



Office of the Secretary of State

March 15, 2013

Stephen Potter
829 S. Santa Barbara
Mesa, AZ 85202 USA

RE: Big Gay Mens Organization
File Number: 801750389

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 nonprofit corporation.

Nonprofit corporations do not automatically qualify for an exemption from federal and state taxes. Shortly, the Comptroller of Public Accounts will be contacting the corporation at its registered office for information that will assist the Comptroller in setting up the franchise tax account for the corporation. 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>. For information on state tax exemption, including applications and publications, visit the Comptroller's Exempt Organizations web site at <http://window.state.tx.us/taxinfo/exempt/index.html>. Information on exemption from federal taxes is available from the Internal Revenue Service web site at www.irs.gov.

Nonprofit corporations do not file annual reports with the Secretary of State, but do file a report not more often than once every four years as requested by the Secretary. It is important for the corporation to continuously maintain a registered agent and office in Texas as this is the address to which the Secretary of State will send a request to file a periodic report. Failure to maintain a registered agent or office in Texas, failure to file a change to the agent or office information, or failure to file a report when requested may result in the involuntary termination of the corporation. Additionally, a nonprofit corporation will file documents with the Secretary of State if the corporation needs to amend one of the provisions in its certificate of formation. 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

Come visit us on the internet at <http://www.sos.state.tx.us/>



Office of the Secretary of State

CERTIFICATE OF FILING OF

Big Gay Mens Organization
File Number: 801750389

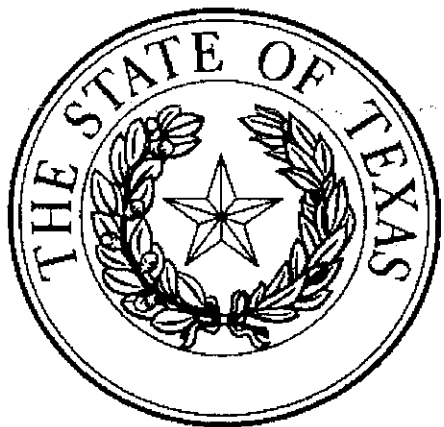
The undersigned, as Secretary of State of Texas, hereby certifies that a Certificate of Formation for the above named Domestic Nonprofit Corporation has been received in this office and has been found to conform to the applicable provisions of law.

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: 03/11/2013

Effective: 03/11/2013



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

John Steen
Secretary of State

Come visit us on the internet at <http://www.sos.state.tx.us/>

**Form 202
(Revised 05/11)**

Submit in duplicate to:
Secretary of State
P.O. Box 13697
Austin, TX 78711-3697
512 463-5555
FAX: 512/463-5709
Filing Fee: \$25



This space reserved for office use.

**Certificate of Formation
Nonprofit Corporation**

FILED
In the Office of the
Secretary of State of Texas
MAR 11 2013
Corporations Section

Article 1 – Entity Name and Type

The filing entity being formed is a nonprofit corporation. The name of the entity is:

Big Gay Mens Organization

Article 2 – Registered Agent and Registered Office

(See instructions. Select and complete either A or B and complete C.)

A. The initial registered agent is an organization (cannot be entity named above) by the name of:

OR

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

Stephen	H	Potter	President
<i>First Name</i>	<i>M.I.</i>	<i>Last Name</i>	<i>Suffix</i>

C. The business address of the registered agent and the registered office address is:

1321 Upland Dive #3968	Houston	TX	77043
<i>Street Address</i>	<i>City</i>	<i>State</i>	<i>Zip Code</i>

Article 3 – 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:

A minimum of three directors is required.

