owned by the Corporation at such time.

Section 7: That this Resolution is adopted for the purpose of satisfying the conditions and requirements of the Act and of Section 103 of the Internal Revenue Code of 1954, as amended and the regulations prescribed thereunder from time to time and for the benefit of the Corporation, the Unit, the owners or holders from time to time of the obligations of the Corporation and all other interested persons.

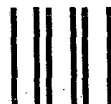
Section 8: That the Governing Body has considered evidence of the posting of notice of this meeting and officially finds, determines, recites and declares that a sufficient written notice of the date, hour, and place of this meeting and of the subject of this resolution was posted on a bulletin board located at a place convenient to the public in the _____ of the Unit for at least 72 hours preceding the scheduled time of such meeting; and that such place of posting was readily accessible to the general public at all times from such time of posting until the scheduled time of such meeting; and that such meeting was open to the public as required by law at all times during which the Resolution and the subject matter thereof was discussed, considered and formally acted upon, all as required by the Open Meetings Law, Article 6252-17, Vernon's Texas Civil Statutes, as amended. The Governing Body further ratifies,

approves and confirms such written notice and the contents and posting thereof.

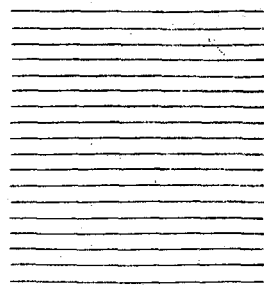
PASSED AND APPROVED this 18 day of ^{January} ~~December~~, 1979. ⁸⁰

COMMISSIONERS' COURT OF TYLER COUNTY, TEXAS

By: 



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Odessa, Texas



BUSINESS REPLY MAIL
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THE INFORMATION GUIDE ON
COUNTY GOVERNMENT
P.O. DRAWER 1312
ODESSA, TEXAS 79760

JEK/gs

12.27.79

BY-LAWS OF
INDUSTRIAL FINANCING CORPORATION OF TYLER COUNTY, TEXAS

ARTICLE I

POWERS AND PURPOSES

Section 1. Financing of Industrial Development Projects.

In order to implement the purposes for which the Corporation was formed as set forth in the Articles of Incorporation, the Corporation shall issue obligations to finance all or part of the cost of one or more commercial, industrial or manufacturing projects to promote and develop commercial, industrial or manufacturing enterprises to promote and encourage employment and the public welfare, pursuant to the provisions of the Development Corporation Act of 1979, 1979 Tex. Gen. Laws, Chapter 700, Section 1, at 1675, (the "Act").

Section 2. Conditions Precedent to Issuance of Obligations.

The Corporation shall not issue any obligations unless:

1) The Commissioners' Court of Tyler County, Texas (the "Governing Body") of Tyler County, Texas (the "Unit") has approved by written resolution any agreement to issue obligations adopted by the Corporation, which agreement and resolution shall set out the amount and purpose of the obligations. No issue of obligations, including refunding bonds, shall be sold and delivered by the Corporation with a written resolution of the Governing Body adopted no more than sixty (60) days prior to the date of sale of the obligations specifically approving the resolution of the Corporation providing for the issuance of the obligations; and

2) The Texas Industrial Commission, or the executive director thereof, has approved the contents of any lease, sale or loan agreement made by the Corporation under the Act in connection with the issuance of obligations by affirmatively finding that the lessee, purchaser or borrower has the business experience, financial resources and responsibility to provide reasonable assurance that all obligations and interest thereon to be paid from or by reason of such agreement will be paid as the same become due.

Section 3. Books and Records; Approval of Programs and Financial Statements. The Corporation shall keep correct and complete books and records of account and shall also keep minutes of the proceedings of its Board of Directors and committees having any of the authority of the Board of Directors. All books and records of the Corporation may be inspected by any director or his agent or attorney for any proper purpose at any reasonable time; and at all times the Governing Body will have access to the books and records of the Corporation. The Unit shall be entitled to approve all programs and expenditures of the Corporation and annually review any financial statements of the Corporation.

