



## Office of the Secretary of State

March 25, 2008

Donald R Hoke  
4431 Allencrest Lane  
Dallas, TX 75244 USA

RE: The Virtual Steam Car Museum, Inc.  
File Number: 800955688

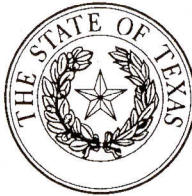
It has been our pleasure to file the certificate of formation and issue the enclosed certificate of filing evidencing the existence of the newly created nonprofit corporation.

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](http://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



## Office of the Secretary of State

### CERTIFICATE OF FILING OF

The Virtual Steam Car Museum, Inc.  
File Number: 800955688

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: 03/24/2008

Effective: 03/24/2008



A handwritten signature in black ink, reading "Phil Wilson".

Phil Wilson  
Secretary of State

# The State of Texas

Corporations Section  
P.O. Box 13697  
Austin, Texas 78711-3697



Phone: 512-463-5555  
Fax: 512-463-5709  
TTY: 7-1-1  
[www.sos.state.tx.us](http://www.sos.state.tx.us)

Office of the Secretary of State

*Please note:*

**THE ENCLOSED CERTIFICATE IS YOUR OFFICAL  
CERTIFICATE OF FILING, WHICH CAN BE USED AS  
EVIDENCE OF FILING.**

**IF YOU DESIRE A FILE-MARKED COPY OF YOUR  
DOCUMENT PLEASE CALL OUR CERTIFYING TEAM  
@512-463-5578 FOR ADDITIONAL INFORMATION.**

*Thank you*



Office of the Secretary of State  
Packing Slip

March 25, 2008  
Page 1 of 1

Donald R Hoke  
4431 Allencrest Lane  
Dallas, TX 75244- 7506

**Batch Number:** 20954529

**Batch Date:** 03-24-2008

**Client ID:** 154372244

**Return Method:** Mail

**Phone No:** -

Document Number	Document Detail	Filing Number / Name	Page Count	Fee
209545290002	Certificate of Formation	The Virtual Steam Car Museum, Inc.	0	\$25.00
Total Document Fees				\$25.00

Payment Type	Payment Status	Payment Reference	Amount
Check	Received	3478	\$25.00
Total Payments Received			\$25.00
Total Amount Charged to Client Account			\$0.00
Total Amount Credited to Client Account			\$0.00

*Note:* This is not a bill. Please do not send any payments until the monthly statement is received.  
Any amount credited to Client Account may be refunded upon request.  
Refunds (if applicable) will be processed within 10 business days.  
Acknowledgement of Filing Document(s) (if present) is attached.

User ID: LJONES





SECRETARY OF STATE  
BUSINESS & PUBLIC FILINGS DIVISION  
P.O. Box 13697  
Austin, Texas 78711-3697

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S U S A N  
C O M B S

TEXAS COMPTROLLER *of* PUBLIC ACCOUNTS  
WWW.WINDOW.STATE.TX.US



April 04, 2008

THE VIRTUAL STEAM CAR MUSEUM, INC  
4431 ALLENCREST LN  
DALLAS TX 75244-7506

Taxpayer number: 32036589151  
File number: 0800955688

We have been informed by the Texas Secretary of State that this entity has registered with the State. Under Chapter 171 of the Texas Tax Code, the entity is subject to franchise tax.

The entity's initial franchise tax report will be due on 06/22/2009. You will receive a letter with filing instructions prior to the due date. If the entity is part of a combined reporting group, you will be instructed on updating your account to reflect that the entity will be included in a combined group report and that you will not be filing a separate report.

To assist us in properly setting up the entity's franchise tax account, please go to [www.window.state.tx.us/franchise/changeaddress.html](http://www.window.state.tx.us/franchise/changeaddress.html) and update the following information:

1. If the address on this letter is not the address to which you would like your franchise tax information mailed, please update your mailing address.
2. Add your Federal Employer Identification Number (FEIN), if available, to your account. Information on obtaining an FEIN is available on the Internal Revenue Service Web site at [www.irs.gov](http://www.irs.gov) or by calling (800) 829-4933.
3. Add your North American Industry Classification System (NAICS) code to your account. NAICS codes are available at [www.census.gov](http://www.census.gov).

3-7-08

Same

26-2347242

712110

Information about franchise tax is available on the Comptroller's Web site at [www.window.state.tx.us/taxinfo/franchise/](http://www.window.state.tx.us/taxinfo/franchise/). For taxpayer assistance, call (800) 252-1381, toll free nationwide. The local number in Austin is (512) 463-4600. Our e-mail address is [tax.help@cpa.state.tx.us](mailto:tax.help@cpa.state.tx.us).



TEXAS COMPTROLLER OF PUBLIC ACCOUNTS  
AUSTIN TX 78774-0100

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04/04/2008

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**Form 202**  
**(Revised 10/07)**

Return 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**

**Article 1 – Entity Name and Type**

The filing entity being formed is a nonprofit corporation. The name of the entity is:  
The Virtual Steam Car Museum, Inc.