Director 1				
Paul		Goldberg		Secretary
<i>First Name</i>	<i>M.I.</i>	<i>Last Name</i>		<i>Suffix</i>
3941 Avalon Avenue	Irving	TX	75061	USA
<i>Street or Mailing Address</i>	<i>City</i>	<i>State</i>	<i>Zip Code</i>	<i>Country</i>

Director 2				
JC		Christian		Vice President
<i>First Name</i>	<i>M.I.</i>	<i>Last Name</i>		<i>Suffix</i>
2115 S. 4 th Ave, #101	Maywood	IL	60153	USA
<i>Street or Mailing Address</i>	<i>City</i>	<i>State</i>	<i>Zip Code</i>	<i>Country</i>

Director 3				
Damon		Blumberg		
<i>First Name</i>	<i>M.I.</i>	<i>Last Name</i>		<i>Suffix</i>
328 Altamont Street	Hutto	TX	78634	USA
<i>Street or Mailing Address</i>	<i>City</i>	<i>State</i>	<i>Zip Code</i>	<i>Country</i>

OR

The management of the affairs of the corporation is to be vested in the nonprofit corporation's members.

Article 4 – Membership

(See instructions. Do not select statement B if the corporation is to be managed by its members.)

- A. The nonprofit corporation shall have members.
- B. The nonprofit corporation will have no members.

Article 5 – Purpose

(See instructions. This form does not contain language needed to obtain a tax-exempt status on the state or federal level.)

The nonprofit corporation is organized for the following purpose or purposes:

To foster and facilitate cooperation amongst Affiliated club members

To provide a vehicle for the gathering together of autonomous and diverse gay (or bi-sexual) big men's clubs in order to jointly accomplish, to their mutual benefit increased interest and involvement in member clubs

Educating and Promoting the acceptance of big gay men and their admirers and opposing discrimination in all forms but primarily discrimination against big gay men and their admirers.

The following text area may be used to include any additional language or provisions that may be needed to obtain tax-exempt status.

- A. Generation of increased interest and involvement in member clubs by:
1. Placing neutral, cooperative advertisement in national media which have an appeal to the gay male population, specifically including media that appeals to the large gay male population and the people that admirer them.
 2. This organization shall assist in providing appropriate speakers to organizations that have an interest in the mission of BGMO.
 3. Recording and preserving the resources of many cumulative years of experience in the operation of member clubs, providing member clubs and prospective new clubs with advice on any matter that the member club wishes to receive.
 4. Assistance in providing an Internet Presence (aka website).

Supplemental Provisions/Information

(See instructions.)

Text Area: [The attached addendum, if any, is incorporated herein by reference.]

Section 1. Amendment of Bylaws: Subject to any provision of law applicable to the amendment of Bylaws of public benefit nonprofit corporations, proposed amendments to these Bylaws must be submitted in writing to the Directors at least one week in advance of the Board meeting at which they will be considered for adoption. The vote of a majority of voting members eligible to vote shall be required to adopt a Bylaw amendment.

Section 2. Annual Report and Financial Statement: The Board of Directors can cause a written annual report, including a financial statement, to be prepared and submitted to the members each year. The report shall summarize the Big Gay Mens Organization activities for the preceding year and activities projected for the forthcoming year; the financial statement shall consist of a balance sheet as of the close of business of Big Gay Mens Organization fiscal year, contain a summary of receipts and disbursements, be prepared in such a manner as is sanctioned by sound accounting practices, and be certified by the Treasurer or a public accountant.

Section 3. Fiscal Year: The fiscal year of the Big Gay Mens Organization shall begin on the first (1st) day of January and end on the last day of December in each year.

Section 10, Manner of Distribution: BGMO will apply and distribute its property in accordance with section 22.304 of the Texas Business Organization Code that governs nonprofit organization, that is currently in effect or as amended.

Organizer

The name and address of the organizer:

Stephen H. Potter

Name

829 S Santa Barbara

Mesa

AZ

85202

Street or Mailing Address

City

State

Zip Code

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 a 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 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 to execute the filing instrument.

Date: 3-8-13



Signature of organizer

STEPHEN H. POTTER

Printed or typed name of organizer