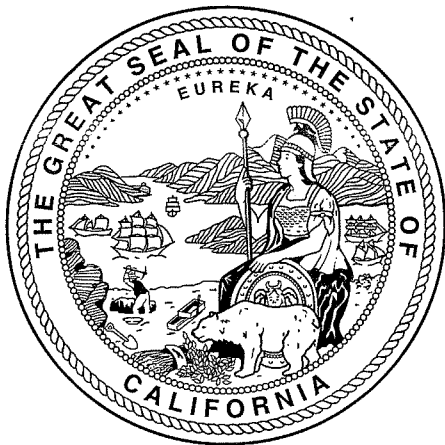




State of California
Secretary of State

I, DEBRA BOWEN, Secretary of State of the State of California, hereby certify:

That the attached transcript of 10 page(s) was prepared by and in this office from the record on file, of which it purports to be a copy, and that it is full, true and correct.



IN WITNESS WHEREOF, I execute this certificate and affix the Great Seal of the State of California this day of

APR 17 2007

Debra Bowen

DEBRA BOWEN
Secretary of State

604621

Restriction of right
to amended articles

No

Yes

FILED
in the office of the Secretary of State
of the State of California

AUG 6 1970

Secretary of State

By Bill Hoover
Deputy

ARTICLES OF INCORPORATION OF
PEOPLES' SELF-HELP HOUSING CORPORATION
OF SAN LUIS OBISPO COUNTY, INC.

ARTICLE I. The name of this Corporation shall be Peoples' Self-Help Housing Corporation of San Luis Obispo County, Inc.

ARTICLE II. The specific and primary purpose for which this Corporation is formed is to promote better housing conditions for the low-income families of San Luis Obispo County.

ARTICLE III. The general purpose and powers for which this Corporation is formed are as follows:

1. To provide low-income families with the opportunity to acquire new homes, to renovate or repair existing homes, to engage in self-help projects, or to sponsor rental or cooperative housing without regard to race, color, creed, or national origin.

2. To make and enter into contracts of every sort and kind permitted by law with an individual, firm, association, and private, public, or municipal corporation or body politic or department thereof, for the attainment of the purposes of this Corporation.

3. To solicit, collect, receive, acquire, hold, and invest money and property, both real and personal, including money and property received by gift, contribution, bequest, or devise; to sell and convert property, both real and personal, into cash; and to use the funds of this Corporation and the proceeds, income, rents, issues, and profits derived from any property of this Corporation for any of the purposes for which this Corporation is formed.

4. To purchase, acquire, own, hold, sell, assign, transfer, dispose of, mortgage, pledge, hypothecate, or encumber, and to deal in shares, bonds, notes, debentures, or other securities or evidences of indebtedness of any person, firm, corporation, or association, and, while the owner or holder of them, to exercise all rights, powers, and privileges of ownership.

5. To purchase or acquire, own, hold, use lease (either as lessor or lessee), sell, exchange, assign, convey, dispose of, mortgage, hypothecate, or encumber real and personal property.

6. To borrow money, incur indebtedness, and to secure repayment by mortgage, pledge, deed of trust, or other hypothecation of property, both real and personal.

7. To enter into, make, perform, and to carry out contracts of every kind for any lawful purpose without limit on amount, with any person, firm, association or corporation, municipality, county, parish, state, territory, government (foreign or domestic), or other municipal or governmental subdivision.

8. To do all things necessary, expedient, or appropriate to the accomplishment of any of the objects and purposes for which this Corporation is formed.

9. Notwithstanding any of the above statements of purposes and powers, this Corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the primary purpose of this Corporation.

10. 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 public office.

ARTICLE IV. The Board of Directors shall constitute the membership of the Corporation, and the Corporation shall have no membership distinct from the Board of Directors.

ARTICLE V. This Corporation is organized pursuant to the General Nonprofit Corporation Law of the State of California and does not contemplate pecuniary gain or profit to the members thereof and it is organized for nonprofit purposes.

