

ARTICLES OF AMENDMENT
TO THE ARTICLES OF INCORPORATION
OF
DALLAS HOUSING ACQUISITION
AND DEVELOPMENT CORPORATION

MAY 16 2005

Corporations Section

Pursuant to the provisions of Articles 4.01-4.05 of the Texas Non-Profit Corporation Act, as amended (the "Act"), the DALLAS HOUSING ACQUISITION AND DEVELOPMENT CORPORATION (the "Corporation"), and the City Council of the City of Dallas, Texas (the "Dallas City Council"), adopted the following Articles of Amendment to DHADC's Articles of Incorporation. The Articles of Amendment do not change the purposes for which the Corporation was created.

Section 1

The following amendment to the Articles of Incorporation was adopted by the Board of Directors of the Corporation on January 21, 2005 subject to approval by the Dallas City Council. The amendment was approved by the Dallas City Council on February 9, 2005 pursuant to Dallas City Council Resolution No 05-0546.

Article VII of the Articles of Incorporation is hereby deleted in its entirety and the following language substituted so as to read as follows:

"ARTICLE VII

All powers of the Corporation shall be vested in a Board of Directors. The number of Directors, manner of appointment and the terms of office shall be fixed by the Bylaws of the Corporation consistent with the Act. The Directors shall serve without compensation except that they shall be reimbursed for their actual expenses incurred in the performance of their official duties.

All other matters pertaining to the internal affairs of the Corporation shall be governed by the Bylaws of the Corporation so long as such Bylaws are not inconsistent with these Articles of Incorporation or any law. Such Bylaws and any amendments thereto shall be approved by the City Council."

Section 2

There being no members of the Corporation, these Articles of Amendment to the Articles of Incorporation were adopted by a vote of a majority of the Board of Directors of the Corporation at a meeting held on January 21, 2005, subject to the approval by the Dallas City Council. These Articles of Amendment to the Articles of Incorporation were adopted by a majority vote of the Dallas City Council on February 9, 2005 pursuant to Dallas City Council Resolution No 05-0546.

DALLAS HOUSING ACQUISITION AND DEVELOPMENT CORPORATION
A Texas Non-Profit Corporation

By *Jerry Killingsworth*
Jerry Killingsworth, President

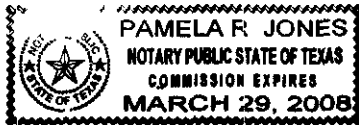
Date *5/13/05*

STATE OF TEXAS

COUNTY OF DALLAS

Before me, a Notary Public of the State of Texas, on this day personally appeared *Jerry Killingsworth* known to me to be the person whose name is subscribed to the foregoing document and, being by me first duly sworn, declared that the statements therein contained are true and correct.

Given under my hand and seal of office this *13th* day of *May* 2005



Pamela R. Jones
Notary Public, State of Texas

My commission Expires *Mar 29, 2008*