



The State of Texas

Secretary of State

CERTIFICATE OF FILING
OF
ARTICLES OF INCORPORATION
FOR

COMMUNITY DEVELOPMENT CORPORATION OF BROWNSVILLE
CHARTER NO. 352096

THE UNDERSIGNED, AS SECRETARY OF STATE OF THE STATE OF TEXAS,
HEREBY CERTIFIES THAT DUPLICATE ORIGINALS OF THE ATTACHED FOR THE
ABOVE, DULY SIGNED AND VERIFIED, HAVE BEEN RECEIVED IN THIS OFFICE
AND ARE FOUND TO CONFORM TO LAW.

ACCORDINGLY THE UNDERSIGNED, AS SUCH SECRETARY OF STATE, AND BY
VIRTUE OF THE AUTHORITY VESTED IN HIM BY LAW, HEREBY ISSUES THIS
CERTIFICATE AND ATTACHES HERETO THE DUPLICATE ORIGINAL.

DATED NOV. 18, 1974



Mark T. White
Secretary of State

ARTICLES OF INCORPORATION

OF

COMMUNITY DEVELOPMENT CORPORATION OF BROWNSVILLE

We, the undersigned natural persons of the age of twenty-one (21) years or more, at least two of whom are citizens of the State of Texas, acting as incorporators of a corporation under the Texas Non-Profit Corporation Act, do hereby adopt the following Articles of Incorporation for such corporation:

ARTICLE I

The name of the corporation is COMMUNITY DEVELOPMENT CORPORATION OF BROWNSVILLE.

ARTICLE II

The corporation is a non-profit organization.

ARTICLE III

The period of the duration of the corporation is perpetual.

ARTICLE IV

The corporation is organized solely for charitable and educational purposes as these terms are defined under Section 501 (c) (3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law). In this regard, its purposes will be to furnish assistance to projects and undertakings for the improvement of the public welfare in the Brownsville metropolitan area, and to participate in programs for the elimination of slum conditions, for urban redevelopment and for other programs and projects conducive to the progress of the community as such relate to adequate housing for persons with low and moderate income, and to the elimination of slum conditions and in connection therewith to do the following:

(a) Acquire, improve, hold, or dispose of land and real property and any interest therein;

(b) Acquire, hold or dispose of funds and other property and any interest therein;

(c) Make small loans to moderate and low income families for the purpose of improving their homes to comply with City Building Code standards;

(d) Provide counselling services for low and moderate income families in all aspects of home ownership;

(e) Make outright grants or loans or investments of its funds or property to either public authorities or private individuals and corporations in furtherance of its stated purposes, and to enter into contracts with public authorities, private persons, firms or corporations in connection therewith;

(f) Carry on any activity for the purposes above stated, either directly or as agent, for or with other persons, firms or corporations, or in whole or in part through or by means of any other person, firm or corporation, and generally to do any and all further and other things which may be necessary or incidental to the purposes above stated, including the construction of improvements upon real property of the corporation or of others and the renting or leasing, sale or encumbrance of real, personal, or mixed property acquired by it, or the outright grant of any such property without consideration but in furtherance of such purposes.

(g) Have all powers that may be conferred upon charitable corporations formed under the Texas Non-Profit Corporation Act.

All of the foregoing purposes and powers and all other purposes and powers in which the Corporation is permitted to engage by these Articles of Incorporation shall be exclusively for such public charitable and educational purposes as are within the meaning of Section 501 (c) (3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law). The COMMUNITY DEVELOPMENT CORPORATION OF BROWNSVILLE will not engage in any activity which it cannot lawfully be engaged in without license under the laws of the State of Texas.

ARTICLE V

No part of any net earnings of the corporation shall inure to the benefit of any member or individual, and no substantial part of the activities of the corporation shall consist of carrying on propaganda or otherwise attempting to influence legislation. Upon any dissolution of the corporation no member shall be entitled to any distribution or division of its remaining property or its proceeds, and the balance of all money and other property received by the corporation from any source, including its operation, after the payment of all debts and obligations of the corporation of whatsoever kind and nature, shall be used or distributed, subject to the order of the Supreme Court of the State of Texas as provided by law, exclusively for purposes within those set forth in Article IV of these Articles and within the intendment of Section 501 (c) (3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law).

