

GROUND FLOOR PLAN

NOT TO SCALE



SECRETARY OF THE STATE OF CONNECTICUT

MAILING ADDRESS: BUSINESS SERVICES DIVISION, CONNECTICUT SECRETARY OF THE STATE, P.O. BOX 150470, HARTFORD, CT 06115-0470

DELIVERY ADDRESS: BUSINESS SERVICES DIVISION, CONNECTICUT SECRETARY OF THE STATE, 30 TRINITY STREET, HARTFORD, CT 06108

PHONE: 860-509-8003

WEBSITE: [WWW.CONNCORP.STATE.CT.GOV](http://www.conncorp.state.ct.gov)

CERTIFICATE OF ORGANIZATION LIMITED LIABILITY COMPANY - DOMESTIC

FILING FEE: \$120

MAKE CHECKS PAYABLE TO
"SECRETARY OF THE STATE"

C.G.S. §34-247

USE INK. COMPLETE ALL SECTIONS. PRINT OR TYPE. ATTACH B¹⁰)

FILING #0006684817 PG 01 OF 02 VOL B-02627
FILED 11/21/2019 04:00 PM PAGE 01532
SECRETARY OF THE STATE
CONNECTICUT SECRETARY OF THE STATE

FILING PARTY (CONFIRMATION WILL BE SENT TO THIS ADDRESS)	
NAME:	
MAILING ADDRESS:	
CITY:	
STATE:	ZIP:
1. NAME OF LIMITED LIABILITY COMPANY - REQUIRED: (MUST INCLUDE BUSINESS DESIGNATION I.E. L.L.C., LLC)	
Dixwell Housing Associates LLC	
2. PRINCIPAL OFFICE ADDRESS - REQUIRED (NO P.O. BOX) - PROVIDE FULL ADDRESS	
STREET: c/o H.E.L.P. Development Corp., 115 East 13th Street	
CITY: New York	
STATE: New York	ZIP: 10003
3. MAILING ADDRESS - REQUIRED PROVIDE FULL ADDRESS. - P.O. BOX IS ACCEPTABLE	
STREET OR P.O. BOX: c/o H.E.L.P. Development Corp., 115 East 13th Street	
CITY: New York	
STATE: New York	ZIP: 10003
4. APPOINTMENT OF REGISTERED AGENT - REQUIRED (COMPLETE A OR B NOT BOTH)	
<input type="checkbox"/> A. IF AGENT IS AN INDIVIDUAL:	
PRINT OR TYPE NAME	<input checked="" type="checkbox"/> SIGNATURE ACCEPTING APPOINTMENT:
BUSINESS ADDRESS - REQUIRED (P.O. BOX NOT ACCEPTABLE) IF NONE, MUST CHECK "NONE"	CONNECTICUT RESIDENCE ADDRESS - REQUIRED (P.O. BOX NOT ACCEPTABLE)
<input type="checkbox"/> CHECK IF NONE	
STREET:	STREET:
CITY:	CITY:
STATE:	STATE:
ZIP:	ZIP:
CONNECTICUT MAILING ADDRESS - REQUIRED: (P.O. BOX ACCEPTABLE)	
STREET OR P.O. BOX:	
CITY:	
STATE:	ZIP:

Note: DO **NOT** COMPLETE 4B IF AGENT APPOINTED IN 4A.

☒ **B. IF AGENT IS A BUSINESS:**

CT Corporation System

PRINT OR TYPE NAME OF BUSINESS AS IT APPEARS ON OUR RECORDS

x 
SIGNATURE ACCEPTING APPOINTMENT ON BEHALF OF AGENT

Leslie J. Martin, Assistant Secretary

PRINT NAME & TITLE OF PERSON SIGNING ON BEHALF OF AGENT

CONNECTICUT BUSINESS ADDRESS - REQUIRED
(P.O. BOX UNACCEPTABLE)

CONNECTICUT MAILING ADDRESS - REQUIRED
(P.O. BOX ACCEPTABLE)

STREET: 67 Burnside Ave.

CITY: East Hartford,

STATE: Connecticut

ZIP: 06108-3408

STREET OR P.O. BOX: 67 Burnside Ave,

CITY: East Hartford,

STATE: Connecticut

ZIP: 06108-3408

5. MANAGER OR MEMBER INFORMATION - REQUIRED
(MUST LIST AT LEAST ONE MEMBER OR MANAGER OF THE LLC) (ATTACH 8 1/2 X 11 SHEETS IF NECESSARY)

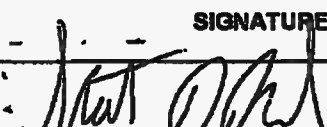
FULL NAME	TITLE	BUSINESS ADDRESS (NO P.O. BOX)	RESIDENCE ADDRESS (NO P.O. BOX)
H.E.L.P. Development Corp.	<input checked="" type="checkbox"/> MEMBER	<input type="checkbox"/> CHECK IF NONE	115 East 13th Street, New York, NY 10003
	<input type="checkbox"/> MANAGER	115 East 13th Street, New York, NY 10003	
	<input type="checkbox"/> MEMBER	<input type="checkbox"/> CHECK IF NONE	
	<input type="checkbox"/> MANAGER		

6. ENTITY EMAIL ADDRESS - REQUIRED: (IF NONE, MUST STATE "NONE") DO NOT LEAVE BLANK

lcardero@helpusa.org

7. EXECUTION - REQUIRED: (SUBJECT TO PENALTY OF FALSE STATEMENT)

DATE (MM/DD/YYYY) 11/21/2019

NAME OF ORGANIZER (PRINT/TYPE) (THE LLC CANNOT BE ITS OWN ORGANIZER)	SIGNATURE
Stuart D. Poppel	x 

AN ANNUAL REPORT WILL BE DUE YEARLY IN THE FOLLOWING YEAR THAT THE ENTITY WAS FORMED/REGISTERED BETWEEN JANUARY 1ST AND MARCH 31ST AND CAN BE EASILY FILED ONLINE @ WWW.CONCORD-SOTS.CT.GOV.

CONTACT YOUR TAX ADVISOR OR THE TAXPAYER SERVICE CENTER AT THE DEPARTMENT OF REVENUE SERVICES AS TO ANY POTENTIAL TAX LIABILITY RELATING TO YOUR BUSINESS, INCLUDING QUESTIONS ABOUT THE BUSINESS ENTITY TAX. TAX PAYER SERVICE CENTER: (860) 297-5982 OR @ WWW.CT.GOV/DRS.

STATE OF CONNECTICUT }
OFFICE OF THE SECRETARY OF THE STATE } SS. HARTFORD

I hereby certify that this is a true copy of record
in this Office.

In Testimony whereof, I have hereunto set my hand
and affixed the Seal of said State, at Hartford,
this 22nd day of November A.D. 20 19



SECRETARY OF THE STATE

eulah Land Development Corporation

Restated and Superseded

*Certificate of Incorporation
September 10, 1995*

CERTIFICATE OF INCORPORATION OF BEULAH LAND DEVELOPMENT CORPORATION, INC. (A Not-For-Profit Corporation/Organization)

Article I

NAME

The name of this corporation shall be the "Beulah Land Development Corporation, Inc."

Article 2

PURPOSE

The organization's sole purpose(s) shall be, but not necessarily limited to:

- (a) Providing decent housing that is affordable to low- and moderate-income people within the geographic boundaries of the City of New Haven
- (b) Acquire, develop, and/or renovate housing which will provide low- and moderate-income housing within the geographic boundaries of the City of New Haven
- (c) Educate the community about the dangers of drug abuse through drug awareness and counseling within the geographic boundaries of the City of New Haven
- (d) Provide family abuse counseling for the community within the geographic boundaries of the City of New Haven
- (e) Provide daycare services to low- and moderate-income individuals who could not otherwise afford daycare within the geographic boundaries of the City of New Haven

Article 3

NON-PROFIT CORPORATION

The corporation is non-profit, and shall not have or issue shares of stock or pay dividends.

Article 4

MEMBERS OF THE CORPORATION

There are no members of the Corporation.

Article 5

TAX EXEMPTION

It is the intention of the Corporation to qualify and remain qualified as exempt from income tax under Section 501(c)3 of the Internal Revenue Code. Accordingly:

- (a) No part of the net earnings of the Corporation shall inure to the benefit of any Trustee, nor shall any of such net earnings of any of the property or assets of the Corporation be used other than for the objects and purposes of the Corporation set out in Article 2 of this Restated and Superseded Certificate.
- (b) No substantial part of the activities of the Corporation shall consist of carrying on propaganda or otherwise attempting to influence legislation, provided, however, that the Corporation may elect to conduct such activities as are permitted by sections 501(h) and 4811 of the Internal Revenue Code. The Corporation shall not participate or intervene in any political campaign on behalf of any candidate for public office.
- (c) In the event of liquidation, dissolution, termination, or winding up of the Corporation whether voluntary, involuntary, or by operation of law, all of its assets and property not needed for the payment of debts and expenses shall be distributed to such organization or organization-organized and operated exclusively for charitable, educational, or scientific purposes as shall at the time qualify as an exempt organization or government, or to a state or local government, for public purpose. Any such assets not so disposed or shall be disposed of by the court of the County in which the principal office of the Corporation is then located, exclusively for such purposes or to such organization or organizations and operated exclusively for such purposes.
- (d) The Corporation may not exercise any power, either express or implied, in such manner as to disqualify the Corporation from exemption from income tax as an organization described in Section 501(c)3 of the Internal Revenue Code.

