

STATE OF ALABAMA)
COUNTY OF SHELBY) ss.



20200622000254340 1/5 \$166.00
Shelby Cnty Judge of Probate, AL
06/22/2020 02:32:40 PM FILED/CERT

ARTICLES OF ORGANIZATION FOR 'iKonQuer Academy'

TO THE JUDGE OF PROBATE OF SHELBY COUNTY, ALABAMA:

The Undersigned, for the purpose of forming a *Charitable and Educational Non-Profit Corporation* (the "Company") pursuant to the Provision of the *Alabama Non-Profit Business Corporation Act* (the "Act"), do hereby certify as follows:

01. NAME OF COMPANY. The Name of the Company is:
'iKonQuer Academy'
02. DURATION. The Period of the Company's Duration shall be from the filing date of *Articles of Organization* (the "Filing Date") with the Office of the Judge of Probate for Shelby County, Alabama until the earlier to occur of the following:
- (a). The Written Consent of all Members to dissolve the Company;
 - (b). The cessation of Membership of all Members of the Company, unless the Holders of all the Financial Rights in the Company agree in writing, within Ninety (90) Days after the Cessation of Membership of the last Member, to continue the Legal Existence and Business of the Company and to appoint one or more new Members;
 - (c). When the Company is not the 'Successor Non-Profit Company' in the Merger or Consolidation with one or more Non-Profit Companies or other Entities; or
 - (d). The entry of a Decree of 'Judicial Dissolution' under the Act.
03. PURPOSES. (a). Specific. The Company has been organized for the purposes of Undertaking the Development and Management of an Educational and Self-Improvement Organization and affiliated Non-Profit and/or Charitable entities; and (b). General. The Company may undertake and perform any other Lawful Activity or Endeavor in which a 'Non-Profit Company' may engage in the State of Alabama.
04. INITIAL REGISTERED OFFICE AND AGENT. The Location and Mailing Address of the Initial Registered Office of the Company and, the name of the Company's Initial Registered Agent, at such Mailing Address is:

JALAN CHRISTOPHER JONES
907 BROOK HIGHLAND LN
BIRMINGHAM, AL 35242

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05. INITIAL MEMBERS. The Names and Mailing Addresses of the Initial Member(s) or Substitute Member(s) shall be admitted to the Company, without the Written Consent of all Members.

<u>Name</u>	<u>Address</u>
Jalan Christopher Jones	907 Brook Highland Ln; Birmingham, Alabama 35242
Jennifer Wilson-Ingram	196 Topaz Rd; Huntsville, Alabama 35810
Khiry Maddox	358 Stratford Ave; Lexington, Kentucky 40503
Oretha Sherrod	2351 Camden Cove; Muscle Shoals, Alabama 35661
Taytyana Jones	910 Brook Highland Ln; Birmingham, Alabama 35242
Charlotte Vanderson	1210 County Road 314; Town Creek, Alabama 35252
Shana Sherrod	910 Brook Highland Ln; Birmingham, Alabama 35242
Corry Cunningham	2101 6 th Ave Apt 1213; Huntington, West Virginia 25703

06. ADDITIONAL AND SUBSTITUTE MEMBERS. No New Members or Substitute Members shall Be admitted to the Company without the written consent of all Members;

07. CESSATION OF MEMBERSHIP. The cessation of Membership of all Members in the Company Shall result in the dissolution of the Company, unless the holder of all the financial rights in the Company agree, in writing, within ninety (90) days after the cessation of membership of the last Member, to continue the legal existence and business of the Company and to appoint one or more new Members;

08. RESTRICTION ON TRANSFER OF MEMBERSHIP INTERESTS. Membership Interests shall not be transferable without the written consent of all Members.