**Article 2 – Registered Agent and Registered Office**

(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:

Donlad	R.	Hoke	Ph.D.
<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:

4431 Allencrest Lane	Dallas	TX	75244-7506
<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					
Donald	R.	Hoke	Ph.D.		
<i>First Name</i>	<i>M.I.</i>	<i>Last Name</i>	<i>Suffix</i>		
4431 Allencrest Lane	Dallas	TX	75244-7506	USA	
<i>Street or Mailing Address</i>	<i>City</i>	<i>State</i>	<i>Zip Code</i>	<i>Country</i>	

Director 2					
Carolyn	N.	Hoke			
<i>First Name</i>	<i>M.I.</i>	<i>Last Name</i>	<i>Suffix</i>		



4431 Allencrest Lane	Dallas	TX	75244-7506	USA
<i>Street or Mailing Address</i>	<i>City</i>	<i>State</i>	<i>Zip Code</i>	<i>Country</i>

Director 3				
Carolyn	J.	Hoke		
<i>First Name</i>	<i>M.I.</i>	<i>Last Name</i>	<i>Suffix</i>	
4431 Allencrest Lane	Dallas	TX	75244-7506	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:

Collecting, Preserving, Conserving, Copying, and Sharing the history and heritage of the steam operated vehicles, specifically advertising, ephemera, and related artifacts.

Maintaining a web site on which all the Virtual Steam Car Museum's collections are exhibited and shared world wide;

Serve as clearinghouse of information on steam operated vehicles; and provide information to anyone who requests it.

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

While the entire collection is designed to be on the web and visible there, the Virtual Steam Car Museum is opened to the public by advanced appointment.

## Supplemental Provisions/Information

(See instructions.)

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

### Organizer

The name and address of the organizer:

Donald R. Hoke, Ph.D.

*Name*

4431 Allencrest Lane

Dallas

TX

75244-7506

*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 90<sup>th</sup> day after the date of signing is: \_\_\_\_\_

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

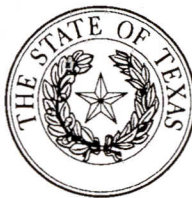
### Execution

The undersigned signs this document subject to the penalties imposed by law for the submission of a materially false or fraudulent instrument.

Date: March 8, 2008



Signature of organizer



## Office of the Secretary of State

March 14, 2008

Donald R Hoke  
4431 Allencrest Lane  
Dallas, TX 75244 USA

**Batch Number: 20806935**

**Document Number: 208069350002**

Re: The Virtual Steam Car Museum, Inc.  
Certificate of Formation

This office has received and reviewed the above referenced document. The review reveals the following objections to the filing of the document. The document and any checks submitted in payment of statutory fees are returned to you for correction and resubmission. If payment of fees were to be charged to a credit card, LegalEase®, or a SOS client account, the account has not been charged.

1. You have submitted different versions of the same filing instrument. We cannot determine which version to file. Please re-submit ~~EITHER~~ Form 202 OR the Articles of Incorporation. Form 202 should include the complete form, pages 5-7. The Articles of Incorporation require the name of the registered agent.

2. The constitution and/or bylaws of a corporation, the regulations of a limited liability company, and the agreement of a limited partnership are not required to be filed with this office and will not be accepted for filing.

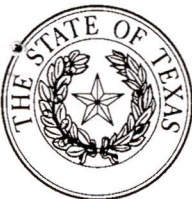
This office has  
Following objections:  
Sincerely,

Stephanie Webb  
Corporations Section  
Business & Public Filings Division  
512-463-5583

*I forgot p. 6!*  
*Resub 3-21-08 - Just Form 202*

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

Corporations Section  
P.O.Box 13697  
Austin, Texas 78711-3697



Phil Wilson  
Secretary of State

Office of the Secretary of State  
Packing Slip

March 14, 2008

Page 1 of 1

Donald R Hoke  
4431 Allencrest Lane  
Dallas, TX 75244- 7506

**Batch Number:** 20806935

**Batch Date:** 03-12-2008

**Client ID:** 154372244

**Return Method:** Mail

**Phone No:** 9726619673 -

**Rejected Documents:**

**Document Number Document Type**

208069350002 Legal entity filing document

**Payment Type Payment Status Payment Reference Amount**

Check Returned 3478 \$25.00

**Total Payments Received \$0.00**

**Total Amount Charged to Client Account \$0.00**

**Total Amount Credited to Client Account \$0.00**

**Note:** This is not a bill. Please do not send any payments until the monthly statement is received.  
Any amount credited to Client Account may be refunded upon request.  
Refunds (if applicable) will be processed within 10 business days.  
Acknowledgement of Filing Document(s) (if present) is attached.

User ID: SWEBB

Come visit us on the Internet @ <http://www.sos.state.tx.us/>

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FAX (512) 463-5709

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**Form 202**  
**(Revised 10/07)**

This space reserved for office use.