Section 4. Nonprofit Corporation. The Corporation shall be a nonprofit corporation, and no part of its net earnings remaining after payment of its expenses shall inure to the benefit of any individual, firm or corporation, except that in the event the Board of Directors of the Corporation (the "Board of Directors") shall determine that sufficient provision has been made for the full payment of the expenses, bonds and other obligations of the Corporation issued to finance all or part of the cost of a project, then any net earnings of the Corporation thereafter accruing with respect to said project shall be paid to the Unit.

ARTICLE II

BOARD OF DIRECTORS

Section 1. Powers, Number and Term of Office. The property and affairs of the Corporation shall be managed and controlled by the Board of Directors and, subject to the restrictions imposed by law, the Articles of Incorporation and these By-Laws, the Board of Directors shall exercise all of the powers of the Corporation.

The Board of Directors shall consist of three (3) directors, each of whom shall be appointed by the Governing Body.

The Directors constituting the first Board of Directors shall be those directors named in the Articles of Incorporation, each of whom shall serve for six (6) years or until his or her successor is appointed as hereinafter provided. Subsequent directors shall hold office for a term of six (6) years or until their successors are appointed as hereinafter provided.

Any director may be removed from office, by the Governing Body, for cause or at will.

Section 2. Meetings of Directors. The directors may hold their meetings at such place or places in the State of Texas, as the Board of Directors may from time to time determine; provided, however, in the absence of any such determination by the Board of Directors, the meetings shall be held at the registered office of the Corporation in the State of Texas.

Section 3. Regular Meetings. Regular Meetings of the Board of Directors shall be held without necessity of notice at such times and places as shall be designated, from time to time, by resolution of the Board of Directors.

Section 4. Special Meetings. Special Meetings of the Board of Directors shall be held whenever called by the president, by the secretary, by a majority of the directors for the time being in office or upon advice of or request by the Governing Body.

The secretary shall give notice to each director of each Special Meeting in person, or by mail, telephone or telegraph, at least two (2) hours before the meeting. Unless otherwise indicated in the notice thereof, any and all matters pertaining to the purposes of the Corporation may be considered and acted upon at a Special Meeting. At any meeting at which every director shall be present, even though without any notice, any matter pertaining to the purpose of the Corporation may be considered and acted upon.

Section 5. Quorum. A majority of the directors fixed by the Articles of Incorporation shall constitute a quorum for the consideration of matters pertaining to the purposes of the Corporation. The act of a majority of the directors present at a meeting at which a quorum is in attendance shall constitute the act of the Board of Directors, unless the act of a greater number is required by law.

Section 6. Conduct of Business. At the meetings of the Board of Directors, matters pertaining to the purposes of the Corporation shall be considered in such order as from time to time the Board of Directors may determine.

At all meetings of the Board of Directors, the president shall preside, and in the absence of the president, the vice president shall exercise the powers of the president.

The secretary of the Corporation shall act as secretary of all meetings of the Board of Directors, but in the absence of the secretary, the presiding officer may appoint any person to act as secretary of the meeting.

Section 7. Executive Committee. The Board of Directors, by resolution passed by a majority of the directors in office, may designate two or more directors to constitute an executive committee, which committee, to the extent provided in such resolution, shall have and may exercise all of the authority of the Board of Directors in the management of the Corporation, except where action for the Board of Directors is specified by law. The executive committee shall act in the manner provided in such resolution. The executive committee so designated shall keep regular minutes of the transactions of its meetings and shall cause such minutes to be recorded in books kept for that purpose in the office of the Corporation, and shall report the same to the Board of Directors from time to time.

Section 8. Compensation of Directors. Directors as such shall not receive any salary or compensation for their services, except that they shall be reimbursed for their actual expenses incurred in the performance of their duties hereunder.

ARTICLE III

OFFICERS

Section 1. Titles and Term of Office. The officers of the Corporation shall be a president, a vice president, a secretary and a treasurer, and such other officers as the Board of Directors may from time to time elect or appoint. One person may hold more than one office, except that the president shall not hold the office of secretary. Terms of office shall not exceed three years.

All officers shall be subject to removal from office, with or without cause, at any time by a vote of a majority of the entire Board of Directors.

A vacancy in the office of any officer shall be filled by a vote of a majority of the directors.

