


This instrument was prepared by:
SAMUEL R. McCORD, Jr.
2151 HIGHLAND AVE. S.
BIRMINGHAM, AL 35205

ARTICLES OF INCORPORATION

OF

LIGHT AND SONDER, INC.


20180712000248120 1/5 \$159.00
Shelby Cnty Judge of Probate, AL
07/12/2018 12:15:38 PM FILED/CERT

The undersigned natural person of the age eighteen (18) years or more, acting as incorporator of a corporation under the Code of Alabama, adopts the Articles of Incorporation for such Corporation:

ARTICLE ONE

Name

The name of the corporation is Light and Sonder, Inc.

ARTICLE TWO

Duration

The period of the Corporation's duration is perpetual.

ARTICLE THREE

Purpose

The purpose of said business is the sale of jewelry online and storefront and any other legal for-profit business as defined under the laws of the State of Alabama.

ARTICLE FOUR

Principal Office

The location of the principal office of the Corporation within the State of Alabama shall be 2014 Eagle Ridge Dr., Shelby County, Birmingham, Alabama, 35242. It may maintain such other offices elsewhere, within or without the State of Alabama, as its Board of Directors may from time to time determine.

ARTICLE FIVE

Stock

The amount of total shares authorized capital stock of this corporation is Fixed at 1000 shares of common stock of the par value of (\$1.00) per share. The amount of

capital stock with which the corporation will begin business is \$500.00 being 500 shares of common stock of the par value of (\$1.00) per share.

ARTICLE SIX
Incorporator

The name and address of the incorporator and the number of shares of stock subscribed for by each, are as follows:

| <u>SUBSCRIBER</u> | <u>ADDRESS</u> | <u>SHARES SUBSCRIBED</u> |
|--------------------------|---|-------------------------------------|
| Jennifer Ann Scholl | 2014 Eagle Ridge Dr. Birmingham, Al 35242` | 500 |

ARTICLE SEVEN
Directors

The number of directors constituting the initial Board of Directors of the corporation is one, and the name and address of the person who is to serve as director and officers until the first annual meeting of shareholders and until their successors are elected and shall qualify are as follows:

| <u>DIRECTOR</u> | <u>ADDRESS</u> |
|------------------------|--|
| Jennifer Ann Scholl | 2014 Eagle Ridge Dr. Birmingham, Al 35242 |

- (a) Each Director and each officer or former Director or officer may be indemnified and may be advanced reasonable expenses by the Corporation against liabilities imposed upon him or her and expenses reasonably incurred by him or her in connection with any claim against him or her, or any action, suit or proceeding to which he or she may be a party by reason of his or her being, or having been, such Director or officer and against such sum as independent counsel selected by the Directors shall deem reasonable payment made in settlement of any such claim, action, suit or proceeding primarily with the view of avoiding expenses of litigation; provided, however, that no Director or officer shall be indemnified (a) with respect to matters as to which he or she shall be adjudged in such action, suit or proceeding to be liable for negligence or misconduct in performance or duty, (b) with respect to any matters which shall be settled by the payment of sums which independent counsel selected by the Directors shall not deem reasonable payment made primarily with a view to avoiding expense of litigation, or with respect to matters for which such indemnification would be against public policy. Such rights of indemnification would be against public policy. Such rights of indemnification shall be in addition to any other rights to which Directors or officers may be entitled under any bylaw, agreement,

corporation resolution, vote of Directors or otherwise. The Corporation shall have the power to purchase and maintain at its cost and expense insurance on behalf of such persons to the fullest extent permitted by this Article and applicable state law.

(c) No director shall be liable to the Corporation for monetary damages for an act or omission in the Director's capacity as a Director of the Corporation, except and only for the following:

- a. Breach of the Director's duty of loyalty to the Corporation;
- b. An act or omission not in good faith by the Director or an act or omission that involves the intentional misconduct or knowing violation of the law by the Director;
- c. A transaction from which the Director gained any improper benefit whether or not such benefit resulted from an action taken within the scope of the Director's office; or
- d. An act or omission by the Directors for which liability is expressly provided for by statute.

ARTICLE EIGHT

Officers

The names and post office addresses of the Officers of the Corporation are as follows:

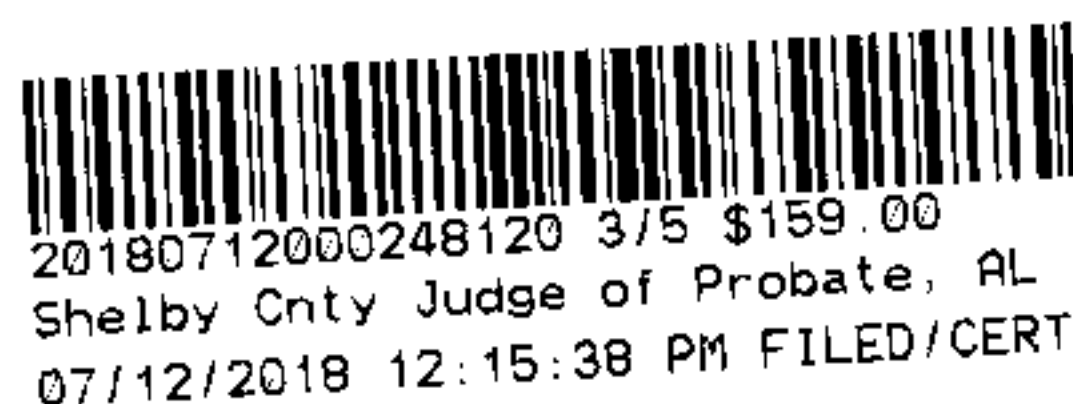
| <u>NAME</u> | <u>ADDRESS</u> | <u>TITLE</u> |
|---------------------------|--|---------------------|
| Jennifer Ann Scholl | 2014 Eagle Ridge Dr. Birmingham, Al 35242 | President |
| William Everett Callander | 2014 Eagle Ridge Dr. Birmingham, Al 35242 | Vice-President |
| Jennifer Ann Scholl | 2014 Eagle Ridge Dr. Birmingham, Al 35242 | Treasurer |
| William Everett Callander | 2014 Eagle Ridge Dr. Birmingham, Al 35242 | Secretary |

ARTICLE NINE

Registered Owner

The name and address of the registered owner is:


| <u>NAME</u> | <u>ADDRESS</u> |
|---------------------|---|
| Jennifer Ann Scholl | 20114 Eagle Ridge Dr. Birmingham, Al 35242 |



IN WITNESS WHEREOF, I have herunto set my hand, this the 12th day of July, 2018.

Light and Sonder, Inc.
An Alabama Corporation

By: 
Incorporator/Jennifer Ann Scholl


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John H. Merrill
Secretary of State

P.O. Box 5616
Montgomery, AL 36103-5616

STATE OF ALABAMA

**I, John H. Merrill, Secretary of State of Alabama, having custody of the
Great and Principal Seal of said State, do hereby certify that**

pursuant to the provisions of Title 10A, Chapter 1, Article 5, Code of Alabama
1975, and upon an examination of the entity records on file in this office, the
following entity name is reserved as available:

Light and Sonder, Inc.

This name reservation is for the exclusive use of Jennifer Ann Scholl, 2014 Eagle
Ridge Dr., Birmingham, AL 35242 for a period of one year beginning June 26,
2018 and expiring June 26, 2019



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RES802863

**In Testimony Whereof, I have hereunto set my
hand and affixed the Great Seal of the State, at the
Capitol, in the city of Montgomery, on this day.**

June 26, 2018

Date

John H. Merrill

Secretary of State