Article 6

THE BOARD OF DIRECTORS

- (a) Hereinafter, the Board of Directors of the Corporation shall be referred to as the "Board of Directors" or the "Board", and its members as "Directors".
- (b) The initial Board of Directors shall consist of no less than five (5) and no more than nine (9) persons, who shall be elected by the Incorporators of the Corporation, and serve for one (1) year terms. Subsequent Directors shall be elected in accordance with the By-Laws.
- (c) Any vacancy on the Board created by death, resignation, or any other case may be filled the unexpired term by the Directors in accordance with By-Laws.
- (d) Except as otherwise provided by law and in this Restated and Superseded Certificate of Incorporation and By-Laws of this Corporation, the conduct and management of the Corporation shall be vested in the Board.

Article 7

CORPORATE POWERS

In connection with the accomplishment of any and all purposes, the Corporation shall be in possession of, and from time to time may exercise the power to:

- (a) Take property or any description or interest therein, by gift, device, or bequest and invest and reinvest funds not currently in its affairs;
- (b) Invest and reinvest the Corporation's funds in a manner that directly promotes the purposes of the Corporation without regard to whether such investments would be considered desirable or prudent by an investor solely in profit and not interested in promoting the Corporation's purposes;
- (c) Acquire, by purchase or otherwise, hold, sell, convey, and have and exercise any and all rights of ownership or interest in or to any real or personal property whatsoever, including, without limitation, shares, securities, and any other interest in or obligation of other corporations, unincorporated business enterprises or entities, individuals or governmental units;
- (d) Borrow money, issue promissory notes, bonds, or other evidence of indebtedness and secure the same by mortgage, pledge, or other form of security on any or all of its real or personal property or any interest therein;
- (e) Make contracts, including contracts of guaranty or suretyship or other similar financial arrangements, and give security therefore;
- (f) Enter into any arrangement with others for any union of interest with respect to any activities which the Corporation has power to conduct by itself, even if such arrangement involves sharing or delegation of control of such activities with or to others;
- (g) Exercise all legal powers necessary or convenient to effect any or all of the purposes stated in this Reinstated and Superseded Certificate of Incorporation whether or not such powers are set forth in the Reinstated and Superseded Certificate of Incorporation;

- (h) Exercise any and all additional powers currently conferred upon non-stock corporations by Section 33-428 of the Connecticut Non-Stock Corporation Act, as the same may be amended from time to time.

Article 8

LIABILITY

- (a) The private property of the Directors and Officers shall not be subject to the payment of corporate debts to any extent whatsoever.
- (b) No Director or Officer shall be liable to the Corporation for monetary damage for breach of duty as a Director or Officer in any amount that exceeds the compensation received by the Director or Officer for serving the Corporation during the year of the violation, if such breach did not:
 - (i) involve a knowing and culpable violation of law by the Director or Officer;
 - (ii) enable the Director, Officer, or an associated, as defined in subdivision (3) of Section 33-374d, Conn. Gen. Stat., to receive and improper personal economic gain;
 - (iii) show a lack of good faith and a conscious disregard for the duty of the Director or Officer to the Corporation under circumstances in which the Director or Officer was aware that his/her conduct or omission created an unjustifiable risk of serious injury to the Corporation; or
 - (iv) constitute a sustained and unexcused pattern of attention that amounted to an abdication of the Director's or Officer's duty to the Corporation.
- (c) Without limiting the generality of the preceding clause (b), no Director or Officer of the Corporation shall be liable to the Corporation on account of any investment or reinvestment of funds made pursuant to paragraph (b) of Article 7 hereof, so long as such Director or Officer intended in good faith to further the objects and purposes set forth in Article 2 hereof.

Article 9

BY-LAWS

The By-Laws may be amended by the Board. Any notice of a meeting of the Board at which the By-Laws are to be adopted, amended, or repealed shall include notice of such proposed action. Adoption, amendment, or repeal of the By-Laws by the Board shall require an affirmative vote of two-thirds (2/3) of the Board of Directors. No provision of the By-Laws shall be valid which is inconsistent with the Restated and Superseded Certificate of Incorporation.

Article 10

AMENDMENT OF THE RESTATED AND SUPERSEDED CERTIFICATE OF INCORPORATION AND
DISSOLUTION

This Restated and Superseded Certificate of Incorporation may be amended, or the Corporation dissolved by an affirmative vote of two-thirds (2/3) of the Director then in office.

Article 11

PERPETUITY

The existence of this Corporation shall be perpetual.

INTERNAL REVENUE SERVICE
DISTRICT DIRECTOR
G.P.O. BOX 1680
BROOKLYN, NY 11202

DEPARTMENT OF THE TREASURY

Date: 12 2 NOV 1995

BEULAH LAND DEVELOPMENT
CORPORATION, INC.
782 ORCHARD STREET
NEW HAVEN, CT 06511

Employer Identification Number:
06-1419774
Case Number:
115290050
Contact Person:
G. JONES
Contact Telephone Number:
(718) 488-2982
Accounting Period Ending:
May 31
Foundation Status Classification:
509(a)(2)
Advance Ruling Period Begins:
December 29, 1994
Advance Ruling Period Ends:
May 31, 1999
Addendum Applies:
Yes

Dear Applicant:

Based on information you supplied, and assuming your operations will be as stated in your application for recognition of exemption, we have determined you are exempt from federal income tax under section 501(a) of the Internal Revenue Code as an organization described in section 501(c)(3).

Because you are a newly created organization, we are not now making a final determination of your foundation status under section 509(a) of the Code. However, we have determined that you can reasonably expect to be a publicly supported organization described in section 509(a)(2).

Accordingly, during an advance ruling period you will be treated as a publicly supported organization, and not as a private foundation. This advance ruling period begins and ends on the dates shown above.

Within 90 days after the end of your advance ruling period, you must send us the information needed to determine whether you have met the requirements of the applicable support test during the advance ruling period. If you establish that you have been a publicly supported organization, we will classify you as a section 509(a)(1) or 509(a)(2) organization as long as you continue to meet the requirements of the applicable support test. If you do not meet the public support requirements during the advance ruling period, we will classify you as a private foundation for future periods. Also, if we classify you as a private foundation, we will treat you as a private foundation from your beginning date for purposes of section 507(d) and 4940.

Grantors and contributors may rely on our determination that you are not a private foundation until 90 days after the end of your advance ruling period. If you send us the required information within the 90 days, grantors and contributors may continue to rely on the advance determination until we make a final determination of your foundation status.

If we publish a notice in the Internal Revenue Bulletin stating that we

INTERNAL REVENUE SERVICE
DISTRICT DIRECTOR
P. O. BOX 2508
CINCINNATI, OH 45201

DEPARTMENT OF THE TREASURY

Date: **OCT 29 1999**

Employer Identification Number:
06-1419774

DLN:

17053247715029

Contact Person:

VICTORIA LAHEY

ID# 31304

Contact Telephone Number:

(877) 829-5500

Our Letter Dated:

December, 1994

Addendum Applies:

No

BEULAH LAND DEVELOPMENT CORPORATION
INC
728 ORCHARD ST
NEW HAVEN, CT 06511-3306

Dear Applicant:

This modifies our letter of the above date in which we stated that you would be treated as an organization that is not a private foundation until the expiration of your advance ruling period.

Your exempt status under section 501(a) of the Internal Revenue Code as an organization described in section 501(c)(3) is still in effect. Based on the information you submitted, we have determined that you are not a private foundation within the meaning of section 509(a) of the Code because you are an organization of the type described in section 509(a)(1) and 170(b)(1)(A)(vi).

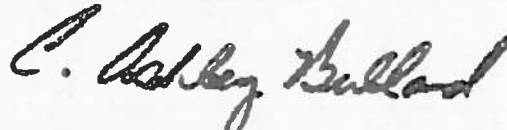
Grantors and contributors may rely on this determination unless the Internal Revenue Service publishes notice to the contrary. However, if you lose your section 509(a)(1) status, a grantor or contributor may not rely on this determination if he or she was in part responsible for, or was aware of, the act or failure to act, or the substantial or material change on the part of the organization that resulted in your loss of such status, or if he or she acquired knowledge that the Internal Revenue Service had given notice that you would no longer be classified as a section 509(a)(1) organization.

If we have indicated in the heading of this letter that an addendum applies, the addendum enclosed is an integral part of this letter.

Because this letter could help resolve any questions about your private foundation status, please keep it in your permanent records.

If you have any questions, please contact the person whose name and telephone number are shown above.

Sincerely yours,



District Director

Letter 1050 (DO/CG)

BEULAH LAND DEVELOPMENT

will no longer treat you as a publicly supported organization, grantors and contributors may not rely on this determination after the date we publish the notice. In addition, if you lose your status as a publicly supported organization, and a grantor or contributor was responsible for, or was aware of, the act or failure to act, that resulted in your loss of such status, that person may not rely on this determination from the date of the act or failure to act. Also, if a grantor or contributor learned that we had given notice that you would be removed from classification as a publicly supported organization, then that person may not rely on this determination as of the date he or she acquired such knowledge.

If you change your sources of support, your purposes, character, or method of operation, please let us know so we can consider the effect of the change on your exempt status and foundation status. If you amend your organizational document or bylaws, please send us a copy of the amended document or bylaws. Also, let us know all changes in your name or address.

As of January 1, 1984, you are liable for social security taxes under the Federal Insurance Contributions Act on amounts of \$100 or more you pay to each of your employees during a calendar year. You are not liable for the tax imposed under the Federal Unemployment Tax Act (FUTA).

Organizations that are not private foundations are not subject to the private foundation excise taxes under Chapter 42 of the Internal Revenue Code. However, you are not automatically exempt from other federal excise taxes. If you have any questions about excise, employment, or other federal taxes, please let us know.

