



202463915172



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-

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| Limited Liability Company Name | MREG Development II LLC |
| Initial Street Address of Principal Office of LLC Principal Address | 40 E. COLORADO BLVD. SUITE E PASADENA, CA 91105 |
| Initial Mailing Address of LLC Mailing Address | 40 E. COLORADO BLVD. SUITE E PASADENA, CA 91105 |
| Attention | Andre J. White |
| Agent for Service of Process Agent Name | Andre J White |
| Agent Address | 40 E. COLORADO BLVD. SUITE E PASADENA, CA 91105 |
| 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. | |
| <u>Andre J. White</u> Organizer Signature | <u>09/20/2024</u> Date |

**Additional Information to the Articles of Organization for
MREG Development II LLC**

The following requirements are added to the Articles of Organization for MREG Development II LLC, a California limited liability company (the "**Company**") in order to satisfy the organizational requirements for the welfare property tax exemption under Section 214 of the California Revenue & Taxation Code ("**Section 214**"):

- (1) The Company is organized and operated exclusively for charitable purposes.
- (2) The Company is operated exclusively to further the charitable purpose of its member.
- (3) Each member of the Company shall be a qualifying organization. A qualifying organization is: (i) an organization that is exempt under Section 501(c)(3) of the Internal Revenue Code or under Section 23701d of the California Revenue and Taxation Code and qualifying for exemption under Section 214 of the California Revenue and Taxation Code; and (ii) government entities exempt from taxation under section 3 of Article XIII of the California Constitution.
- (4) The Company shall not transfer, directly or indirectly, any membership interest in the Company to any person or entity that is not a qualifying organization.
- (5) The property owned by the Company is irrevocably dedicated to charitable purposes.
- (6) Upon dissolution, all assets shall be distributed to an organization or organizations organized and operated exclusively for charitable purposes, as specified in Section 214, and which has established its tax exempt status under section 501(c)(3) of the Internal Revenue Code, or under section 23701d of the Revenue and Taxation Code.
- (7) Any amendments to the articles of organization and the operating agreement must be consistent with Section 214.
- (8) 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.
- (9) The Company shall not distribute any assets to members who cease to be qualifying organizations described in Section 214.