



Department of Commerce, Community, and Economic Development  
 Corporations, Business and Professional Licensing  
**CORPORATIONS SECTION**  
 PO Box 110808  
 Juneau AK 99811-0808

## ARTICLES OF AMENDMENT

Domestic Business, Professional Corporation or Non Profit Corporation

Pursuant to the provisions of Alaska Statutes, the undersigned corporation adopts the following Amended Articles of Incorporation:

1. Name the Corporation (as it is currently stated on the Certificate of Incorporation): Alaska Entity #:

Sitka Community Development Corporation	104202
-----------------------------------------	--------

2. Amended Name of Corporation (if changing the name of the corporation):

--

3. Business/Professional Corporations Only

If shares were issued:	If the class of shares are entitled to vote as a class:
------------------------	---------------------------------------------------------

Date Amendment Adopted By the Board of Directors and Shareholders:	Number of Shares in Class:	
Number of Outstanding Shares:	Class Series:	
Number of Shares Entitled to Vote:	Number of Votes For Amendment:	
Number of Shares Voting For Amendment:	Number of Votes Against Amendment:	
Number of Shares Voting Against Amendment:		

If no shares were issued:

Date the amendment to the articles of Incorporation was adopted by resolution of the Board of Directors:	
----------------------------------------------------------------------------------------------------------	--

4. Non-Profit Corporation Only

Date Amendment Adopted:	10/20/2008
-------------------------	------------

Check one of the boxes below:

If adopted by the members of the corporation:

- There are members entitled to vote on the amendment; a quorum was present at the meeting and the amendment received at least two-thirds of the votes which members present at the meetings or represented by proxy were entitled to cast.
- The amendment was adopted by consent in writing signed by all members entitled to vote with respect to the amendment.

If adopted by the Board of Directors:

- There are no members and the amendment received the vote of a majority of the directors in office.
- There are no members entitled to vote and the amendment received the vote of a majority of the directors in office.



A corporation may not amend its articles of incorporation to change the names and addresses of the first directors, incorporators or the initial registered agent of the entity.

Each amended article must be written in its entirety.

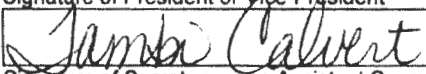
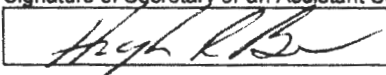
5. Amendments to the Articles of Incorporation are as follows:

PRESENT - Article 3. The purpose of the corporation is to promote community development and affordable housing for individuals and families in the City and Borough of Sitka and elsewhere in Southeast Alaska. It is organized exclusively for the foregoing charitable, benevolent, eleemosynary, and educational purposes, including for such purposes, the making of distributions or organizations that qualify as exempt organizations under section 501(c)(3) of the United States Internal Revenue Code or corresponding sections of any future federal tax code.

AMENDMENT - Article 3. The purpose of the corporation is to promote community development and affordable housing for individuals and families in the City and Borough of Sitka. It is organized exclusively for the foregoing charitable, benevolent, eleemosynary, and educational purposes, including for such purposes, the making of distributions ro organizations that qualify as exempt organizations under section 501(c)(3) of the United States Internal Revenue Code or corresponding sections of any future federal tax code.

Attach an additional 8½" x 11" page for continuation of previous article and/or additional articles. Please indicate which article you are continuing.

The Amended Articles of Incorporation must be signed by the president or vice president and by its secretary or an assistant secretary of the entity.

Signature of President or Vice President	Printed Name of President or Vice President	Date
	Tambi Calvert	12/19/08
Signature of Secretary or an Assistant Secretary	Printed Name of Secretary or Assistant Secretary	Date
	Hugh Bevan	01/05/09

If you have specific legal questions or concerns about this filing, you are strongly advised to consult an attorney or other professional to assist you. Mail the Amended Articles of Incorporation and the \$25.00 filing fee to:

State of Alaska  
Corporations Section  
PO Box 110808  
Juneau AK 99801

For additional information or forms please visit our web site at: [www.corporations.alaska.gov](http://www.corporations.alaska.gov)

ARTICLES OF AMENDMENT  
OF  
SITKA COMMUNITY DEVELOPMENT CORPORATION  
A NONPROFIT CORPORATION  
[Entity No. 104202]

