

Filing Fee: \$150.00  
License Fee: \$15.00 minimum (§7-1.1-124)

ID Number: 130449



STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS  
Office of the Secretary of State  
Corporations Division  
100 North Main Street  
Providence, Rhode Island 02903-1335

**BUSINESS CORPORATION**

**APPLICATION FOR CERTIFICATE OF AUTHORITY**  
(To Be Filed In Duplicate Original)

Pursuant to the provisions of Section 7-1.1-103 of the General Laws, 1956, as amended, the undersigned foreign corporation hereby applies for a Certificate of Authority to transact business in the state of Rhode Island, and for that purpose submits the following statement:

- The name of the corporation is The Enterprise Social Investment Corp
- It is incorporated under the laws of Massachusetts
- The name, if different, which it elects to use in Rhode Island is:

(a) If the name of the corporation in its jurisdiction of incorporation does not contain the word "corporation," "company," "incorporated," or "limited," or an abbreviation thereof, then list the name of the corporation with the addition of one of the above corporate endings for use in Rhode Island:

(b) If the corporate name is not available in Rhode Island, then set forth below the fictitious name under which the corporation will qualify and transact business in Rhode Island as stated in the "Fictitious Business Name Statement" to be filed with this application:

4. The date of its incorporation is Feb 3, 1981 and the period of its duration is perpetual

5. The address of its principal office in the state or country under the laws of which it is incorporated is 10227 Winthrop Circle Columbia MD 21044

6. The address of its proposed registered office in Rhode Island is 170 Westminster St  
(Street Address, not P.O. Box)  
Providence RI 02903 and the name of its proposed registered agent in Rhode Island at  
(City/Town) (Zip Code)  
that address is Prentice Hall  
(Name of Agent)

7. The specific purpose or purposes which it proposes to pursue in the transaction of business in Rhode Island are:  
to invest in low income housing

8. The names and respective addresses of the directors and officers are: see attached

	<u>Name</u>	<u>Address</u>
Director	_____	_____
Director	_____	_____
President	_____	_____
Vice President	_____	_____
Treasurer	_____	_____
Secretary	_____	_____

**FILED**

FEB 21 2003

By [Signature]  
314912

9. The aggregate number of shares which it has authority to issue, itemized by classes, par value of shares, shares without par value, and series, if any, within a class, is:

Number of Shares	Class	Series	Par Value or Statement that Shares are without Par Value
26,500,000	Common	-	1
\$1,500,000	Preferred	-	1

10. The aggregate number of its issued shares, itemized by classes, par value of shares, shares without par value, and series, if any, within a class, is:

Number of Shares	Class	Series	Par Value or Statement that Shares are without Par Value
10,000,000	Common	-	1

11. (a) An estimate of the value of all property to be owned by the corporation for the following year, wherever located, is \$ 10,000,000.

(b) An estimate of the value of the corporation's property to be located within Rhode Island during the following year is \$ 0.

(c) An estimate, expressed as a percentage, of the proportion that the estimated value of the property of the corporation to be located within this state during the following year bears to the value of all property of the corporation to be owned during the following year, wherever located, is 0%. [divide (b) by (a) and multiply by 100 to obtain the percentage].

12. (a) An estimate of the gross amount of business to be transacted by the corporation during the following year is \$ 27,000,000.

(b) An estimate of the gross amount of business to be transacted by the corporation at or from places of business in Rhode Island during the following year is \$ 12,000.

(c) An estimate, expressed as a percentage, of the proportion that the gross amount of business to be transacted by the corporation at or from places of business in this state during the following year bears to the gross amount thereof which will be transacted by the corporation during the following year is 0.1% [divide (b) by (a) and multiply by 100 to obtain the percentage].

13. This application is accompanied by certified copies of its articles of incorporation and all amendments thereto, duly authenticated by the secretary of state or other authorized officer of the jurisdiction of its incorporation.

