

**HABITAT FOR HUMANITY
OF SAN ANTONIO, INC.**

FILED
In the Office of the
Secretary of State of Texas

JAN 10 1994

Corporations Section

**AMENDED AND RESTATED
ARTICLES OF INCORPORATION
HABITAT FOR HUMANITY**

On October 5, 1992, the Board of Directors of this corporation, acting under the Texas Non-profit Act, adopted and restated the following articles of incorporation. The amendments herein were adopted by a majority vote of the directors in office, there being no members having voting rights. The adopted and restated articles of incorporation accurately copy the articles of incorporation and all amendments in effect to date and as further amended by the restated articles of incorporation; the restated articles of incorporation contain no other changes in any provision.

SUMMARY OF AMENDMENTS

Each amendment has been effected in conformity with the provisions of the Texas Non-profit Corporation Act.

**ARTICLE V
Purposes**

Updated to reflect current philosophy of Habitat for Humanity of San Antonio, Inc. To emphasize what we truly envision which is to work with families in building homes and neighborhoods.

Amended wording:

Article V(a) To implement the gospel of Jesus Christ in Texas by working in partnership with economically disadvantaged families to build simple, decent housing and to create safe, supportive neighborhoods in which we might live.

Article V(c) To communicate the gospel of Jesus Christ through Christian concern for our fellow man and by distribution of Bibles and other literature to Habitat homeowners and volunteer workers.

**HABITAT FOR HUMANITY
OF SAN ANTONIO, INC.**

**AMENDED AND RESTATED
ARTICLES OF INCORPORATION**

**ARTICLE I
Name**

The name of the corporation is Habitat for Humanity of San Antonio, Inc.

**ARTICLE II
Type of Corporation**

The corporation is a non-profit corporation as described in Section 501(c)(3) of the Internal Revenue Code. The term of the corporation is perpetual.

**ARTICLE III
Address**

The registered address of the corporation is Post Office Box 15884, San Antonio, Texas 78212-9084. The registered agent upon whom process may be served is John DeLee, 1901 N.W. Military, Suite 105, San Antonio, Texas 78213.

**ARTICLE IV
Membership**

(a) The corporation will have no members other than members of the Board of Directors.

(b) The corporation shall not issue any shares of stock, and no member of the Board of Directors or any of its employees or agents shall receive any shares of stock, nor shall there be any distribution of dividends or profits among board members, nor shall any part of the net earnings of the corporation inure to the benefit of any board member.

The purposes for which the corporation is organized are as follows:

ARTICLE V
Purposes

- (a) To implement the gospel of Jesus Christ in Texas by working in partnership with economically disadvantaged families to build simple, decent housing and to create safe, supportive neighborhoods in which we might live.
- (b) To cooperate with other charitable organizations, through grants and otherwise, which are working to develop a better habitat for economically disadvantaged people.
- (c) To communicate the gospel of Jesus Christ through Christian concern for our fellow man and by distribution of Bibles and other literature to Habitat homeowners and volunteer workers.
- (d) To receive, maintain and accept as assets of the corporation any property, whether real, personal or mixed, by way of gift, bequest, devise or purchase from any person, firm, trust or corporation, to be held, administered and disposed of exclusively for charitable, religious, educational and scientific purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, and in accordance with and pursuant to the provisions of these articles of incorporation; but no gift, bequest, devise or purchase of any such property shall be received or made and accepted if it is conditioned or limited in such manner as shall require the disposition of income or principal to any organization other than a "charitable organization" or for any purposes other than "charitable purposes" which would jeopardize the status of the corporation as an entity exempt from federal income tax pursuant to the relevant provisions of the Internal Revenue Code of 1986, as amended.
- (e) In general to promote and carry on any other purposes and activities for which corporations may be organized under the Texas Non-profit Corporation Code.
- (f) Anything to the contrary notwithstanding herein these Articles of Incorporation, the corporation shall not carry on or otherwise engage in any activities not permitted to be carried on or engaged in by 1) a corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or any corresponding section of any future tax code; 2) a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code of 1986, as amended, or any corresponding section of any future tax code; or 3) a corporation organized and existing under the Texas Non-profit Corporation Code.

(g) In the event of the dissolution and liquidation of this corporation, to the extent allowed or permitted under applicable laws, the property and assets of the corporation shall be, as determined by the board of Directors, distributed to or sold and the proceeds of such sales distributed to 1) Habitat for Humanity International, Inc., a Georgia non-profit corporation and corporation exempt from taxation under section 501(c)(3) of the Internal Revenue Code, as amended or 2) any other organization(s) organized and operating for the same purposes for which the corporation is organized and operating or any organization(s), corporations(s), fund(s) or foundation(s) organized and operating exclusively for religious, charitable, scientific, literary, educational or other purposes permitted by section 501(c)(3) of the Internal Revenue Code of 1986, as amended, all of which such organizations, corporations, funds or foundations shall be exempt under section 501(c)(3) of the Internal Revenue Code of 1986, as amended. In the event that any assets are not disposed of in accordance with the provisions of these articles of incorporation or that the corporation shall fail to act within a reasonable time in the manner provided in these articles of incorporation, the court for Bexar County shall, upon the application of one or more persons having a real interest in the corporation or its assets, make such distribution(s) as provided in these articles of incorporation.

(h) As a means of accomplishing the foregoing charitable, scientific, literary and educational purposes, the corporation shall have the following additional powers:

(1) To adopt, amend and alter bylaws of the corporation governing its internal affairs.

(2) To elect and appoint officers, agents and employees, consistent with said bylaws and this charter and not in violation of state law.

(3) To borrow money and from time to time to make, accept, endorse, execute and issue bonds, debentures, promissory notes, bills of exchange and other obligations of the corporation for monies borrowed or in payment for property acquired or from any of the other purposes of the corporation and to secure the payment of any such obligations by mortgage, pledge, deed of trust, indenture, agreement or other instrument of trust or by other privilege upon, assignment of or agreement in regard to all or any part of the property, rights or privileges of the corporation wherever situated, whether now owned or hereafter to be acquired.

(4) To invest and reinvest its funds in such stock, common or preferred, bonds, debentures, mortgages or in such other securities and property as may be provided for in the bylaws of the corporation, subject to the limitations and conditions contained in any bequest, devise, grant or gift, provided such limitations and conditions are not in conflict with the provisions of section 501(c)(3) of the Internal Revenue Code and its regulations as they now exist or as they may hereafter be amended.

(5) In general and subject to such limitations and conditions as are or may be prescribed by law, to exercise such other powers which are now or hereafter may be conferred by law upon a corporation organized for the purposes hereinabove set forth, or reasonably necessary to the attainment of the purposes of the corporation, subject to the further limitation and condition that, notwithstanding any other provisions of these articles, only such powers shall be exercised as are in furtherance of the tax-exempt purposes of the corporation and as may be exercised by an organization exempt under section 501(c)(3) of the Internal Revenue Code and its regulations as they now exist or as they may hereafter be amended and by an organization, contributions to which are deductible under section 170(c)(2) of such code and regulations as they now exist or as they may hereafter be amended.

ARTICLE VI Activities

The activities of the corporation shall be carried out by a self-perpetuating Board of Directors, which shall consist of a number of members to be determined by the bylaws, but in any event not fewer than three members.

a True + Correct Copy
Tim Reedy
Chairman