

ARTICLES OF INCORPORATION

OF

CO-OPERATIVE HOUSING AT THE UNIVERSITY OF VIRGINIA

A NON-PROFIT CORPORATION

The undersigned, pursuant to Chapter 10 of Title 13.1 of the Code of Virginia, states as follows:

1. The name of this corporation is CO-OPERATIVE HOUSING AT THE UNIVERSITY OF VIRGINIA.
2. Members of the corporation may be classified as Current Members, Former Members, or Associate Members, as defined in the By-Laws of the corporation, and pursuant to, and in accordance with the laws of this state.
3. The directors of the corporation shall be elected or appointed by a two-thirds majority vote of the current membership.
4. A. The name of the corporation's initial registered agent is

Lauren Marie MacKinnon
309 12th St., NE
Charlottesville, VA 22904.

B. The initial registered agent is an individual who is a resident of Virginia and an initial director of the corporation.
5. A. The corporation's initial registered office address, which is identical to the business office of the initial registered agent, is:

309 12th St., NE
Charlottesville, VA 22904.

B. The registered office is physically located in the city of Charlottesville.
6. The specific purposes for which this corporation is organized are charitable and educational.

Its primary purposes are:

- A. To increase accessibility of university education through the development of occupant-managed, democratically-run housing for low and moderate income people;
- B. To provide unique opportunities for service, education, management, and community life to both its members and affiliates; and
- C. To increase the number of members in the corporation, according to the availability of property and as allowed by growth in the corporation's assets.

This corporation is organized exclusively for one or more of the purposes as specified in Section 501(c)(3) of the Internal Revenue Code, 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 corresponding section of any future federal tax code.

7. The number of initial directors of this corporation is four. Their names and address are as follows:

Laura Hartman
315 15th St., NW #204
Charlottesville, VA 22903.

Lauren MacKinnon
309 12th St., NE
Charlottesville, VA 22904.

Steve Policastro
1211 Wertland St. #211
Charlottesville, VA 22903.

Hua Wang
1912A Lewis Mountain Rd.
Charlottesville, VA 22903.

8. The name and address of the incorporator of this corporation is:

Laura Hartman.
315 15th St., NW #204
Charlottesville, VA 22903

9. The period of duration of this corporation is perpetual.

10. Any additional provisions for the operation of the corporation are as follows:

Upon the dissolution of this corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of this corporation shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code or shall be distributed to the federal government, or to a state or local government, for a public purpose.

No substantial part of the activities of this corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation (except as otherwise provided by Section 501(h) of the Internal Revenue Code), and this corporation shall not participate in, or intervene in (including the publishing or distribution of statements), any political campaign on behalf of, or in opposition to, any candidate for public office.

No part of the net earnings of this corporation shall inure to the benefit of, or be distributable to, its members, directors, officers, or other private persons, except that this 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 these Articles.

Notwithstanding any other provision of these Articles, this corporation shall not carry on any other activities not permitted to be carried on (1) by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code or (2) by a corporation contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code.

In any taxable year in which this corporation is a private foundation as described in Section 509(a) of the Internal Revenue Code, the corporation 1) shall distribute its income for said period at such time and manner as not to subject it to tax under Section 4942 of the Internal Revenue Code; 2) shall not engage in any act of self-dealing as defined in Section 4941(d) of the Internal Revenue Code; 3) shall not retain any excess business holdings as defined in Section 4943(c) of the Internal Revenue Code; 4) shall not make any investments in such manner as to subject the corporation to tax under Section 4944 of the Internal Revenue Code; and 5) shall not make any taxable expenditures as defined in Section 4945(d) of the Internal Revenue Code.

The undersigned incorporator hereby declares under penalty of perjury that the statements made in the foregoing Articles of Incorporation are true.

Dated: 3/10/03

Laura Hartman
Laura Hartman, Incorporator