

ARTICLES OF INCORPORATION
OF
2ND STORY ASSOCIATES

AUG -8 2007

I. NAME

The name of the corporation is 2nd STORY ASSOCIATES.

II. PURPOSES

- A. The corporation is a nonprofit public benefit corporation and is not organized for the private gain of any person. It is organized under the Nonprofit Public Benefit Corporation Law for charitable purposes.
- B. The Corporation is organized for the following purposes:
1. To provide and operate resident service programs specifically designed for low-income families, seniors and disabled persons.
 2. To develop, lease, acquire, construct, rehabilitate, sublet and operate housing and related services for persons of very low, low, and moderate income
 3. To borrow money and issue evidence of indebtedness in furtherance of any or all of the objectives of its business.
 4. To act as a general partner in California Limited Partnerships organized to acquire, build, rehabilitate and operate housing for persons of very low, low, moderate and middle income.
 5. To receive grants and loans for the furtherance of its charitable work.
 6. To perform any other act necessary or appropriate to carry out the purposes set forth above.

C. Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on by a corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code.

III.

A. This corporation is organized and operated exclusively for charitable purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code.

B. No substantial part of the activities of this corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate or intervene in any political campaign (including the publishing or distribution of statements) on behalf of any candidate for office.

IV.

A. The property of this corporation is irrevocably dedicated to charitable purposes, and no part of the net income or assets of this corporation shall ever inure to the benefit of any director, officer, or member of this corporation, or to the benefit of any private individual.

B. Upon the dissolution or winding up of the corporation, its assets remaining after payment of or provision for the payment of all debts and liabilities of this corporation shall be distributed to a non-profit fund, foundation or corporation which is organized and operated exclusively for charitable purposes and which has established its tax exempt status under section 501(c)(3) of the Internal Revenue Code.

V.

The persons who are the directors of this corporation from time to time shall be its only members and on ceasing to be a director of this corporation, any such person shall cease to be a member. The members and directors of this corporation shall have no liability for dues and assessments.

VI. INITIAL AGENT FOR SERVICE OF PROCESS

A. The name of the initial agent of this corporation for service of process is **ROB LEE FREDERICKS**, whose residence address is:

5452 North Bryn Mawr, Ventura CA 93003

IN WITNESS HEREOF, we the undersigned, being the incorporators have executed these Articles of Incorporation this 6th Day of August 2007

INCORPORATORS


MARGARET TREJO


ROB L. FREDERICKS

