

Office of the Secretary of State

CERTIFICATE OF AMENDMENT OF

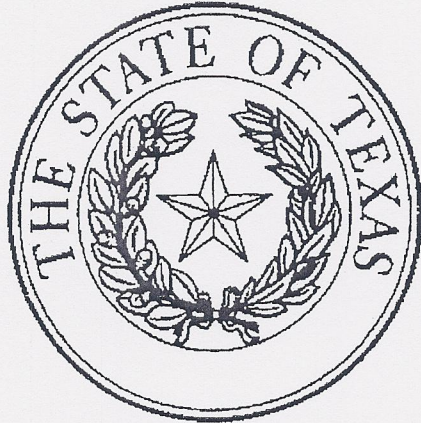
The Laredo Area Community Foundation
159669101

[formerly: THE BRUSH COUNTRY AND SOUTH TEXAS COMMUNITIES FOUNDATION]

The undersigned, as Secretary of State of Texas, hereby certifies that the attached Articles of amendment for the above named entity have been received in this office and have been 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.

Dated: 01/19/2005
Effective: 01/19/2005



A handwritten signature in black ink, appearing to read "G. Connor".

Geoffrey S. Connor
Secretary of State

**ARTICLES OF AMENDMENT
TO THE
ARTICLES OF INCORPORATION
OF
THE BRUSH COUNTRY AND SOUTH TEXAS COMMUNITIES FOUNDATION**

Corporations Section

Charter No. 01596691

Pursuant to the provisions of Art. 1396-4.03 of the Texas Non-Profit Corporation Act (the "Act"), the undersigned corporation (the "Corporation") adopts the following amendments to its Articles of Incorporation:

1. The existing name of the Corporation is The Brush Country and South Texas Communities Foundation.

2. The amendment alters or changes the original Articles of Incorporation by (i) amending Article I to change the name of the Corporation.

Article I, as amended, shall read in its entirety as follows:

ARTICLE I.

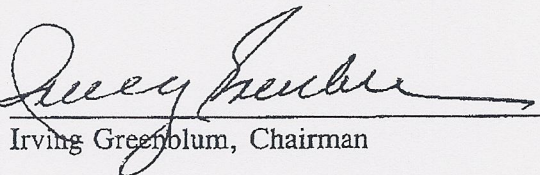
The name of the Corporation is The Laredo Area Community Foundation.

3. The amendment to the Articles of Incorporation was adopted at a meeting of the Board of Directors held on January 4, 2005, and received the vote of a majority of the directors in office, there being no members of the Corporation.

EXECUTED this 11 day of January, 2005

**THE BRUSH COUNTRY AND SOUTH TEXAS
COMMUNITIES FOUNDATION**

By:


Irving Greenblum, Chairman

COPY

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

DEPARTMENT OF THE TREASURY

Date: **MAR - 8 2005**

BRUSH COUNTRY AND SOUTH TEXAS
COMMUNITIES FOUNDATION
6629 GOLF DR
DALLAS, TX 75205-0000

Employer Identification Number:
31-1742706
DLN:
17053015747085
Contact Person:
DAN W BERRY ID# 31122
Contact Telephone Number:
(877) 829-5500
Public Charity Status:
170(b)(1)(A)(vi)

Dear Applicant:

Our letter dated February 2001, stated you would be exempt from Federal income tax under section 501(c)(3) of the Internal Revenue Code, and you would be treated as a public charity, rather than as a private foundation, during an advance ruling period.

Based on the information you submitted, you are classified as a public charity under the Code section listed in the heading of this letter. Since your exempt status was not under consideration, you continue to be classified as an organization exempt from Federal income tax under section 501(c)(3) of the Code.

Publication 557, Tax-Exempt Status for Your Organization, provides detailed information about your rights and responsibilities as an exempt organization. You may request a copy by calling the toll-free number for forms, (800) 829-3676. Information is also available on our Internet Web Site at www.irs.gov.

If you have general questions about exempt organizations, please call our toll-free number shown in the heading between 8:30 a.m. - 5:30 p.m. Eastern time.

Please keep this letter in your permanent records.

Sincerely yours,



Lois G. Lerner
Director, Exempt Organizations
Rulings and Agreements

Letter 1050 (DO/CG)