

**ARTICLES OF INCORPORATION**  
**OF THE HOUSTON CHAPTER OF**  
**THE SOCIETY OF HISPANIC PROFESSIONAL ENGINEERS, INC.**

\*\* Articles of Incorporation available upon request \*\*

We, the undersigned natural persons of the age of eighteen (18) years or more, at least two (2) of whom are citizens of the State of Texas, acting as incorporators of a corporation under the Texas Non-Profit Corporation Act, do hereby adopt the following Articles of Incorporation for such corporation.

**ARTICLE ONE**

The name of the corporation is THE SOCIETY OF HISPANIC PROFESSIONAL ENGINEERS, INC./HOUSTON CHAPTER.

**ARTICLE TWO**

The corporation is a non-profit corporation.

**ARTICLE THREE**

The period of Its duration is perpetual.

**ARTICLE FOUR**

The purposes for which the corporation is organized are:

(1) To inform the general public of technical contributions and achievements of Hispanic Americans; to promote advancement in employment and education of Hispanic engineers and scientists to encourage improvement in the quality of education and promote programs that prepare students for technical careers; to increase the number of Hispanics entering the engineering and science fields; to develop and participate In programs that benefit students seeking technical careers; to provide a forum for exchange of technical information; to provide scholarships for deserving Hispanic students seeking careers in engineering and science; and to do all and everything necessary, suitable, and proper for the attainment of any of these purposes, the accomplishment of any of the objectives, or the furtherance of any of the powers hereinabove set forth.

(2) No part of the net earnings of the corporation shall insure to the benefit of any Director 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 Director or officer of the corporation, or any private individual shall be entitled to share in the distribution of any of the corporate 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 or

intervene (including the publication or distribution of statements) in any political campaign on behalf of any candidate for public office.

(3) The corporation shall distribute its income for each taxable year at such time and in such manner as not to become subject to tax on undistributed income imposed by Section 4942 of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent federal tax laws.

(4) The corporation shall not engage in any act of self-dealing as defined in Section 4941(d) of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent federal tax laws.

(5) The corporation shall not retain any excess business holdings as defined in Section 4943© of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent federal tax laws.

(6) The corporation shall not make any investments in such manner as to subject it to tax under Section 4944 of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent federal tax laws.

(7) The corporation shall not make any taxable expenditures as defined in Section 4945(d) of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent federal tax laws.

(8) Notwithstanding any other provision 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© 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© (2) of the Internal Revenue Code and Regulations as they now exist or as they may hereafter be amended.

(9) Upon dissolution of the corporation or the winding up of its affairs, the assets of the corporation shall be distributed exclusively to charitable, religious, scientific, testing for public safety, literary, or educational organizations 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 they may hereafter be amended

#### **ARTICLE FIVE**

The street address of the Initial registered office of the corporation is 960 Echo Lane, Suite 180, Houston, Texas 77024 and the name of its initial registered agent at such address is Alton Payne.

**ARTICLE SIX**

The number of directors constituting the initial board of directors of the corporation is nine (9), and the names and addresses of the persons who are to serve as the initial directors are:

Arnold de Anda 11003 Willwood  
Houston, TX 77072

Hugo Blair 8718 Triola  
Houston, TX 77036

Alejandro Flores 14230 Bay Gardens Dr.  
Sugar Land, TX 77478

Carlos Ingelmo 10550 Tenneco Dr.  
Houston, TX 77099

Ricardo Martinez 6819 Greenway Chase  
Houston, TX 77072

Carlos R. Menendez 16026 Singapore Ln.  
Houston, TX 77040

F. William Othon 10802 Overbrook  
Houston, TX 77042

Jorge L. Quiros, Jr. 15631 Echo Canyon Dr.  
Houston, TX 77084

Solomon Silva 8907 Neff  
Houston, TX 77036

**ARTICLE SEVEN**

The name and street address of each incorporator is:

Arnold de Anda 11003 Willwood  
Houston, TX 77072

Hugo Blair 8718 Triola  
Houston, TX 77036

Omar Corredor 143 Concordia Dr.  
Katy, TX 77450

Jose Correa 845 Hickorywood Lane  
Houston, TX 77024

Alejandro C. Flores 14130 Bay Gardens Dr.  
Sugar Land, TX 77478

Carlos Ingelmo 10550 Tenneco Dr.  
Houston, TX 77099

Danilo Lacayo 5842 Effingham  
Houston, TX 77035

Ricardo Martinez 6819 Greenway Chase  
Houston, TX 77072

Carlos R. Menendez 16026 Singapore Ln.  
Houston. TX 77040

Jose Luis Munoz 5401 Chimney Rock #692  
Houston. TX 77081

F. William Othon 10802 Overbrook  
Houston, TX 77042

Jorge L. Quiros, Jr. 15631 Echo Canyon Dr.  
Houston. TX 77084

Carlos Saenz 22934 Benbury Dr.  
Katy, TX 77450

Rodolfo Sandoval 1802 Tattenhall  
Houston, TX 77008

Solomon Silva 8907 Neff  
Houston. TX 77036

Rogelio O. Sosa 20915 Park Bridge  
Katy, TX 77450