

Form 414
(Revised 09/13)

Submit in duplicate to:
Secretary of State
P.O. Box 13697
Austin, TX 78711-3697
512 463-5555
FAX: 512/463-5709
Filing Fee: See instructions



**Restated Certificate of
Formation
With New Amendments**

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FILED
In the Office of the
Secretary of State of Texas

OCT 03 2013

Corporations Section

Entity Information

The name of the filing entity is:

DSC Frontline Foundation, Inc.

State the name of the entity as currently shown in the records of the secretary of state. If the amendment changes the name of the entity, state the old name and not the new name.

The filing entity is a: (Select the appropriate entity type below.)

For-profit Corporation

Nonprofit Corporation

Cooperative Association

Limited Liability Company

Professional Corporation

Professional Limited Liability Company

Professional Association

Limited Partnership

The file number issued to the filing entity by the secretary of state is: 801858166

The date of formation of the filing entity is: 09/27/13

Statement of Approval

Each new amendment has been made in accordance with the provisions of the Texas Business Organizations Code. The amendments to the certificate of formation and the restated certificate of formation have been approved in the manner required by the Code and by the governing documents of the entity.

Required Statements

The restated certificate of formation, which is attached to this form, accurately states the text of the certificate of formation being restated and each amendment to the certificate of formation being restated that is in effect, and as further amended by the restated certificate of formation. The attached restated certificate of formation does not contain any other change in the certificate of formation being restated except for the information permitted to be omitted by the provisions of the Texas Business Organizations Code applicable to the filing entity.

Effectiveness of Filing (Select either A, B, or C.)

- A. This document becomes effective when the document is filed by the secretary of state.
- B. This document becomes effective at a later date, which is not more than ninety (90) days from the date of signing. The delayed effective date is: _____
- C. This document takes effect upon the occurrence of the future event or fact, other than the passage of time. The 90th day after the date of signing is: _____

The following event or fact will cause the document to take effect in the manner described below:


Execution

The undersigned affirms that the person designated as registered agent in the restated certificate of formation has consented to the appointment. The undersigned signs this document subject to the penalties imposed by law for the submission of a materially false or fraudulent instrument and certifies under penalty of perjury that the undersigned is authorized under the provisions of law governing the entity to execute the filing instrument.

Date: 10/3/13

DSC Frontline Foundation, Inc.

Name of entity (see Execution Instructions)



Signature of authorized individual (see instructions)

Richard T. Cheatham

Printed or typed name of authorized individual

Attach the text of the amended and restated certificate of formation to the completed statement form. Identify the attachment as "Restated Certificate of Formation of [Name of Entity]."

AMENDED AND RESTATED CERTIFICATE OF FORMATION

OF

DSC FRONTLINE FOUNDATION, INC.
A Texas Nonprofit Corporation

This Amended and Restated Certificate of Formation (the "Restated Certificate") of DSC Frontline Foundation, Inc. (the "Corporation") is made effective as of October 3, 2013 to amend and restate the Corporation's original Certificate of Formation (the "Original Certificate"), which was filed with the Texas Secretary of State effective September 27, 2013. Articles I through IV of this Restated Certificate are the same as the Articles I through IV of the Corporation's Original Certificate. In addition, this Restated Certificate amends and restates in full the Article V of the Original Certificate. Also, this Restated Certificate adds new Articles VI through X that were not contained in the Original Certificate.

ARTICLE I

ENTITY NAME AND TYPE

The filing entity being formed is a nonprofit corporation. The name of the entity is: DSC Frontline Foundation, Inc.

