

CORPORATE CERTIFICATE

OF

«Applicant_Name»

The undersigned, a duly authorized officer of <Insert Name of Applicant>, a California nonprofit public benefit corporation (the "Corporation"), is familiar with the facts herein does hereby certify as follows:

1. That the Corporation is a California nonprofit public benefit corporation, duly formed, validly existing and duly qualified to transact business in the State of California, with full power and authority to own property, borrow money and to otherwise carry on the transactions as set forth in that certain Standard Agreement dated <insert date of Standard Agreement> (the "Standard Agreement"), by and between the Corporation and the Department of Housing and Community Development, a public agency of the State of California (the "Department"), and said document remains in full force and effect as of the date hereof.
2. The copy of the Articles of Incorporation filed with the Secretary of State on <insert Date of Articles and any amendments> (the "Articles"), and delivered to the Department, is a true, full and correct copy of the Articles which were duly adopted by the Board of Directors of the Corporation; the Articles have not been amended, modified, supplemented, repealed or rescinded, and remain in full force and effect as of the date hereof.
3. The copy of the Bylaws of the Corporation delivered to the Department is a true, full and correct copy of the Bylaws of the Corporation, as duly adopted by the Board of Directors of the Corporation on <insert date of Bylaws> at a duly convened meeting (the "Bylaws"); the Bylaws have not been amended, modified, supplemented, repealed or rescinded, and remain in full force and effect as of the date hereof.
4. The copy of the Resolution of the Board of Directors dated <insert date of Resolution> delivered to the Department, authorizing the Corporation to execute and deliver the Emergency Housing and Assistance Program Capital Development Loan documents, is a true, full and correct copy of the Resolution duly adopted at a meeting of the Corporation which was duly convened and held on the date stated thereon; said Resolution has not been amended, modified, supplemented, repealed or rescinded and remains in full force and effect as of the date hereof.

5. There has been no action by the Board of Directors of the Corporation and we have no knowledge of any other facts, which would have the effect of dissolving or commencing the dissolution and/or the liquidation of the Corporation.
6. We have received no notice from any governmental agency, which has advised the Corporation that it is not in good standing or will not be in good standing with notice or lapse of time or both.
7. Each of the persons listed below is, as of the date hereof, a duly elected, appointed, qualified and acting officer of the Corporation holding the office set forth under his/her name, and the signature appearing above his/her name is his/her genuine signature.
8. The Corporation is not in default under any law or regulation or under any order of any court, board, commission or agency whatsoever, and there are no claims, actions, suits or proceedings pending or, to the knowledge of the Corporation threatened against or affecting the Corporation, or the Development or the Property (as such terms are defined in the Regulatory Agreement), at law or in equity, before or by any court, board, commission or agency whatsoever which might, if determined adversely to the Corporation, materially affect the Corporation's ability to perform under the Regulatory Agreement.

IN WITNESS WHEREOF, I have set my hand this _____ day of _____, 2012.

Name:

Title: <Insert Job Title>