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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.: 202463618665 Date Filed: 8/30/2024

| Limited Liability Company Name Limited Liability Company Name | FUCSD Sonitor 12 LLC | | |
|---|---|---------------------------|--|
| Lifflied Liability Company Name | FHCSD Samilas 13, LLC | FHCSD Sanitas 13, LLC | |
| Initial Street Address of Principal Office of LLC | | | |
| Principal Address | 823 GATEWAY CENTER WAY | | |
| | SAN DIEGO, CA 92102 | | |
| Initial Mailing Address of LLC | | | |
| Mailing Address | 823 GATEWAY CENTER WAY SAN DIEGO, CA 92102 | | |
| Attention | | | |
| Agent for Service of Process | | | |
| Agent Name | RICARDO ROMAN | RICARDO ROMAN | |
| Agent Address | 823 GATEWAY CENTER WAY | | |
| | SAN DIEGO, CA 92102 | | |
| Purpose Statement | | | |
| The purpose of the limited liability company is to | | | |
| company may be organized under the California | Revised Uniform Limited Liability Company | Act. | |
| Management Structure | | | |
| The LLC will be managed by | All LLC Member(s) | | |
| Additional information and signatures set forth o made part of this filing. | n attached pages, if any, are incorporated he | erein by reference and | |
| Electronic Signature | | | |
| By signing, I affirm under penalty of perjury the California law to sign. | at the information herein is true and correct and | d that I am authorized by | |
| | | | |
| Ricardo Roman, Chief Financial Officer of Fa | mily Health Centers of San Diego, Inc. | 08/30/2024 | |
| Organizer Signature | | Date | |
| | | | |

ATTACHMENT TO FORM LLC-1 OF FHCSD SANITAS 13, LLC

<u>Welfare Tax Exemption</u>. The following organizational requirements shall at all times apply to FHCSD Sanitas 13, LLC (the "Company"):

- (a) The Company shall be organized and operated exclusively for charitable purposes, as specified in Section 214 of the California Revenue and Taxation Code.
- (b) The Company shall be operated exclusively to further the tax exempt purpose(s), as specified in Section 214 of the California Revenue and Taxation Code, of its member(s).
- (c) Each member of the Company shall be a qualifying organization. A qualifying organization is an organization that is exempt under section 501(c)(3) of the Internal Revenue Code or under section 23701d of the Revenue and Taxation Code and that qualifies for exemption under section 214 of the Revenue and Taxation Code. Direct or indirect transfer of any membership interest in the Company to any nonqualified person or entity is prohibited.
- (d) The property, assets, profits and net income of the Company are irrevocably dedicated to charitable purposes, as specified in Sections 214 and 214.01 of the California Revenue and Taxation Code.
- (e) Upon dissolution of the Company, all assets of the Company shall be distributed to an organization organized and operated exclusively for charitable purposes as specified in Section 214 of the California Revenue and Taxation Code, and which has established its tax exempt status under Section 501 (c)(3) of the Internal Revenue Code or under Section 23701 d of the California Revenue and Taxation Code.
- (f) Any amendments to Articles of Organization of the Company and/or to its Operating Agreement shall be consistent with Section 214 of the California Revenue and Taxation Code.
- (g) To the fullest extent permitted by law, for 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.
- (h) The Company shall not distribute any assets to any member who ceases to be an organization described in Section 214 of the California Revenue and Taxation Code.