Section 2. Powers and Duties of the President. The president shall be the chief executive officer of the Corporation and, subject to the Board of Directors, he shall be in general charge of the properties and affairs of the Corporation; he shall preside at all meetings of the Board of Directors; in furtherance of the purposes of this Corporation, he may sign and execute all contracts, conveyances, franchises, bonds, deeds, assignments, mortgages, notes and other instruments in the name of the Corporation.

Section 3. Vice President. The vice president shall have such powers and duties as may be assigned to him by the Board

of Directors and shall exercise the powers of the president during that officer's absence or inability to act. Any action taken by the vice president in the performance of the duties of the president shall be conclusive evidence of the absence or inability to act of the president at the time such action was taken.

Section 4. Treasurer. The treasurer shall have custody of all the funds and securities of the Corporation which come into his hands. When necessary or proper, he may endorse, on behalf of the Corporation, for collection, checks, notes and other obligations and shall deposit the same to the credit of the Corporation in such bank or banks or depositories as shall be designated in the manner prescribed by the Board of Directors; he may sign all receipts and vouchers for payment made to the Corporation, either alone or jointly with such other officer as is designated by the Board of Directors; whenever required by the Board of Directors, he shall render a statement of his cash account; he shall enter or cause to be entered regularly in the books of the Corporation to be kept by him for that purpose full and accurate accounts of all monies received and paid out on account of the Corporation; he shall perform all acts incident to the position of treasurer subject to the control of the Board of Directors; he shall, if required by the Board of Directors, give such bond for the faithful discharge of his duties in such form as the Board of Directors may require.

Section 5. Secretary. The secretary shall keep the minutes of all meetings of the Board of Directors in books provided for that purpose; he shall attend to the giving and serving of all notices; in furtherance of the purposes of this Corporation, he may sign with the president in the name of the Corporation, and/or attest the signature thereto, all contracts, conveyances, franchises, bonds, deeds, assignments, mortgages, notes and other instruments of the Corporation; he shall have charge of the corporate books, records, documents, and instruments, except the books of account and financial records and securities of which the treasurer shall have custody and charge, and such other books and papers as the Board of Directors may direct, all of which shall at all reasonable times be open to inspection upon application at the office of the Corporation during business hours, and he shall in general perform all duties incident to the office of secretary subject to the control of the Board of Directors.

Section 6. Compensation. Officers as such shall not receive any salary or compensation for their services, except that they shall be reimbursed for their actual expenses incurred in the performance of their duties hereunder.

ARTICLE IV
PROVISIONS REGARDING ARTICLES OF INCORPORATION
AND BY-LAWS

Section 1. Effective Date. These By-laws shall become effective only upon the occurrence of the following events:

- (1) the approval of these By-laws by the Governing Body; and
- (2) the adoption of these By-laws by the Board of Directors.

Section 2. Amendments to Articles of Incorporation and By-Laws. The Articles of Incorporation may at any time and from time to time be amended, provided that the Board of Directors files with the Governing Body a written application requesting that the Governing Body approve such amendment to the Articles of Incorporation, specifying in such application the amendment or amendments proposed to be made. If the Governing Body by appropriate resolution finds and determines that it is advisable that the proposed amendment be made, authorizes the same to be made and approves the form of the proposed amendment, the Board of Directors shall proceed to amend the Articles as provided in the Act.

The Articles of Incorporation may also be amended at any time by the Governing Body at its sole discretion by adopting an amendment to the Articles of Incorporation of the Corporation by resolution of the Governing Body and delivering the Articles of Amendment to the Secretary of State as provided in the Act.

These By-laws may be amended by majority vote of the Board of Directors.

Section 3. Interpretation of By-laws. These By-laws and all the terms and provisions hereof shall be liberally construed to effectuate the purposes set forth herein. If any word, phrase, clause, sentence, paragraph, section or other part of these By-laws, or the application thereof to any person or circumstance, shall ever be held to be invalid or unconstitutional by any court of competent jurisdiction, the remainder of these By-laws and the application of such word, phrase, clause, sentence, paragraph, section or other part of these By-laws to any other person or circumstance shall not be affected thereby.