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

**Certificate of Formation**  
**Nonprofit Corporation**

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OR

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

Donlad	R.	Hoke	Ph.D.
<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:

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<i>Street Address</i>	<i>City</i>	<i>State</i>	<i>Zip Code</i>

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Donald	R.	Hoke	Ph.D.		
<i>First Name</i>	<i>M.I.</i>	<i>Last Name</i>	<i>Suffix</i>		
4431 Allencrest Lane	Dallas	TX	75244-7506	USA	
<i>Street or Mailing Address</i>	<i>City</i>	<i>State</i>	<i>Zip Code</i>	<i>Country</i>	

Director 2					
Carolyn	N.	Hoke			
<i>First Name</i>	<i>M.I.</i>	<i>Last Name</i>	<i>Suffix</i>		

RECEIVED

MAR 12 2008

Secretary of State

4431 Allencrest Lane	Dallas	TX	75244-7506	USA
<i>Street or Mailing Address</i>	<i>City</i>	<i>State</i>	<i>Zip Code</i>	<i>Country</i>

Director 3				
Carolyn	J.	Hoke		
<i>First Name</i>	<i>M.I.</i>	<i>Last Name</i>	<i>Suffix</i>	
4431 Allencrest Lane	Dallas	TX	75244-7506	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:

Collecting, Preserving, Conserving, Copying, and Sharing the history and heritage of the steam operated vehicles, specifically advertising, ephemera, and related artifacts.

Maintaining a web site on which all the Virtual Steam Car Museum's collections are exhibited and shared world wide;

Serve as clearinghouse of information on steam operated vehicles; and provide information to anyone who requests it.

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

While the entire collection is designed to be on the web and visible there, the Virtual Steam Car Museum is opened to the public by advanced appointment.

**Articles of Incorporation**  
**Of**  
**The Virtual Steam Car Museum, Inc.**

We, the undersigned natural persons of the age of twenty-one years or more, at least two of whom are citizens of the State of Texas, acting as incorporators of a corporation under the Texas non-Profit Corporation act, do hereby adopt the following Articles of Incorporation for such corporation.

**ARTICLE ONE**

The name of the corporation is the Virtual Steam Car Museum.

**ARTICLE TWO**

The street address of the initial registered office of the corporation is:

4431 Allencrest Lane  
Dallas, TX 75244-7506

**ARTICLE THREE**

The corporation is a non-profit corporation.

**ARTICLE FOUR**

The period of its duration is perpetual.

**ARTICLE FIVE**

The purpose or purposes for which this corporation is organized are:

To encourage the preservation of literature, information, and ephemera related to steam propelled automobiles; to encourage the research and publication of steam automobile history and heritage; to provide for the wide dissemination of information about steam cars and their history; to provide a location for the collection and preservation of steam car literature, information, and ephemera; and to exhibit this material electronically through a virtual museum on the world wide web.

This corporation is organized exclusively for charitable, educational, historical, and scientific purposes.

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the corporation shall be



authorized and empowered to pay reasonable compensation for services rendered and to reimburse expenses incurred on behalf of the corporation.

The corporation is entirely non-political and non-religious. It shall not carry out any activities that might be considered propaganda, influencing legislation, or participating in any way in any political campaign on behalf of any candidate for any political office.

Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried out (a) by a corporation exempt from Federal income tax under section 501 (c) (3) of the Internal Revenue Code or (b) by a corporation, contributions to which are deductible under section 170 (c) (2) of the Internal Revenue Code.

**Mission:**

1. Collecting, preserving, conserving, copying, and sharing the history and heritage of the steam operated vehicles, specifically advertising, ephemera, and related artifacts.
2. Maintaining a web site on which all the Virtual Steam Car Museum's collections are exhibited and shared world wide;
3. Serving as clearinghouse of information on steam operated vehicles;
4. Providing information to anyone requesting it.

**Vision:** To be the world's leading source of antique steam car information.

**Values:**

1. To share information with anyone who is interested in steam cars.
2. To respect and acknowledge other collectors and collections.
3. To credit each and everyone who contributes to the VSCM.

## **ARTICLE SIX**

Upon the dissolution of the corporation, the Board of Trustees shall, after paying or making provision for the payment of all of the liabilities of the corporation, dispose of the collections by placing them with a non-profit museum with an interest in steam automobiles or the history of automobiles.

The recipient museum must be an organization organized under section 501 (c) (3) of the Internal Revenue Code and be organized exclusively for charitable, education, or scientific purposes.

Any assets not so disposed of shall be disposed of by the District Court 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 for such purposes.



## ARTICLE SEVEN

The number of trustees constitution the initial board of trustees of the corporation is three and the names and addresses of the persons who are to serve as the initial trustees are:

Donald R. Hoke, Ph.D.  
4431 Allencrest Lane  
Dallas, TX 75244-7506

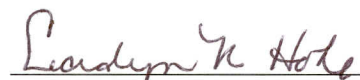
Carolyn N. Hoke  
4431 Allencrest Lane  
Dallas, TX 75244-7506

Carolyn J. Hoke  
4431 Allencrest Lane  
Dallas, TX 75244-7506

IN WITNESS WHEREOF, we have hereunto set our hands, this 8<sup>th</sup> day of March, 2008.



Donald R. Hoke



Carolyn N. Hoke



SECRETARY OF STATE  
BUSINESS & PUBLIC FILINGS DIVISION  
P.O. Box 13697  
Austin, Texas 78711-3697

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STATE OF TEXAS  
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