

SUPPLEMENTAL INFORMATION

LIGHT MEDIA HOLDINGS, INC.
STATEMENT OF PREFERRED SHARES
SEPTEMBER 23, 2024

Supplemental Information filing by Light Media Holdings, Inc. (the “Company”) - Statement of Preferred Shares:

1. The Company’s authorized Preferred Shares are 5,000,000.
2. A copy of the Board Resolution Authorizing Preferred Shares is attached as **Exhibit A.**
3. A copy of the Board Resolution Authorizing issuance of Preferred Shares is attached as **Exhibit B.**
4. A copy of the filed Certificate of Designation is attached hereto as **Exhibit C.**
5. This Supplemental filing serves as a blanket amendment to prior filings, as follows:

Other classes of authorized or outstanding equity securities:

Exact title and class of the security:	<u>Preferred</u> Shares Series A
CUSIP (if applicable):	<u>N/A</u>
Par or stated value:	<u>.0001</u>
Total shares authorized:	<u>100</u>
Total shares outstanding (if applicable):	100
Total number of shareholders of record (if applicable):	<u>1</u>

6. **For preferred stock, describe the dividend, voting, conversion, and liquidation rights as well as redemption or sinking fund provisions.**

We are authorized to issue 5,000,000 shares of preferred stock with such designations, rights and preferences as may be determined from time to time by the Board of Directors. We have issued 100 shares of Series A Preferred stock with 80% of the voting power in the Company. The Board of Directors is empowered, without stockholder approval, to issue preferred stock with dividend, liquidation, conversion, voting or other rights which could adversely affect the voting power or other rights of the holders of our Common Stock. The issuance of the 100 shares of Series A preferred stock has been utilized as a method of discouraging, delaying or preventing a change in control of the Company.

7. All other sections of prior corporate filings not amended by this Supplemental Information filing remain unchanged.

/s/ Danny Wilson
Title: President

Exhibit A

LIGHT MEDIA HOLDINGS, INC.
(a Delaware corporation)

Written Consent of Directors to Action
in Lieu of Meeting

The undersigned, being a majority of the members of the Board of Directors of LIGHT MEDIA HOLDINGS, Inc., a Delaware corporation (the “Company”), **DOES HEREBY CONSENT** to the taking of the following actions and **DOES HEREBY ADOPT** the following resolutions by written action in lieu of a meeting of directors of the Company (the “Directors”) pursuant to Sections 141(f) of the Delaware General Corporation Law:

RESOLVED, that pursuant to the authority expressly granted to and vested in the Board of Directors of the Corporation by the provisions of the Certificate of Incorporation of the Corporation (as amended, the “Certificate of Incorporation”), there hereby is created, out of the 5,000,000 shares of Preferred Stock, par value \$0.0001 per share, of the Corporation authorized in Article Fourth of the Certificate of Incorporation (the “Preferred Stock”), a series of the Preferred Stock of the Corporation consisting of 100 shares, which series shall have the following powers, designations, preferences and relative, participating, optional and other rights, and the following qualifications, limitations and restrictions:

Designation and Amount.

This series of Preferred Stock shall be designated “Series A Preferred Stock” and the authorized number of shares constituting such series shall be 100. The par value of the Series A Preferred Stock shall be \$0.0001 per share. Shares of the Series A Preferred Stock shall have a stated value of One Dollar (\$1.00) per share (the “Stated Value”).

Dividends.

The holders of shares of Series A Preferred Stock shall not be entitled to receive any dividends.

Preferences on Liquidation.

Subject to the provisions of Section 6 below, in the event of any voluntary or involuntary liquidation, dissolution, or winding up of the Corporation, the holders of shares of the Series A Preferred Stock then outstanding shall be entitled to be paid, out of the assets of the Corporation available for distribution to its stockholders, whether from capital, surplus or earnings, an amount equal to one dollar (\$1.00) per share.

Voting Rights.

Except as otherwise required by law or by the Certificate of Incorporation and except as set forth in Section 6(b) below, the outstanding shares of Series A Preferred Stock shall vote together with the shares of Common Stock of the Corporation as a single class and, regardless of the number of shares of Series A Preferred Stock outstanding and as long as at least one of such shares of Series A Preferred Stock is outstanding, shall represent eighty percent (80%) of all votes entitled to be voted at any annual or special meeting of shareholders of the Corporation or action by written consent of shareholders. Each outstanding share of the Series A Preferred Stock shall represent its proportionate share of the 80% which is allocated to the outstanding shares of Series A Preferred Stock.

Negative Covenants.

The Corporation will not, by amendment of the Certificate of Incorporation or through any reorganization, transfer of assets, consolidation, merger, dissolution, issue or sale of securities, or any other voluntary action, avoid or seek to avoid the observance or performance of any of the terms to be observed or performed hereunder by the Corporation, but will at all times in good faith assist in the carrying out of all the provisions of this Certificate of Incorporation and in the taking of all such action as may be necessary or appropriate in order to protect the rights of the holders of the Series A Preferred Stock against impairment.