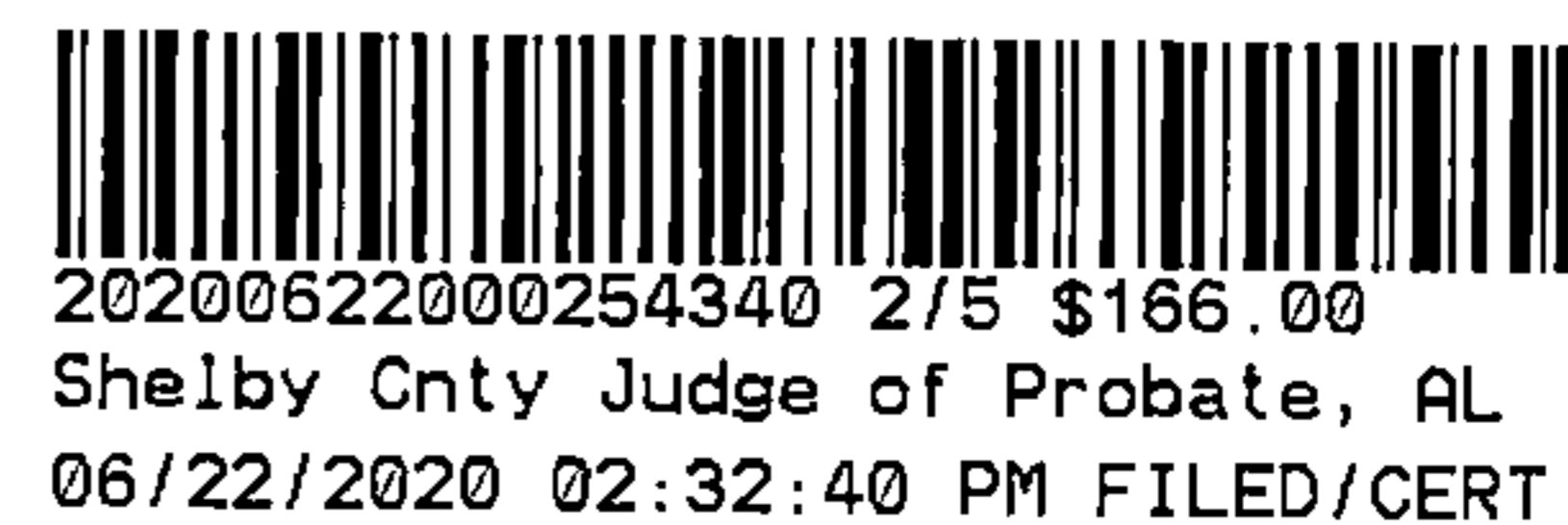
- (a). Acquisition of Membership Interests. Any Person or Entity, which shall acquire a Membership Interest in the Company, shall acquire it subject to the Provisions of these *Articles of Organization* and the *Operating Agreement* in effect on the date of such acquisition.

So far as not otherwise expressly provided by the laws of the State of Alabama, the Company shall be entitled to treat the Person or Entity in whose Name any Membership Interest is registered as the Owner thereof, for all purposes, and shall not be bound to recognize any Equitable or other Claim to or Interest in said Membership Interest on the part of any other Person or Entity, whether or not the Company shall have Notice thereof.

- (b). Certificate of Interest. The Company may issue Certificates from time to time to evidence the Interests of the Members of the Company;

09. MEMBERSHIP MANAGEMENT. Management of the Company shall be vested in its Members or in a General Manager appointed by the Members.

10. INDEMNIFICATION OF MEMBERS, MANAGERS, EMPLOYEES AND AGENTS. The Company may, by 'Simple Majority' Vote of its Members, indemnify its Members, Managers, Employees and Agents to the maximum extent provided by Law; and



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11. AMENDMENT. The Company reserves the Right to amend, alter, change, or repeal any Provision Contained in these *Articles of Organization* in the manner now or hereafter provided by Law, and all Rights conferred upon holders of Membership Interests and Managers herein are granted, subject to this Reservation.