Date: 2/13/03

The Enterprise Social Investment Corp.  
Print Exact Name of Corporation Making Application

By [Signature]

President or  Vice President (check one)

By Patricia J. Rowse

Secretary or  Assistant Secretary (check one)

STATE OF Maryland  
COUNTY OF Howard

In person, on this 14<sup>th</sup> day of February, 2003, personally appeared before me Patricia Rowse who, being by me first duly sworn, declared that he/she is the secretary of the corporation and that he/she signed the foregoing document as such officer of the corporation, and that the statements herein contained are true.

[Signature]  
Notary Public  
My Commission Expires: 5-25-04

The aggregate number of shares which it has authority to issue, itemized by classes, par value of shares, shares without par value, and series, if any, within a class, is:

Number of Shares	Class	Series	Par Value or Statement that Shares are without Par Value
26,500,000	Common	-	.1
8,500,000	Preferred	-	.1

10. The aggregate number of its issued shares, itemized by classes, par value of shares, shares without par value, and series, if any, within a class, is:

Number of Shares	Class	Series	Par Value or Statement that Shares are without Par Value
10,000,000	Common	-	.1

11. (a) An estimate of the value of all property to be owned by the corporation for the following year, wherever located, is \$ 10,000,000.

(b) An estimate of the value of the corporation's property to be located within Rhode Island during the following year is \$ - 0 -.

(c) An estimate, expressed as a percentage, of the proportion that the estimated value of the property of the corporation to be located within this state during the following year bears to the value of all property of the corporation to be owned during the following year, wherever located, is 0 % (divide (b) by (a) and multiply by 100 to obtain the percentage).

12. (a) An estimate of the gross amount of business to be transacted by the corporation during the following year is \$ 22,000,000.

(b) An estimate of the gross amount of business to be transacted by the corporation at or from places of business in Rhode Island during the following year is \$ 12,000.

(c) An estimate, expressed as a percentage, of the proportion that the gross amount of business to be transacted by the corporation at or from places of business in this state during the following year bears to the gross amount thereof which will be transacted by the corporation during the following year is 0.1 % (divide (b) by (a) and multiply by 100 to obtain the percentage).

13. This application is accompanied by certified copies of its articles of incorporation and all amendments thereto, duly authenticated by the secretary of state or other authorized officer of the jurisdiction of its incorporation.

Date: 01/17/2003

The Enterprise Social Investm  
Print Exact Name of Corporation Making Application

By [Signature]  
 President or  Vice President (check one)

By Patricia J. Rouse AND  
 Secretary or  Assistant Secretary (check one)

STATE OF Maryland  
COUNTY OF Howard

In January, on this 17<sup>th</sup> day of January, 2003, personally appear before me Randall C. Lott and Patricia T. Rouse, who, being by me first duly sworn, declared that he/st is the Vice President and Secretary of the corporation and that he/she signed the foregoing document: such officer of the corporation, and that the statements herein contained are true.

Julie A. Brenneman  
Notary Public  
My Commission Expires: 4/30/03

# THE ENTERPRISE SOCIAL INVESTMENT CORPORATION

## RESOLUTION

**RESOLVED**, that the Board of Directors of The Enterprise Social Investment Corporation hereby elects the following individuals to serve as officers of The Enterprise Social Investment Corporation, as indicated, until the next annual meeting and until their successors have been elected and qualified:

F. Barton Harvey III	Chairman of the Board
Michael J. Curran	President & CEO
Holly J. Stagmer	Senior Vice President
Helen W. Whitehead	Chief Administrative Officer
Frank R. Narron	Senior Vice President, National Equity Initiatives
Dan Mendelson	Senior Vice President, Acquisitions
Barbara J. Sonberg	Senior Vice President, Asset Management
Randall C. Lott	Vice President and CFO
Judy Bourgeios	Vice President, Asset Management
Paul Cummings	Vice President, Acquisitions
Robert E. Powers	Vice President, West Coast Operations
B. Susan Wilson	Vice President, Technical Support
Elizabeth A. O'Leary	Vice President, Asset Management
Scott Hoekman	Vice President, Acquisitions/Underwriting
Patricia T. Rouse	Secretary
Jeffrey G. Galantine	Treasurer