

FILED

JUL 28 1983 /:3

Alan C. Keaton
SECRETARY OF STATE

ARTICLES OF INCORPORATION

DELAWARE HOUSING COALITION, INC.

THIS IS TO CERTIFY THAT WE, THE UNDERSIGNED INCORPORATORS, DESIRE TO AND DO HEREBY ASSOCIATE OURSELVES TOGETHER TO FORM AND ESTABLISH A NOT FOR PROFIT, NON-STOCK CORPORATION UNDER THE PROVISIONS OF TITLE 8 OF THE GENERAL CORPORATION LAW OF THE STATE OF DELAWARE, AS AMENDED, FOR THE PURPOSE AND UNDER THE CORPORATE NAME AS HEREINAFTER SET FORTH, AND TO THAT END, WE DO BY THIS, OUR ARTICLES OF INCORPORATION, SET FORTH AS FOLLOWS:

FIRST: The name of the corporation is: DELAWARE HOUSING COALITION, INC.

SECOND: The post office address of its registered office in this state is: P.O. BOX 1092, 155 SOUTH BRADFORD STREET, DOVER, DELAWARE, 19903, KENT COUNTY.

THIRD: The name and address of its Registered Agent in this state is: JOE L. MYER, P. O. BOX 1092, 155 SOUTH BRADFORD STREET, DOVER, DELAWARE, 19903, KENT COUNTY.

FOURTH: This corporation is organized not for profit under the GENERAL CORPORATION LAW OF THE STATE OF DELAWARE, and the objects and purposes to be transacted and carried on are to promote the general social welfare of persons residing in Delaware and for that purpose:

- (a) To carry on a continuing program of research, education, and information focused on low-income housing and directed toward: 1) those persons of low and moderate incomes who want to improve their housing conditions; 2) the general public; and 3) institutions including government and the private sector.
- (b) To provide a central information point where experience and data relating to low-income housing can be collected, evaluated, and made available to individuals and organizations.
- (c) To take a lead in developing and encouraging new and creative techniques and programs for providing decent, affordable housing for low and moderate income persons.
- (d) To disseminate information about all federal, state, and local housing resources that can alleviate housing and community development problems in our rural and urban areas.
- (e) To promote the development of new housing and the preservation of existing housing for low and moderate income people throughout the State of Delaware.

- (f) To assist in obtaining technical, financial, and other assistance and aid to benefit housing endeavors in Delaware.
- (g) To receive and administer funds and contributions received by grants, contracts for services, gifts, membership dues, and contributions to carry out the purposes and objectives of the corporation.
- (h) With respect to any property:
 - (1) To acquire, by purchase, lease, gift, will, or otherwise;
 - (2) To own, hold, use, improve, and otherwise deal in; and
 - (3) To sell, convey, encumber, mortgage, pledge, lease, exchange, or otherwise dispose of all or any part of such property.
- (i) To make contracts and incur liabilities, borrow money, lend money, and invest its funds.
- (j) To do all such other acts as are necessary or convenient to accomplish the object and purposes herein set forth to the same extent and as fully as any natural person could or might do and as are not forbidden by law or by these Articles of Incorporation or by the Bylaws of the Corporation; and
- (k) To have all powers that might be conferred upon nonprofit corporations formed under the Laws of the State of Delaware.

FIFTH: The organization shall have Bylaws which together with the Articles of Incorporation shall provide the internal law of the organization. The Bylaws shall be adopted by the General Membership.

SIXTH: The number of directors shall be prescribed in the Bylaws, but shall not be less than nine, equally distributed among the three counties.

SEVENTH: Said corporation is organized exclusively for charitable and educational 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 of 1954 (or the corresponding provision of any future United States Internal Revenue Law). The corporation shall have no capital stock. It shall be composed of members rather than shareholders. The conditions and regulations of membership and the rights or other privileges of the classes of members shall be determined and fixed by the Bylaws.

EIGHTH: The corporation is not organized for pecuniary profit and shall have no power to declare dividends. No part of its net earnings shall inure to the benefit of any member, director, or individual, 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 this paragraph. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for office. Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from Federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law), or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law).

NINTH: The name and place of residence (post office address) of each of the incorporators are:

JOE L. MYER
P. O. Box 1092
Dover, DE 19903

DAN KUENNEN
RD #2, Box 48
Georgetown, DE 19947

CAROL CROUSE
W. 4th Street
Blades, DE 19973

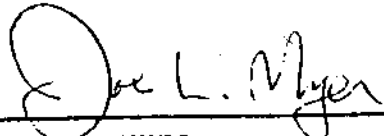
CARRIE CALE
23 W. Main Street
Middletown, DE 19709

TENTH: This corporation shall have power to indemnify any person who was or is a party or is threatened to be made a party to any threatened, pending, or completed action, suit, or proceeding, by reason of the fact that he is or was a director, officer, employee or agent of the corporation, or is or was serving at the request of the corporation as a director, officer, employee, or agent.

ELEVENTH: In the event of dissolution of this corporation, or in the event it shall cease to carry out the objectives and purposes herein set forth, all business, property, and assets of the corporation shall go and be distributed to one or more such nonprofit corporations or municipal corporations as may be selected by the board of directors of this corporation, to be used for, and devoted to, the purpose of carrying on a nonprofit housing effort for Delaware residents or other purpose to promote the general social welfare of the community, within the meaning of Section 501(c)(3) of the Internal Revenue Code or corresponding section of any future federal tax code. In no event shall any of the assets or property, in the event of dissolution thereof, go or be distributed to members, either for the reimbursement of any sum subscribed, donated, or contributed by such members or for any other purposes, provided that nothing herein shall prohibit the corporation from paying its just debts.

TWELTH: The duration of the existance of this corporation shall be perpetual, or for the longest period permitted by the State Law.

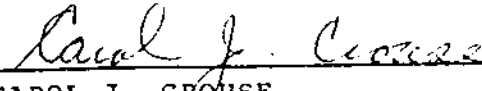
IN TESTIMONY WHEREOF, WE HAVE HEREUNTO SUBSCRIBED OUR NAMES
ON THIS 28th DAY OF JULY, 1983.



JOE L. MYER



DANIEL S. KUENNEN



CAROL J. CROUSE



CARRIE M. CALE