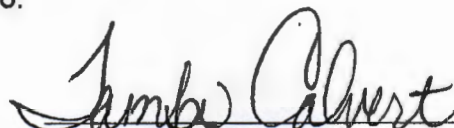
The Sitka Community Development Corporation states that there are no members of the corporation entitled to vote upon any Articles of Amendment relating to the Articles of Incorporation of such corporation filed with the Alaska Department Commerce, Community and Economic Development on October 26, 2006, and as amended on the 26<sup>th</sup> day of March, 2008, are per resolution adopted at a special meeting of the Board of Directors of the Sitka Community Development Corporation held on July 21, 2008, an amendment of the corporation's Articles of Incorporation was adopted (by affirmative vote of a majority of the directors then in office) in the following particulars:

**ARTICLE 3** is deleted in its entirety and replaced with the following Article 3:

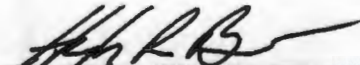
**ARTICLE 3.** The organization is organized exclusively for charitable, religious, educational, and/or scientific purposes under Section 501( c)(3) of the Internal Revenue Code. Such purposes include, promotion and facilitation of housing for persons of low and moderate income in the community of Sitka, Alaska, a community having a substantial population of minority and economically disadvantaged persons, many of whom presently reside in substandard housing.

All remaining provisions of the Articles of Incorporation, as previously amended on the 26<sup>th</sup> day of March, 2008, shall remain unchanged.

DATED this 21<sup>st</sup> day of July 21, 2008.

  
Tambi Calvert, President

Attest:

  
Hugh Bevan, Secretary

State of Alaska  
Filing Changes 1 Page(s)



T0820644098



ARTICLES OF AMENDMENT  
OF  
SITKA COMMUNITY DEVELOPMENT CORPORATION  
A NONPROFIT CORPORATION  
[Entity No. 104202]

The Sitka Community Development Corporation states that there are no members of the corporation entitled to vote upon any Articles of Amendment relating to the Articles of Incorporation of such corporation filed with the Alaska Department Commerce, Community and Economic Development on October 26, 2006. On the 26<sup>th</sup> day of March, 2008, at a special meeting of the Board of Directors of the Sitka Community Development Corporation, an amendment of the corporation's Articles of Incorporation was adopted (by affirmative vote of a majority of the directors then in office) in the following particulars:

**ARTICLE 3** is deleted in its entirety and replaced with the following Article 3:

**ARTICLE 3.** The organization is organized exclusively for charitable, religious, educational, and/or scientific purposes under Section 501( c)(3) of the Internal Revenue Code.

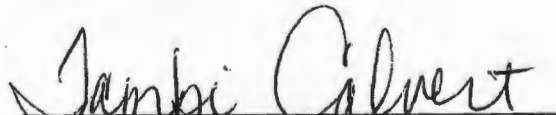
**ARTICLE 4**, the third paragraph of Article 4 is deleted in its entirety and replaced with the following third paragraph of Article 4:

**ARTICLE 4, paragraph 3.** Upon dissolution of the organization, assets shall be distributed for one or more exempt purposes within the meaning of Section 501( c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government for a public purpose.

**ARTICLE 8**, a new article (Article 8) is added to the Articles of Incorporation. Such article shall read as follows:

**ARTICLE 8.** The personal liability of a director to the corporation or its members (if any) for monetary damages for the breach of fiduciary duty as a director is eliminated to the full extent allowed by the Alaska Nonprofit Corporation Act.

DATED this 26<sup>th</sup> day of March, 2008.

  
Tambi Calvert, President

Attest:

  
Hugh Bevan, Secretary

State of Alaska  
Filing Changes 1 Page(s)



T0808744073



**ARTICLES OF INCORPORATION  
SITKA COMMUNITY DEVELOPMENT CORPORATION  
A NONPROFIT CORPORATION**

The undersigned natural persons of the age of 19 years or more, acting as Incorporators of a corporation under the Alaska Statutes (AS 10.20) hereby executes the following document and sets forth:

**ARTICLE 1.** The name of the corporation is Sitka Community Development Corporation.

**ARTICLE 2.** The duration of the corporation is perpetual.

**ARTICLE 3.** The purpose of the corporation is to promote community development and affordable housing for individuals and families in the City and Borough of Sitka and elsewhere in Southeast Alaska. It is organized exclusively for the foregoing charitable, benevolent, eleemosynary, and educational purposes, including for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the United States Internal Revenue Code or corresponding sections of any future federal tax code.