Ranking; Changes Affecting Series A.

The Series A Preferred Stock shall, with respect to distribution rights on liquidation, winding up and dissolution, (i) rank senior to any of the shares of Common Stock of the Corporation, and any other class or series of stock of the Company which by its terms shall rank junior to the Series A Preferred Stock, and (ii) rank junior to any other series or class of preferred stock of the Corporation and any other class or series of stock of the Corporation which by its term shall rank senior to the Series A Preferred Stock.

(b) So long as any shares of Series A Preferred Stock are outstanding, the Corporation shall not (i) alter or change any of the powers, preferences, privileges or rights of the Series A Preferred Stock, or (ii) amend the provisions of this Section 6; in each case, without first obtaining the approval by vote or written consent, in the manner provided by law, of the holders of at least a majority of the outstanding shares of Series A Preferred Stock, as to changes affecting the Series A Preferred Stock.

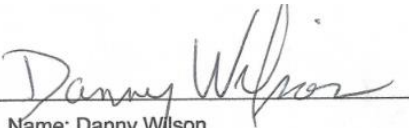
RESOLVED: That the Proper Officers, or any one of them be, and they hereby are, authorized to execute, and/or file and/or deliver such other documents, applications, notices or certificates as may be necessary or desirable to effectuate the above resolutions and to execute, and/or file and/or deliver any agreement, document, or certificate and to do and perform such other acts and things as the Proper Officers, or any one of them, may determine to be appropriate or desirable to carry out and complete the intent of and to consummate the foregoing resolutions, the execution and/or filing and/or delivery of any such agreement, document or certificate or the taking of any such action to be conclusive evidence of such determination.

A. General

RESOLVED: That the officers of the Company be, and each of them hereby is, authorized and directed to do or cause to be done any and all such other acts and things and to execute and deliver any and all such further documents as he, she or they may deem necessary or appropriate to carry into effect the full intent and purpose of the foregoing resolutions, the taking of any such actions or the execution or delivery of any such documents by such officer or officers to be conclusive evidence that the same were authorized by this resolution.

RESOLVED: That any and all actions heretofore or hereinafter taken on behalf of the Company by any of said persons or entities within the terms of the foregoing resolutions are hereby approved, ratified and confirmed, as acts and deeds of the Company.

IN WITNESS WHEREOF, the Directors of this Company have executed this Written Consent of Directors to Action in lieu of Meeting this 7th day of December 2009.

By: 
Name: Danny Wilson

Director

Exhibit B

LIGHT MEDIA HOLDINGS, INC.
(a Delaware corporation)

Written Consent of Directors to Action
in Lieu of Meeting

The undersigned, being a majority of the members of the Board of Directors of LIGHT MEDIA HOLDINGS, INC., a Delaware corporation (the "Company"), **DOES HEREBY CONSENT** to the taking of the following actions and **DOES HEREBY ADOPT** the following resolutions by written action in lieu of a meeting of directors of the Company (the "Directors") pursuant to Sections 141(f) of the Delaware General Corporation Law:

RESOLVED, that the Board of Directors hereby ratifies, approves and confirms the Corporation's offer and sale of 100 shares of Series A Preferred Stock ("Series A Stock"), at a purchase price of \$1.00 per Series A Stock and as more fully set forth in the Certificate of Designations for the Series A Stock; and

RESOLVED, that in return for the payment of \$100, an aggregate of 100 shares of Series A Stock be issued to the following person:

<u>Name</u>	<u>Amount of Series A Stock</u>
Danny Wilson	100

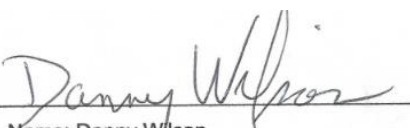
FURTHER RESOLVED, that the proper officers of the Corporation shall issue stock certificates for the same bearing a legend to the effect that the shares shall not be transferred unless there is an effective registration statement or other qualification relating to such securities under the Securities Act of 1933 and any applicable state securities laws or unless the Corporation receives an opinion of counsel satisfactory to the Corporation that such registration or other qualification is not required in connection with such transfer; and

FURTHER RESOLVED, that upon issuance of the certificates for the aforementioned shares, such shares shall be fully paid and nonassessable; and

FURTHER RESOLVED, that the proper officers of the Corporation be, and each of them hereby is, authorized and empowered, in the name of and on behalf of the Corporation, to execute all such further documents, certificates or instruments, and to take all such further action, as any such officer may deem necessary, proper, convenient or desirable in order to carry out each of the foregoing resolutions and in order to carry out each of the intents thereof, and that all such actions taken by the officers of the Corporation to date, in connection with the foregoing resolutions, are hereby in all respects confirmed, ratified and approved.

This consent may be executed in two or more counterparts, each of which shall be deemed an original, but all of which taken together shall constitute one and the same instrument.

IN WITNESS WHEREOF, we have executed this Consent as of the 7th day of December 2009.

