

OHIO SECRETARY OF STATE
PROCESSING STATEMENT
10/28/94

CHARTER NUMBER: 884264
ROLL AND FRAME: 4265-1515

04265-1515

CORPORATION:

MT. AUBURN HOUSING, INC.

DOCUMENT NUMBER

94101418801

CODE

ARN

FEE

25.00

039003

RETURN TO: TAFT, STETTINIUS & HOLLISTER
ATTN J M LEMON
425 WALNUT ST #1800
CINCINNATI OH 45202-3957

TOTAL : 25.00

0188

04265-1516



The State of Ohio

Bob Taft

Secretary of State

884264

Certificate

It is hereby certified that the Secretary of State of Ohio has custody of the Records of Incorporation and Miscellaneous

Filings; that said records show the filing and recording of: ARN

of:

MT. AUBURN HOUSING, INC.

United States of America
State of Ohio
Office of the Secretary of State

Recorded on Roll 4265 at Frame 1517 of
the Records of Incorporation and Miscellaneous Filings.

Witness my hand and the seal of the Secretary of State at

Columbus, Ohio, this 14TH day of OCT ,

A.D. 19 94 .



Bob Taft
Bob Taft
Secretary of State

04265-1517

APPROVED

ARTICLES OF INCORPORATION,

Date

OF

Amount

Mt. Auburn Housing, Inc.

The undersigned, who is a citizen of the United States, desiring to form a corporation not for profit, in accordance with Chapter 1702 of the Ohio Revised Code, does hereby certify:

FIRST. The name of the corporation shall be

Mt. Auburn Housing, Inc.

SECOND. The place in the state of Ohio where the principal office of the corporation (the "Corporation") is to be located is Cincinnati, Hamilton County, Ohio.

THIRD. The purpose for which the Corporation is formed is to provide housing for low and moderate income families, and, subject to the restrictions and limitations hereinafter set forth, to use and apply the whole or any part of the income therefrom and the principal thereof exclusively for charitable, religious, scientific, literary or educational purposes, either directly or by contributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code and its Regulations as they now exist or as they may hereafter be amended (the "Code").

FOURTH. No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, any trustee or officer of the Corporation, or any member of the Corporation, or any other private individual (except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of its purposes), and no trustee or officer of the Corporation, or any private individual, shall be entitled to share in the distribution of any of the corporate assets on dissolution of the Corporation. 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 (including the publication or distribution of statements) any political campaign on behalf of any candidate for public office.

FIFTH. The Corporation shall distribute its income for each taxable year at such time and in such manner as not to become subject to tax on undistributed income imposed by Section 4942 of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws.

04265-1518

SIXTH. The Corporation shall not engage in any act of self dealing, as defined in Section 4941(c) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws.

SEVENTH. The Corporation shall not retain in any excess business holdings, as defined in Section 4943(c) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws.

EIGHTH. The Corporation shall not make any taxable expenditures, as defined in Section 4944 of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws.

NINTH. The Corporation shall not make any taxable expenditures, as defined in Section 4945(d) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws.

TENTH. Notwithstanding any other provision of these Articles of Incorporation, the Corporation shall not conduct or carry on any activity not permitted to be conducted or carried on by an organization exempt from taxation under Section 501(c)(3) of the Internal Revenue Code and its Regulations as they now exist or as they may hereafter be amended, or by an organization contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code and its Regulations as they now exist or as they may hereafter be amended.

ELEVENTH. Upon the dissolution of the Corporation, the Board of Trustees shall, after paying or making provision for the payment of all of the liabilities of the Corporation, dispose of all of the assets of the Corporation exclusively for the purposes of the Corporation, in such manner or to such organization or organizations organized and operated exclusively for charitable, educational, religious or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue law), as the Board of Trustees shall determine. Any of such assets not so disposed of shall be disposed of by the court of common pleas of the county in which the principal office of the Corporation is then located, exclusively for such purposes or to such organization or organizations as said court shall determine, which are organized and operated exclusively for such purposes.

TWELFTH. The period of its duration is perpetual.