ARTICLE VI. The principal office for the transaction of business of this Corporation is situated in San Luis Obispo County, California.

ARTICLE VII. This Corporation shall have perpetual existence.

ARTICLE VIII. The property of this Corporation is irrevocably dedicated to charitable purposes and no part of the net income or assets of this organization shall ever inure to the benefit of any director, officer, or member thereof or to the benefit of any private persons. Upon the dissolution or winding up of the Corporation, its assets remaining after payment of, or provision for payment of, all debts and liabilities of this Corporation, shall be distributed to a nonprofit 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.

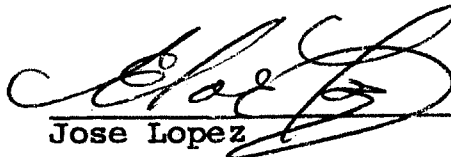
If this Corporation holds any assets in trust, or the Corporation is formed for charitable purposes, such assets shall be disposed of in such manner as may be directed by decree of the superior court of the county in which the corporation has its principal office, upon petition therefor by the Attorney General or by any person concerned in the liquidation, in a proceeding to which the Attorney General is a party.

ARTICLE IX. The Board of Directors of this Corporation shall consist of the number set forth in the Bylaws of the Corporation. The names and addresses of persons who are to act in the capacity of Directors until the selection of their successors are:

1. Jose Lopez, P.O. Box 933, Nipomo, California.
2. Robert Kiichli, 5390 Tunitas, Atascadero, California.
3. Mrs. Jose Palomo, P.O. Box 273, Grover City, California.

ARTICLE X. The authorized number and qualifications of members of the Corporation, the different classes of membership, if any, the property, voting, and other rights and privileges of members shall be as set forth in the Bylaws of this Corporation.

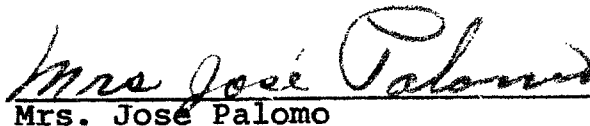
IN WITNESS WHEREOF, we, the undersigned, being the persons names above as the first directors, have executed these Articles of Incorporation this July 21, 1971.



Jose Lopez



Robert Kiichli



Mrs. Jose Palomo

State of California, County of San Luis Obispo

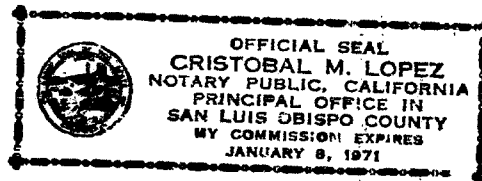
On this August 4, 1970, before me, the undersigned, a Notary Public, personally appeared, Jose Lopez, Robert Kiichli, and Mrs. Jose Palomo, known to me to be the persons whose names are subscribed to these Articles of Incorporation, and acknowledged to me that they executed them.

Cristobal M. Lopez
Cristobal M. Lopez

Seal

Notary Public for the State of California

My commission expires JANUARY 8, 1971.



1107341

604621

CERTIFICATE OF AMENDMENT

OF

ARTICLES OF INCORPORATION

X FILED
in the office of the Secretary of State
of the State of California

MAY 20 1971

EDMUND G. BROWN, Jr., Secretary of State

By *[Signature]* Deputy

Robert Kiichli and Harry Fryer, Sr. certify:

1. They are the President and the Secretary, respectively, of Peoples' Self-Help Housing Corporation of San Luis Obispo County, Inc., a California Corporation.

2. At a meeting of the Board of Directors of said corporation, duly held at San Luis Obispo, California on April 28, 1971, the following resolution was adopted:

RESOLVED,

that ARTICLE XI is added to the Articles of Incorporation and shall read as follows:

ARTICLE XI

(1) The corporation shall distribute its income for each taxable year at such time and in such manner as not to become subject to the tax on undistributed income imposed by section 4942 of the Internal Revenue Code of 1954.

