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Michael G. Adams  
Kentucky Secretary of State  
Received and Filed:  
3/11/2025 3:41 PM  
Fee Receipt: \$18.00

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# ARTICLES OF INCORPORATION

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FOR THE COMMONWEALTH OF KENTUCKY

## PROFIT CORPORATION

The undersigned hereby forms a business corporation and for that purpose sets forth the following:

### ARTICLE I: NAME

The name of the corporation is **BERRY MARRY CO.**

### ARTICLE II: AUTHORIZED SHARES

The number of shares the corporation is authorized to issue is 1000.

### ARTICLE III: REGISTERED OFFICE AND REGISTERED AGENT

#### Section 3.1: Registered Office

The street address of the corporation's initial registered office in Kentucky is: 212 N. 2nd St., STE 100 Richmond, KY 40475

#### Section 3.2: Registered Agent

The name of the initial registered agent at that office is **Registered Agents Inc.**

## ARTICLE IV: PRINCIPAL OFFICE

The mailing address of the corporation's principal office is CMR 405, Box 5153, APO, AE, 09034.

## ARTICLE V: INCORPORATORS

### Section 5.1: Names and Mailing Addresses

#### Section 5.1.1: Qian Nivan

Mailing Address: CMR 405, Box 5153, APO, AE, 09034

#### Section 5.1.2: Moones Ghaeli

Mailing Address: CMR 405, Box 5153, APO, AE, 09034

## ARTICLE VI: VETERAN-OWNED BUSINESS DESIGNATION

### Section 6.1: Designation and Qualification

This corporation is designated as a veteran-owned business pursuant to KRS 14A.1-070(45). The initial shares issued by the corporation reflect at least 51% ownership by a military member to maintain its veteran-owned business status.

## ARTICLE VII: VAPOR PRODUCT RETAILER DISCLOSURE

This corporation **is not** a retailer of authorized vapor products as defined by KRS 438.305(2). This disclosure is made in compliance with state filing requirements.

## ARTICLE VIII: INDEMNIFICATION AND LIMITATION OF LIABILITY

### **Section 8.1: Officer and Director Liability**

No officer or director of BERRY MARRY CO. shall be personally liable to the corporation or its shareholders for monetary damages for conduct as an officer or director, except for liability arising from intentional misconduct, a knowing violation of law, personally deriving an improper financial benefit from a transaction, or unlawful distributions as specified under applicable corporate law.

### **Section 8.2: Indemnification**

The corporation shall indemnify and hold harmless its officers and directors to the fullest extent permitted by law against any liability incurred in their capacity as officers or directors, provided they acted in good faith and in a manner reasonably believed to be in the best interests of the corporation.

### **Section 8.3: Advancement of Expenses**

The corporation may advance or reimburse reasonable expenses incurred by an officer or director in defense of any proceeding prior to its final disposition, subject to repayment if it is determined that the individual is not entitled to indemnification under this Article.

## ARTICLE IX: AMENDMENTS

### **Section 9.1: Approval Process**

Any amendment to these Articles of Incorporation shall require the approval of shareholders holding at least **51% of the total voting shares**.

### **Section 9.2: Filing Requirements**

All amendments to these Articles of Incorporation shall be properly documented and filed with the Secretary of State of Kentucky in accordance with applicable law.

## SIGNATURES

We declare under penalty of perjury under the laws of the state of Kentucky that the foregoing is true and correct.

  
3/11/2025  
Qian Nivan  
Co-Founder

  
March 11, 2025  
Moones Ghaeli  
Co-Founder

I, David Roberts, consent to sign for Registered Agents Inc.

who serves as the Registered Agent on behalf of this entity on Tuesday, March 11, 2025.

Signature of Registered Agent

  
Signature of Registered Agent

David Roberts  
Printed Name

Assistant Secretary  
Title

03-11-2025  
Date