

FILED
In the Office of the
Secretary of State of Texas

APR 14 1999

ARTICLES OF INCORPORATION
OF
USA QUIMPER CLUB, INC.

Corporations Section

The undersigned natural person of the age of eighteen (18) years or more, acting as incorporator of a corporation under the Texas Non-Profit Corporation Act (the "Act"), does hereby adopt the following Articles of Incorporation for the corporation;

ARTICLE I
NAME

The name of the corporation is USA Quimper Club, Inc.. The corporation is a non-profit corporation.

ARTICLE II
DURATION

The period of the corporation's duration is perpetual.

ARTICLE III
PURPOSE

The purpose or purposes for which the corporation is organized are to coordinate the work of its members, to study and analyze faience produced in Quimper, France, to educate club members about Quimper faience, to hold meetings and social gatherings for the purpose of discussing Quimper faience and listening to experts who will educate club members about Quimper faience and to provide a forum for the exchange of information and ideas and to consider other matters relating to Quimper faience.

ARTICLE IV
REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is c/o Snell & Smith, P.C., 1000 Louisiana, Suite 1200, Houston, Texas 77002 and the name of its initial registered agent at such address is Gary I. Fritzhand.

ARTICLE V
INITIAL DIRECTORS

The number of directors constituting the initial Board of Directors is four and the names and addresses of the persons who are to serve as the initial directors are:

<u>Name</u>	<u>Address</u>
Millicent Mali	210 Spring St. East Greenwich, RI 02818
Katherine Wiggins	1440 S. Beverly Dr. Los Angeles, CA 90035
Lucy L. Williams	2519 Kansas Ave. #108 Santa Monica, CA 90404
Gary I. Fritzhand	1000 Louisiana, Suite 1200 Houston, Texas 77002

The permanent number of directors shall be established by the by-laws of the corporation.

ARTICLE VI
INDEMNIFICATION

The Board of Directors is authorized to cause the corporation to indemnify its officers, directors, trustees, employees and those members engaged in authorized activities in accordance with, and as authorized under the provisions of Art. 222A. of the Act.

ARTICLE VII
STATEMENT AS TO NO MEMBERS

The corporation shall have no members as that term is used in the Texas Non-Profit Corporation Act. The corporation may, nevertheless, use the word "members" to designate those persons having such privileges, voting rights or status as the by-laws may determine. Such "members" shall have no legal or equitable rights in the corporation.

IN WITNESS WHEREOF, I have hereunto set my hand this the 14th day of April, 1999.



Gary I. Fritzhand



The State of Texas

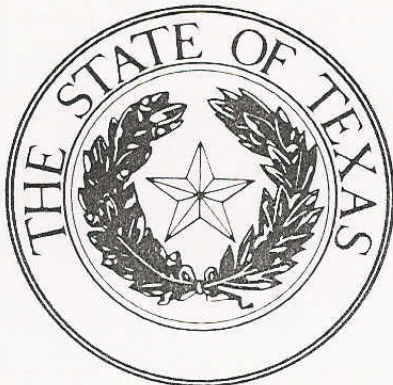
SECRETARY OF STATE CERTIFICATE OF AMENDMENT OF

QUIMPER CLUB INTERNATIONAL, INC.
FORMERLY
USA QUIMPER CLUB, INC.

The undersigned, as Secretary of State of Texas, hereby certifies that Articles of Amendment to the Articles of Incorporation of the above corporation duly executed pursuant to the provisions of the Texas Non-Profit Corporation Act, have been received in this office and are found to conform to law.

ACCORDINGLY the undersigned, as Secretary of State, and by virtue of the authority vested in the Secretary by law, hereby issues this Certificate of Amendment to the Articles of Incorporation and attaches hereto a copy of the Articles of Amendment.

Dated: February 16, 2000



 LCS

Elton Bomer
Secretary of State


Garv I. Fritzhand



TEXAS COMPTROLLER OF PUBLIC ACCOUNTS

P.O. BOX 13528
AUSTIN, TX 78711-3528

June 19, 2002

Ms. Diane Robinson
Quimper Club International
5316 Seascape Lane
Plano, Texas 75093

Dear Ms. Robinson:

Thank you for your recent request for an updated exemption letter. Our records show Quimper Club International, Inc., Taxpayer Number 3-20014-5877-0, was exempted from the state franchise tax under Section 171.063 as a 501(c)(4) organization effective April 14, 1999. The corporation is not required to file franchise tax reports or pay franchise tax as long as the exemption is in effect. In the event that we have reason to believe that it no longer qualifies for exemption, we will notify its registered agent that the exempt status is under review.

Furthermore, this corporation has also been exempted from the Texas limited sales, excise, and use tax under Section 151.310 (a)(2) as a 501(c)(4) organization since April 4, 1999. It may issue an exemption certificate instead of paying the sales tax on taxable items if they relate to the purpose of the exempt organization and are not used for the personal benefit of a private stockholder or individual. The certificate does not require a number to be valid, and you may reproduce it in any quantity.

If your organization makes any sales of taxable items or services, please contact our Tax Assistance Section at 1-800-252-5555 to determine if a sales tax permit is needed. The direct number is 512/463-4600.

The organization must notify the Secretary of State if it changes its name, registered agent, or registered office address.

If you have any questions, please email us at <tax.help@cpa.state.tx.us> or call me toll free 1-800-531-5441, extension 3-4689, or my direct number is 512/463-4689.

Sincerely,

Ron Neeké Poland
Exempt Organizations Section

INTERNAL REVENUE SERVICE
P. O. BOX 2508
CINCINNATI, OH 45201

DEPARTMENT OF THE TREASURY

Date: FEB 13 2005

QUIMPER CLUB INTERNATIONAL INC
C/O DIANE ROBINSON
5316 SEASCAPE LANE
PLANO, TX 75093-4120

Employer Identification Number:
95-4743315
DLN:
17053223041010
Contact Person:
SANDRA L OLSON ID# 95125
Contact Telephone Number:
(877) 829-5500
Internal Revenue Code
Section 501(c)(4)
Accounting Period Ending:
December 31
Form 990 Required:
YES
Addendum Applies:
NO

Dear Applicant:

Based on information supplied, and assuming your operations will be as stated in your application for recognition of exemption, we have determined you are exempt from Federal income tax under section 501(a) of the Internal Revenue Code as an organization described in the section indicated above.

Unless specifically excepted, you are liable for taxes under the Federal Insurance Contributions Act (social security taxes) for each employee to whom you pay \$100 or more during a calendar year. And, unless excepted, you are also liable for tax under the Federal Unemployment Tax Act for each employee to whom you pay \$50 or more during a calendar quarter if, during the current or preceding calendar year, you had one or more employees at any time in each of 20 calendar weeks or you paid wages of \$1,500 or more in any calendar quarter. If you have any questions about excise, employment, or other Federal taxes, please address them to this office.

If your sources of support, or your purposes, character, or method of operation change, please let us know so we can consider the effect of the change on your exempt status. In the case of an amendment to your organizational document or bylaws, please send us a copy of the amended document or bylaws. Also, you should inform us of all changes in your name or address.

In the heading of this letter we have indicated whether you must file Form 990, Return of Organization Exempt From Income Tax. If Yes is indicated, you are required to file Form 990 only if your gross receipts each year are normally more than \$25,000. However, if you receive a Form 990 package in the mail, please file the return even if you do not exceed the gross receipts test. If you are not required to file, simply attach the label provided, check the box in the heading to indicate that your annual gross receipts are normally \$25,000 or less, and sign the return.

If a return is required, it must be filed by the 15th day of the fifth

Letter 948 (DO/CG)