Donors may deduct contributions to you as provided in section 170 of the Internal Revenue Code. Bequests, legacies, devises, transfers, or gifts to you or for your use are deductible for Federal estate and gift tax purposes if they meet the applicable provisions of sections 2055, 2106, and 2522 of the Code.

Donors may deduct contributions to you only to the extent that their contributions are gifts, with no consideration received. Ticket purchases and similar payments in conjunction with fundraising events may not necessarily qualify as deductible contributions, depending on the circumstances. Revenue Ruling 67-246, published in Cumulative Bulletin 1967-2, on page 104, gives guidelines regarding when taxpayers may deduct payments for admission to, or other participation in, fundraising activities for charity.

Contributions to you are deductible by donors beginning December 29, 1994.

You are not required to file Form 990, Return of Organization Exempt From Income Tax, if your gross receipts each year are normally \$25,000 or less. If you receive a Form 990 package in the mail, simply attach the label provided, check the box in the heading to indicate that your annual gross receipts are normally \$25,000 or less, and sign the return.

If you are required to file a return you must file it by the 15th day of

BEULAH LAND DEVELOPMENT

the fifth month after the end of your annual accounting period. We charge a penalty of \$10 a day when a return is filed late, unless there is reasonable cause for the delay. However, the maximum penalty we charge cannot exceed \$5,000 or 5 percent of your gross receipts for the year, whichever is less. We may also charge this penalty if a return is not complete. So, please be sure your return is complete before you file it.

You are not required to file federal income tax returns unless you are subject to the tax on unrelated business income under section 511 of the Code. If you are subject to this tax, you must file an income tax return on Form 990-T, Exempt Organization Business Income Tax Return. In this letter we are not determining whether any of your present or proposed activities are unrelated trade or business as defined in section 513 of the Code.

You need an employer identification number even if you have no employees. If an employer identification number was not entered on your application, we will assign a number to you and advise you of it. Please use that number on all returns you file and in all correspondence with the Internal Revenue Service.

In accordance with section 508(a) of the Code, the effective date of this determination letter is December 29, 1994.

This determination is based on evidence that your funds are dedicated to the purposes listed in section 501(c)(3) of the Code. To assure your continued exemption, you should keep records to show that funds are spent only for those purposes. If you distribute funds to other organizations, your records should show whether they are exempt under section 501(c)(3). In cases where the recipient organization is not exempt under section 501(c)(3), you must have evidence that the funds will remain dedicated to the required purposes and that the recipient will use the funds for those purposes.

If you distribute funds to individuals, you should keep case histories showing the recipients' names, addresses, purposes of awards, manner of selection, and relationship (if any) to members, officers, trustees or donors of funds to you, so that you can substantiate upon request by the Internal Revenue Service any and all distributions you made to individuals. (Revenue Ruling 56-304, C.B. 1956-2, page 306.)

If we said in the heading of this letter that an addendum applies, the addendum enclosed is an integral part of this letter.


Because this letter could help us resolve any questions about your exempt status and foundation status, you should keep it in your permanent records.

-4-

BEULAH LAND DEVELOPMENT

If you have any questions, please contact the person whose name and telephone number are shown in the heading of this letter.

Sincerely yours,


Herbert J. Huff
District Director

Enclosure(s):
Addendum
Form 872-C

BEULAH LAND DEVELOPMENT

Since you have not indicated that you intend to finance your activities with the proceeds of tax exempt bond financing, in this letter we have not determined the effect of such financing on your tax exempt status.

Your tax exempt status is predicated on the understanding that the activities of your organization will not lead to the private benefit of any individual (i.e. payments for personal expenses, abatement of personal real estate taxes, salaries based on a percentage of receipts, etc.). Any of these activities could jeopardize your tax exempt status.

STATE OF NEW YORK

DEPARTMENT OF STATE

I hereby certify that the annexed copy has been compared with the original document in the custody of the Secretary of State and that the same is a true copy of said original.



WITNESS my hand and official seal of the
Department of State, at the City of Albany, on
January 9, 2009.

A handwritten signature in cursive script that reads "Paul LaPointe".

Paul LaPointe
Special Deputy Secretary of State

960415000477

Certificate of Incorporation
of

H.E.L.P. DEVELOPMENT CORP.

(under section 402 of the Not-For-Profit Corporation Law)

The undersigned, a natural person of the age of eighteen or over, desiring to form a corporation pursuant to the provisions of the Not-For-Profit Corporation Law of New York, does hereby certify:

- (1) The name of the corporation is H.E.L.P. Development Corp.
- (2) The Corporation is a corporation as defined in subparagraph (a)(5) of section 102 of the New York Not-For-Profit Corporation Law and shall be a Type B corporation under section 201 of the Not-For-Profit Corporation Law.
- (3) The purposes for which the corporation is formed are to conduct the following activities, which are exclusively charitable within the meaning of section 501(c)(3) of the Internal Revenue Code of 1986, as amended (or the corresponding provision of any future United States internal revenue law), to develop and operate temporary and permanent housing and related services for the homeless or persons with low income and to conduct any and all other activities as shall from time to time be found appropriate, incidental to or connected with the foregoing and as are lawful for not-for-profit corporations.
- (4) In furtherance of the foregoing purposes, the corporation shall have all of the general powers enumerated in section 202 of the Not-For-Profit Corporation Law together with the power to solicit grants and contributions for any corporate purpose and the power to maintain a fund or funds of real and/or personal property for any corporate purposes. The corporation shall have the right to exercise such other powers as now are, or hereafter may be, conferred by law upon a corporation organized for the purposes hereinabove set forth or necessary or incidental to the powers so conferred, or conducive to the furtherance thereof.
- (5) Notwithstanding any other provisions of these articles, the corporation is organized exclusively for charitable purposes, as specified in section 501(c)(3) of the Internal Revenue Code of 1986, as amended, and shall not carry on any activities not permitted to be carried on by a corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code of 1986, as amended.
- (6) The corporation shall be empowered to solicit funds from the general public.

(7) The corporation is not formed for pecuniary profit or for financial gain and no part of its assets, income or profit shall be distributed to or inure to the benefit of its officers, directors or other private individuals. Reasonable compensation, however, may be paid for services rendered to or for the corporation in furtherance of one or more of its purposes.

(8) Nothing herein shall authorize the corporation, directly or indirectly, to engage in or include among its purposes any of the activities listed in section 404 of the Not-For-Profit Corporation Law.

(9) No substantial part of the activities of the corporation shall be devoted to carrying on propaganda, or otherwise attempting to influence legislation, (except to the extent authorized by section 501(h) of the Internal Revenue Code of 1986, as amended, during any fiscal year or years in which the corporation has chosen to utilize the benefits authorized by that statutory provision) and the corporation shall not participate in or intervene (including the publishing or distributing of statements) in any political campaign on behalf of any candidate for public office.

(10) The office of the corporation shall be located in the County of New York, State of New York.

(11) The names and addresses of the initial directors of the corporation are as follows:

Maria Cuomo Cole
c/o H.E.L.P.
30 East 33rd Street
Ninth Floor
New York, New York
10016

Dr. Jeffrey Sachs
c/o H.E.L.P.
30 East 33rd Street
Ninth Floor
New York, New York
10016

Kenneth Cole
c/o H.E.L.P.
30 East 33rd Street
Ninth Floor
New York, New York
10016

(12) The Secretary of State is hereby designated as agent of the corporation upon whom process against it may be served. The post office address to which the Secretary shall mail a copy of any process against the corporation served upon him is c/o the corporation, 30 East 33rd Street, New York, NY 10016 -Attention: General Counsel.

(13) In the event of dissolution, the assets and property of the corporation remaining after payment of expenses and the satisfaction of all liabilities shall be distributed as determined by the Board of Directors and as approved by a court of competent jurisdiction, for the not-for-profit purposes of the corporation and/or to such charitable,

literary and educational organizations as shall qualify under section 501(c)(3) of the Internal Revenue Code of 1986, as amended. Any of such assets not so distributed shall be disposed of for such purposes as approved by a Justice of the Supreme Court of the State of New York or such other court having jurisdiction over the corporation.

IN WITNESS WHEREOF, the undersigned has signed this Certificate and affirmed as true the statements made herein under the penalties of perjury this 12th day of April, 1996.

By: 

Eric H. Seltzer, Incorporator
Gilbride, Tusa, Last & Spellane LLC
The Graybar Building
420 Lexington Avenue
New York, New York 10170

3

N. Y. S. DEPARTMENT OF STATE
DIVISION OF CORPORATIONS AND STATE RECORDS.

162 WASHINGTON AVENUE
ALBANY, NY 12231

FILING RECEIPT

ENTITY NAME : H.E.L.P. DEVELOPMENT CORP.

DOCUMENT TYPE : NAME RESERVATION (NEW) (DOM. NFP)

SERVICE COMPANY : INTERCOUNTY CLEARANCE CORP.

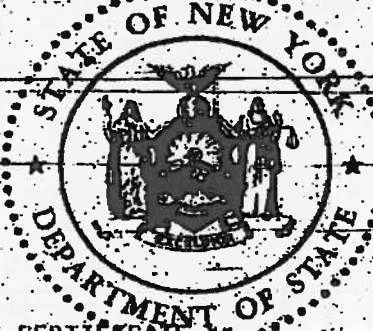
SERVICE CODE: 18

APPLICANT NAME : ERIC SELTZER

FILED: 04/02/1996 DURATION: 06/03/1996 *CASH* 960402000546 FILM # 960402000510

ADDRESS FOR PROCESS

REGISTERED AGENT



** SUBMIT RECEIPT WHEN FILING CERTIFICATE **

FILER	FEES		PAYMENTS	
ERIC SELTZER		35.00		35.00
C/O GILBRIDE, TUSA, LABT, SPELLANE ESQS	FILING	10.00	CASH	0.00
420 LEXINGTON AVENUE, SUITE 300	TAX	0.00	CASH	0.00
NEW YORK, NY 10170	CERT	0.00	BILLED	35.00
	COPIES	0.00		
	HANDLING	25.00		

108-1025 (11/89)

Index No.