Provided, however, that no such Amendment, Alteration, Change or Repeal shall be effective without Approval of the Members in accordance with the terms of the Operating Agreement in effect on the date of any such Amendment, Alteration, Change or Repeal.

IN WITNESS WHEREOF, the undersigned Organizing Member of the Company has executed these *Articles of Organization* on this 16th Day of June 2020.


JALAN CHRISTOPHER JONES, INCORPORATOR
ORGANIZING MEMBER

THIS INSTRUMENT WAS PREPARED BY:

Ryan O. Rancher, MBA, for
RANCHER BUSINESS CONSULTING, LLC
1116 South 20th Street, Unit 33
Birmingham, Alabama 35205

“The property of the Corporation is irrevocably dedicated to charitable purposes 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. Upon the dissolution or winding up of the Corporation, its assets remaining after payment, or provisions for payments, of all debts and liabilities of the Corporation shall be distributed to a nonprofit fund, foundation or corporation which is organized and operated exclusively for charitable purposes and which has established its tax exempt status under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended.”


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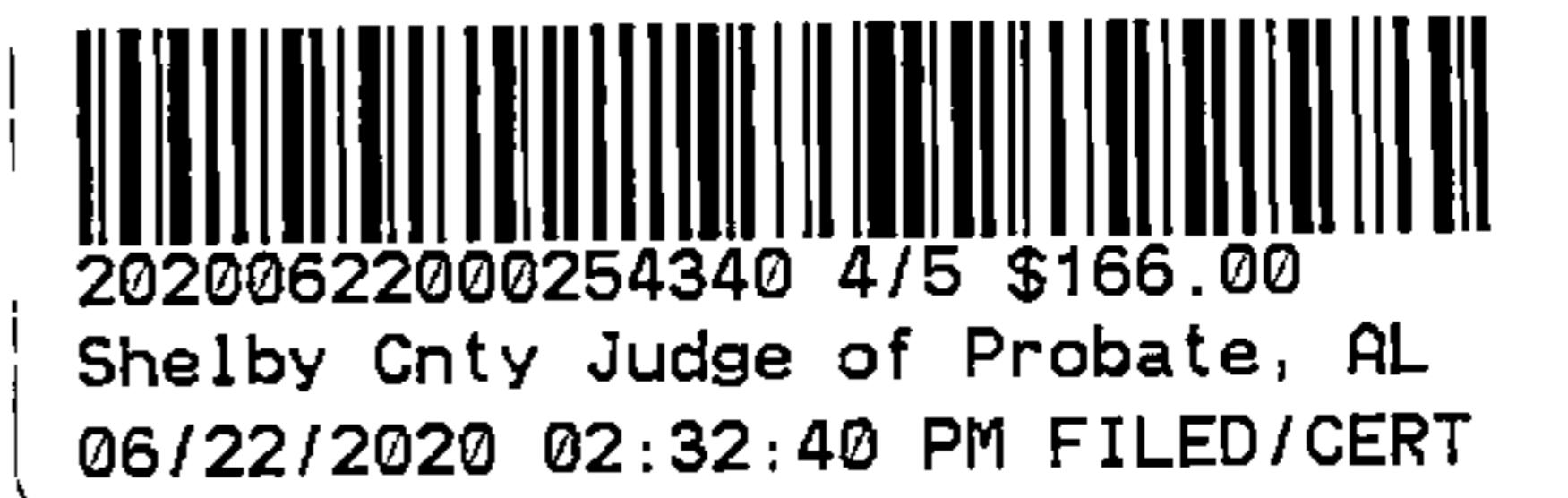
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NOTARY ACKNOWLEDGMENT

Before me, Amber Jones, a Notary Public for said County and State, personally appeared, Jalan Jones, who being by me first duly sworn, did state the following:

(1). That he is the Person named as the 'Organizing Member' (Incorporator) of the 'iKonQuer Academy'; (2). That he, as such Incorporator, is a *bona fide* Member of the 'iKonQuer Academy'; (3). That such Incorporator is over the Age of Nineteen (19) Years; Years; (4). That such Incorporator makes this *Affidavit* to comply with the Statutes and Laws of the State of Alabama, relative to the incorporation of a 'Non-Profit' Organization under *Sections 1.01, et seq.* of Chapter 5A of Title 10A, Code of Alabama, (1975), as amended; and (5). That the foregoing *Articles of Organization* were approved by the said Association, in a duly called Business Meeting held on the 16th Day of June 2020.




