

ARTICLES OF INCORPORATION
OF
ORGANIZATION FOR LUCID DREAM STUDIES

The undersigned, intending to form a Virginia nonstock corporation pursuant to Chapter 10 of Title 13.1 of the Code of Virginia, state(s) as follows:

ARTICLE I

CORPORATE NAME

The entity name for the nonprofit corporation is: Organization for Lucid Dream Studies

ARTICLE II

PURPOSES

The Organization for Lucid Dream Studies (the “Corporation”) is organized exclusively for educational and charitable purposes under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code (the “Code”), including but not limited to educational and scientific purposes, as well as the making of distributions to organizations that qualify as exempt organization under the Code. Subject to the limitations set forth below, the Corporation may conduct any or all lawful affairs, not required to be stated specifically in these Articles, for which corporations may be incorporated under Chapter 10 of Title 13.1 of the Code of Virginia, the Virginia Nonstock Corporation Act. The educational and scientific purposes of this Corporation include:

- A. Educating the general public about the subject of lucid dreaming;
- B. Providing educational programs to people who seek to develop their lucid dreaming skills;
- C. Conducting research to advance scientific knowledge about lucid dreaming; and
- D. Encouraging research into lucid dreaming by connecting interested individuals with ongoing scientific studies.

ARTICLE III
MEMBERS

The nonprofit corporation shall have one or more classes of members with such designations, qualifications and rights as set forth in the bylaws.

ARTICLE IV
DIRECTORS

The directors shall elect their successors and each director's term shall last one year.

ARTICLE V
REGISTERED AGENT AND OFFICE

The name of the corporation's initial registered agent is Elliott Gish, who is a resident of Virginia and an initial director of the corporation.

The address of the corporation's initial registered office, which is identical to the business office of the initial registered agent, is 1209 Holmes Ave, Charlottesville, VA, 22901. The registered office is located in the County of Albemarle.

ARTICLE VI
PRINCIPAL OFFICE ADDRESS

The principal office address of the corporation is 1209 Holmes Ave, Charlottesville, VA, 22901 in the United States.

ARTICLE VII
INITIAL DIRECTORS

There shall be three (3) initial directors who shall elect their successors. The names and addresses of these initial directors are:

Elliott Gish, 1209 Holmes Ave, Charlottesville, VA, 22901, USA

Dina Moench, 14 7th Ave, Cherry Hill, NJ, 08003, USA

Allison McCarthy, 74 Potomac Street, San Francisco, CA, 94117, USA

ARTICLE VIII
LIMITATIONS AND RESTRICTIONS

1. Organization for Lucid Dream Studies does not and shall not discriminate on the basis of race, color, religion (creed), gender, gender expression, age, national origin (ancestry), disability, marital status, sexual orientation, or military status, in any of its activities or operations.
2. No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes described in section 501(c)(3).
3. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office.
4. Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.
5. No member, officer or Director of this corporation shall be personally liable for the debts or obligations of this corporation of any nature whatsoever, nor shall any of the property of the members, officers or Directors be subject to the payment of the debts or obligations of this corporation.

ARTICLE IX
DISSOLUTION

The duration of the corporate existence shall be perpetual. Upon dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by a Court of Competent Jurisdiction of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such

organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

Signed by the Incorporator as of June 21st, 2022:

DocuSigned by:
Elliott Gish
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Elliott Gish

Commonwealth of Virginia



STATE CORPORATION COMMISSION

Richmond, June 27, 2022

This is to certify that the certificate of incorporation of

Organization for Lucid Dream Studies

was this day issued and admitted to record in this office and that the said corporation is authorized to transact its business subject to all Virginia laws applicable to the corporation and its business.

Effective date: June 27, 2022



STATE CORPORATION COMMISSION

Attest:

A handwritten signature in cursive script, appearing to read "Bernard J. St. John".

Clerk of the Commission

**COMMONWEALTH OF VIRGINIA
STATE CORPORATION COMMISSION**

AT RICHMOND, JUNE 27, 2022

The State Corporation Commission has found the accompanying articles of incorporation submitted on behalf of

Organization for Lucid Dream Studies

to comply with the requirements of law, and confirms payment of all required fees. Therefore, it is ORDERED that this

CERTIFICATE OF INCORPORATION

be issued and admitted to record with the articles of incorporation in the Office of the Clerk of the Commission, effective June 27, 2022.

The corporation is granted the authority conferred on it by law in accordance with the articles of incorporation, subject to the conditions and restrictions imposed by law.

STATE CORPORATION COMMISSION

By

A handwritten signature in black ink, reading "Judith Williams Jagdmann". The signature is written in a cursive style with a large, looping initial "J".

Judith Williams Jagdmann
Commissioner