**ARTICLE 4.** No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to, its members, trustees, 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 contributions in furtherance of the purposes set forth in ARTICLE 3 above. No substantial part of the activities of the corporation shall be disseminating propaganda, attempting to influence legislation, or supporting or opposing candidates for political office or political parties or otherwise participating in political campaigns. Notwithstanding any other provisions of these Articles, the corporation shall not engage in any activities or exercise any powers that are not in furtherance of the purposes of the corporation, nor conduct any activities not permitted to be conducted by an organization exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code or by an organization contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or any corresponding section of any future federal tax code.

The internal affairs of the corporation are governed by the by-laws of the corporation. The Directors of the corporation may adopt by-laws and may amend and repeal the by-laws.

Upon the dissolution or final liquidation of the corporation, its liabilities and obligations shall be paid or discharged or otherwise adequately provided for. Any assets held on the condition that they be returned, transferred, or conveyed, shall be returned, transferred, or conveyed in accordance with such conditions. Any assets remaining to be distributed shall be distributed to one or both of the following options: (1) the federal, state, or local government, for a public purpose; or (2) one or more organizations engaged in charitable, eleemosynary, benevolent, educational, or similar purposes authorized by section 501(c)(3) of the Internal Revenue Code, provided however that such organizations are, or are qualified to be, exempt from income tax under section 501(c)(3) of the internal Revenue Code and contributions to which are deductible under section 170(c)(2) of the internal Revenue Code, and further provided that such organizations are engaged in activities substantially similar to those of the corporation, under a plan for distribution adopted as provided by Alaska Statutes chapter 10.20. Notwithstanding any other provision of these Articles, the distribution of the corporation's assets on dissolution shall be in accordance with the requirements of Alaska Statutes, chapter 10.20, and as required to maintain the status of the corporation as an exempt organization under section 501(c)(3) of the Internal Revenue Code.



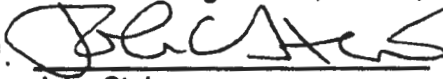
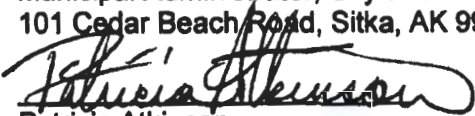
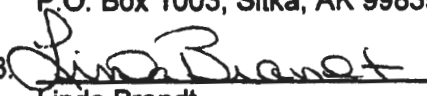
**ARTICLE 5.** The Registered Agent and Registered Office of this corporation are:

Felix AuYeung  
303 Lincoln Street, Suite 3  
Sitka, AK 99835

**ARTICLE 6.** The number of Directors constituting the initial Board of Directors of this corporation will be three. The names and mailing addresses of those persons, each of whom shall serve as a Director until her successor is elected and qualified, are as follows:


1. Linda Brandt  
P.O. Box 6334, Sitka, AK 99835
2. Alicia Williams  
P.O. Box 1966, Sitka, AK 99835
3. George Ridley  
208 Marine Street, Sitka, AK 99835

**ARTICLE 7.** The signatures, names, and mailing addresses of each Incorporator are:

1.   
John Stein  
Municipal Administrator, City and Borough of Sitka  
101 Cedar Beach Road, Sitka, AK 99835
2.   
Patricia Atkinson  
Owner, Sustainable Solutions  
P.O. Box 1003, Sitka, AK 99835
3.   
Linda Brandt  
Manager, Alaska Pacific Bank, Sitka Office  
P.O. Box 6334, Sitka, AK 99835

Signed by the Incorporators this 24<sup>th</sup> day of October, 2006.

The undersigned, being the Registered Agent listed in these Articles of Incorporation hereby accepts the position as such and agrees to act in such capacity.

  
Felix AuYeung

## **DISCLOSURE OF CORPORATE PURPOSE USING THE NORTH AMERICAN INDUSTRY CLASSIFICATION SYSTEM (NAICS)**

A separate Disclosure of Corporate Purpose must be attached to the Articles of Incorporation which most closely describes the activities of the corporation. The NAICS Code must not conflict with the purpose listed in the Articles of Incorporation.

The 6-digit NAICS industry grouping code which most clearly describes the initial activities of the corporation is:

925110