



The Commonwealth of Massachusetts
William Francis Galvin

Minimum Fee: \$35.00

Secretary of the Commonwealth, Corporations Division
One Ashburton Place, 17th floor
Boston, MA 02108-1512
Telephone: (617) 727-9640

Articles of Organization

(General Laws, Chapter 180)

Identification Number: 001631074

ARTICLE I

The exact name of the corporation is:

HOUSING OPPORTUNITIES OF SALEM INC.

ARTICLE II

The purpose of the corporation is to engage in the following business activities:

THE PURPOSE OF THE CORPORATION IS TO ENGAGE IN THE FOLLOWING ACTIVITIES: HOUSING OPPORTUNITIES OF SALEM INC. (THE "CORPORATION") IS ORGANIZED AND OPERATED EXCLUSIVELY FOR CHARITABLE, SCIENTIFIC, EDUCATIONAL, AND LITERARY PURPOSES WITHIN THE MEANING OF SECTION 501(C)(3) OF THE INTERNAL REVENUE CODE OF 1986, AS THE SAME MAY BE AMENDED OR MODIFIED OR REPLACED BY ANY UNITED STATES INTERNAL REVENUE LAW (THE "CODE"). IN FURTHERANCE OF THE CORPORATION'S PURPOSE, THE SPECIFIC OBJECTIVES OF THE CORPORATION SHALL BE TO ENGAGE IN THE FOLLOWING ACTIVITIES IN SALEM AND SURROUNDING COMMUNITIES: (I) DEVELOP AND SUSTAIN AFFORDABLE AND LOW-INCOME HOUSING, CONSISTENT WITH ALL APPLICABLE STATE AND FEDERAL SAFE HARBOR REQUIREMENTS AND TO PROVIDE RELATED RESIDENT SERVICES WITHIN SUCH HOUSING FACILITIES WHICH ARE CONSISTENT WITH COMMUNITY NEEDS AND DESIRES; (II) DEVELOP, INITIATE, AND OPERATE PROJECTS THAT ARE IN SUPPORT OF THE SALEM HOUSING AUTHORITY ("SHA"); AND (III) ENGAGE IN ANY LAWFUL ACT OR ACTIVITY IN FURTHERANCE OF THE FOREGOING IN SUPPORT OF SHA, PROVIDED SUCH ACTIVITIES ARE NOT IN VIOLATION, OR INCONSISTENT WITH, THE CORPORATION'S STATUS AS A CHARITABLE ORGANIZATION UNDER THE CODE.

ARTICLE III

A corporation may have one or more classes of members. If it does, the designation of such classes, the manner of election or appointments, the duration of membership and the qualifications and rights, including voting rights, of the members of each class, may be set forth in the by-laws of the corporation or may be set forth below:

THERE ARE NO MEMBERS.

ARTICLE IV

Other lawful provisions, if any, for the conduct and regulation of the business and affairs of the corporation, for its voluntary dissolution, or for limiting, defining, or regulating the powers of the corporation, or of its directors or members, or of any class of members, are as follows:

(If there are no provisions state "NONE")