JALAN CHRISTOPHER JONES, INCORPORATOR
ORGANIZING MEMBER

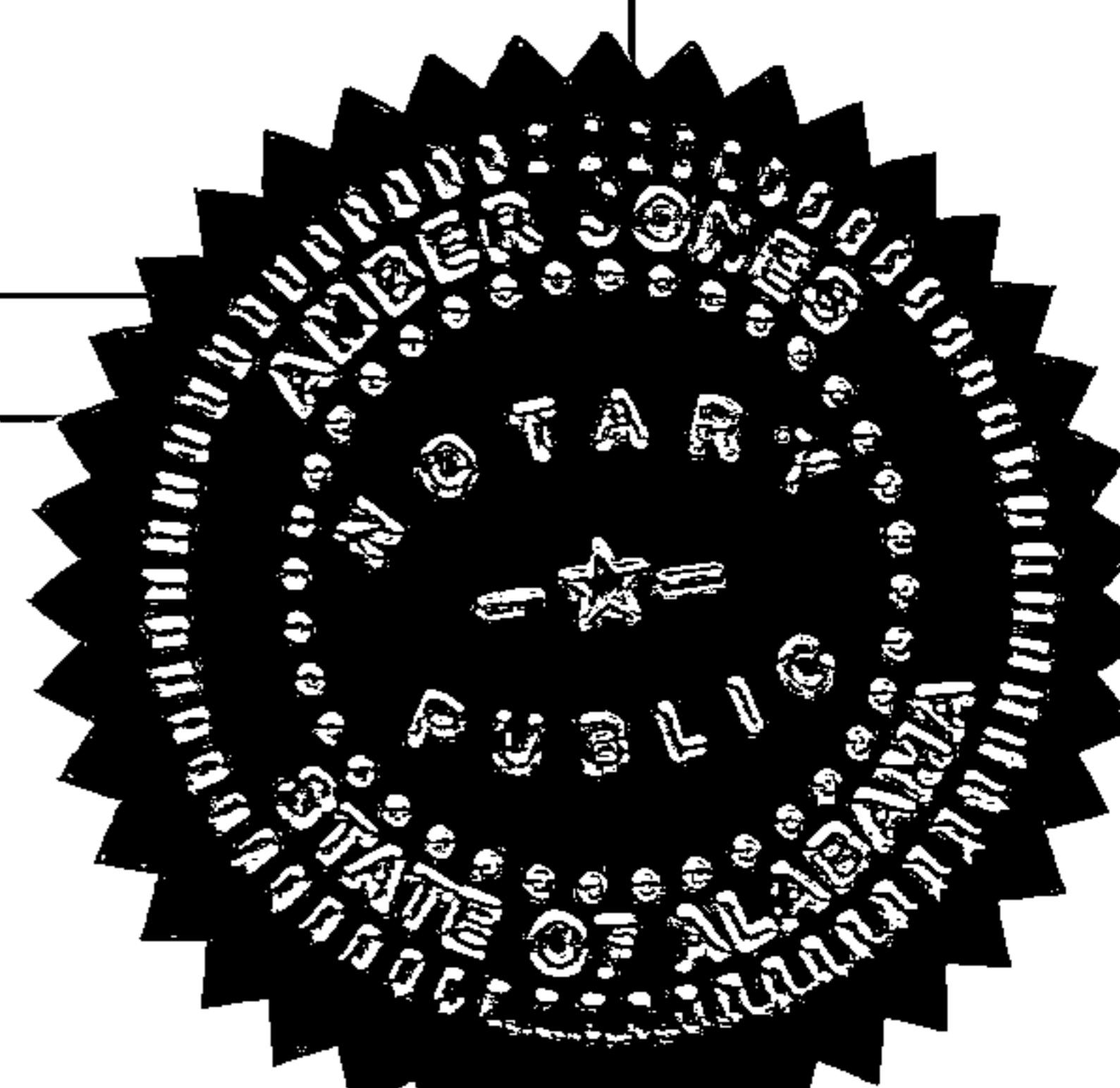
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NOTARY ACKNOWLEDGMENT