04265-1519

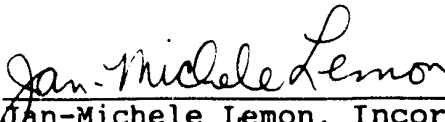
THIRTEENTH. The initial trustees of the Corporation are:

Khadijah Faquir
159 Dorchester Avenue
Cincinnati, Ohio 45219

Charles Hillman
159 Dorchester Avenue
Cincinnati, Ohio 45219

Fred Coleman
159 Dorchester Avenue
Cincinnati, Ohio 45219

IN WITNESS WHEREOF, I have hereunto subscribed my name this
12th day of October, 1994.



Jan-Michele Lemon, Incorporator

ARTICLES.MTA

04265-1520

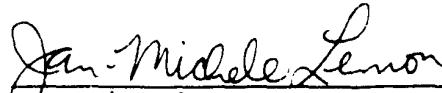
ORIGINAL APPOINTMENT OF AGENT

KNOW ALL MEN BY THESE PRESENTS:

That Khadijah Faquir, of 159 Dorchester Avenue, Cincinnati, Hamilton County, Ohio 45219, a natural person and resident of said county, being the county in which the principal office of

Mt. Auburn Housing, Inc.

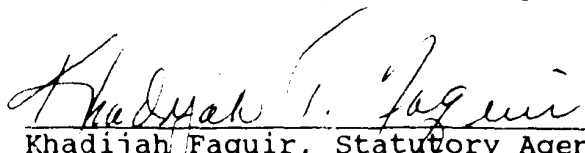
is located, is hereby appointed as the person on whom process, tax notices and demands against said **Mt. Auburn Housing, Inc.** may be served.


Jan-Michele Lemon, Incorporator

Hamilton County
Cincinnati, Ohio

August 10, 1994

I hereby accept the appointment as the statutory agent for **Mt. Auburn Housing, Inc.** upon whom any process, notice or demand required or permitted by statute to be served upon the Corporation may be served.


Khadijah Faquir, Statutory Agent

TAFT, STETTINIUS & HOLLISTER

04265-1521

1800 STAR BANK CENTER
426 WALNUT STREET
CINCINNATI, OHIO 45202-3957

513-381-2838
CABLE TAFTHOLTWX 810-461-2623
FAX 513-381-0205

WASHINGTON, D.C. OFFICE
625 INDIANA AVENUE, N.W.
WASHINGTON, D.C. 20004-2901
202-628-2838
FAX 202-347-3419

COLUMBUS, OHIO OFFICE
21 EAST STATE STREET
COLUMBUS, OHIO 43215-4221
614-221-2838
FAX 614-221-2007

NORTHERN KENTUCKY OFFICE
THOMAS MORE CENTRE
2670 CHANCELLOR DRIVE
CRESTVIEW HILLS, KENTUCKY 41017-3491
606-331-2838
513-381-2838
FAX: 513-381-6613

WRITER'S DIRECT LINE:
513-357-9309

MARGARET C. COLLOTON
MICHAEL A. SYERS**
CHRISTINE M. ZIMMER
LAURA A. RINGENBACH
JEFFREY MARKS
DAVID G. KRALL
ROBERT A. WINTER, JR.***
JOHN HARLESTON
MICHAEL R. RICKMAN
MICHAEL C. LUEDER
M. BRADFORD SANDERS
DOREEN CANTON
JOAN A. HEFFERNAN
MARCA VOORNIS ANDREW
MARIA R. SCHAEFER
TAMM: P. HAMZEPPOUR
JOHN H. PHILLIPS
PATRICIA D. BRANTON
STEPHEN H. JETT
RUSSELL S. SAYRE
ANDREW L. WOODS**
JAMES J. BARRESI
JAN-MICHELE LEMON
KATHLEEN J. MOONEY**
KAREN D. SMITH
THOMAS J. SARAKATSANNIS
TROY A. BLACKBURN
JANE GUENTHER PARENT
DAVID M. PECK
KEITH W. JOHNSON
STEPHEN C. MAHON
DANIEL R. WARMACK
JILL A. CAMPBELL
DANIEL J. BRAKE
JOHN M. STANTON
SCOTTE E. WESLAND