Year 19

F 960415000477

Certificate Of Incorporation

of

H.E.L.P. DEVELOPMENT CORP.

(Under Section 402 of the Not-For-Profit Corporation Law)

APR 15 4 22 PM '96

FILED

GILBRIDE, TUSA, LAST & SPELLANE

ATTORNEYS FOR

THE GRAYBAR BUILDING
420 LEXINGTON AVENUE
NEW YORK, NEW YORK 10170
(212) 692-9995

STATE OF NEW YORK
DEPARTMENT OF STATE

FILED APR 15 1996

TAX \$

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BY

J. W.

NEW YORK

To:

Attorney(s) for

Service of a copy of the within

Date:

is hereby admitted.

Attorney(s) for

PLEASE TAKE NOTICE

Mark appropriate box

☐
NOTICE OF
ENTRY

that the within is a (certified) copy of a
entered in the office of the clerk of the within named Court on

19

☐
NOTICE OF
SETTLEMENT

that an Order, of which the within is a true copy, will be presented for the settlement to
the Hon. one of the judges of the within named Court,

at

on

19

M.

RECEIVED

APR 15 10 03 AM '96

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GILBRIDE, TUSA, LAST & SPELLANE

ATTORNEYS FOR

THE GRAYBAR BUILDING
420 LEXINGTON AVENUE
NEW YORK, NEW YORK 10170
(212) 692-9995

To:

Attorney(s) for

STATE OF NEW YORK
DEPARTMENT OF STATE

I hereby certify that the annexed copy has been compared with the original document in the custody of the Secretary of State and that the same is a true copy of said original.



WITNESS my hand and official seal of the
Department of State, at the City of Albany, on
January 9, 2009.

Paul LaPointe

Paul LaPointe
Special Deputy Secretary of State

F 970521000078

CERTIFICATE OF AMENDMENT
OF THE
CERTIFICATE OF INCORPORATION
OF
H.E.L.P. DEVELOPMENT CORP.

N. I. S.-27

Under Section 803 of the Not-for-Profit Corporation Law

The undersigned, being the President and Secretary of H.E.L.P. Development Corp. ("the Corporation"), respectively, in order to amend the Corporation's Certificate of Incorporation, certify that:

FIRST: The name of the Corporation is H.E.L.P. Development Corp. The Corporation was formed under the name H.E.L.P. Development Corp.

SECOND: The Certificate of Incorporation of the Corporation was filed by the Department of State of the State of New York on April 15, 1996 under Section 402 of the Not-for-Profit Corporation Law.

THIRD: The Corporation is a corporation as defined in subparagraph (a)(5) of Section 102 of the Not-for-Profit Corporation Law. The Corporation is a Type B corporation under Section 201 of the Not-for-Profit Corporation Law without members, and after the amendments of its Certificate effected herein, the Corporation shall be a Type B corporation with members under Section 201.

FOURTH: The Certificate of Incorporation is hereby amended to effect the following:

(a) To add the following provision as Paragraph 14:

The sole corporate member of the Corporation is H.E.L.P. USA, Inc. (the "Member"). With respect to the Corporation, in addition to those powers provided by the Not-for-Profit Corporation Law and the common law of the State of New York, the Member shall have the following reserved powers:

- (1) to elect and remove (with or without cause) members of the Board of Directors;
- (2) to approve annual budgets and financial plans;
- (3) to approve any expenditures exceeding ten percent (10%) of the annual budget of the Corporation or one percent (1%) of the projected consolidated annual budget of all the entities of which the Member is the sole corporate member; and
- (4) to approve any amendment to the Certificate of Incorporation or the By-laws.

FIFTH: The Certificate of Incorporation is hereby amended to effect the following:

- (a) To amend Paragraph 9 relating to lobbying and political activities, presently reading in its entirety as follows:

No substantial part of the activities of the corporation shall be devoted to carrying on propaganda, or otherwise attempting to influence legislation, (except to the extent authorized by section 501(h) of the Internal Revenue Code of 1986, as amended, during any fiscal year or years in which the corporation has chosen to utilize the benefits authorized by that statutory provision) and the corporation shall not participate in or intervene (including the publishing or distributing of statements) in any political campaign on behalf of any candidate for public office.

- (b) Paragraph 9 is amended to read in its entirety as follows:

No substantial part of the activities of the Corporation shall be carrying on propaganda, or otherwise attempting to influence legislation, except as otherwise provided by Section 501(h) of the Internal Revenue Code of 1986 (as now in effect or may hereafter be amended). The Corporation shall not participate or intervene (including the publication or distribution of statements) in any political campaign on behalf of or in opposition to any candidate for public office.

SIXTH: The Certificate of Incorporation is hereby amended to effect the following:

(a) To amend Paragraph 13 relating to provision for assets upon dissolution, presently reading in its entirety as follows:

In the event of dissolution, the assets and property of the corporation remaining after payment of expenses and the satisfaction of all liabilities shall be distributed as determined by the Board of Directors and as approved by a court of competent jurisdiction, for the not-for-profit purposes of the corporation and/or to such charitable, literary and educational organizations as shall qualify under section 501(c)(3) of the Internal Revenue Code of 1986, as amended. Any of such assets not so distributed shall be disposed of for such purposes as approved by a Justice of the Supreme Court of the State of New York or such other court having jurisdiction over the corporation.

(b) Paragraph 13 is amended to read in its entirety as follows:

In the event of the liquidation, dissolution, or winding up of the Corporation, whether voluntary or involuntary or by operation of law, all of the remaining assets and property of the Corporation shall after necessary expenses thereof be distributed to H.E.L.P. Funding, Inc., but if H.E.L.P. Funding, Inc. is then not qualified under Section 501(c)(3) of the Internal Revenue Code, then to one or more organizations which are then qualified under Section 501(c)(3) of the Code to be used in such manner as in the judgment of a Justice of the Supreme Court of the State of New York will best accomplish the general purposes for which this Corporation was formed.

SEVENTH: These amendments of the Certificate of Incorporation were authorized by the unanimous written consent of the Board of Directors.

EIGHTH: The Secretary of State of the State of New York is hereby designated as the agent of the Corporation upon whom process in any action or proceeding against the Corporation may be served. The post office address to which the Secretary of State shall mail a copy of any such process so served is:

H.E.L.P. Development Corp.
c/o H.E.L.P.
30 East 33rd Street
New York, New York 10016
Attention: General Counsel

IN WITNESS WHEREOF, we have made and subscribed this certificate and
hereby affirm under the penalties of perjury that its contents are true this 6 day of
May 1997.


Richard Motta, President


Vincent Ravašchiera, Secretary

F 970521000078

**CERTIFICATE OF AMENDMENT
OF THE
CERTIFICATE OF INCORPORATION
OF**

H.E.L.P. Development Corp.

Under Section 803 of the New York Not-for-Profit Corporation Law

N. I. S.-27

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STATE OF NEW YORK
DEPARTMENT OF STATE
FILED MAY 21 1997
TAXS
BY: mmr

my
mmr

Filed by:

Nixon, Hargrave, Devans & Doyle LLP
437 Madison Avenue
New York, New York 10022

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970521000080

STATE OF NEW YORK
DEPARTMENT OF STATE

I hereby certify that the annexed copy has been compared with the original document in the custody of the Secretary of State and that the same is a true copy of said original.



WITNESS my hand and official seal of the
Department of State, at the City of Albany, on
January 9, 2009.

A handwritten signature in dark ink, reading "Paul LaPointe".

Paul LaPointe
Special Deputy Secretary of State

**CERTIFICATE OF THE AMENDMENT
OF THE
CERTIFICATE OF INCORPORATION
OF H.E.L.P. DEVELOPMENT CORP.**

5990624000582

Under Section 803 of the Not-for-Profit Corporation Law

The undersigned, being the President and Secretary of H.E.L.P. Development Corp. ("the Corporation"), respectively, in order to amend the Corporation's Certificate of Incorporation, certify that:

FIRST: The name of the Corporation is H.E.L.P. Development Corp. The Corporation was formed under the name of H.E.L.P. Development Corp.

SECOND: The Certificate of Incorporation of the Corporation was filed by the Department of State of the State of New York on April 15, 1986 under Section 402 of the Not-for-Profit Corporation Law. The Certificate of Amendment of the Certificate of Incorporation was filed by the Department of State of the State of New York on May 21, 1997 under Section 803 of the Not-for-Profit Corporation Law.

THIRD: The Corporation is a corporation as defined in subparagraph (a)(5) of Section 102 of the Not-for-Profit Corporation Law. The Corporation is a Type B corporation under Section 201 of the Not-for-Profit Corporation with members, and after the amendments of its Certificate effected herein, the Corporation shall be a Type B corporation without members under Section 201.

