



202464916438



**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.: 202464916438

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Limited Liability Company Name	
Limited Liability Company Name	Wakeland Palomar LLC
Initial Street Address of Principal Office of LLC	
Principal Address	1230 COLUMBIA STREET SUITE 950 SAN DIEGO, CA 92101
Initial Mailing Address of LLC	
Mailing Address	1230 COLUMBIA STREET SUITE 950 SAN DIEGO, CA 92101
Attention	
Agent for Service of Process	
Agent Name	Joan Edelman
Agent Address	1230 COLUMBIA STREET SUITE 950 SAN DIEGO, CA 92101
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.	
<i>Joan Edelman, CFO of Wakeland Housing and Development Corporation, Manager of Wakeland Palomar LLC</i>	
Organizer Signature	
<i>12/16/2024</i>	
Date	

**Attachment to Articles of Organization**

**of**

**WAKELAND PALOMAR LLC  
(the "Company")**

**SIXTH. ADDITIONAL INFORMATION.**

- (A) The activities of the Company are limited to providing housing to lower income households, as contemplated by Section 214(g) of the California Revenue and Taxation Code ("RT Code"). The Company is organized and operated exclusively for charitable purposes as specified section 214 of the RT Code.
- (B) The Company shall be operated exclusively to further the charitable purposes as specified in section 214 of the RT Code, of its member(s).
- (C) Each member of the Company shall be an organization that is charitable under section 501(c)(3) of the Internal Revenue Code or under Section 23701d of the RT Code and whose purpose is charitable under section 214 of the RT Code. Each member of the Company shall have a valid, unrevoked letter from the Internal Revenue Service or the Franchise Tax Board, stating that it qualifies as a charitable organization under section 501(c)(3) of the Internal Revenue Code or under section 23701d of the RT Code.
- (D) Any direct or indirect transfer of any membership interest in the Company to any organization whose purpose is not charitable under section 501(c)(3) of the Internal Revenue Code or under section 23701d of the RT Code and does not qualify for an exemption under section 214 of the RT Code is prohibited.
- (E) The property of this Company is irrevocably dedicated to charitable purposes as specified in sections 214 and 214.01 of the RT Code and no part of the net income or assets of this Company shall ever inure to the benefit of any member of manager thereof or to the benefit of any private person.
- (F) Upon dissolution, all assets shall be distributed to an organization(s) organized and operated exclusively for charitable purposes, as specified in section 214 of the RT Code, and which has established its tax exempt status under section 501(c)(3) of the Internal Revenue Code, or under section 23701d of the RT Code.
- (G) Any amendments to the Company's Articles of Organization or to the operating agreement of the Company shall be consistent with section 214 of the RT Code.

- (H) 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.
- (I) The Company shall not distribute any assets to any member who ceases to be charitable under section 501(c)(3) of the Internal Revenue section 2370ld of the RT Code and that does not have charitable purposes under section 214 of the RT Code.
- (J) In the event that any provision of the Articles of Organization is inconsistent with any provision of the Company's operating agreement, the provisions of the operating agreement shall prevail and be controlling.