A. THE CORPORATION SHALL HAVE IN FURTHERANCE OF ITS CORPORATE PURPOSES ALL OF THE POWERS SPECIFIED UNDER AND BY VIRTUE OF CHAPTER 180 OF THE MASSACHUSETTS GENERAL LAWS AS NOW IN FORCE OR AS HEREAFTER AMENDED. B. EXCEPT AS MAY BE OTHERWISE REQUIRED BY LAW OR THESE ARTICLES OF ORGANIZATION ("ARTICLES"), THE BYLAWS OF THE CORPORATION (THE "BYLAWS") MAY BE ALTERED, AMENDED OR REPEALED, OR NEW BYLAWS MAY BE ADOPTED, AS STATED IN THE BYLAWS; PROVIDED, HOWEVER, THAT NO SUCH ALTERATION, AMENDMENT OR REPEAL, OR ADOPTION OF NEW BYLAWS, SHALL IN ANY WAY AUTHORIZE OR PERMIT THE CORPORATION TO BE OPERATED OTHER THAN EXCLUSIVELY FOR EDUCATIONAL OR CHARITABLE PURPOSES, OR FOR ANY PURPOSE OR IN ANY MANNER THAT WOULD DEPRIVE IT OF EXEMPTION FROM INCOME TAX. C. NO DIRECTOR OR OFFICER OF THE CORPORATION SHALL BE PERSONALLY LIABLE TO THE CORPORATION FOR MONETARY DAMAGES FOR BREACH OF FIDUCIARY DUTY AS SUCH OFFICER OR DIRECTOR NOTWITHSTANDING ANY PROVISION OF LAW IMPOSING SUCH LIABILITY, EXCEPT TO THE EXTENT THAT SUCH EXEMPTION FROM LIABILITY IS PROHIBITED UNDER CHAPTER 180 OF THE MASSACHUSETTS GENERAL LAWS. NO AMENDMENT OR REPEAL OF THIS PROVISION SHALL APPLY TO OR HAVE ANY EFFECT ON THE LIABILITY OR ALLEGED LIABILITY OF ANY DIRECTOR OR OFFICER FOR OR WITH RESPECT TO ANY ACTS OR OMISSIONS OF SUCH DIRECTOR OR OFFICER OCCURRING PRIOR TO SUCH AMENDMENT OR REPEAL. D. UPON THE LIQUIDATION, DISSOLUTION, TERMINATION OR WINDING UP OF THE CORPORATION (WHETHER VOLUNTARY, INVOLUNTARY OR BY OPERATION OF LAW), THE CORPORATION'S PROPERTY SHALL NOT BE CONVEYED TO ANY ORGANIZATION CREATED OR OPERATED FOR PROFIT OR TO ANY INDIVIDUAL, AND ALL PROPERTY AND ASSETS OF THE CORPORATION WHICH REMAIN AFTER PROVIDING FOR THE REPAYMENT OF ITS DEBTS AND OBLIGATIONS SHALL BE CONVEYED, TRANSFERRED, OR DISTRIBUTED TO SALEM HOUSING AUTHORITY OR A CHARITABLE NONPROFIT WITH A SIMILAR PURPOSE, SO LONG AS SUCH ORGANIZATION(S) CONTINUE(S) TO BE CREATED AND ORGANIZED FOR EXEMPT PURPOSES WITHIN THE MEANING OF SECTION 501(C)(3) OF THE CODE, OR IF NOT THEN SO EXEMPT, TO ONE OR MORE ORGANIZATIONS EXEMPT FROM FEDERAL INCOME TAX UNDER SECTION 501(C)(3) OF THE CODE. E. NO PART OF THE ASSETS OF THE CORPORATION AND NO PART OF ANY NET EARNINGS OF THE CORPORATION SHALL BE DIVIDED AMONG OR INURE TO THE BENEFIT OF ANY OFFICER OR DIRECTOR OF THE CORPORATION OR ANY PRIVATE INDIVIDUAL OR BE APPROPRIATED FOR ANY PURPOSES OTHER THAN THE PURPOSES OF THE CORPORATION AS HEREIN SET FORTH; AND NO SUBSTANTIAL PART OF THE ACTIVITIES OF THE CORPORATION SHALL CONSIST OF THE CARRYING ON OF PROPAGANDA, OR OTHERWISE ATTEMPTING TO INFLUENCE LEGISLATION, AND THE CORPORATION SHALL NOT PARTICIPATE IN, OR INTERVENE IN (INCLUDING THE PUBLISHING OR DISTRIBUTING OF STATEMENTS), ANY POLITICAL CAMPAIGN ON BEHALF OF OR IN OPPOSITION TO, ANY CANDIDATE FOR PUBLIC OFFICE. F. IT IS INTENDED THAT THE CORPORATION SHALL BE ENTITLED TO EXEMPTION FROM FEDERAL INCOME TAX UNDER SECTION 501(C)(3) OF THE CODE, OR CORRESPONDING PROVISIONS OF ANY SUBSEQUENT FEDERAL TAX LAWS, AND SHALL NOT BE A PRIVATE FOUNDATION UNDER SECTION 509(A) OF THE CODE, OR CORRESPONDING PROVISIONS OF ANY SUBSEQUENT FEDERAL TAX LAWS. IN THE EVENT THAT THE CORPORATION IS DEEMED TO BE A PRIVATE FOUNDATION AS THE TERM IS DEFINED IN SECTION 509 OF THE CODE, THEN NOTWITHSTANDING ANY OTHER PROVISIONS OF THE ARTICLES OF ORGANIZATION OR THE BYLAWS, THE FOLLOWING PROVISIONS SHALL APPLY: (I) THE DIRECTORS SHALL DISTRIBUTE THE INCOME OF THE CORPORATION 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 CODE. (II) THE DIRECTORS SHALL NOT ENGAGE IN ANY ACT OF SELF-DEALING AS DEFINED IN SECTION 4941(D) OF THE CODE; NOR RETAIN ANY EXCESS BUSINESS HOLDINGS AS DEFINED IN SECTION 4943(C) OF THE CODE; NOR MAKE ANY INVESTMENTS IN SUCH MANNER AS TO INCUR TAX LIABILITY UNDER SECTION 4944 OF THE CODE, NOR MAKE ANY TAXABLE EXPENDITURES AS DEFINED IN SECTION 4945(D) OF THE CODE.

