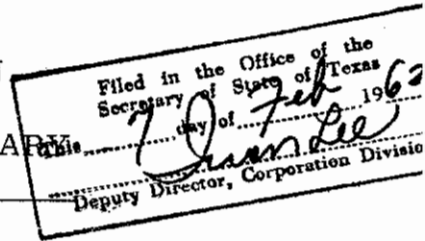


RESTATED ARTICLES OF INCORPORATION  
WITH AMENDMENTS OF  
TEXAS RETAIL JEWELERS ASSOCIATION LIBRARY  
A Texas Corporation



I.

The Texas Retail Jewelers Association Library, pursuant to the provisions of Article 406 of the Texas Non-Profit Corporation Act, hereby adopts Restated Articles of Incorporation, which accurately copy the Articles of Incorporation and all amendments thereto that are in effect to date and as further amended by such Restated Articles of Incorporation as hereafter set forth and which contain no other change in any provision thereof.

II.

The Articles of Incorporation are amended by the Restated Articles of Incorporation as follows:

That we, R. J. Slagle, R. D. Armstrong, Sankey Park, and H. E. Dill, all citizens and residents of the State of Texas, under and by virtue of the laws of this State, do hereby voluntarily associate ourselves together for the purpose of forming a private corporation under the terms and conditions hereinafter set out, as follows:

1. "Article I. The name of this corporation is TEXAS JEWELERS ASSOCIATION, INC." (This article restates Article I of the original Articles of Incorporation.)

2. "Article II. The purpose for which this corporation was formed is to organize the TEXAS JEWELERS ASSOCIATION into a business league for the following purposes:

- 1) To increase the usefulness of the jewelers to the public at large in all matters relating to jewelry so as to enable the members to conduct their business in a legitimate and purposeful way so as to create confidence and good will between themselves and with the public with whom they deal;

article is a new article not appearing in the original Articles of Incorporation.)

"Article VI. The address of its registered office is 2268 Guadalupe Street, Austin 5, Texas; the name of its registered agent is Dell M. Sheftall; the address of the registered agent is 2268 Guadalupe Street, Austin 5, Texas. (This article does not appear in the original Articles of Incorporation.)

"Article VII. The following is a list of the names and addresses of the incorporators:

R. J. Slagle	Dallas, Texas
R. D. Armstrong	Waco, Texas
Sankey Park	Bryan, Texas
H. E. Dill	Dallas, Texas

(This Article VII has been written in lieu of Article VII of the original Articles of Incorporation.)

"Article VIII. The authorized number of members of this corporation, the different classes of members, and voting-rights, property rights, right to hold office, liability for assessment and dues together with the method of collection thereof, and the directors and officers of the corporation and the terms of office and manner of selection and election, shall be as provided by the By-Laws." (This article does not appear in the original Articles of Incorporation.)

"Article IX. This corporation shall have the power to enact such By-Laws, rules and regulations for the conduct of its business and affairs as it may deem fit and proper and to adopt and amend or alter the same by resolution approved by three-fourths (3/4) of the directors of the corporation." (This article does not appear in the original Articles of Incorporation.)

3. Each such amendment and new article made by these Restated Articles of Incorporation has been effected in conformity with the provisions of the Texas Non-Profit Corporation Act and such Restated Articles of Incorporation and each such amendment made by the Restated Articles of Incorporation were fully adopted by the members of the corporation at a special meeting held on the 4th day of September, 1961.

4. The number of members in attendance in person at the meeting or by proxy was 45, which was a quorum. The number of members voting on the Restated Articles of Incorporation as so amended was 45. The number of members voting for such Restated Articles of Incorporation as so amended was 45, which is more than two-thirds (2/3) of the votes cast. The number of members voting against such Restated Articles of Incorporation as so amended was 0.

5. The Articles of Incorporation and all amendments and supplements thereto are hereby superseded by the following Restated Articles of Incorporation, which accurately copy the entire text thereof and as amended as above set forth:

TEXAS JEWELERS ASSOCIATION, INC.  
A Non-Profit Corporation

That we, R. J. Slagle, R. D. Armstrong, Sankey Park, and H. E. Dill, all citizens and residents of the State of Texas, under and by virtue of the laws of this state, do hereby voluntarily associate ourselves together for the purpose of forming a private non-profit corporation under the terms and conditions hereafter set out as follows:

Article I

The name of this corporation is Texas Jewelers Association, Inc.

Article II

The purposes for which this corporation is formed are to organize the jewelers of the State of Texas into a trade association or business league for the following purposes:

- 1) To increase the usefulness of the jewelers to the public at large in all matters relating to jewelry so as to enable the members to conduct their business in a legitimate and purposeful way so as to create confidence and good will between themselves and with the public with whom they deal;
- 2) To formulate and organize a program for the purpose of educating the members in the most modern, businesslike and ethical ways to conduct their jewelry business;
- 3) To prepare an educational program that will better acquaint the public with the high standards of ethics of the jewelers and to secure the public help in order to maintain these high standards;
- 4) To acquire information for the members and to disseminate to the members information with reference to business practices and, when necessary, to inform members and submit to them for their consideration legislative matters that effect the jewelers as well as the public;
- 5) To formulate and carry out training programs for the members and their employees so as to prepare them to be better able to carry out and maintain the traditions and high ethical standards of the jewelry profession.

