



# STATE of MISSOURI

JAMES C. KIRKPATRICK, Secretary of State

Corporation Department

## Certificate of Incorporation A General Not For Profit Corporation

WHEREAS, duplicate originals of Articles of Incorporation of \_\_\_\_\_

North Brighton Townhouses, Inc.

have been received and filed in the office of the Secretary of State and which Articles in all respects comply with the requirements of The General Not for Profit Corporation Law of Missouri:

NOW, THEREFORE, I, JAMES C. KIRKPATRICK, Secretary of State of the State of Missouri,

by virtue of the authority vested in me, do hereby certify and declare

a body corporate, duly organized this day, that it is entitled to all rights and privileges granted corporations organized under The General Not For Profit Corporation Law of Missouri; that the address of its initial

Registered Office in Missouri is 210 Puritan Building, 13<sup>th</sup> & Oak St., Kansas City;

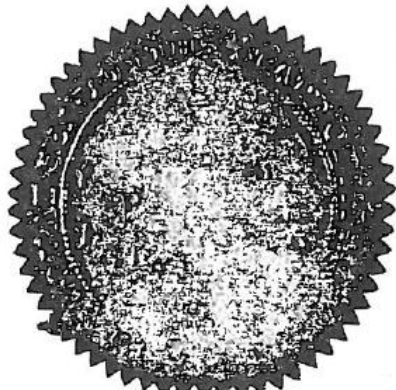
and that its period of existence is PERPETUAL

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed the GREAT SEAL of the State of Missouri, at the City of Jefferson, this 19<sup>th</sup> day of FEBRUARY 1968.

James Kirkpatrick  
Secretary of State  
T R Cloud  
Deputy Secretary of State

I, JAMES C. KIRKPATRICK, Secretary of State of the State of Missouri, hereby certify that the copy of the Certificate of Incorporation above set forth, is full, true, and complete, and that to the first issued certified copy thereof I have attached a copy of the Articles of Incorporation referred to therein.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed the GREAT SEAL of the State of Missouri, at the City of Jefferson, this 19<sup>th</sup> day of February, 1968.



James Kirkpatrick  
Secretary of State  
T R Cloud  
Deputy Secretary of State

ARTICLES OF INCORPORATION  
UNDER THE  
GENERAL NOT FOR PROFIT CORPORATION ACT

We, the undersigned,

B. Douglas Varner,	9933 Foster,	Overland Park, Kansas
Charles A. Erickson,	5436 N.Lydia,	Kansas City, Missouri
William H. Leedy,	814 Westover Road,	Kansas City, Missouri

being natural persons of the age of twenty-one (21) years or more and citizens of the United States, for the purposes of forming a corporation under the "General Not For Profit Corporation Act", Chapter 355 of the 1953 Supplement of the Revised Statutes of Missouri of 1949, as amended, do hereby adopt the following Articles of Incorporation:

ARTICLE I

The name of the corporation is: North Brighton Townhouses, Inc.

ARTICLE II

The period of duration of the corporation is perpetual.

ARTICLE III

The address of its initial Registered Office in the State of Missouri is 210 Puritan Building, 13th and Oak Streets, in the City of Kansas City, County of Jackson, and the name of its initial Registered Agent at said address is Ernest Salvas.

ARTICLE IV

The first Board of Directors shall be five in number, their names and addresses being as follows:

	Address
Winslow Carlton	221 Park Avenue South, New York 3, New York
S.F. Boden	217 Park Row, New York 38, New York
Dwight D. Townsend	1012 - 14th Street, N.W. Washington, D. c.
John O. Walker	3200 Circle Hill Road, Alexandria, Virginia
John D. Lange	2600 Virginia Ave., N.W., Ste.400, Washington, D. C.

ARTICLE V

The purposes or purpose for which the corporation is organized are:

1. To provide dwelling accommodations on a non-profit basis for families

displaced from urban renewal areas or as a result of governmental action and to assist further the provision of housing for moderate and low income families.

2. To construct, operate, maintain, and improve, and to buy, own, sell, convey, assign, mortgage or lease any real estate and any personal property necessary or incident to the provision of such housing.

3. To borrow money and issue evidences of indebtedness in furtherance of any or all of the objects of its business; to secure the same by mortgage, pledge or other lien.

4. To apply for and obtain or cause to be obtained from the Federal Housing Commissioner, hereinafter called the "Commissioner", a contract or contracts of mortgage insurance.

5. To enter into any kind of activity, and to perform and carry out contracts of any kind necessary to, or in connection with, or incidental to the accomplishment of the non-profit purposes of the corporation.

#### ARTICLE VI

Notwithstanding any other provision contained herein the corporation formed hereby is authorized to enter into a contract (Regulatory Agreement) with the Federal Housing Commissioner and shall be bound by the terms thereof to enable the Commissioner to carry out the provisions of the National Housing Act, as amended. Upon execution, the contract (Regulatory Agreement) shall be binding upon the corporation, its successors and assigns, so long as a mortgage is outstanding, unpaid and insured or held by the Federal Housing Commissioner.

#### ARTICLE VII

No contract or other transaction between this Corporation and any other corporation, and no act of this Corporation, shall in any way be affected or invalidated by the fact that any of the directors or officers of this Corporation are pecuniary or otherwise interested in, or are directors or officers of, such other corporation; any directors individually, or any firm of which any director or may be a member, may be a party to, or may be pecuniary or otherwise interested in, any contract or transaction of this Corporation.

provided the fact that he or such firm is so interested, shall be disclosed on the minutes of this Corporation; and any director of this Corporation who is also a director or officer of such other corporation or who is so interested may be counted in determining the existence of a quorum at any meeting of the board of directors of this Corporation, which shall authorize any such contract or transaction, provided, however, such director may not vote thereat to authorize any such contract or transaction.

IN WITNESS WHEREOF, we have hereunto set our hands and seal this  
5th day of January, 1968.

B. Douglas Varner  
Charles A. Erickson  
William H. Leedy

STATE OF MISSOURI )  
                                  ) SS:  
COUNTY OF JACKSON )

I, Helma Day Lloyd Notary Public, do hereby certify that on the 5th day of January, 1968, B. Douglas Varner, Charles A. Erickson and William B. Leedy personally appeared before me and being first duly sworn by me severally acknowledged that they signed as their free act and deed the foregoing document in the respective capacities therein set forth and declared that the statements therein contained are true, to their best knowledge and belief.

IN WITNESS WHEREOF, I have hereunto set my hand and seal the day and year above written.

Helma Day Lloyd  
Notary Public

My commission expires:

March 22, 1971

FILED AND CERTIFICATE OF  
INCORPORATION ISSUED  
FEB 19 1968  
James A. Erickson  
Corporation Dept. SECRETARY OF STATE