FOURTH: The Certificate of Incorporation is hereby amended to effect the following:

(a) To delete Paragraph 14 relating to the sole corporate member, presently reading in its entirety as follows:

The sole corporate member of the Corporation is H.E.L.P. USA, Inc. (the "Member"). With respect to the Corporation, in addition to those powers provided by the Not-for-Profit Corporation Law and the common law of the State of New York, the member shall have the following reserved powers:

- (1) to elect and remove (with or without cause) members of the Board of Directors;
- (2) to approve annual budgets and financial plans;
- (3) to approve any expenditures exceeding ten percent (10%) of the annual budget of the Corporation or one percent (1%) of the projected consolidated annual budget of all the entities of which the Member is the sole corporate member; and
- (4) to approve any amendment to the Certificate of Incorporation or the By-laws

FIFTH: This amendment of the Certificate of Incorporation was authorized by action of the Member of the Corporation.

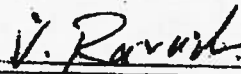
SIXTH: The Secretary of State of the State of New York is hereby designated as the agent of the Corporation upon whom process in any action or

2

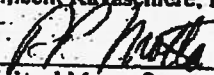
proceeding against the Corporation may be served. The post office address to which the
Secretary of State shall mail a copy of any such process so served is:

H.E.L.P. Development Corp.
c/o HELP USA
30 East 33rd Street
New York, New York 10016
Attention: General Counsel

IN WITNESS WHEREOF, we have made and subscribed this certificate and
hereby affirm under the penalties of perjury that its content are true as of this 10 day of
June, 1999.



Vincent Ravaschiere, President



Richard Motta, Secretary

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F 990624000382

CERTIFICATE OF AMENDMENT
OF THE
CERTIFICATE OF INCORPORATION
OF
H.E.L.P. DEVELOPMENT CORP.

ATTORNEYS FOR: GILBRIDE, TUSA, LAST & SPELLANE LLC
the Corporation

THE GRAYBAR BUILDING
420 LEXINGTON AVENUE
NEW YORK, NEW YORK 10170
(212) 692-9000

100
STATE OF NEW YORK
DEPARTMENT OF STATE

JUN 24 1999

FILED
TAXS
BY:

MARK
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To:
Attorney(s) for

Service of a copy of the within
Date:

is hereby admitted.

Attorney(s) for

PLEASE TAKE NOTICE

Mark appropriate box:



ENTRY

that the within is a (certified) copy of a
instrument in the office of the clerk of the within named Court.



NOTICE OF
SETTLEMENT

that an Order, of which the within is a true copy, will be presented for the settlement to
the Hon. one of the judges of the within named Court,

at
on

19 at M.

Date:

4
GILBRIDE, TUSA, LAST & SPELLANE LLC
ATTORNEYS FOR:

THE GRAYBAR BUILDING
420 LEXINGTON AVENUE
NEW YORK, NEW YORK 10170
(212) 692-9000

990624000598

INTERNAL REVENUE SERVICE
DISTRICT DIRECTOR
G.P.O. BOX 1680
BROOKLYN, NY 11202

DEPARTMENT OF THE TREASURY

Date: **17 3 AUG 1996**

H.E.L.P. DEVELOPMENT CORP.
C/O H.E.L.P. HOMELESS SERVICE CORP
30 EAST 33RD STREET 9TH FLOOR
NEW YORK, NY 10016

Employer Identification Number:
13-3892553
Case Number:
116204043
Contact Person:
FRED HYMKOWITZ
Contact Telephone Number:
(718) 488-2218
Accounting Period Ending:
June 30
Foundation Status Classification:
509(a)(1)
Advance Ruling Period Begins:
April 15, 1996
Advance Ruling Period Ends:
June 30, 2000
Addendum Applies:
NO

Dear Applicants:

Based on information you supplied, and assuming your operations will be as stated in your application for recognition of exemption, we have determined you are exempt from federal income tax under section 501(c) of the Internal Revenue Code as an organization described in section 501(c)(3).

Because you are a newly created organization, we are not now making a final determination of your foundation status under section 509(a) of the Code. However, we have determined that you can reasonably expect to be a publicly supported organization described in sections 509(a)(1) and 170(b)(1)(A)(vi).

Accordingly, during an advance ruling period you will be treated as a publicly supported organization, and not as a private foundation. This advance ruling period begins and ends on the dates shown above.

Within 90 days after the end of your advance ruling period, you must send us the information needed to determine whether you have met the requirements of the applicable support test during the advance ruling period. If you establish that you have been a publicly supported organization, we will classify you as a section 509(a)(1) or 509(a)(2) organization as long as you continue to meet the requirements of the applicable support test. If you do not meet the public support requirements during the advance ruling period, we will classify you as a private foundation for future periods. Also, if we classify you as a private foundation, we will treat you as a private foundation from your beginning date for purposes of section 507(d) and 4940.

Grantors and contributors may rely on our determination that you are not a private foundation until 90 days after the end of your advance ruling period. If you send us the required information within the 90 days, grantors and contributors may continue to rely on the advance determination until we make a final determination of your foundation status.

If we publish a notice in the Internal Revenue Bulletin stating that we

Letter 1045 (10/06)

H.E.L.P. DEVELOPMENT CORP.

will no longer treat you as a publicly supported organization; grantors and contributors may not rely on this determination after the date we publish the notice. In addition, if you lose your status as a publicly supported organization, and a grantor or contributor was responsible for, or was aware of, the act or failure to act, that resulted in your loss of such status, that person may not rely on this determination from the date of the act or failure to act. Also, if a grantor or contributor learned that we had given notice that you would be removed from classification as a publicly supported organization, then that person may not rely on this determination as of the date he or she acquired such knowledge.

If you change your sources of support, your purposes, character, or method of operation, please let us know so we can consider the effect of the change on your exempt status and foundation status. If you amend your organizational document or bylaws, please send us a copy of the amended document or bylaws. Also, let us know all changes in your name or address.

As of January 1, 1984, you are liable for social security taxes under the Federal Insurance Contributions Act on amounts of \$100 or more you pay to each of your employees during a calendar year. You are not liable for the tax imposed under the Federal Unemployment Tax Act (FUTA).

Organizations that are not private foundations are not subject to the private foundation excise taxes under Chapter 42 of the Internal Revenue Code. However, you are not automatically exempt from other federal excise taxes. If you have any questions about excise, employment, or other federal taxes, please let us know.

Donors may deduct contributions to you as provided in section 170 of the Internal Revenue Code. Bequests, legacies, devises, transfers, or gifts to you or for your use are deductible for Federal estate and gift tax purposes if they meet the applicable provisions of sections 2055, 2106, and 2522 of the Code.

Donors may deduct contributions to you only to the extent that their contributions are gifts, with no consideration received. Ticket purchases and similar payments in conjunction with fundraising events may not necessarily qualify as deductible contributions, depending on the circumstances. Revenue Ruling 67-246, published in Cumulative Bulletin 1967-2, on page 104, gives guidelines regarding when taxpayers may deduct payments for admission to, or other participation in, fundraising activities for charity.

Contributions to you are deductible by donors beginning April 15, 1996.

You are not required to file Form 990, Return of Organization Exempt From Income Tax, if your gross receipts each year are normally \$25,000 or less. If you receive a Form 990 package in the mail, simply attach the label provided, check the box in the heading to indicate that your annual gross receipts are normally \$25,000 or less, and sign the return.

If you are required to file a return you must file it by the 15th day of

H.E.L.P. DEVELOPMENT CORP.

the fifth month after the end of your annual accounting period. We charge a penalty of \$10 a day when a return is filed late, unless there is reasonable cause for the delay. However, the maximum penalty we charge cannot exceed \$5,000 or 5 percent of your gross receipts for the year, whichever is less. We may also charge this penalty if a return is not complete. So, please be sure your return is complete before you file it.

You are not required to file federal income tax returns unless you are subject to the tax on unrelated business income under section 511 of the Code. If you are subject to this tax, you must file an income tax return on Form 990-T, Exempt Organization Business Income Tax Return. (In this letter we are not determining whether any of your present or proposed activities are unrelated trade or business as defined in section 513 of the Code.)

You need an employer identification number even if you have no employees. If an employer identification number was not entered on your application, we will assign a number to you and advise you of it. Please use that number on all returns you file and in all correspondence with the Internal Revenue Service.

In accordance with section 508(j) of the Code, the effective date of this determination letter is April 15, 1996.

This determination is based on evidence that your funds are dedicated to the purposes listed in section 501(c)(3) of the Code. To assure your continued exemption, you should keep records to show that funds are spent only for those purposes. If you distribute funds to other organizations, your records should show whether they are exempt under section 501(c)(3). In cases where the recipient organization is not exempt under section 501(c)(3), you must have evidence that the funds will remain dedicated to the required purposes and that the recipient will use the funds for those purposes.

If you distribute funds to individuals, you should keep case histories showing the recipients' names, addresses, purposes of awards, manner of selection, and relationship (if any) to members, officers, trustees or donors of funds to you, so that you can substantiate upon request by the Internal Revenue Service any and all distributions you made to individuals. (Revenue Ruling 56-304, C.B. 1956-2, page 306.)

Since you have not indicated that you intend to finance your activities with the proceeds of tax exempt bond financing, in this letter, we have not determined the effect of such financing on your tax exempt status.

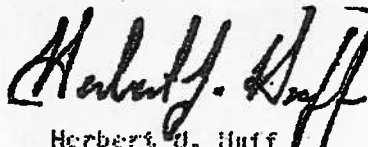
If we said in the heading of this letter that an addendum applies, the addendum enclosed is an integral part of this letter.

Because this letter could help us resolve any questions about your exempt status and foundation status, you should keep it in your permanent records.

H.E.L.P. DEVELOPMENT CORP.

If you have any questions, please contact the person whose name and telephone number are shown in the heading of this letter.

Sincerely yours,

A handwritten signature in dark ink, appearing to read "Herbert O. Huff". The signature is written in a cursive style with a large, stylized "H" and "Huff".