ARTICLE V

GENERAL PROVISIONS

Section 1. Principal Office. The principal office of the Corporation shall be located in Woodville, Tyler County, Texas.

The Corporation shall have and continuously maintain in the State of Texas (the "State") a registered office, and a registered agent whose business office is identical with such registered office, as required by the Act. The registered office may be, but need not be, identical with the principal office in the State, and the address of the registered office may be changed from time to time by the Board of Directors, pursuant to the requirements of the Act.

Section 2. Fiscal Year. The fiscal year of the Corporation shall be as determined by the Board of Directors.

Section 3. Seal. The seal of the Corporation shall be as determined by the Board of Directors.

Section 4. Notice and Waiver of Notice. Whenever any notice whatsoever is required to be given under the provisions of the Act, the Articles of Incorporation or these By-laws, said notice shall be deemed to be sufficient if given by depositing the same in a post office box in a sealed postpaid wrapper addressed to the person entitled thereto at his post office address, as it appears on the books of the Corporation, and such notice shall be deemed to have been given on the day of such mailing. Attendance of a director at a meeting shall constitute a waiver of notice of such meeting, except where a director attends a meeting for the express purpose of objecting to the transaction of any business on the grounds that the meeting is now lawfully called or convened. Neither the business to be transacted at nor the purpose of any Regular or Special Meeting of the Board of Directors need be specified in the notice or waiver of notice of such meeting, unless required by the Board of Directors. A waiver of notice in writing, signed by the person or persons entitled to said notice, whether before or after the time stated therein, shall be deemed equivalent to the giving of such notice.

Section 5. Resignations. Any director or officer may resign at any time. Such resignation shall be made in writing and shall take effect at the time specified therein, or, if no time be specified, at the time of its receipt by the president or secretary. The acceptance of a resignation

shall not be necessary to make it effective, unless expressly so provided in the resignation.

Section 6. Action Without a Meeting of Directors or Committees. Any action which may be taken at a meeting of the Board of Directors or of any committee may be taken without a meeting if a consent in writing, setting forth the action to be taken, shall be signed by all of the directors, or all of the members of the committee, as the case may be. Such consent shall have the same force and effect as a unanimous vote and may be stated as such in any articles or document filed with the Secretary of State, the Texas Industrial Commission or any other person.

Section 7. Approval or Advice and Consent of the Governing Body. To the extent that these By-laws refer to any approval by the Unit or refer to advice and consent by the Unit, such advice and consent shall be evidenced by a certified copy of a resolution, order or motion duly adopted by the Governing Body.

Section 8. Organizational Control. The Unit may, at its sole discretion, and at any time, alter or change the structure, organization, programs or activities of the Corporation (including the power to terminate the Corporation), subject to any limitation on the impairment of contracts entered into by such Corporation.

Section 9. Dissolution of the Corporation. Upon dissolution of the Corporation, title to or other interests in any real or personal property owned by the Corporation at such time shall vest in the Unit.

9-21-79

THE STATE OF TEXAS
COUNTY OF TYLER

X
X

COMMISSIONERS COURT
TYLER COUNTY, TEXAS


RESOLUTION

WHEREAS, the County of Tyler has, in the past, been in full support of law enforcement, and in full support of the District Attorney's office, and has contributed financially and through contribution of space for clerical work; and,

WHEREAS, it is found that the District Attorney's office is attempting to upgrade its services by use of funds available through the Texas Criminal Justice Council by obtaining a grant therefrom. The County being in favor of such improvement and such grant for use in prosecution; and,

WHEREAS, the County heretofore has been contributing, it will now therefore continue in the amount and in the manner heretofore done and as stated in the grant application attached to and now a part of this resolution.

BE IT THEREFORE RESOLVED, that the Commissioners Court authorizes the County Judge of Tyler County to sign this resolution favoring continued contribution and hereby expresses its commitment to continue financial support for this project following the expiration of CJD support and place the same on the Minutes of Commissioner Court.


HONORABLE ALLEN STURROCK
COUNTY JUDGE, TYLER COUNTY, TEXAS

ATTEST:

15/ Grace Bostick
GRACE BOSTICK, COUNTY CLERK

BY _____ DEPUTY