(2) The corporation shall not engage in any act of self-dealing as defined in section 4941(d) of the Internal Revenue Code of 1954.

(3) The corporation shall not retain any excess business holdings as defined in section 4943(c) of the Internal Revenue Code of 1954.

(4) The corporation shall not make any taxable investments in such manner as to subject it to tax under section 4944 of the Internal Revenue Code of 1954.

(5) The corporation shall not make any taxable expenditures as defined in section 4945(d) of the Internal Revenue Code of 1954.

3. That the members have adopted said amendment by Resolution at a meeting held at San Luis Obispo, California on April 28, 1971, and the wording of the added Article as set forth in the members' Resolution is the same as that set forth in the Directors' Resolution in Paragraph 2 above.

4. That the number of members who voted affirmatively for the adoption of said Resolution is 10, and that the number of members constituting a quorum is 8.

Robert Kiichli
Robert Kiichli, President

Harry Fryer, Sr.
Harry Fryer, Sr., Secretary

Each of the undersigned declares under penalty of perjury that the matters set forth in the foregoing Certification are true and correct.

Executed at San Luis Obispo, California, on April 28, 1971.

Robert Kiichli
Robert Kiichli, President

Harry Fryer, Sr.
Harry Fryer, Sr., Secretary

604621

A182126

FILED

In the office of the Secretary of State
of the State of California

CERTIFICATE OF AMENDMENT

X SEP 26 1977

OF

MARSH FUND LU, Secretary of State

ARTICLES OF INCORPORATION

James Harris
Deputy

DAVID RICHARDSON and DICK FOREMAN certify:

1. They are the President and the Secretary, respectively, of Peoples' Self-Help Housing Corporation of San Luis Obispo County, Inc., a California Corporation.

2. At a meeting of the Board of Directors of said corporation, duly held pursuant to the provisions of Article IV, Section 6 of the By-Laws of said corporation, at San Luis Obispo, California on September 15, 1977, the following Resolution was adopted:

RESOLVED,

That ARTICLE II of the Articles of Incorporation shall be amended to read in full as follows:

ARTICLE II. The specific and primary purpose for which this corporation is formed is to promote better housing conditions for the low-income families of San Luis Obispo County and Santa Barbara County.

3. That the members have adopted said amendment by Resolution at a meeting held at San Luis Obispo, California on September 15, 1977, and the wording of the added Article as set forth in the members' Resolution is the same as that set forth in the Directors' Resolution in Paragraph 2, above.

4. That the number of members who voted affirmatively for the adoption of said Resolution is 6, and that the number of members constituting a quorum is 5.

David Richardson
DAVID RICHARDSON, President

Dick Foreman
DICK FOREMAN, Secretary

Each of the undersigned declares under penalty of perjury that the matters set forth in the foregoing Certification are true and correct. Executed at San Luis Obispo, California, on September 16, 1977.

David Richardson
DAVID RICHARDSON, President

Dick Foreman
DICK FOREMAN, Secretary

30

604621 A340602

FILED
In the office of the Secretary of State
of the State of California

**CERTIFICATE OF AMENDMENT OF
ARTICLES OF INCORPORATION OF
PEOPLES' SELF-HELP HOUSING CORPORATION OF
SAN LUIS OBISPO COUNTY, INC.**

OCT 15 1987

March Fong
MARCH FONG, Secretary of State

Dieter Eckert, M.D., President, and Carole Caldwell, Secretary,
certify:

1. That they are the President and Secretary, respectively, of ,
**PEOPLES' SELF-HELP HOUSING CORPORATION OF
SAN LUIS OBISPO COUNTY, INC.,** a California nonprofit corporation.