ARTICLE II

REGISTERED AGENT AND REGISTERED OFFICE

The initial registered agent is an individual resident of the state whose name is set forth below:

436302

Richard T. Cheatham
5949 Sherry Lane, Suite 1700
Dallas, TX 75225

ARTICLE III

MANAGEMENT

The management of the affairs of the corporation is vested in the board of directors. The number of directors constituting the initial board of directors and the names and addresses of the persons who are to serve as directors until the first annual meeting of members or until their successors are elected and qualified are as follows:

Director 1:

John Patterson
7627 Kevin Dr.
Dallas, TX 75248

Director 2:

Allen Moore
2 Windsor Ridge
Frisco, TX 75034

Director 3:

Richard T. Cheatham
5949 Sherry Lane, Suite 1700
Dallas, TX 75225

ARTICLE IV

MEMBERSHIP

The nonprofit corporation will have no members.

ARTICLE V

PURPOSE

The Corporation is organized and shall be operated exclusively for charitable, religious, educational, literary and scientific purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (the "I.R.C."). The general purposes for which the Corporation is organized are to receive and maintain a fund or funds and, subject to the restrictions and limitations hereinafter set forth, to use and apply the whole or any part of the income therefrom and the principal thereof exclusively for charitable, religious, educational, literary and scientific purposes either directly or by contributions to organizations described in I.R.C. § 501(c)(3) and exempted from taxation under I.R.C. § 501(a) and the Treasury Regulations thereunder.

ARTICLE VI

FOUNDATION LIMITATIONS

A. No part of the net earnings or assets of the Corporation shall inure to the benefit of, or be distributable to, any member, director, trustee, or officer of the Corporation or any other private person, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article V herein. No substantial part of the activities of the Corporation shall be the carrying on of propaganda or otherwise attempting to influence legislation. The Corporation shall not participate or intervene (including the publication or distribution of statements) in any political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any other provision herein, the Corporation shall not, except to an insubstantial degree, engage in

any activities or exercise any powers that are not in furtherance of the Corporation's purposes set forth in Article V herein.

B. Upon dissolution of the Corporation, the assets of the Corporation shall be distributed for one or more exempt purposes within the meaning of I.R.C. § 501(c)(3), or to the federal government or a state or local government for a public purpose. Any assets not so disposed of shall be disposed of by a court of competent jurisdiction of the county in which the principal office of the Corporation is then located, exclusively for such purposes or to such organization or organizations, as said court shall determine, which are organized and operated exclusively for such purposes.

C. The Corporation is intended to be an organization described in I.R.C. § 509(a)(1).

ARTICLE VII

PERIOD OF DURATION

The duration of the Corporation shall be perpetual.

ARTICLE VIII

FOUNDATION BYLAWS

The initial Bylaws of the Corporation shall be adopted by its Board of Directors, and the power to alter, amend, or repeal the Bylaws or adopt new Bylaws shall be vested in the Board of Directors. The Board of Directors shall not have the power to alter, amend and/or replace such Bylaws in a manner which is inconsistent with the purposes of the Corporation as set forth in Article V herein.

The Board of Directors shall not engage, participate, or intervene in any activity or transaction which would result in the loss by the Corporation of its status as an exempt organization under I.R.C. § 501(c)(3).

ARTICLE IX

LIABILITY AND INDEMNITY OF DIRECTORS

A Director of the Corporation shall not be liable to the Corporation for monetary damages for an act or omission in the individual's capacity as a Director, except for liability (i) for any breach of the Director's duty of loyalty to the Corporation, (ii) for acts or omissions which are not in good faith which constitute a breach of duty of the Director to the Corporation or which involve intentional misconduct or a knowing violation of law, (iii) for any transaction from which the Director received an improper benefit, whether or not the benefit resulted from an action taken within the scope of the Director's office, or (iv) for acts or omissions for which the liability of a Director is expressly provided by the Texas Business Organizations Code (the "TBOC") or any other statute of the State of Texas.

The Corporation shall have the power to indemnify the directors, officers, employees, and agents of the Corporation and to purchase liability insurance for those persons as, and to the extent, permitted by the TBOC or any other statute of the State of Texas, or the Bylaws of the Corporation.

ARTICLE X

REFERENCES IN ARTICLES

All references in this Restated Certificate to statutes, regulations, or other sources of legal authority shall refer to the authorities cited, or their successors, as they may be amended from time to time.