Sworn to, Acknowledged, and Subscribed before me, by Jalan Jones,
on this 16th Day of June 2020.

November 16, 2021
*** MY COMMISSION EXPIRES ***


Notary Public



John H. Merrill
Secretary of State

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

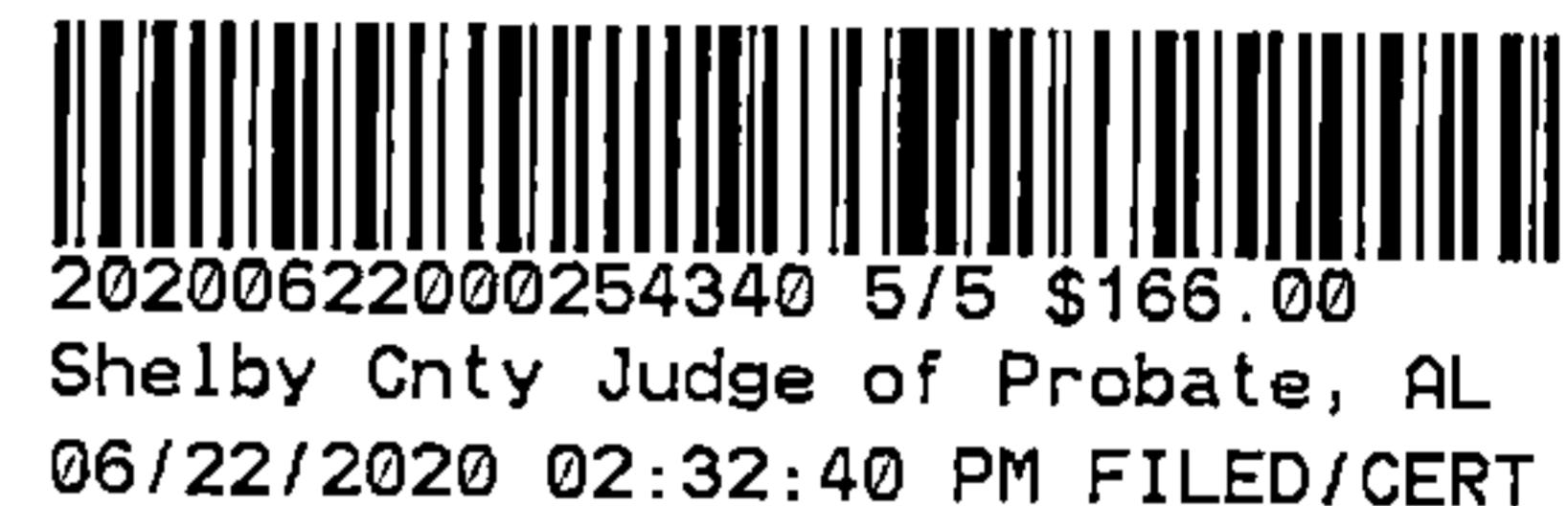
STATE OF ALABAMA

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:

iKonQuer Academy

This name reservation is for the exclusive use of Jalan Christopher Jones, 907 Brook Highland Lane, Birmingham, AL 35242 for a period of one year beginning May 29, 2020 and expiring May 29, 2021



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.

May 29, 2020

Date

RES885344

John H. Merrill

Secretary of State