

Articles of Incorporation
of
Community Housing Expansion of Austin

FILED
In the Office of the
Secretary of State of Texas

MAY 10 2002

Corporations Section

ARTICLE ONE

The name of the corporation is Community Housing Expansion of Austin.

ARTICLE TWO

The corporation is a nonprofit corporation.

ARTICLE THREE

The period of duration of the corporation is perpetual.

ARTICLE FOUR

The corporation shall be a membership corporation, as defined in the Bylaws of the Corporation.

ARTICLE FIVE

The corporation is organized exclusively for religious, charitable, scientific, literary, or educational purposes within the meaning of Section 501 (c)(3) of the Internal Revenue Code, or the corresponding sections of any future federal tax code.

ARTICLE SIX

The street address of the registered office is 1906 Pearl Street Austin, TX 78705. The name of the registered agent is Alan Robinson.

ARTICLE SEVEN

The management of the corporation is vested in a Board of Directors as provided by the Bylaws of the Corporation. The names and addresses of the persons serving as the initial Board of Directors are:

- Roger Daniel Miller 5105 Creekline Drive Austin, TX 78745
- Jeremy Kailer 707 W 21st Street Austin, TX 78705
- Melissa Muradian 3704 Woodchester Lane Austin, TX 78727
- Lisa Witter 707 W 21st Street Austin, TX 78705
- Peter Zitz 5507 Ameswood Drive Austin, TX 78727

ARTICLE EIGHT

No part of the net earnings of the corporation shall inure to the benefit of any of its directors, officers, members, or to private individuals, except that the corporation shall be authorized to pay reasonable compensation for expenses or services rendered, and to make payments for the purposes set forth in Article Five of these Articles. 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, any political campaign on behalf of, or in opposition to, any candidate for public office. Notwithstanding any of the provisions of these articles, the corporation shall not carry on any other activities not permitted to be carried on by: 1) a corporation exempt from federal income tax under of section 501 (c)(3) of the Internal Revenue Code, or the corresponding sections of any future federal tax code; or, 2) a corporation contributions to which are deductible under section 170 (c)(2) of the Internal Revenue Code, or the corresponding sections of any future federal tax code.

ARTICLE NINE

In the event of dissolution of the corporation, any assets remaining after the payment of all debts and obligations against the corporation, shall be distributed to a corporation exempt from federal income tax under of section 501 (c)(3) of the Internal Revenue Code, or the corresponding sections of any future federal tax code; or to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by the district court of the county in which the corporation's principle office is located. Any distribution by the court shall be made in such a manner that, in the judgment of the court, shall best accomplish the general purpose or purposes for which the corporation was organized.

ARTICLE TEN

No director shall be held liable for any informed decision made in good faith and in the belief that the decision was made in the best interest of the corporation, or for any other act or omission similarly made, provided that this provision shall not apply to a director to the extent that the director is found liable for:

- 1) a breach in the director's duty of loyalty to the corporation;
- 2) an act or omission not in good faith that constitutes a breach of any duty of the director to the corporation;
- 3) any act or omission that involves intentional misconduct, or an intentional violation of the law;
- 4) a transaction from which the director received an improper benefit, whether or not the benefit resulted from an action taken within the scope of the director's office; or,
- 5) an act or omission for which the liability of a director is expressly provided for by an applicable statute.

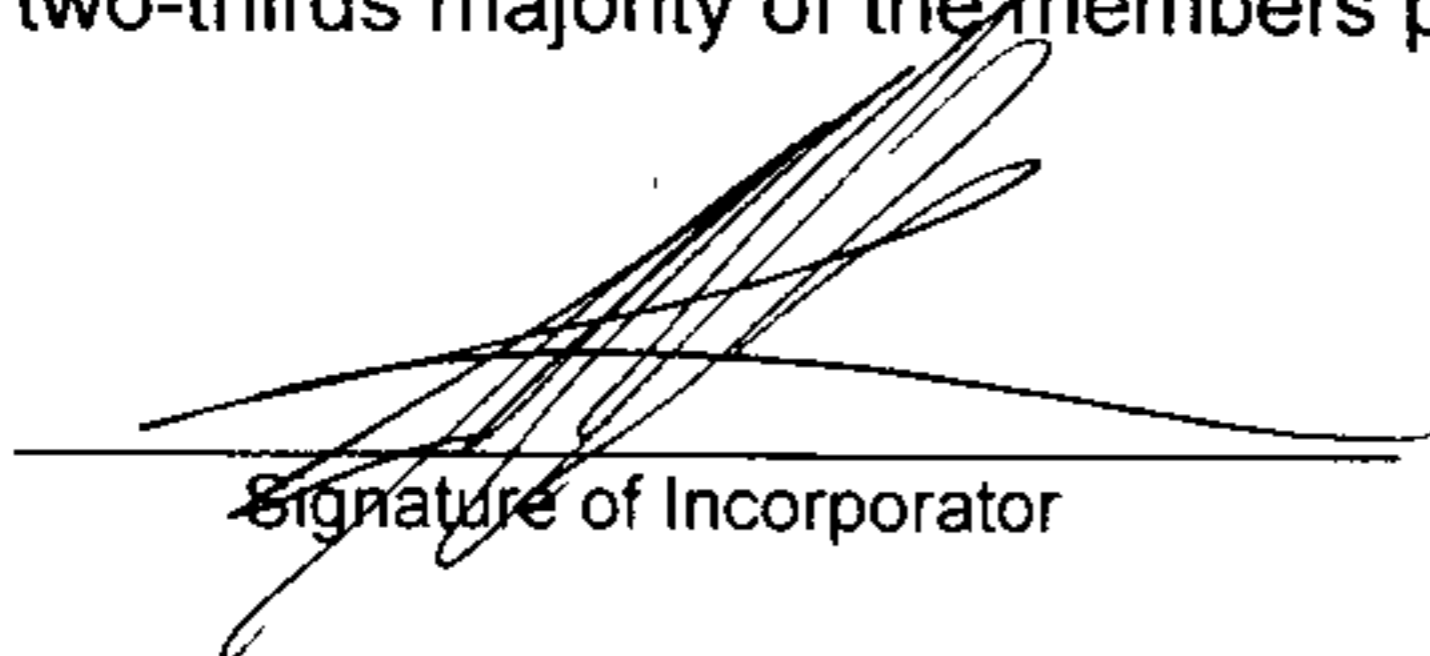
ARTICLE ELEVEN

The corporation may indemnify any person who was, is, or is threatened to be made, a named defendant or respondent in any litigation or other proceeding because the person is, or was, a member of the Board of Directors, or a member of the corporation; provided that the person is not found liable for conduct as defined in Article Ten of these Articles; and provided further that the requirements and limitations of the corporation to indemnify said persons may be specified by the Bylaws of the corporation.

ARTICLE TWELVE

The name and address of the incorporator is: Jeremy Kailer 707 W 21st Street
Austin, TX 78705

These Articles were adopted at a meeting held on the 6th day of May, 2002 by a two-thirds majority of the members present and voting.



Signature of Incorporator