



6375836

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STATE OF CALIFORNIA
Office of the Secretary of State
ARTICLES OF INCORPORATION
CA NONPROFIT CORPORATION
PUBLIC BENEFIT

California Secretary of State
1500 11th Street
Sacramento, California 95814
(916) 657-5448

For Office Use Only

-FILED-

File No.: 6375836

Date Filed: 9/13/2024

Corporation Name	Center For Good Food Purchasing
Initial Street Address of Principal Office of Corporation Principal Address	2150 ALLSTON WAY SUITE 290 BERKELEY, CA 94704
Initial Mailing Address of Corporation Mailing Address	2150 ALLSTON WAY SUITE 290 BERKELEY, CA 94704
Attention	
Agent for Service of Process	
<input checked="" type="checkbox"/> I certify the selected California Registered Corporate Agent (1505) has agreed to serve as the Agent for Service of Process for this entity.	
California Registered Corporate Agent (1505)	C T CORPORATION SYSTEM Registered Corporate 1505 Agent
Purpose Statement	This corporation is a Nonprofit Public Benefit Corporation and is not organized for the private gain of any person. It is organized under the Nonprofit Public Benefit Corporation Law for: Charitable purposes
Additional Statements	The specific purpose of this corporation is to See attached Notwithstanding any of the above statements of purpose and powers, this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the specific purpose of this corporation.
Additional information and signatures set forth on attached pages, if any, are incorporated herein by reference and made part of these Articles of Incorporation.	
Electronic Signature	
<input checked="" type="checkbox"/> I declare that I am the person who executed this instrument, which execution is my act and deed.	
Alexa Delwiche	09/13/2024
Signature	Date

ADDITIONAL STATEMENTS

Purposes

This Corporation is organized exclusively for charitable purposes as that term is defined in Section 501(c)(3) of the Internal Revenue Code of 1986 (the "Code"), to wit:

A. To accept, hold, invest, reinvest, and administer any gifts, bequests, devises, grants, purchases, leases, benefits of trusts (excluding the ability to act as trustee of any trusts), any property, real or personal, tangible or intangible, or any undivided interest therein without limitation as to amount or value and to use, sell, assign, convey, disburse, donate or otherwise dispose of any such property, income or principal thereof exclusively for the above purposes and in such manner as, in the judgment of the Directors, will best promote the purposes of the Corporation and subject to such limitation as contained in these Articles of Incorporation, the bylaws of the Corporation, any laws applicable thereto and any instrument under which such property is received by the Corporation.

B. The specific purpose of the Corporation shall include, without limitation, to create a transparent and equitable food system.

Limitations and Restrictions

A. No part of the net earnings of the Corporation shall inure to the benefit of any Director, officer of the Corporation ("Officer"), or any private individual (except that reasonable compensation may be paid for services rendered to or for the Corporation affecting one or more of its purposes), and no Director, Officer, or any private individual shall be entitled to share in the distribution of any of the corporate assets on dissolution of the Corporation. No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate in or intervene in (including the publication or distribution of statements) any political campaign on behalf of any candidate for public office.

B. The Corporation shall distribute its income for each taxable year at such time and in such manner as not to become subject to the tax on undistributed income imposed by Section 4942 of the Code, or corresponding provisions of any subsequent federal tax laws.

C. The Corporation shall not engage in any act of self-dealing as defined in Section 4941(d) of the Code, or corresponding provisions of any subsequent federal tax laws.

D. The Corporation shall not retain any excess business holdings as defined in Section 4943(c) of the Code, or corresponding provisions of any subsequent federal tax laws.

E. The Corporation shall not make any investments in such manner as to subject it to tax under Section 4944 of the Code, or corresponding provisions of any subsequent federal tax laws.

F. The Corporation shall not make any taxable expenditures as defined in Section 4945(d) of the Code, or corresponding provisions of any subsequent federal tax laws.

G. It is intended that the Corporation shall have the status of a corporation which is exempt from federal income taxation under Section 501(c)(3) of the Code. Notwithstanding any other provision of these Articles of Incorporation, the Corporation shall not conduct or carry on any activities not permitted to be conducted or carried on by an organization exempt from federal income tax under Section 501(c)(3) of the Code and its Regulations as they now exist or as they may hereafter be amended, or by an organization, contributions to which are deductible under Section 170(c)(2) of the Code and Regulations as they now exist or as they may hereafter be amended.

H. Upon the dissolution of the Corporation or the winding up of its affairs, the assets of the Corporation remaining after payment of all costs and expenses of such dissolution shall be distributed exclusively to charitable, religious, scientific, literary or educational organizations which would then qualify under the provisions of Section 501(c)(3) of the Code and its Regulations as they now exist or as they may hereafter be amended, and none of the assets will be distributed to any Officer or Director or to any private individual.

Members

The Corporation shall have no members.

Directors' and Officers' Liability

To the fullest extent permissible under California law, no Director nor, to the extent specified from time to time by the Board of Directors, any Officer, will be liable to the Corporation for damages for breach of fiduciary duty as a Director or Officer, excepting only (a) acts or omissions which involve intentional misconduct, fraud or a knowing violation of law; (b) a payment or distribution in violation of Section 5410 the California Nonprofit Corporation Law; or (c) an action or proceeding brought pursuant to Section 5250 of the California Nonprofit Corporation Law or Chapter 1 of the California Code of Regulations. No amendment or repeal of this Article applies to or has any effect on the liability or alleged liability of any Director or Officer for or with respect to any acts or omissions of the Director or Officer occurring prior to the amendment or repeal, except as otherwise required by law.