#### Article III

The term for which the corporation is to exist is perpetual.

#### Article IV

The initial number of directors shall be four (4) and the names and post-office addresses of those persons who are to serve as the initial directors are as follows:

R. J. Slagle	Dallas, Texas
R. D. Armstrong	Waco, Texas
Sankey Park	Bryan, Texas
H. E. Dill	Dallas, Texas

#### Article V

This corporation is a non-profit corporation. No stock will be issued and there will be no distribution of any gains or profits or dividends to the members thereof.

Article VI

The address of its registered office is 2268 Guadalupe Street, Austin 5, Texas; the name of its registered agent is Dell M. Sheftall. The address of the registered agent is 2268 Guadalupe St., Austin, Texas.

Article VII

The following is a list of the names and addresses of the incorporators:

R. J. Slagle	Dallas, Texas
R. D. Armstrong	Waco, Texas
Sankey Park	Bryan, Texas
H. E. Dill	Dallas, Texas

Article VIII

The authorized number of members of this corporation, the different classes of members, and voting rights, property rights, right to hold office, liability for assessment and dues, together with the method of collection thereof, and the directors and officers of the corporation and the terms of office and manner of selection and election, shall be as provided by the By-Laws.

Article IX

This corporation shall have the power to enact such By-Laws, rules and regulations for the conduct of its business and affairs as it may deem fit and proper, and to adopt and amend or alter the same by resolution approved by three-fourths (3/4) of the directors of the corporation.

IN WITNESS WHEREOF, we have hereunto set our hands this 10 day of September, 1961.

TEXAS JEWELERS ASSOCIATION, INC.

BY   
President

BY   
Secretary

STATE OF TEXAS )  
 )  
COUNTY OF McLENNAN )

I, Rebecca Kimbrough a notary public, do hereby certify that on this 31<sup>st</sup> day of December, 1967, personally appeared before me Robert B. Mansour who being by me first duly sworn, declared that he is the President, of the TEXAS JEWELERS ASSOCIATION, INC., that he signed the foregoing document as President of said corporation, and that the statements therein contained are true.

Rebecca Kimbrough  
Notary Public in and for McLennan County,  
Texas

My commission expires: January 1, 1968

<u>NAME.</u>	(continued)	<u>POST OFFICE ADDRESS.</u>
L.S. Dickason		Tyler, Texas
Myron Everts		Dallas, Texas
H. Krezdorn		Sequin, Texas
Sam Daiches		Corsicana, Texas

VI.

The amount of capital stock is none.

VII.

The value of the goods, chattels, lands, rights, and credits owned by the corporation is as follows:  
Books, magazines, and supplies, One Hundred Dollars (\$100.00).

In testimony whereof, we hereunto sign our names this 6<sup>th</sup> day of April, A.D. 1938.

R. J. Slagle  
H. E. Dill  
R. D. Armstrong  
Senbey Park

THE STATE OF TEXAS  
COUNTY OF Dallas

Before me, the undersigned authority, on this day personally appeared R.J. Slagle, ~~R.D. Armstrong, Senbey Park~~, and H.E. Dill, known to me to be the persons whose names are subscribed to the foregoing instrument, and also known to me to be citizens of the said State, and each acknowledged to me that he executed the same for the purposes and consideration therein expressed.

In testimony whereof, I hereunto subscribe my name and affix the seal of my office this 6<sup>th</sup> day of April, A.D. 1938.

Roland Meade  
Notary Public in and for Harris County, Texas  
Dallas



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THE STATE OF TEXAS

BEFORE ME, the undersigned

COUNTY OF BRAZOS

authority, on this day per-

sonally appeared Sankey Park, known to me to be the person whose name is subscribed to the foregoing instrument, and also known to me to be a citizen of the said State, and he acknowledged to me that he executed the same for the purposes and consideration therein expressed.

In testimony whereof, I hereunto subscribe my name and affix the seal of my office this 11 day of April, A.D. 1938.

[Signature]  
Notary Public in and for Brazos County, Texas

THE STATE OF TEXAS

Before me, the undersigned

COUNTY OF McLENNAN

authority, on this day per-

sonally appeared R. D. Armstrong, known to me to be the person whose name is subscribed to the foregoing instrument, and also known to me to be citizen of the said State, and he acknowledged to me that he executed the same for the purposes and consideration therein expressed.

In testimony whereof, I hereunto subscribe my name and affix the seal of my office this 8<sup>th</sup> day of April, A.D. 1938.

[Signature]  
Notary Public in and for McLennan County, Texas