2. The Board of Directors and Members of said corporation
have approved the following amendment to Article II of the Articles of
Incorporation of said corporation to read in full, as follows:

**"ARTICLE II. The specific and primary purpose for which this
Corporation is formed is to promote better housing conditions
for the low and moderate income families of San Luis Obispo,
Santa Barbara, Ventura, Monterey and San Benito Counties."**

3. The Board of Directors and Members of said corporation have approved
the following amendment to paragraph I of Article III of the Articles of
Incorporation of said corporation to read in full, as follows:

**"I (a). To provide low and moderate income families with the
opportunity to acquire new homes, to renovate or repair existing
homes, to engage in self-help projects, or to sponsor rental or
cooperative housing without regard to race, color, creed or
national origin .**

**I (b). To protect land for public access, recreational and
open-space opportunities."**

4. The directors are the only members of the corporation
Carole Caldwell *Dieter Eckert*
Carole Caldwell, Secretary Dieter Eckert, M.D., President

DECLARATION UNDER PENALTY OF PERJURY

Each of the undersigned declares under penalty of perjury that the
statements set forth in the foregoing certificate are true and correct of
his or her own knowledge and that this declaration was executed at San
Luis Obispo, California on the 2 day of October, 1987.

Carole Caldwell *Dieter Eckert*
Carole Caldwell, Secretary Dieter Eckert, M.D., President

NCTU:

604621

A385076

FILED
In the office of the Secretary of State
of the State of California

MAR - 7 1990

**CERTIFICATE OF AMENDMENT OF
ARTICLES OF INCORPORATION OF
PEOPLES' SELF-HELP HOUSING CORPORATION,
SAN LUIS OBISPO COUNTY, INC.**

March Fong Eu
MARCH FONG EU, Secretary of State

Dieter Eckert, M.D., President and Jeannette Barrett,
Secretary, certify:

1. That they are the President and Secretary, respectively,
of,
**PEOPLES' SELF-HELP HOUSING CORPORATION OF SAN
LUIS OBISPO COUNTY, INC.,** a California nonprofit
corporation.
2. The Board of Directors and Members of said corporation
have approved the following amendment to Article I of
the Articles of Incorporation of said corporation to
read in full, as follows:
**ARTICLE I. The name of this Corporation shall
be "PEOPLES' SELF-HELP HOUSING CORPORATION".**
3. The directors are the only members of the corporation.

Jeannie Barrett
Jeannie Barrett
Secretary

Dieter Eckert
Dieter Eckert, M.D.
President

DECLARATION UNDER PENALTY OF PERJURY

Each of the undersigned declares under penalty of perjury that
the statements set forth in the foregoing certificate are true
and correct of his or her own knowledge and that this declaration
was executed at San Luis Obispo, California, on the 22nd day of
February, 1990.

Jeannie Barrett
Jeannie Barrett, Secretary

Dieter Eckert
Dieter Eckert, M.D., President

A442051

604621

FILED
In the office of the Secretary of State
of the State of California

JAN 28 1994

CERTIFICATE OF AMENDMENT OF
ARTICLES OF INCORPORATION
PEOPLES' SELF-HELP HOUSING CORPORATION

March Fong Eu
MARCH FONG EU Secretary of State

Dieter Eckert M.D., President, and Edwin McCracken, Secretary,
certify:

1. That they are the President and Secretary, respectively,
of PEOPLES' SELF-HELP HOUSING CORPORATION, a California nonprofit
corporation.

2. The Board of Directors and Members of said corporation
have approved the following amendment to Article IV of said
corporation, to read in full, as follows:

"ARTICLE IV

A. The Board of Directors shall be the sole voting and
policy-making membership of the corporation.

Edwin L. McCracken
Secretary

Dieter Eckert
President

DECLARATION UNDER PENALTY OF PERJURY

Each of the undersigned declares under penalty of perjury that the
matters set forth in the foregoing certificate are true and correct
of his or her own knowledge. This declaration was executed at San
Luis Obispo, California on the 27th day of January, 1994.

Dieter Eckert
President

Edwin L. McCracken
Secretary

SEAL