ARTICLE VI

The street address of the initial registered office of the corporation is 1218 E. Jefferson St., Brownsville, Texas 78520, and the official registered agent at such address is the Reverend Armand Mathew, O.M.I. The number of directors constituting the initial board of directors shall be nine (9), and the names and street addresses of the persons who are to serve as initial directors are:

<u>NAMES</u>	<u>ADDRESSES</u>
<u>ROBERT AZIZ</u>	314 Calle Cenizo Brownsville, Texas 78520
<u>M. E. TINO GARCIA</u>	155 Calle Anacua Brownsville, Texas 78520
<u>VIRGINIA GARCIA</u>	102 W. Park Drive Brownsville, Texas 78520
<u>RAUL GONZALEZ</u>	1304 Duranta Brownsville, Texas 78520
<u>ARNULFO OLIVEIRA, PH. D.</u>	35 Calle Jacaranda Brownsville, Texas 78520
<u>BARRY PUTEGNAT</u>	114 Robins Lane Brownsville, Texas 78520

NAMES

ADDRESSES

DESIDERIO RIOS

1645 Flamingo
Brownsville, Texas 78520

CELIA SANTISO

642 E. Washington
Brownsville, Texas 78520

ALICIA VERA

535 E. Levee
Brownsville, Texas 78520

ARTICLE VII

The name and street address of each incorporator is:

NAMES

ADDRESSES

(REV.) ARMAND MATHEW, O.M.I.

1218 E. Jefferson Street
Brownsville, Texas 78520

ARNULFO OLIVEIRA, PH. D.

35 Calle Jacaranda
Brownsville, Texas 78520

BARRY PUTEGNAT

114 Robins Lane
Brownsville, Texas 78520

ARTICLE VIII

The corporation shall have no capital stock.

IN WITNESS WHEREOF, we have hereunto set our hand these 4th, 6th and 8th days of November, 1974.

Armand Mathew omi

(Rev.) Armand Mathew, O.M.I.

Arnulfo Oliveira

Arnulfo Oliveira, Ph. D.

Barry Putegnat


Barry Putegnat

THE STATE OF TEXAS X

COUNTY OF CAMERON X

I, Virginia V. Garcia, a Notary Public, do hereby certify that on this 6th day of November, 1974, personally appeared before me, Rev. Armand Mathew, O.M.I., who after being by me first duly sworn, severally declared that he is the person who signed the foregoing document as incorporator, and that the statements therein contained are true.

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


Notary Public in and for
Cameron County, Texas.

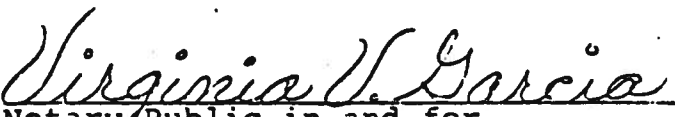
My commission expires:
June 1, 1975.

THE STATE OF TEXAS X

COUNTY OF CAMERON X

I, Virginia V. Garcia, a Notary Public, do hereby certify that on this 6th day of November, 1974, personally appeared before me, Arnulfo Oliveira, Ph. D., who after being by me first duly sworn, severally declared that he is the person who signed the foregoing document as incorporator, and that the statements therein contained are true.

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


Notary Public in and for
Cameron County, Texas.


My commission expires:
June 1, 1975.

THE STATE OF TEXAS X

COUNTY OF CAMERON X

I, Virginia V. Garcia, a Notary Public, do hereby certify that on this 4th day of November, 1974, personally appeared before me, Barry Putegnat, who after being by me first duly sworn, severally declared that he is the person who signed the foregoing document as incorporator, and that the statements therein contained are true.

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


Virginia V. Garcia
Notary public in and for
Cameron County, Texas.

My commission expires:
June 1, 1975.

