

Delaware

The First State

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*I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF
DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT
COPY OF THE CERTIFICATE OF INCORPORATION OF "HARMONY HOUSING
AFFORDABLE DEVELOPMENT INC.", FILED IN THIS OFFICE ON THE
EIGHTH DAY OF AUGUST, A.D. 2023, AT 10:19 O`CLOCK A.M.*


Jeffrey W. Bullock, Secretary of State

7610966 8100
SR# 20233189557

You may verify this certificate online at corp.delaware.gov/authver.shtml

Authentication: 203916429
Date: 08-08-23

**CERTIFICATE OF INCORPORATION
OF
HARMONY HOUSING AFFORDABLE DEVELOPMENT INC.**

I, the undersigned, for the purposes of incorporating and organizing a corporation under the General Corporation Law of the State of Delaware, do execute this certificate of incorporation and do hereby certify as follows:

FIRST. The name of the corporation is Harmony Housing Affordable Development Inc.

SECOND. The address of the corporation's registered office in the State of Delaware is 251 Little Falls Drive, Wilmington, New Castle County, Delaware 19808. The name of its registered agent at such address is Corporation Service Company.

THIRD. The purpose of the corporation is to engage in any lawful act or activity for which corporations may be organized under the General Corporation Law of the State of Delaware, including, without limitation, fostering, supporting, providing, developing, acquiring, constructing, rehabilitating and/or operating qualified affordable housing for low-income persons and families, elderly persons and/or mentally or physically disabled persons.

FOURTH. The total number of shares of stock which the corporation shall have authority to issue is one hundred (100). All such shares are to be Common Stock, without par value, and are to be of one class.

FIFTH. The incorporator of the corporation is David Witt, whose mailing address is 152 West 57th Street, 60th Fl., New York, New York 10019.

SIXTH. Unless and except to the extent that the bylaws of the corporation shall so require, the election of directors of the corporation need not be by written ballot.

SEVENTH. In furtherance and not in limitation of the powers conferred by the laws of the State of Delaware, the Board of Directors of the corporation is expressly authorized to make, alter and repeal the bylaws of the corporation, subject to the power of the stockholders of the corporation to alter or repeal any bylaw whether adopted by them or otherwise.

EIGHTH. A director of the corporation shall not be liable to the corporation or its stockholders for monetary damages for breach of fiduciary duty as a director, except to the extent such exemption from liability or limitation thereof is not permitted under the General Corporation Law of the State of Delaware as the same exists or may hereafter be amended. Any amendment, modification or repeal of the foregoing sentence shall not adversely affect any right or protection of a director of the corporation hereunder in respect of any act or omission occurring prior to the time of such amendment, modification or repeal.

NINTH. The corporation reserves the right at any time, and from time to time, to amend, alter, change or repeal any provision contained in this certificate of incorporation, and other provisions authorized by the laws of the State of Delaware at the time in force may be added or

inserted, in the manner now or hereafter prescribed by law; and all rights, preferences and privileges of whatsoever nature conferred upon stockholders, directors or any other persons whomsoever by and pursuant to this certificate of incorporation in its present form or as hereafter amended are granted subject to the rights reserved in this Article Ninth.

TENTH. The powers of the incorporator are to terminate upon the filing of this certificate of incorporation with the Secretary of State of the State of Delaware. The name and mailing address of the persons who are to serve as the initial directors of the corporation until the first annual meeting of stockholders of the corporation and until such directors' successors are duly elected and qualified or until such directors' earlier deaths, resignations or removals, are:

Curtis Pollock
152 W 57th Street, 60th Fl.
New York, NY 10019

The undersigned incorporator hereby acknowledges that the foregoing certificate of incorporation is his act and deed on this the 8th day of August, 2023.

/s/ David Witt
David Witt
Incorporator