Herbert O. Huff
District Director

Enclosure(s):
Form 872-C

Exhibit 3 Cover Page

Enclosed in this Exhibit please find the Certificate of Good Standing for Dixwell Housing Associates LLC.

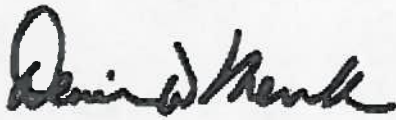
Office of the Secretary of the State of Connecticut

I, the Connecticut Secretary of the State, and keeper of the seal thereof,
DO HEREBY CERTIFY, that articles of organization for

DIXWELL HOUSING ASSOCIATES LLC

a domestic limited liability company, were filed in this office on November 21, 2019.

Articles of dissolution have not been filed, and so far as indicated by the records of this office such
limited liability company is in existence.



Secretary of the State

Date Issued: September 23, 2020

Business ID: 1328267

Express

Certificate Number: 2020360555001

Note: To verify this certificate, visit the web site <http://www.concord.sots.ct.gov>

Exhibit 4 Cover Page

Enclosed in this Exhibit please find the site control documents for the three parcels that comprise the 340+ Dixwell site. Please be advised that these lots will be merged into one lot and as the survey demonstrates they each have a common boundary.

- 340 Dixwell – currently owned by Beulah Land Development Corp., a partner in the project.
- 783 Orchard Street – currently owned by Dixwell Housing Associates LLC.
- 316 Dixwell – currently owned by the City of New Haven but the sale of which is currently being negotiated in the LDA with the city.
- A letter from the City of New Haven indicating the intention to sell 316 Dixwell to the developer through the LDA.

QUIT CLAIM DEED**TO ALL PEOPLE TO WHOM THESE PRESENTS SHALL COME -- GREETING:**

No Tax

KNOW YE that the City of New Haven, a municipal corporation duly organized and existing by and under the laws of the State of Connecticut, located in the City of New Haven, County of New Haven and State of Connecticut, (hereinafter referred to as the "Grantor"), and hereunto duly authorized by virtue of an Order of the Board of Aldermen of the City of New Haven approving and providing for the disposition of city-owned property duly passed on April 18, 2005, which Order became effective upon its approval by the Honorable John DeStefano, Jr., Mayor of the City of New Haven on April 28, 2005, which Order was amended by virtue of an amendment dated January 3, 2006 and became effective January 18, 2006 and by virtue of a "Land Disposition Agreement between the City of New Haven and Beulah Land Development Corp. for the Conveyance of Real Property known as 340 Dixwell Avenue aka 328-350 Dixwell Avenue and 304 Munson Street and 330-340 Dixwell Avenue, New Haven, Connecticut" (hereinafter referred to as the "Agreement"), which Agreement was duly executed on the date hereof and shall be recorded in the Land Records of the City of New Haven prior to or concurrently with the recordation of this deed; for the consideration of One Hundred Thousand Dollars and Zero Cents (\$100,000.00) received to its full satisfaction from Beulah Land Development Corp. (hereinafter referred to as the "Grantee"), the Grantor does hereby remise, release and forever QUIT CLAIM unto the said Grantee, its successors and assigns forever all the right, title, interest, claim and demand whatsoever as the Grantor has or ought to have in or to all that certain piece or parcel of land situated in the City of New Haven, County of New Haven and State of Connecticut known as 340 Dixwell Avenue aka 328-350 Dixwell Avenue and 304 Munson Street and 330-340 Dixwell Avenue, (the "Property"), more particularly bounded and described in "Schedule A" attached hereto and made a part hereof.

This deed (the "Deed") is made and executed upon and is subject to certain express conditions, agreements, covenants and restrictions. Said conditions, agreements, covenants and restrictions are a part of the consideration for the property hereby conveyed, and the continued existence of the estate hereby granted shall depend upon the continued observance of said conditions, agreements and covenants as hereinafter set forth. The Grantee hereby binds its successors, assigns, grantees, and lessees to these conditions, agreements, covenants and restrictions, which are as follows:

FIRST: The Grantee, its successors and assigns shall comply with all conditions, agreements, covenants and restrictions contained in the Agreement, which conditions, agreements, covenants and restrictions are incorporated herein by reference as fully as though the same were set forth herein;

SECOND: The Grantee, its successors and assigns shall pay real estate taxes or assessments on the Property hereby conveyed or any part thereof when due;

THIRD: The Grantee shall not place any encumbrance or lien on the Property hereby conveyed, or any part thereof, other than for financing of construction of the improvements to be

built by the Grantee on the Property in accordance with the Agreement, hereinafter referred to as the "Improvements," and for additional funds, if any, in an amount not to exceed the consideration herein specified, and Grantee shall not suffer any levy or attachment to be made or any other encumbrance or lien to attach until the Grantor shall have certified that all building, construction and other physical improvements specified to be done and made by the Grantee have been completed;

FOURTH: The Grantee shall promptly commence the environmental testing and cleanup and then the construction of the Improvements and shall prosecute diligently the completion of said construction (the "Construction Work"), provided, that in any event construction shall commence within one hundred eighty (180) days from the date of this Deed and shall be completed not later than twelve (12) months from the commencement of the Construction Work or eighteen (18) months from delivery of the Deed, whichever occurs first.

FIFTH: Until the Grantor shall have certified that the aforesaid Improvements specified to be done and made by the Grantee have been completed, the Grantee shall have no power to convey the Property hereby conveyed or any part thereof without the prior written consent of the Grantor except to a lessee, mortgagee or trustee under a mortgage or deed of trust permitted by this Deed; and, except as security for obtaining financing permitted by this Deed, there shall be no transfer, and the Grantee shall not permit any transfer of the Property or any part thereof.

The Third, Fourth and Fifth covenants in this Deed, and the covenants to the same effect contained in the Agreement, and all rights and obligations thereunder shall remain in force until the Grantor shall have certified in writing that all the Improvements specified to be done and made by the Grantee have been completed;

SIXTH: The Grantee, its successors and assigns shall not discriminate upon the basis of race, color, religion, gender, sexual orientation, national origin, marital status or physical disability in the sale, lease, or rental or in the use and occupancy of the Property or any Improvements erected or to be erected thereon, or any part thereof;

SEVENTH: The Grantee, its successors and assigns shall comply with all federal, state and local laws in effect from time to time, prohibiting discrimination or segregation by reason of race, religion, color, gender, sexual orientation, national origin, marital status or physical disability in the sale, lease, or rental or in the use and occupancy of the Property or any Improvements erected thereon or to be erected thereon, or any part thereof.

EIGHTH: The Grantee shall include in all advertising (including signs) for the sale or rental of the Property, the legend "An Open Occupancy Building" in type or lettering of easily legible size and design; and a statement to the effect (i) that the Property is open to all persons without discrimination on the basis of race, religion, color, gender, sexual orientation, national origin, marital status or physical disability and (ii) that there shall be no discrimination in public access and use of the Property to the extent that it is open to the public.

The Sixth, Seventh and Eighth covenants in this Deed, and the covenants to the same effect in the Agreement and all rights and obligations thereunder, shall be covenants running with the land which shall remain in full force and effect without limitation as to time; and, covenants to the same effect shall be, and shall be expressed to be, covenants running with the land in any instrument or instruments, from the Grantee, its successors and assigns to any future grantee or to itself, its successors and assigns, conveying the Property or any part thereof or interest therein.

Upon breach or violation of any one of the covenants numbered Second, Third, Fourth and Fifth hereof, the Grantor may present the Grantee with a written demand to cure and/or remedy such breach or violation. Such written demand may, at the option of the Grantor, be recorded in the Land Records of the City of New Haven. In case such breach or such violation shall not be cured, ended or remedied:

- (a) within ninety (90) days after written demand by the Grantor so to do with respect to those parts of the covenants numbered First and Fourth dealing with the commencement of construction of the improvements;
- (b) within one hundred eighty (180) days after written demand by the Grantor so to do with respect to those parts of the covenants numbered First and Fourth dealing with the completion of construction of the Improvements, and
- (c) within sixty (60) days after written demand by the Grantor so to do with respect to covenants numbered Second and Third,

or within any further extension thereof that may be granted by the Grantor in its sole discretion, then all estate conveyed under this Deed shall cease and determine and title in fee simple to the same shall revert to and become revested fully and completely in the Grantor or its successors or assigns; and the Grantor, or its successors or assigns, shall be entitled to and may of right enter upon and take possession of the Property, provided that any such reversion of title in the Grantor shall always be subject to and shall not defeat or render invalid

- (a) the lien of any mortgage, building loan agreement, or Deed of trust permitted by this Deed; and
- (b) any rights or interests provided in the Agreement for the protection of the holders of any such mortgage or building loan agreement or the trustees of any such deed of trust,

and further provided that any such reversion of title shall not apply to individual parts or parcels of the Property on which the Improvements to be constructed thereon have been completed in accordance with the Agreement and for which a Certificate of Completion is issued therefor by the Grantor in the Agreement.

Upon reversion of title in the Grantor in accordance with the terms of the paragraph next above, the proceeds from any sale of the Property by the Grantor shall be applied in accordance with Article VII, Section 2(c) of the Agreement.

340 Dixwell Avenue aka 328-350 Dixwell Avenue and 304 Munson Street and 330-340 Dixwell Avenue - QC Deed
A05-0563

The Grantor shall be deemed a beneficiary of the covenants numbered First through Eighth, and such covenants shall run in favor of the Grantor for the entire period during which such covenants shall be in force and effect, without regard to whether the Grantor is or remains an owner of any land or interest therein to which such covenants relate. As such a beneficiary, the Grantor shall have the right to exercise all the rights and remedies, and to maintain any actions at law or suits in equity or other proper proceedings to enforce the curing of such breach, to which beneficiaries of such covenant may be entitled.