Non-Profit



The State of Texas

SECRETARY OF STATE

CERTIFICATE OF AMENDMENT OF

COMMUNITY DEVELOPMENT CORPORATION OF BROWNSVILLE

The undersigned, as Secretary of State of the State of Texas, hereby certifies that Articles of Amendment to the Articles of Incorporation of the above corporation duly signed and verified pursuant to the provisions of the Texas Non-Profit Corporation Act, have been received in this Office and are found to conform to law.

ACCORDINGLY the undersigned, as such Secretary of State, and by virtue of the authority vested in the Secretary by law, hereby issues this Certificate of Amendment to the Articles of Incorporation and attaches hereto a copy of the Articles of Amendment.

Dated SEPTEMBER 12, 1986

Secretary of State



yd

ARTICLES OF AMENDMENT
TO THE ARTICLES OF INCORPORATION OF
COMMUNITY DEVELOPMENT CORPORATION OF BROWNSVILLE
CHARTER NO. 352096

FILED
In the Office of the
Secretary of State of Texas

SEP 12 1986

Clerk II-G
Corporations Section

Pursuant to the provisions of Article 1396-4.03 of the Texas Non-Profit Corporation Act, COMMUNITY DEVELOPMENT CORPORATION OF BROWNSVILLE, a Texas Non-Profit Corporation which is subject to the provisions of the Texas Non-Profit Corporation Act, adopts the hereinafter stated Articles of Amendment to its Articles of Incorporation, which expands upon the purposes of the Corporation and states restrictions on the activities of the Corporation.

ARTICLE I

NAME

The name of the corporation is Community Development Corporation of Brownsville.

ARTICLE II

SPECIFICATION OF AMENDMENTS

The following amendments to the Articles of Incorporation were adopted by the Corporation on September 9, 1986.

Article Four of the Articles of Incorporation is hereby amended to read as follows:

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

- (A) **General Purpose:** This corporation is organized exclusively for charitable and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code.

(B) **Specific Purposes:**

1. To furnish assistance to projects and undertakings for the improvement of the public welfare throughout the State of Texas, and to participate in programs for the elimination of slum conditions, for urban redevelopment and economic development for other programs and projects conducive to the progress of the community as such relate to adequate housing for persons with low and moderate income, and to the elimination of slum conditions and in connection therewith to do the following:
 2. Acquire, improve, hold, or dispose of land and real property and any interest therein;
 3. Acquire, hold or dispose of funds and other property and any interest therein;
 4. Make loans to moderate and low income families for the purpose of improving their homes to comply with City Building Code standards and federal housing program requirements;
 5. Provide counseling services for low and moderate income families in all aspects of home ownership and home improvement;
 6. Make grants or loans or investments of its funds or property to either public authorities or private individuals and corporations in furtherance of its stated purposes, and to enter into contracts with public authorities, private persons, firms or corporations in connection therewith;

7. Carry on any activity for the purposes above stated, either directly or as agent, for or with other persons, firms or corporations, or in whole or in part through or by means of any other person, firm or corporation, and generally to do any and all further and other things which may be necessary or incidental to the purposes above stated, including the construction of improvements upon real property of the corporation or of others and the renting or leasing, sale or encumbrance of real, personal, or mixed property acquired by it, or the outright grant of any such property without consideration but in furtherance of such purposes.

8. Have all powers that may be conferred upon charitable corporations formed under the Texas Non-Profit Corporation Act.

(C) **Restrictions:** The corporation will not carry on any activities as follows:

1. The corporation shall not devote more than an insubstantial part of its activities to attempting to influence legislation, or participate in or intervene in (including the publishing or distribution of statements), any political campaign on behalf of any or in opposition to any candidate for public office.

2. No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to, its directors, officers, or other private persons, except that the corporation shall be authorized and empowered to pay

reasonable compensation for services rendered and to make payments and distribution in furtherance of its general and specific purposes set forth hereinabove.

3. Notwithstanding any other provisions of these articles, the corporation shall not carry on any other activities not permitted to be carried on:

- (i) By a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1954 as amended (or the corresponding provision of any future United States Internal Revenue law), or
- (ii) By corporation contributions which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1954 as amended (or the corresponding provisions of any future United States Revenue law).

