



**Articles of Incorporation  
of  
Agha Family Foundation  
California Nonprofit Public Benefit Corporation**

For Office Use Only

**-FILED-**

File No.: 6505843

Date Filed: 12/20/2024

The undersigned Incorporator hereby certifies as follows:


1. The name of the Corporation is Agha Family Foundation.
2. 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.
3. The name and address in the State of California of this Corporation's initial agent for service of process is: Siamak Agha-Mohammadi at 3701 Birch Street, Suite 202, Newport Beach, CA 92660.
4. The initial street and mailing address of this Corporation is: 3701 Birch Street, Suite 202, Newport Beach, CA 92660.
5. This Corporation shall have no members.
6. The following limitations and restrictions shall apply to the Corporation:
  - 6.1. The Corporation is organized and operated exclusively for the purposes set forth in Article 2 hereof within the meaning of Internal Revenue Code section 501(c)(3).
  - 6.2. No substantial part of the activities of the Corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate or intervene in any political campaign (including the publishing or distribution of statements) on behalf of any candidate for public office.
  - 6.3. The property of the Corporation is irrevocably dedicated to the purposes set forth in Article 2 hereof and no part of the net income or assets of the Corporation shall ever inure to the benefit of any director, officer or member thereof or to the benefit of any private person.
  - 6.4. Upon the dissolution or winding up of this corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of this corporation

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shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or corresponding provisions of any subsequent Federal tax laws, to a nonprofit fund, foundation or corporation which is organized and operated exclusively for charitable, educational and/or religious purposes and which has established its tax-exempt status under section 501(c)(3) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent Federal tax laws or shall be distributed to the federal government, or to a state or local government, for a public purpose.

- 6.5. This 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 Internal Revenue Code of 1986, or corresponding provisions of any subsequent Federal tax laws.
- 6.6. This corporation shall not engage in any act of self-dealing as defined in section 4941(d) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent Federal tax laws.
- 6.7. This corporation shall not retain any excess business holdings as defined in section 4943(c) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent Federal tax laws.
- 6.8. This corporation shall not make any investments in such manner as to subject it to tax under section 4944 of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent Federal tax laws.
- 6.9. The corporation shall not make any taxable expenditures as defined in section 4945(d) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent Federal tax laws.

Date: 12/11/2024

By   
Siamak Agha-Mohammadi, Incorporator