By: 
Name: Danny Wilson

Director

EXHIBIT C

State of Delaware
Secretary of State
Division of Corporations
Delivered 12:55 PM 08/23/2024
FILED 12:55 PM 08/23/2024
SR 20243500040 - File Number 4089241

CERTIFICATE OF DESIGNATION

OF

LIGHT MEDIA HOLDINGS, INC.

Pursuant to Section 151 of the General

Corporation Law of the State of Delaware

SERIES A PREFERRED STOCK

LIGHT MEDIA HOLDINGS, INC., a Delaware corporation (the "Corporation"), hereby certifies that the following resolution has been duly adopted by the Board of Directors of the Corporation:

RESOLVED, that pursuant to the authority expressly granted to and vested in the Board of Directors of the Corporation by the provisions of the Certificate of Incorporation of the Corporation (as amended, the "Certificate of Incorporation"), there hereby is created, out of the 5,000,000 shares of Preferred Stock, par value \$0.0001 per share, of the Corporation authorized in Article Fourth of the Certificate of Incorporation (the "Preferred Stock"), a series of the Preferred Stock of the Corporation consisting of 100 shares, which series shall have the following powers, designations, preferences and relative, participating, optional and other rights, and the following qualifications, limitations and restrictions:

1. Designation and Amount.

This series of Preferred Stock shall be designated "Series A Preferred Stock" and the authorized number of shares constituting such series shall be 100. The par value of the Series A Preferred Stock shall be \$0.0001 per share. Shares of the Series A Preferred Stock shall have a stated value of One Dollar (\$1.00) per share (the "Stated Value").

2. Dividends.

The holders of shares of Series A Preferred Stock shall not be entitled to receive any dividends.

3. Preferences on Liquidation.

(a) Subject to the provisions of Section 6 below, in the event of any voluntary or involuntary liquidation, dissolution, or winding up of the Corporation, the holders of shares of the Series A Preferred Stock then outstanding shall be entitled to be paid, out of the assets of the Corporation available for distribution to its stockholders, whether from capital, surplus or earnings, an amount equal to one dollar (\$1.00) per share.

4. Voting Rights.

Except as otherwise required by law or by the Certificate of Incorporation and except as set forth in Section 6(b) below, the outstanding shares of Series A Preferred Stock shall vote together with the shares of Common Stock of the Corporation as a single class and, regardless of the number of shares of Series A Preferred Stock outstanding and as long as at least one of such shares of Series A Preferred

Stock is outstanding, shall represent eighty percent (80%) of all votes entitled to be voted at any annual or special meeting of shareholders of the Corporation or action by written consent of shareholders. Each outstanding share of the Series A Preferred Stock shall represent its proportionate share of the 80% which is allocated to the outstanding shares of Series A Preferred Stock.

5. Negative Covenants.

The Corporation will not, by amendment of the Certificate of Incorporation or through any reorganization, transfer of assets, consolidation, merger, dissolution, issue or sale of securities, or any other voluntary action, avoid or seek to avoid the observance or performance of any of the terms to be observed or performed hereunder by the Corporation, but will at all times in good faith assist in the carrying out of all the provisions of this Certificate of Incorporation and in the taking of all such action as may be necessary or appropriate in order to protect the rights of the holders of the Series A Preferred Stock against impairment.


6. Ranking; Changes Affecting Series A.

(a) The Series A Preferred Stock shall, with respect to distribution rights on liquidation, winding up and dissolution, (i) rank senior to any of the shares of Common Stock of the Corporation, and any other class or series of stock of the Company which by its terms shall rank junior to the Series A Preferred Stock, and (ii) rank junior to any other series or class of preferred stock of the Corporation and any other class or series of stock of the Corporation which by its term shall rank senior to the Series A Preferred Stock.

(b) So long as any shares of Series A Preferred Stock are outstanding, the Corporation shall not (i) alter or change any of the powers, preferences, privileges or rights of the Series A Preferred Stock, or (ii) amend the provisions of this Section 6; in each case, without first obtaining the approval by vote or written consent, in the manner provided by law, of the holders of at least a majority of the outstanding shares of Series A Preferred Stock, as to changes affecting the Series A Preferred Stock.

IN WITNESS WHEREOF, we have executed this Consent as of the 7th day of December 2009.

LIGHT MEDIA HOLDINGS, INC.

By: 
Name: Danny Wilson

Cautionary Note Regarding Forward-Looking Statements: This press release contains statements, which may constitute "forward-looking statements" within the meaning of the Securities Act of 1933 and the Securities Exchange Act of 1934, as amended by the Private Securities Litigation Reform Act of 1995. Those statements include statements regarding the intent, belief or current expectations of Light Media (OTC: "LGMH") and members of its management as well as the assumptions on which such statements are based. Prospective investors are cautioned that any such forward-looking statements are not guarantees of future performance and involve risks and uncertainties, and that actual results may differ materially from those contemplated by such forward-looking statements.