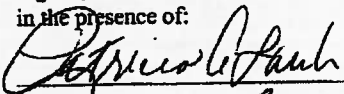
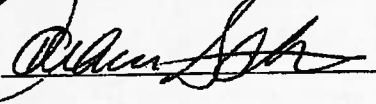
This conveyance is made subject to the following:

1. Rights of all tenants or other occupants currently at the property.
2. Any and all outstanding real estate taxes for Grand List years which are due and payable to other entities, if applicable.
3. Pursuant to C.G.S. §12-81a, this conveyance is made subject to the real estate taxes on the Grand List of October 1, 2006, on a pro rata basis and all subsequent years thereafter.
4. All water connection or use charges and sewer connection or use charges to and including the date hereof and all subsequent years thereafter.

TO HAVE AND TO HOLD the premises, with all of the appurtenances thereto, unto the Grantee and unto, its successors and assigns forever, so that neither the Grantor nor its successors and assigns nor any other person claiming under them shall have any claim, right, or title in or to the premises or any part thereof, but therefrom they are by these presents forever barred and excluded, except as otherwise provided in this Deed.

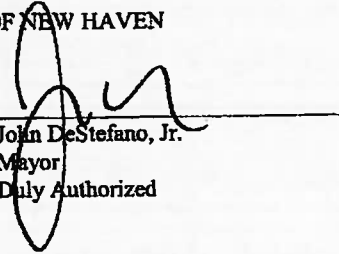
IN WITNESS WHEREOF on the 11th day of January, 2007 the City of New Haven hath caused this Deed to be executed and delivered by John DeStefano, Jr., its Mayor, who is duly authorized and empowered, and its corporate seal to be hereto affixed in its behalf by its City/Town Clerk, who is duly authorized to impress and attest said corporate seal of the City of New Haven.

Signed, Sealed and Delivered
in the presence of:

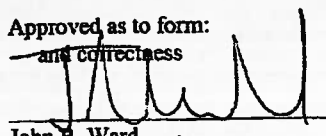



CITY OF NEW HAVEN

BY:


John DeStefano, Jr.
Mayor
Duly Authorized

Approved as to form:
and correctness

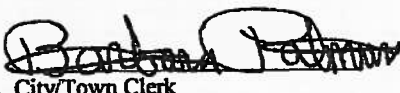


John R. Ward

Dep Corp Counsel

Seal Impressed and Attested:

BY:


Barbara A. Robinson
City/Town Clerk

348 Dixwell Avenue aka 328-350 Dixwell Avenue and 304 Munson Street and 330-340 Dixwell Avenue - QC Deed

A05-0563

STATE OF CONNECTICUT)
) SS. NEW HAVEN
 COUNTY OF NEW HAVEN)

Jan. 11, 2007

Personally appeared, John DeStefano, Jr., as Mayor aforesaid, signer and sealer of the foregoing instrument and acknowledged the same to be his free act and deed as such Mayor, and the free act and deed of the City of New Haven, before me

Patricia A. Lawlor
 Notary Public
 My Commission Expires: 12/31/10

ACCEPTANCE OF THIS DEED:

BEULAH LAND DEVELOPMENT CORP.

Theodore L. Brooks
 President / CEO

PATRICIA A. LAWLOR
 NOTARY PUBLIC
 MY COMMISSION EXPIRES 31 2010

Schedule "A"

All that certain piece or parcel of land, with the buildings and all other improvements thereon known as 340 Dixwell Avenue, aka 328-350 Dixwell Avenue and 304 Munson and aka 330-340 Dixwell Avenue, situated in the Town of New Haven, County of New Haven and State of Connecticut, bounded and described as follows:

Beginning at the point of intersection of the southerly line of Munson Street and the Westerly line of Dixwell Avenue; thence running South 19 degrees, 05 minutes, 10 seconds East along the westerly line of Dixwell Avenue, 236.42 feet to the northerly line of land formerly of Charles T. Warner, more lately supposed to belong to Peter Young; thence turning an interior angle of 85 degrees, 24 minutes, 21 seconds and running South 75 degrees, 30 minutes, 29 seconds West in part along the northerly line of land supposed to belong to Peter Young, and in part along the northerly line of land formerly of Michael Haggerty, more lately of Letha Allen, in all, 178.80 feet to the easterly line of Orchard Street; thence turning an interior angle of 85 degrees, 29 minutes, 06 seconds and running North 10 degrees, 01 minutes, 23 seconds East along the easterly line of Orchard Street, 282.40 feet to the southerly line of Munson Street; thence turning an interior angle of 88 degrees, 00 minutes, 44 seconds and running South 77 degrees, 59 minutes, 21 seconds East 47.70 feet along the southerly line of Munson Street to the westerly line of Dixwell Avenue and the point and place of beginning by a line which forms an interior angle of 120 degrees, 05 minutes, 49 seconds with the first course herein described.

Reference is herein made to map entitled "Plan of land in New Haven, Conn.; surveyed for Mobil Oil Corp., scale 1" = 20' date July 20, 1968 surveyed by Kratzert & Jones."

Together with all the right, title and interest, if any, in and all land lying in all streets and highways abutting on or appurtenant to said premises.

Subject to all covenants, conditions, restrictions, easements, provisions, exceptions, and reservations, if any, contained in former instruments of records.

RECEIVED
JAN 17 1969
61:6 NY 71 NVC 10

600100

Please Return to:
Dixwell Housing Associates LLC
115 E 13th Street
New York NY 10003



VOL 9957 PG 7
01/13/2020 09:42:46 AM
3 Pages
WARRANTY
Michael B. Smart City Clerk

Warranty Deed

To all People to Whom these Presents shall Come, Greeting:

Know Ye, that **Glenroy Dehaney**, of the City of New Haven, County of New Haven and State of Connecticut, herein designated as the Grantor, for the consideration of

One Hundred Forty Five Thousand and 00/100 Dollars (\$145,000.00)

received to the full satisfaction of the Grantor, from

Dixwell Housing Associates LLC

a Connecticut limited liability company with a place of business at 115 E. 13th Street, New York, NY 10003, herein designated as the Grantee, do hereby give, grant, bargain, sell and convey to the Grantee,

All that certain piece or parcel of land, more fully described in Schedule A attached hereto and made a part hereof and known as 783 Orchard Street, in the City of New Haven, County of New Haven, and State of Connecticut

To have and to hold the premises hereby conveyed, with the appurtenances thereof, unto the Grantee and unto the Grantee's heirs, successors and assigns forever and to the Grantee and its own proper use and behoof; and the Grantor does for himself, his heirs, successors and assigns covenant with the Grantee, its heirs, successors and assigns that the Grantor is well seized of the premises as a good indefeasible estate in Fee Simple; and have good right to grant and convey the same in manner and form as herein written and the same are free from all encumbrances whatsoever, except as herein stated.

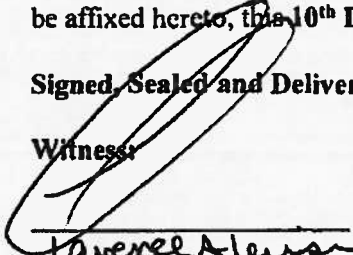
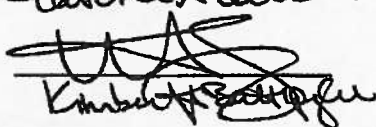
And Furthermore, the Grantor does by these presents bind his self and his heirs, successors and assigns forever to Warrant and Defend the premises hereby conveyed to the Grantee and its heirs, successors and assigns against all claims and demands whatsoever, except as herein stated.


In all references herein to any parties, persons, entities or corporations, the use of any particular gender or the plural or singular number is intended to include the appropriate gender or number as the text of the within instrument may require.

In Witness Whereof, the Grantor has hereunto set his hand and seal, or if a corporation, it has caused these presents to be signed by its corporate officers and its corporate seal to be affixed hereto, this 10th Day of January, 2020

Signed, Sealed and Delivered in the presents of or attested by

Witness:


Karen A. Lewis

Kimberly A. Deane

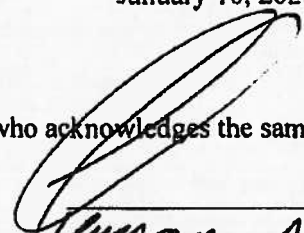

Glenroy Dehaney

State of Connecticut

January 10, 2020

County of New Haven

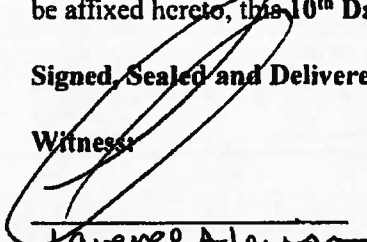
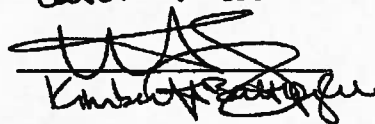
Personally appeared, Glenroy Dehaney, who acknowledges the same to be of his free act and deed, before me

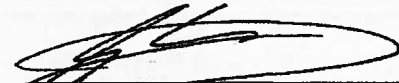

Karen A. Lewis
Commission of the Superior Court

In Witness Whereof, the Grantor has hereunto set his hand and seal, or if a corporation, it has caused these presents to be signed by its corporate officers and its corporate seal to be affixed hereto, this 10th Day of January, 2020

