



Office of the Secretary of State

CERTIFICATE OF FILING OF

Our Lady of Guadalupe Art, LLC
File Number: 801755507

The undersigned, as Secretary of State of Texas, hereby certifies that a Certificate of Formation for the above named Domestic Limited Liability Company (LLC) has been received in this office and has been found to conform to the applicable provisions of law.

ACCORDINGLY, the undersigned, as Secretary of State, and by virtue of the authority vested in the secretary by law, hereby issues this certificate evidencing filing effective on the date shown below.

The issuance of this certificate does not authorize the use of a name in this state in violation of the rights of another under the federal Trademark Act of 1946, the Texas trademark law, the Assumed Business or Professional Name Act, or the common law.

Dated: 03/22/2013

Effective: 03/22/2013



A handwritten signature in black ink, appearing to read "John Steen".

John Steen
Secretary of State

MAR 22 2013

Corporations Section

**CERTIFICATE OF FORMATION
OF
OUR LADY OF GUADALUPE ART, LLC
A Texas Limited Liability Company

The undersigned, Scott A. Meyer, acting as organizer of a limited liability company under the Texas Business Organizations Code ("BOC"), does hereby adopt the following Certificate of Formation for "Our Lady of Guadalupe Art, LLC" (the "Company"):

ARTICLE I

The name of the Company is "Our Lady of Guadalupe Art, LLC".

ARTICLE II

The period of duration of the Company is perpetual, or until the earlier dissolution of the Company in accordance with the provisions of its regulations.

ARTICLE III

The purpose for which the Company is organized is, in general, to engage in the transaction of any or all lawful business for which limited liability companies may be organized which is not otherwise prohibited by the laws of the jurisdiction(s) in which the Company engages in such business.

ARTICLE IV

The principal place of business of the Company in the State of Texas is 14951 N. Dallas Parkway, Suite 400, Dallas, Texas 75254.

ARTICLE V

The name of the initial registered agent of the Company in the State of Texas is Scott A. Meyer and the address of such initial registered agent is 14951 N. Dallas Parkway, Suite 400, Dallas, Texas 75254.

ARTICLE VI

The Company shall be managed by one or more managers. The number of initial managers, who shall serve as managers until the first annual meeting of members of the Company or until their successors are duly elected shall be one (1). The name and address of such initial manager is as follows:

Ricardo Flores
14951 N. Dallas Parkway, Suite 400
Dallas, Texas 75254

ARTICLE VII

Any action required by the BOC to be taken at any annual or special meeting of members of the Company, or any action which may be taken at any annual or special meeting of members of the Company, may be taken without a meeting, without prior notice, and without a vote, if a consent or consents in writing, setting forth the action so taken, shall be signed by the holder or holders of membership interests having not less than the minimum number of votes that would be necessary to take such action at a meeting at which the holders of all membership interests entitled to vote on the action were present and voted. Prompt notice of the taking of any action by the members without a meeting by less than unanimous written consent shall be given to those members who did not consent in writing to the action.

ARTICLE VIII

The Company shall indemnify, to the maximum extent allowed by the BOC, as amended from time to time, any person who was or is a manager or officer of the Company.

ARTICLE IX

A. No contract or transaction between the Company and one or more of its members or officers, or between the Company and any other corporation, partnership, association, or other organization in which one or more of its managers or officers are managers or officers or have a financial interest in the Company, shall be void or voidable solely for this reason, solely because the member or officer is present at or participates in the meeting of the members or committee thereof which authorizes the contract or transaction, or solely because his or their votes are counted for such purpose, if:

(1) The material facts as to his relationship or interest and as to the contract or transaction are disclosed or are known to the members or the committee, and the members or committee in good faith authorizes the contract or transaction by the affirmative vote of a majority of the disinterested members, even though the disinterested members be less than a quorum; or

(2) The material facts as to his relationship or interest and as to the contract or transaction are disclosed or are known to the members entitled to vote thereon, and the contract or transaction is specifically approved in good faith by vote of the members; or

(3) The contract or transaction is fair as to the Company as of the time it is authorized, approved, or ratified by the members or a committee thereof.

B. Common or interested members may be counted in determining the presence of a quorum at a meeting of the members or of a committee which authorizes the contract or transaction.

ARTICLE X

An officer of the Company shall not be liable to the Company or its members for monetary damages for an act or omission in the officer's capacity as an officer, except to the extent otherwise expressly provided under the provisions of the BOC.

ARTICLE XI

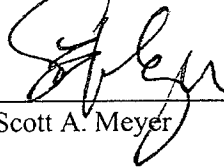
The Company's organizer is Scott A. Meyer whose address is Chalker Flores, LLP, 14951 N. Dallas Parkway, Suite 400, Dallas, Texas 75254.

ARTICLE XII

This document becomes effective when the document is filed by the Secretary of State.

IN WITNESS WHEREOF, this Certificate of Formation has been executed on behalf of the Company on the 22nd day of March, 2013, by the undersigned, subject to the penalties imposed by law for the submission of a materially false or fraudulent instrument.

ORGANIZER:



Scott A. Meyer



Office of the Secretary of State

March 25, 2013

Lawyer's Aid Service Inc
PO Box 848
Austin, TX 78767 USA

RE: Our Lady of Guadalupe Art, LLC
File Number: 801755507

It has been our pleasure to file the certificate of formation and issue the enclosed certificate of filing evidencing the existence of the newly created domestic limited liability company (llc).

Unless exempted, the entity formed is subject to state tax laws, including franchise tax laws. Shortly, the Comptroller of Public Accounts will be contacting the entity at its registered office for information that will assist the Comptroller in setting up the franchise tax account for the entity. Information about franchise tax, and contact information for the Comptroller's office, is available on their web site at <http://window.state.tx.us/taxinfo/franchise/index.html>.

The entity formed does not file annual reports with the Secretary of State. Documents will be filed with the Secretary of State if the entity needs to amend one of the provisions in its certificate of formation. It is important for the entity to continuously maintain a registered agent and office in Texas. Failure to maintain an agent or office or file a change to the information in Texas may result in the involuntary termination of the entity.

If we can be of further service at any time, please let us know.

Sincerely,

Corporations Section
Business & Public Filings Division
(512) 463-5555

Enclosure