JAMES E. BRITAIN
RAYMOND W. LEMBKE
PATRICIA O. LOWRY
SAMUEL M. DURAN
LAWRENCE K. HOYT
SUSAN E. WHEATLEY
MARK A. PERGUSON**
RONALD C. CHRISTIAN
MARK J. RUSHLIMANN
T. SCOTT BUCY
ABRAM S. GORDON
MICHAEL S. DEFRANK
JENNIFER BUSH OLANO
GREGORY PARKER ROGERS
MARK G. KOSASUK
ELIZABETH YORK SCHIFF
GREGORY C. LUKS
ROBERT A. SLOTT
WILLIAM S. MAKASIAN**
PATRICIA L. HERBOLD
JULIANA M. FARIS**
DAVID E. CARTER
EARL K. MESSER
STEVEN D. PHILLIPS
SUSAN M. STOCKTON
CHRISTIE BILL BAUMACH***
KAREN M. ECKER
W. TIMOTHY MILLER
TIMOTHY L. COYLE***
MICHAEL A. MANZLER
SUSAN E. CANCLOSI
TIMOTHY S. HALL
DAVID T. ANDREWS
JENNIFER L. ESCHENDOR
HOWARD M. ULLMAN

MURRAY S. MONROE
JAMES R. BRIDGELAND, JR.
FRANK N. STEWART
JAMES J. RYAN
ROBERT J. TOWNSEND
RONALD R. NEWSBANKS
THOMAS D. HEEKIN
MELVIN S. SHOTTEN
STEPHEN M. NECHEMIAS
G. DAVID SCHIERING
R. JOSEPH PARKER
TIMOTHY E. ROBERTS
RICHARD S. ROBERTS
DAVID L. JOHNSON**
LAWRENCE J. BARTY
LAWRENCE D. WALKER**
DONALD C. HESS
TIMOTHY P. NAGY**
W. STUART DORNETTE
J. THOMAS CRUTCHER
DANIEL J. HOFFHEIMER
JOHN J. MCCOY
TIMOTHY P. REILLY
JAMES H. BRUN
DONALD M. HEMMER***
KIM K. BURKE
CHARLES MICHAEL STEPHAN
BRENDA M. KLOOS
TOSHIO KAKAO
ELIZABETH A. GALLOWAY
THOMAS E. GROSSEMAN
JEFFREY S. SCHLOEMER
TIMOTHY C. SULLIVAN
PHILIP P. SCHULTZ

CHARLES D. LINDBERG
ROBERT D. STACHLER
WILBUR I. COLLINS
L. CLIFFORD CRAIG
WILLIAM K. ENGEMAN
JEROLD A. FINK
J. ALAN LIPS
GERALD J. RAPIEN
HENRY C. KASSON
ROBERT E. RICH
JAMES M. ANDERSON
G. JACK DONSON, JR.
RICHARD D. SPOOR***
THOMAS C. HILL
THOMAS T. TERP
ROGER A. WEBER
ROSS E. WALES
JAMES M. HALL, JR.
TIMOTHY J. QUINN
EDWARD D. DILLER
TIMOTHY J. MURLEY
STEVEN W. WEEKS
WILLIAM J. SEITZ**
THOMAS R. SCHUCK
MICHAEL J. ZAMATSKY
MARK J. STEPMANIK
GERALD S. GREENBERG
MARGARET AVRIL LAWSON
ROBERT S. CRAIG***
STEPHEN M. GRIFFITH, JR.
ROBERT S. CORKER
BRIAN P. GILLAN
PATRICK J. MITCHELL
STEPHEN D. LERNER

OF COUNSEL: J. MACK SWIGERT
LEONARD A. WEAKLEY
ROBERT T. KEELER
SYDOR: DAVIS
WILLIAM V. FINN
CYNTHIA F. BLANK
STEVEN N. STEIN

*WASHINGTON, D.C. OFFICE
**COLUMBUS, OHIO OFFICE
***NORTHERN KENTUCKY OFFICE
****NOT ADMITTED IN OHIO

October 13, 1994

Secretary of State of Ohio
30 E. Broad Street
Columbus, OH 43215

Re: Mt. Auburn Housing, Inc.

To Whom It May Concern:

Enclosed are the original and duplicate documents (Articles of Incorporation, Original Appointment of Agent and Acceptance by Agent) for incorporation of Mt. Auburn Housing, Inc. and a check for \$75.00, as well as a copy of the documents. Please file and return a file-stamped copy to me in the enclosed self-addressed stamped envelope.

In addition, please send the Certificate of Incorporation to me as quickly as possible.

Sincerely,



Jan-Michele Lemon

JML:lwm

Enclosures

cc: Ms. Khadijah Faquir

SECYINCLTR