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SECRETARY OF STATE  
STATE OF CALIFORNIA

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ARTICLES OF INCORPORATION  
OF  
ISLAND CITY DEVELOPMENT

I. NAME

The name of the corporation is ISLAND CITY DEVELOPMENT (the "Corporation").

II. PURPOSE

(a) This Corporation is a nonprofit public benefit corporation and is not organized for the private gain of any person. It is organized under the California Nonprofit Public Benefit Corporation Law for charitable and public purposes. The general purpose of this Corporation is to have and exercise all rights and powers conferred on nonprofit corporations under the laws of California, provided that 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 purposes of this Corporation.

(b) The specific charitable and public purposes for which the Corporation is organized are to benefit and support the City of Alameda, California (the "City") and the Housing Authority of the City of Alameda, a public body corporate and politic ("HACA") and its purposes in accordance with Section 509(a)(3)(A) of the Internal Revenue Code by (1) acquiring, providing, developing, financing, rehabilitating, owning and operating decent, safe and sanitary housing affordable to persons and households of low income where no adequate housing exists for such groups; (2) lessening the burdens of government by assisting HACA and the City and its agencies, authorities, boards or commissions in the development of housing targeted to low income households; (3) combating blight and deterioration within the City; (4) working to eliminate discrimination and prejudice; (5) assisting in the lessening of neighborhood tensions; (6) promoting social welfare through community-based development activities; (7) carrying out such other activities as the board of directors of this Corporation determines will benefit and support HACA and the City; and (8) serving, directly or through a wholly owned limited liability company, as a general partner in limited partnerships which will own and operate housing for the benefit of low income persons and households, as described in (1) above.

III. MEMBERS

The Corporation shall have no members.

IV. AGENT OF SERVICE

The name and address in California of the Corporation's initial agent for service of process is Vanessa Cooper, 701 Atlantic Avenue, Alameda, CA 94501.

## V. OFFICE

The principal office for the transaction of affairs and activities of the Corporation is located at 701 Atlantic Avenue, Alameda, CA 94501. The Board of Directors of the Corporation may change the principal office from one location to another. Any change shall be noted in the Bylaws.

## VI. DEDICATION AND DISPOSITION

(a) The property of the Corporation is irrevocably dedicated to charitable purposes, and no part of the net income or assets of the Corporation shall ever inure to the benefit of any director, officer, or member of the Corporation or to the benefit of any private individual, except that the Corporation is authorized and empowered to pay reasonable compensation to private persons, other than directors, for services rendered and to make payments and distributions in furtherance of its exempt purposes.

(b) Upon the winding up and dissolution of the Corporation, and after paying or adequately providing for the debts and obligations of the Corporation, the remaining assets shall be distributed to HACA for charitable purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code.

## VII. LIMITATION ON CORPORATE ACTIVITIES

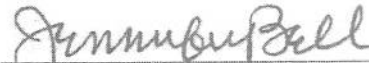
(a) The Corporation is organized and operated exclusively for charitable purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code. Notwithstanding any other provision of these Articles, the Corporation shall not carry on any activities not permitted to be carried on by: (i) a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code or the corresponding provision of any future United States Internal Revenue Law; or (ii) by a corporation, contributions to which are deductible under Section 170 of the Internal Revenue Code or the corresponding provisions of any other United States Internal Revenue Law.

(b) No substantial part of the activities of the Corporation shall consist of lobbying or propaganda, or otherwise attempting to influence legislation, except as provided in Section 501(h) of the Internal Revenue Code, and the Corporation shall not participate in or interfere in (including publishing or distributing statements) any political campaign on behalf of any candidate for public office.

## VIII. DIRECTORS

The number of directors and the manner in which directors shall be chosen and removed from office, their qualifications, powers, duties, term of office, the manner of filling vacancies on the board of directors and the manner of calling and holding meetings of directors shall be as stated in the bylaws.

Adopted this 28<sup>th</sup> day of August, 2014.

  
 Jennifer K. Bell, Incorporator

DECLARATION

I declare that I am the person who executed the foregoing Articles of Incorporation which execution is my act and my deed.

Date: August 28<sup>th</sup>, 2014

Jennifer K. Bell  
Jennifer K. Bell

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FILED  
Secretary of State  
State of California  
10 OCT 17 2016

CERTIFICATE OF AMENDMENT  
OF ARTICLES OF INCORPORATION

The undersigned certify that:

- 1. They are the president and the secretary, respectively, of ISLAND CITY DEVELOPMENT, a California nonprofit public benefit corporation.
- 2. Article VI(b) of the Articles of Incorporation of this corporation is amended to read as follows:
  - (b) Upon the winding up and dissolution of the Corporation, and after paying or adequately providing for the debts and obligations of the Corporation, the remaining assets shall inure to the benefit of Housing Authority Of The City Of Alameda, which is a governmental entity.
- 3. The foregoing amendment of Articles of Incorporation has been duly approved by the Board of Directors
- 4. The corporation has no members.

We further declare under penalty of perjury of the laws of the State of California that the matters set forth in this certificate are true and correct of our own knowledge.

Date: October 17, 2016

Vanessa M. Cooper  
Vanessa M. Cooper  
President

Janet Basta  
Janet Basta  
Secretary