ARTICLE V

The by-laws of the corporation have been duly adopted and the initial directors, president, treasurer and clerk or other presiding, financial or recording officers, whose names are set out on the following page, have been duly elected.

ARTICLE VI

The effective date of organization of the corporation shall be the date approved and filed by the Secretary of the Commonwealth. If a *later* effective date is desired, specify such date which shall not be more than *thirty days* after the date of filing.

ARTICLE VII

The information contained in Article VII is not a permanent part of the Articles of Organization.

a. The street address (post office boxes are not acceptable) of the principal office of the corporation in Massachusetts is:

No. and Street: C/O SALEM HOUSING AUTHORITY
27 CHARTER STREET
City or Town: SALEM State: MA Zip: 01970 Country: USA

b. The name, residential street address and post office address of each director and officer of the corporation is as follows:

Title	Individual Name First, Middle, Last, Suffix	Address (no PO Box) Address, City or Town, State, Zip Code	Expiration of Term
PRESIDENT	CATHY HOOG	128 HIGH STREET, UNIT 1 IPSWICH, MA 01938 USA 128 HIGH STREET, UNIT 1 IPSWICH, MA 01938 USA	until successor
TREASURER	JOHN A. BORIS	5 BEDFORD STREET SALEM, MA 01970 USA 5 BEDFORD STREET SALEM, MA 01970 USA	until successor
CLERK	CATHY HOOG	128 HIGH STREET, UNIT 1 IPSWICH, MA 01938 USA 128 HIGH STREET, UNIT 1 IPSWICH, MA 01938 USA	until successor
DIRECTOR	BENJAMIN SHALLOP	26 UPHAM STREET, UNIT 3 SALEM, MA 01970 USA 26 UPHAM STREET, UNIT 3 SALEM, MA 01970 USA	until successor
DIRECTOR	VERONICA FAUSTINO	64 RAINBOW TERRACE SALEM, MA 01970 USA 64 RAINBOW TERRACE SALEM, MA 01970 USA	until successor
DIRECTOR	JOHN BORIS	5 BEDFORD STREET SALEM, MA 01970 USA 5 BEDFORD STREET SALEM, MA 01970 USA	until successor
DIRECTOR	CHARITY LEZAMA	33 FAIRVIEW ROAD SALEM, MA 01970 USA 33 FAIRVIEW ROAD SALEM, MA 01970 USA	until successor

c. The fiscal year (i.e., tax year) of the business entity shall end on the last day of the month of:
September

d. The name and business address of the resident agent, if any, of the business entity is:

Name:

No. and Street:

City or Town:

State:

Zip:

Country:

I/We, the below signed incorporator(s), do hereby certify under the pains and penalties of perjury that I/we have not been convicted of any crimes relating to alcohol or gaming within the past ten years. I/We do hereby further certify that to the best of my/our knowledge the above-named officers have not been similarly convicted. If so convicted, explain:

IN WITNESS WHEREOF AND UNDER THE PAINS AND PENALTIES OF PERJURY, I/we, whose signature(s) appear below as incorporator(s) and whose name(s) and business or residential address (es) beneath each signature do hereby associate with the intention of forming this business entity under the provisions of General Law, Chapter 180 and do hereby sign these Articles of Organization as incorporator(s) this 18 Day of January, 2023. (If an existing corporation is acting as incorporator, type in the exact name of the business entity, the state or other jurisdiction where it was incorporated, the name of the person signing on behalf of said business entity and the title he/she holds or other authority by which such action is taken.)

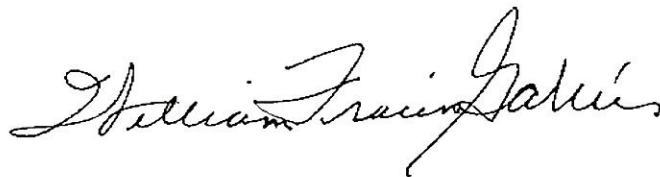
TERESA M. SANTALUCIA KLEIN HORNIG LLP 101 ARCH STREET, SUITE 1101 BOSTON, MA 02110

THE COMMONWEALTH OF MASSACHUSETTS

I hereby certify that, upon examination of this document, duly submitted to me, it appears that the provisions of the General Laws relative to corporations have been complied with, and I hereby approve said articles; and the filing fee having been paid, said articles are

deemed to have been filed with me on:

January 18, 2023 01:58 PM

A handwritten signature in black ink, reading "William Francis Galvin". The signature is written in a cursive style with a large, stylized initial "W".

WILLIAM FRANCIS GALVIN

Secretary of the Commonwealth