Signed, Sealed and Delivered in the presents of or attested by

Witness


Laverne A. Lewis

Kimberly H. [unclear]

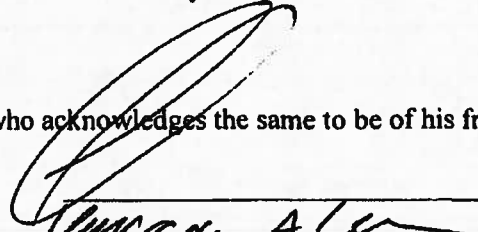

Glenroy Dehaney

State of Connecticut

January 10, 2020

County of New Haven

Personally appeared, Glenroy Dehaney, who acknowledges the same to be of his free act and deed, before me


Laverne A. Lewis
Commission of the Superior Court

SCHEDULE A
(Legal Description)

All that certain piece or parcel of land, with all the improvements thereon situated in the Town of New Haven, in the County of New Haven and State of Connecticut, known as 783 Orchard Street, and bounded and described as follows:

WESTERLY: by Orchard Street 32 ½ feet, more or less;

NORTHERLY: by land now or formerly of Henry F. English and Benjamin R. English, 69 feet, more or less;

EASTERLY: in part by land now or in part by land now or formerly of Christian Kramer, and in part by land now or formerly of Mary A. Grogan, in all, 50 feet, more or less by a straight line;

SOUTHERLY: in part by land now or in part by land now or formerly of Mary A. Grogan and in part by land now or formerly of Anna Monterosso, in all, 77 feet, more or less by a straight line.

Said Premises are subject to:

Building lines if established, all laws, ordinances or governmental regulations, including building and zoning ordinances, affecting said premises.

Real Estate Taxes due to the City of New Haven for the October 1, 2019 List which the Grantee herein assumes and agrees to pay as part consideration for this deed

01/13/2020 09:42:46 AM
Michael B. Smart City Clerk
City of New Haven



LIVABLE CITY INITIATIVE - CITY OF NEW HAVEN
CITY OF NEIGHBORHOODS

Serena Neal-Sanjurjo
Executive Director

CITY OF NEW HAVEN

Toni Harp, Mayor

LIVABLE CITY INITIATIVE

165 Church Street, 3rd Floor

New Haven, CT 06510

Phone: (203) 946-7090 Fax: (203) 946-4899



CITY OF NEW HAVEN
AN ECONOMIC DEVELOPMENT DEPT.

Michael Piscitelli
*Acting Economic Development
Administrator*

September 17, 2019

Darrell Brooks
Beulah Land Development Corp.
774 Orchard Street
New Haven, CT 06511

Dear Mr. Brooks: *Darrell*

Per your request, please allow this letter to reflect the City's intention to continue to show support to Beulah Land Development Corporation Inc. (Beulah) in its desire to redevelop those certain parcels known as 316 Dixwell Avenue, 340 Dixwell Avenue aka 328-350 Dixwell Avenue, 304 Munson Street aka 330-340 Dixwell Avenue and 782 Orchard Street in accordance with the proposed project plan and for uses that promote affordable housing.

Through this letter, we specifically acknowledge the importance of Beulah's acquisition of the City owned parcel located at 316 Dixwell Avenue (the "Parcel") to the proposed project plan. As such, we are confirming our continued commitment to negotiate with Beulah for its acquisition of the Parcel with the understanding any agreement(s) and/or commitment(s) from the City shall be subject to the approval of the Board of Alders.

It is our hope that continuing discussions and negotiations will produce mutually acceptable terms and conditions that will support a much needed and desirable mixed-use and affordable development in the Dixwell neighborhood.

Regards,

Serena Neal-Sanjurjo
Serena Neal-Sanjurjo
Executive Director

**FORECLOSURE BY SALE
COMMITTEE DEED**

JD-CV-74 Rev. 7-08
C.G.S. § 7-24, P.A. 07-252

STATE OF CONNECTICUT
SUPERIOR COURT
www.jud.ct.gov

Name of person submitting deed for recording:

Alfred Onorato, Esq.

Address:

389 Orange Street
New Haven, Connecticut 06511

*INSTRUCTIONS TO COMMITTEE: If this form does not suit the situation, you may
manuscript your own, however, all elements of this deed must be incorporated.*

WHEREAS, by judgment of Foreclosure by Sale rendered on (date) 12/01/08, by the Superior Court for the
Judicial District of New Haven, Connecticut, being Docket No. NH CV 04-0485803-S, wherein
The City Of New Haven

_____ is Plaintiff and Henry Bolden
_____ is Defendant,
brought by complaint dated 1/09/03 claiming a foreclosure of a mortgage/lien on premises known as
(street, lot #, or other) 316 Dixwell Avenue, New Haven

_____, Connecticut,
Michael G. Milazzo, Esq.

_____ of Connecticut was duly appointed Committee ("Committee")
and directed to sell the premises and convey the same to the purchaser, and
WHEREAS, the Committee has sold the premises in all respects pursuant to the Judgment to

The City Of New Haven
_____ of New Haven, Connecticut
_____, for the sum of
Ninety Eight Thousand
_____ (\$ 98,000.00) DOLLARS, and

WHEREAS, the sale has been ratified and confirmed by the Superior Court, which appears of record in the file in the
Superior Court, to which reference is herein made.

NOW KNOW YE, THAT I, Michael G. Milazzo, Esq.
Committee, pursuant to the authority and direction given to me as aforesaid and in consideration of the sum of
Ninety Eight Thousand
_____ (\$ 98,000.00) DOLLARS received to my full satisfaction of

The City Of New Haven
_____, ("Grantee(s)"), do hereby bargain, sell, transfer and convey unto
The City Of New Haven

_____ and unto his/her their successors and assign forever a parcel of land,
together with the improvements thereon, known as (street lot #, other) 316 Dixwell Avenue New Haven, Connecticut

Connecticut, and being more particularly bounded and described on Exhibit A, attached hereto and made a part thereof.

(continued on back/page 2)

NO TAX

To have and to hold the above granted and bargained premises, with the appurtenances thereof, unto the Grantee(s), his/her/their successors and assigns forever to his/her/their and his/her/their own proper use and behoof.

And I, the Committee do covenant with the Grantee(s), his/her/their successors and assigns forever, that I have full power and authority as a Committee to grant and convey the above-described premises in manner and form aforesaid.

The premises are conveyed to the Grantee(s) free and clear of the mortgage/lien being foreclosed, and of all claims subsequent in right thereto, the holders of which are bound by this action.

Said premises are conveyed subject to (a) all prior liens and encumbrances which are prior in right to the mortgage/lien foreclosed; (b) all taxes, sewer assessments and sewer use charges (if any); (c) all building, building line and zoning regulations of the Town of New Haven, Connecticut and all other governmental regulations and provisions of any public or private law; and (d) such state of facts that an accurate survey or personal inspection of the premises would disclose.

Signed subject to the approval of the Superior Court this 23rd day of May 20 09

Signed in the presence of:

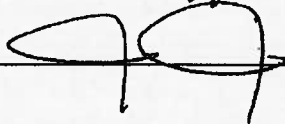
x Laura Zergibel

Print name of signer Laura Zergibel

x Eileen Schuffman

Print name of signer Eileen Schuffman

Committee:



Print name of committee Michael G. Milazzo, Esq.

STATE OF CONNECTICUT

COUNTY OF New Haven SS. New Haven

The foregoing instrument was acknowledged before me this 23rd day of May 20 09

by Michael G. Milazzo, Esq., COMMITTEE

Signed Eileen Schuffman Eileen Schuffman April 30, 2011
Commissioner of the Superior Court/Clerk/Notary Print name of person signing at left Date your commission expires

The foregoing committee deed is approved this 23rd day of May 20 09.

Judge of the Superior Court: J. Abrams, J.

EXHIBIT A

All that certain piece or parcel of land known as 316 Dixwell Avenue, situated in the Town of New Haven, County of New Haven, and State of Connecticut, in the Dixwell Redevelopment and Renewal Area, containing 9,845 square feet, more or less, and bounded and described as follows:

Commencing at a point in the Westerly street line of Dixwell Avenue, said point being South 11 degrees, 15 minutes 43 seconds East 272.47 feet from the interaction of the Southerly street line of Munson Street and the westerly street line of Dixwell Avenue when Measured along said Westerly street line of Dixwell Avenue, said point further having coordinates North 178,062.37 and East 549,109.14 on the Connecticut Coordinate System;

Thence running South 11 degrees 15 minutes 43 seconds East 72.00 feet along the Westerly street line of Dixwell Avenue;

Thence running South 75 degrees 02 minutes 00 seconds West 133.27 feet along land now or formerly of Henry and Minnie Moore;

Thence running North 4 degrees 30 minutes 35 seconds West 69.36 feet along land now or formerly of Anna Monterosso;

Thence running South 8 degrees 40 minutes 06 seconds East 6.00 feet along land now or formerly of Letha Allen;

Thence running North 0 degrees 55 minutes 46 seconds East 15.21 feet along land now or formerly of Letha Allen;

Thence running North 83 degrees 51 minutes 35 seconds East 116.72 feet along land now or formerly of Paul and Lucille Worthy at a point place of commencement.

The above herein described premises are subject to such improvements as shown on the survey map for said Property, entitled "Exhibit B" of this Agreement.

Being the same premises conveyed by G. O. Turner & Sons, Inc., to Henry Bolden and Cynthia Bolden by Warranty Deed dated October 15, 1986, recorded October 17, 1986, in Volume 3546 at Page 299 of the New Haven Land Records.

AUG 05, 2009 10:25A
RONALD SMITH
CITY CLERK
CITY OF NEW HAVEN