



202464411925



STATE OF CALIFORNIA
Office of the Secretary of State
ARTICLES OF ORGANIZATION
CA LIMITED LIABILITY COMPANY
California Secretary of State
1500 11th Street
Sacramento, California 95814
(916) 657-5448

For Office Use Only

-FILED-

File No.: 202464411925

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Limited Liability Company Name	Sunflower Grace MGP, LLC
Initial Street Address of Principal Office of LLC Principal Address	1835 ALCATRAZ AVENUE BERKELEY, CA 94703
Initial Mailing Address of LLC Mailing Address	1835 ALCATRAZ AVENUE BERKELEY, CA 94703
Attention	
Agent for Service of Process Agent Name	Susan Friedland
Agent Address	1835 ALCATRAZ AVENUE BERKELEY, CA 94703
Purpose Statement	The purpose of the limited liability company is to engage in any lawful act or activity for which a limited liability company may be organized under the California Revised Uniform Limited Liability Company Act.
Management Structure The LLC will be managed by	One Manager
Additional information and signatures set forth on attached pages, if any, are incorporated herein by reference and made part of this filing.	
Electronic Signature	
<input checked="" type="checkbox"/> By signing, I affirm under penalty of perjury that the information herein is true and correct and that I am authorized by California law to sign.	
Satellite Affordable Housing Associates, By: Susan Friedland, Chief Executive Officer	10/29/2024
Organizer Signature	Date

ATTACHMENT
TO LIMITED LIABILITY COMPANY
ARTICLES OF ORGANIZATION
(LLC-1)
SUNFLOWER GRACE MGP, LLC (the "Company")

Additional Information:

Each member of this Company shall be a "Qualified Organization" which shall mean an organization that is exempt under Section 501(c)(3) of the Internal Revenue Code or under Section 23701(d) of the California Revenue and Taxation Code and that qualifies for exemption under Section 214 of the California Revenue and Taxation Code. Each "Qualifying Organization" shall have a valid, unrevoked letter from the Internal Revenue Service or the Franchise Tax Board, stating that it qualifies as an exempt organization under Section 501(3) of the Internal Revenue Code or under Section 23701(d) of the California Revenue and Taxation Code.

Each member is prohibited from transferring, directly or indirectly, its member interest to any person or entity which is not a Qualified Organization.

The Company is organized and operated exclusively to further the charitable purposes of its members. The Company will serve as a general partner and hold title to property in the form of a partnership interest that will: 1) provide housing for low income persons (including persons with developmentally disabilities), where no adequate housing exists for such groups, and (2) develop, own and operate housing for the benefit of low income persons (including persons with developmentally disabilities) who are in need of affordable, decent, safe and sanitary housing and related services in a manner consistent with the charitable purposes of the members of the Company. Any amendments to the articles of organization shall be consistent with the exempt purposes as specified in Section 214 of the California Revenue and Taxation Code.

All real and personal property owned by the Company shall be owned by and in the name of the Company and is irrevocably dedicated to charitable purposes as set forth in Sections 214 or 214.01 of the California Revenue and Taxation Code. No member shall have any ownership interest in such property in its individual name or right.

No distribution shall be made to any member which ceases to be a Qualified Organization.

Upon dissolution of the Company, all assets of the Company shall be distributed to an entity organized and operated exclusively for charitable purposes, as specified in Section 214 of the California Revenue and Taxation Code, and which has established tax-exempt status under Section 501(c)(3) of the Internal Revenue Code, or under Section 23701(d) of the Revenue and Taxation Code.

To the fullest extent permitted by law, for the purpose of qualifying for the Welfare Exemption under the rules of the California Board of Equalization, this limited liability company is prohibited from merging or converting into a for-profit entity.