

**Form 202**

Secretary of State  
P.O. Box 13697  
Austin, TX 78711-3697  
FAX: 512/463-5709

Filing Fee: \$25



**Certificate of Formation  
Nonprofit Corporation**

**Filed in the Office of the  
Secretary of State of Texas  
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**Article 1 - Corporate Name**

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

**Trash for Change**

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

A. The initial registered agent is an organization (cannot be corporation 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:

**Name:**

**Noah Cantu**

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

**Street Address:**

**3322 Cato Blvd San Antonio TX 78223**

**Consent of Registered Agent**

A. A copy of the consent of registered agent is attached.

**OR**

B. The consent of the registered agent is maintained by the entity.

**Article 3 - Management**

A. Management of the affairs of the corporation is to be vested solely in the members of the corporation.

**OR**

B. Management of the affairs of the corporation is to be vested in its board of directors. The number of directors, which must be a minimum of three, that constitutes the initial board of directors and the names and addresses of the persons who are to serve as directors until the first annual meeting or until their successors are elected and qualified are set forth below.

Director 1: **Noah Cantu**

Title: **Director**

Address: **2526 Encino Cedros San Antonio TX, USA 78259**

Director 2: **Cole Brandvig**

Title: **Director**

Address: **263 Savannah Drive San Antonio TX, USA 78213**

Director 3: **Mukul Seth**

Title: **Director**

Address: **20031 Park Bluff San Antonio TX, USA 78259**

**Article 4 - Organization Structure**

A. The corporation will have members.

or

B. The corporation will not have members.

**Article 5 - Purpose**

The corporation is organized for the following purpose or purposes:

**Trash for Change aims to address city litter, the growing homeless population, and public awareness of these issues. Our non-profit removes litter from parks and rivers, helps young adult homeless, and raises awareness through education**

and outreach. Our goal is to create a cleaner, safer, and more compassionate community.

**Supplemental Provisions / Information**

The Trash for Change nonprofit corporation is formed in accordance with Chapter 22 of the Texas Business Organizations Code (Nonprofit Corporations). Our corporation is organized exclusively for charitable, educational, and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code. Specifically, our mission is to address city litter and improve the health of rivers, creeks, and parks in our community through physical cleanup efforts, education and outreach programs, and partnerships with other organizations and individuals who share our goals.

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

**Addendum.pdf**

**Effectiveness of Filing**

A. This document becomes effective when the document is filed by the secretary of state.

**OR**

B. This document becomes effective at a later date, which is not more than ninety (90) days from the date of its signing. The delayed effective date is:

**Initial Mailing Address**

Address to be used by the Comptroller of Public Accounts for purposes of sending tax information.

The initial mailing address of the filing entity is:

**2526 Encino Cedros  
San Antonio, TX 78259  
USA**

**Organizer**

The name and address of the organizer are set forth below.

**Noah Cantu      2526 Encino Cedros**

**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 under the provisions of law governing the entity to execute the filing instrument.

**Noah Cantu**

Signature of organizer.

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## **Addendum**

### **Article 6**

The Trash for Change nonprofit corporation is formed as a non-profit corporation under the laws of the State of Texas.

### **Article 7**

#### **Powers**

The powers and activities of the nonprofit corporation will be limited to the purposes stated herein. The nonprofit corporation will not engage in any political lobbying or partisan activities, and we will adhere to all other requirements for tax-exempt status under the Internal Revenue Code.

### **Article 8**

#### **Board of Directors**

All powers of the nonprofit corporation are vested in a Board of Directors consisting of three persons. 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 make payments and distributions in furtherance of the purposes set forth in Article fifth hereof.

### **Article 9**

#### **Limitation on Liability of Directors**

To the fullest extent permitted by Texas statutes, a Director is not liable to the nonprofit corporation for monetary damages for an act or omission in the Director's capacity as a Director.

### **Article 10**

#### **Amendment to Certificate of Formation and Bylaws**

This Certificate of Formation and the By-Laws of the nonprofit corporation may at any time and from time to time be amended so as to make any changes therein and add any provisions thereto which might have been included in the Certificate of Formation or the By-Laws in the first instance. Any such amendment to the Certificate of Formation will be delivered to the Secretary of State.

**Article 11**  
**Dissolution of the Corporation**

If the Board of the nonprofit corporation determines by resolution that the purposes for which the nonprofit corporation was formed have been substantially met and all debts and obligations incurred by the nonprofit corporation have been fully paid or otherwise provided for, the Board of the nonprofit corporation may request to dissolve the nonprofit corporation. In the event of dissolution or liquidation of the nonprofit corporation, all remaining assets will be distributed to other tax-exempt nonprofit corporations with similar missions as determined by the board.

**Article 12**  
**Incorporator and Consent**

The registered agent of Trash or Change is also the incorporator and thereby consents for role. The name and street address of the incorporator, who resides within the state, is:

**Name:**  
Noah Cantu

**Address:**  
2526 Encino Cedros  
San Antonio Tx, 78259



**Date:** 4/4/2023