4. The assets of the corporation shall be dedicated and used only in furtherance of the general and specific purposes stated hereinabove. Upon dissolution of the Corporation, the assets will be turned over or distributed to another organization or organizations exempt under Section 501(c)(3) of the Internal Revenue Code of 1954, as amended, or to governmental units or agencies, for a public purpose.

ARTICLE III

The amendment was adopted in the following manner:

The amendment was adopted at a meeting of the Board of Directors held on September 9th, 1986, and received the vote of a majority of

the Directors in office, there being no members having voting rights in respect thereof.

Dated September 9th, 19 86.

COMMUNITY DEVELOPMENT CORP.
OF BROWNSVILLE

By: Norman Binder
Its Board President
and Virginia Garcia
Its Board Secretary

VERIFICATION

STATE OF TEXAS §
 §
COUNTY OF CAMERON §

I, Estela von Hatten, a Notary Public, do hereby certify that on this 9th day of September, 1986, personally appeared before me Norman Binder and Virginia Garcia, who, being duly sworn, declared that they are the President and Secretary, respectively, of the corporation executing the foregoing document in the capacity therein set forth, and that the statements therein contained are true.

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

My Commission Expires:
12/27/86



Estela von Hatten
Notary Public, State of Texas



The State of Texas

SECRETARY OF STATE

**CERTIFICATE OF AMENDMENT
OF**

**COMMUNITY DEVELOPMENT CORPORATION OF BROWNSVILLE
CHARTER# 352096-01**

The undersigned, as Secretary of State of Texas, hereby certifies that the attached Articles of Amendment for the above named entity have been received in this office and are found to conform to law.

ACCORDINGLY the undersigned, as Secretary of State, and by virtue of the authority vested in the Secretary by law, hereby issues this Certificate of Amendment.

Dated: December 1, 1995

Effective: December 1, 1995



Antonio O. Garza, Jr.
Secretary of State

rjk

**ARTICLES OF AMENDMENT
TO THE
ARTICLES OF INCORPORATION
OF
COMMUNITY DEVELOPMENT CORPORATION OF BROWNSVILLE**

FILED
In the Office of the
Secretary of State of Texas
DEC 01 1995
Corporations Section

Pursuant to the provisions of Article 1396-4.03 of the Texas Non-Profit Corporation Act, the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation.

ARTICLE ONE

The name of the corporation is **COMMUNITY DEVELOPMENT CORPORATION OF BROWNSVILLE**.

ARTICLE TWO

The following amendment to the Articles of Incorporation was adopted at a meeting of the Board of Directors held on November 20, 1995, and received the vote of a majority of the directors in office, there being no members having voting rights in respect thereof.

The amendment adds Articles IX and X to the original Articles of Incorporation and the full text of each provision added is as follows:

ARTICLE IX.

A director or an officer are not liable to the Corporation for monetary damages for an act or omission in the director's or officer's capacity as director or officer except to the extent otherwise provided by a statute of the State of Texas.

ARTICLE X.

The Corporation may indemnify a person who was, is, or is threatened to be made a named defendant or respondent in litigation or other proceedings because the person is or was a director, an officer or other person related to the Corporation as provided by the provisions in the Act governing indemnification. As provided in the bylaws, the Board of Directors shall have the power to define the requirements and limitations for the Corporation to indemnify directors, officers, members, or others related to the Corporation.

Dated: November 20, 1995.

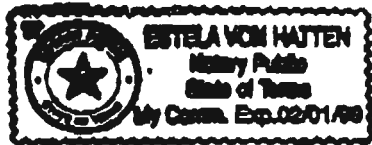
COMMUNITY DEVELOPMENT CORPORATION
OF BROWNSVILLE

By: Annabell Alegria
ANNABELL ALEGRIA
Its: Chairperson

STATE OF TEXAS §
 §
COUNTY OF CAMERON §

Before me, a notary public, on this day personally appeared ANNABELL ALEGRIA, known to me to be the person whose name is subscribed to the foregoing document and, being by me first duly sworn, declared that the statements therein contained are true and correct.

Given under my hand and seal of office this 20th day of November, 1995.



Estela von Hatten
Notary Public, State of TEXAS