



B20250004087

B3480-3845 02/27/2025 3:06 PM Received by California Secretary of State



**STATE OF CALIFORNIA**  
*Office of the Secretary of State*  
**ARTICLES OF INCORPORATION**  
**CA GENERAL STOCK CORPORATION**  
California Secretary of State  
1500 11th Street  
Sacramento, California 95814  
(916) 657-5448

For Office Use Only

**-FILED-**

File No.: B20250004087

Date Filed: 2/27/2025

Corporation Name	
Corporation Name	IZIT, Corp
Initial Street Address of Principal Office of Corporation	
Principal Address	2018 KWIS AVE HACIENDA HEIGHTS, CA 91745
Initial Mailing Address of Corporation	
Mailing Address	2054 S HACIENDA BLVD 5205 HACIENDA HEIGHTS, CA 91745
Attention	IZIT
Directors	
Director Name	Director Address
Brina Covarrubias	2054 S HACIENDA BLVD 5205 HACIENDA HEIGHTS, CA 91745
Leticia Covarrubias	2054 S HACIENDA BLVD 5205 HACIENDA HEIGHTS, CA 91745
Agent for Service of Process	
Agent Name	Leticia Covarrubias
Agent Address	2054 S HACIENDA BLVD 5205 HACIENDA HEIGHTS, CA 91745
Shares	
The total number of shares the corporation is authorized to issue is: 100,000,000	
Does the corporation have more than one class or series of shares? Yes	
Purpose Statement	
The purpose of the corporation is to engage in any lawful act or activity for which a corporation may be organized under the General Corporation Law of California other than the banking business, the trust company business or the practice of a profession permitted to be incorporated by the California Corporations Code.	
Additional information and signatures set forth on attached pages, if any, are incorporated herein by reference and made part of this filing.	
Signatures	
<input checked="" type="checkbox"/> I declare that I am the person who executed this instrument, which execution is my act and deed.	
Leticia Covarrubias	02/27/2025
Director Signature	Date

Class	Authorized Shares	Voting Rights	Conversion Rights	Dividend Preferences	Liquidation Preferences	Restrictions
<b>Class A Common Stock</b>	35,000,000	1 vote per share	No conversion rights	Eligible for dividends at the board's discretion	Pro-rata distribution in liquidation	
<b>Class B Common Stock (Super-Voting)</b>	15,000,000	10 votes per share	Convertible to Class A on a 1:1 basis	Eligible for dividends at the board's discretion	Pro-rata distribution in liquidation	
<b>Class C Common Stock (Non-Voting)</b>	25,000,000	No voting rights	No conversion rights	Eligible for dividends at the board's discretion	Pro-rata distribution in liquidation	
<b>Preferred Stock (Investor Series)</b>	25,000,000	No voting rights, except as required by law or as explicitly provided in specific investor agreements	<p>Each share of Preferred Stock shall be convertible into Class A Common Stock at the holder's discretion.</p> <p>Conversion shall be on a 1:1 basis (one preferred share converts into one Class A Common Share).</p> <p>Conversion may also occur automatically upon an IPO, merger, or acquisition where the company's total valuation exceeds \$100 million.</p>	<p>Preferred Stockholders may receive dividends, but only if and when declared by the Board of Directors.</p> <p>No fixed, cumulative, or guaranteed dividend rights shall exist to avoid classification as a debt instrument.</p>	<p>In the event of liquidation, dissolution, or winding up, holders of Preferred Stock shall receive distributions before holders of Common Stock.</p> <p>The liquidation preference shall be limited to 1x the original investment amount, ensuring compliance with QSBS rules.</p> <p>After this 1x payout, any remaining assets shall be distributed pro-rata among all shareholders (common and preferred).</p>	<p><b>Redemption Rights</b></p> <p>No mandatory redemption: Preferred Stock shall not include any clauses requiring Izit, Inc. to repurchase shares at a predetermined price or date.</p> <p>Voluntary buybacks may be permitted at the company's discretion, subject to board approval.</p> <p>This ensures the stock is treated as equity rather than debt, preserving QSBS eligibility.</p>



### Preferred Stock

Series Name	Purpose
Series Seed Preferred	Early-stage investors (angel, friends & family, pre-seed funds).
Series A Preferred	Institutional VC round; maintains liquidation preference.
Series B Preferred	Growth-stage funding, often tied to scaling and expansion.

### Common Stock Series Names

Stock Class	Series Name	Purpose
Class A Common Stock	Series A-1	Standard common stock for early investors and employees.
Class B Common Stock (Super-Voting)	Series B-1	Reserved for founders and executives to maintain control.
Class C Common Stock (Non-Voting)	Series C-1	Issued for employees, advisors, and non-voting shareholders.