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**ARTICLES OF INCORPORATION
OF
INFILL BUILDERS OF CALIFORNIA**

a California Nonprofit Mutual Benefit Corporation

ARTICLE I

Name

The name of this corporation (the "Corporation") is:

Infill Builders of California

ARTICLE II

Existence

The Corporation shall have perpetual existence.

ARTICLE III

Effective Date

The effective date of incorporation shall be upon filing of these Articles of Incorporation with the office of the Secretary of State of the State of California.

ARTICLE IV

Purposes

A. This Corporation is a nonprofit mutual benefit corporation organized under the California Nonprofit Mutual Benefit Corporation Law (Sections 7110 et. seq. of the California Corporations Code) (the "Nonprofit Mutual Benefit Corporation Law"). The purpose of this Corporation is to engage in any lawful act or activity, other than credit union business, for which a corporation may be organized under such law. The specific purpose of the Corporation is to channel the expertise and insights of real estate practitioners committed to infill development and advocate for local, regional, state and federal policies that make infill projects and neighborhoods cheaper and easier to plan, fund and build. Additionally, the Corporation may engage in any activities that are reasonably related to or in furtherance of its stated purposes.

B. The Corporation is organized and operated exclusively for the purposes in which an organization described in Section 501(c)(6) of the Internal Revenue Code of 1986, as amended from time to time (the "Code"), may engage.

ARTICLE V

Members

The Corporation will not have members within the meaning of Sections 7310, et. seq. of the Nonprofit Mutual Benefit Corporation Law.

ARTICLE VI

Powers

In furtherance of its purposes, the Corporation shall have all the general powers enumerated in Sections 7140, 7141 and 7142 of the Nonprofit Mutual Benefit Corporation Law, as now in effect or as may hereafter be amended, together with the power to solicit grants and contributions, and otherwise raise funds for such purposes.

ARTICLE VII

Directors

The number of directors of the Corporation shall be established by the Bylaws.

ARTICLE VIII

Business Address

The initial street address of the Corporation is:

Infill Builders of California
1331 T Street
Sacramento, CA 95811

ARTICLE IX

Initial Agent for Service of Process

The name in the State of California of the Corporation's initial agent for service of process is:

C T Corporation System

ARTICLE X

Indemnification

The Corporation shall indemnify any directors, officers, employees, incorporators and members of the Corporation from any liability regarding the Corporation and the affairs of the Corporation to the fullest extent not prohibited by the Nonprofit Mutual Benefit Corporation Law or other applicable law, including Section 7237 of the Nonprofit Mutual Benefit Corporation Law.

ARTICLE XI

Restrictions

A. Notwithstanding any of the above statements of purposes and powers, the Corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the specific purposes of the Corporation.

B. Notwithstanding any other provision of these Articles of Incorporation, the Corporation shall not directly or indirectly carry on any other activities which would prevent it from obtaining exemption from Federal income taxation as a corporation described in Section 501(c)(6) of the Code, or cause it to lose such exempt status, or carry on any activity not permitted to be carried on by a corporation exempt from income tax under Section 501(c)(6) of the Code.

ARTICLE XII

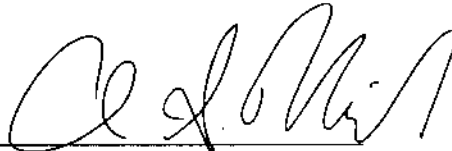
Dissolution or Winding Up

No part of the net income or assets of the Corporation shall ever inure to the benefit of any directors, officer or member thereof or to the benefit of any private person. Upon the dissolution or winding up of the Corporation, its assets remaining after payment, or provision for payments, of all debts and liabilities of the Corporation shall be distributed as determined by the Board of Directors in accordance with the requirements of the Nonprofit Mutual Benefit Corporation Law and the Code.

[Signature Page Follows]

I declare under penalty of perjury under the laws of the State of California that the matters set forth in this certificate are true and correct of my own knowledge.

Dated: January 7, 2025



Andrew Malick, Incorporator