

EXHIBIT "H-3"

Non-Profit



The State of Texas

SECRETARY OF STATE

CERTIFICATE OF AMENDMENT OF

NELDA C. AND H. J. LUTCHER STARK FOUNDATION

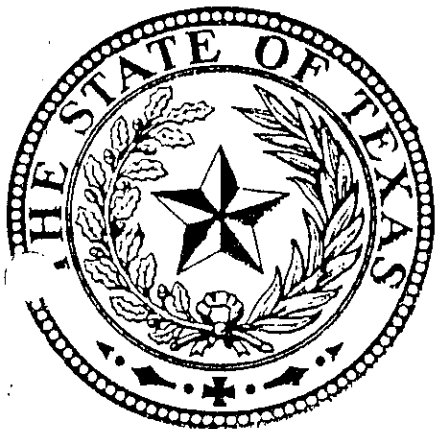
The undersigned, as Secretary of State of the State of Texas, hereby certifies that Articles of Amendment to the Articles of Incorporation of the above corporation duly signed and verified pursuant to the provisions of the Texas Non-Profit Corporation Act, have been received in this Office and are found to conform to law.

ACCORDINGLY the undersigned, as such Secretary of State, and by virtue of the authority vested in the Secretary by law, hereby issues this Certificate of Amendment to the Articles of Incorporation and attaches hereto a copy of the Articles of Amendment.

Dated OCTOBER 21, _____ 1986.

Secretary of State

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ARTICLES OF AMENDMENT
TO THE
ARTICLES OF INCORPORATION
OF

FILED
In the Office of the
Secretary of State of Texas

OCT 21 1986

Clerk II-G
Corporations Section

NELDA C. AND H. J. LUTCHER STARK FOUNDATION

Pursuant to the provisions of Article 4.03 of the Texas Non-Profit Corporation Act, the undersigned non-profit corporation adopts the following Articles of Amendment to its Articles of Incorporation:

I.

The name of the corporation is the NELDA C. AND H. J. LUTCHER STARK FOUNDATION.

II.

The following amendment to the Articles of Incorporation was adopted by the corporation on October 14, 1986:

Article VI of the Articles of Incorporation is hereby amended to read hereafter as follows:

"All of the property of the corporation and accumulations thereof shall be held and administered to effectuate its purposes, and its assets pledged for use in performing its charitable function. In the event of the liquidation, winding up, or discontinuance of the corporation by

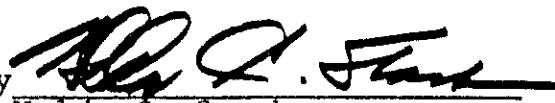
dissolution or otherwise, whether voluntary or involuntary or by operation of law, the assets of the corporation are to be transferred to the State of Texas, for a public purpose, or to an educational, religious, charitable, or other similar organization that is qualified as a charitable organization under Section 501(c)(3) of the Internal Revenue Code of 1954, as amended."

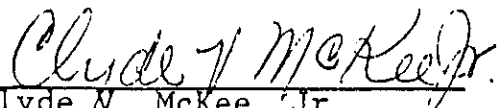
III.

The amendment to Article VI set forth hereinabove was adopted at a duly constituted meeting of the Board of Trustees held on October 14, 1986, and received the affirmative vote of a majority of the Trustees in office. There are no members of the corporation having voting rights.

Dated this the 14th day of October, 1986.

NELDA C. AND H. J. LUTCHER
STARK FOUNDATION

By 
Nelda C. Stark
Chairman

and 
Clyde N. McKee, Jr.
Secretary - Treasurer

THE STATE OF TEXAS §

COUNTY OF ORANGE §

BEFORE ME, a notary public, on this day personally appeared NELDA C. STARK known to me to be the person whose name is subscribed to the foregoing document and, being by me first duly sworn, declared that the statements therein contained are true and correct.

GIVEN UNDER MY HAND AND SEAL OF OFFICE, this the
14th day of October, 1986.

Norma J. Clark

Notary Public, State of Texas

My commission expires:

July 23, 1988

