CERTIFICATE OF INCORPORATION

ANG BANK INC.

Formed under the Corporate and Financial Laws of the Commonwealth of Redmont

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1. NAME OF CORPORATION

The formal name of the corporation is ANG Bank Inc. (hereinafter referred to as the "Corporation").

2. IN-GAME COMPANY NAME

The corresponding registered in-game company name under the DemocracyBusiness plugin infrastructure is ANGBankInc.

3. TYPE OF ENTITY

ANG Bank Inc. is formally incorporated as a Joint-Stock Corporation (JSC), operating as a highly regulated financial entity.

4. INCORPORATOR

The primary incorporator of ANG Bank Inc. filing this charter is Ognqn, holding a legally valid and active Entrepreneur's License issued by Redmont University.

5. SHAREHOLDERS AND INITIAL OWNERSHIP

The initial equity, outstanding shares, and ownership structure of the Corporation are distributed among the founding members as follows:

- **Ognqn:** 550 Ordinary Shares (55% ownership)
- **xxSmash:** 450 Ordinary Shares (45% ownership)

6. BUSINESS PURPOSE

ANG Bank Inc. is formed specifically as a commercial banking firm and financial institution. Its primary purpose is to deliver structured, secure, and lawful banking services under the oversight of the Department of Commerce, including but not limited to:

- Operating consumer and business checking and savings bank accounts;
- Accepting player deposits, safeguarding capital, and delivering custom deposit tier products;
- Administering and underwriting player loans, project financing, mortgages, and credit instruments;
- Providing small business capital financing, corporate restructuring capital, and treasury management;
- Engaging in any other lawful banking activity permitted for a licensed Commercial Bank within the Commonwealth.

ANG Bank Inc. explicitly registers as a Commercial Bank and binds itself to all compliance checks, baseline financial institution taxes, and safety reserve audits mandated by the Department of Commerce.

7. SHARE CAPITAL

The Corporation is authorized to issue a baseline capitalization ceiling of 1,000 Ordinary Shares. Each Ordinary Share carries a baseline par value of R$1 (One Redmont Dollar). There shall be no fractional shares issued or permitted. All authorized shares that remain unissued after the initial founding structure shall be held in treasury as authorized but unissued corporate stock.

8. SHARE CLASS AND VOTING RIGHTS

The equity capitalization consists entirely of a single asset class: Ordinary Shares. Each unique Ordinary Share carries exactly one (1) vote. Voting power on corporate resolutions is strictly proportional to the exact volume of shares held. Shareholders maintain the exclusive right to vote on core reserved changes, corporate actions, and board appointments.

9. SHAREHOLDER RESOLUTIONS AND QUORUM

Corporate shareholder actions may be codified via formal shareholder resolutions or explicit written consent. The statutory baseline quorum for any voting resolution requires at least fifty percent (50%) of all active voting power to be present. Voting windows on general forums or server communication channels must remain continuously open for at least 48 hours to prevent disenfranchisement.

10. MANAGEMENT & BOARD OF DIRECTORS

The executive affairs and systemic management of the bank shall be directed exclusively by a formal Board of Directors. The founding composition of the Board shall be:

- **Ognqn —** Chairman of the Board of Directors & Co-Founder
- **xxSmash —** Executive Director & Co-Founder

11. OFFICER APPOINTMENTS

The operational executives tasked with managing daily banking affairs are established as follows:

- **Chief Executive Officer (CEO):** Ognqn
- **Chief Operating Officer (COO):** xxSmash

12. RESERVED SUPERMAJORITY MATTERS

To safeguard the interests of all co-founders, the following structural amendments strictly require a supermajority approval threshold of at least 56% of all outstanding voting shares:

- Alterations or structural amendments to this Certificate of Incorporation or subsequent Bylaws;
- The authorization and issuance of any new share pools or dilution of existing shareholder allocations;
- The admission of outside investors or the manual transfer of existing equity shares to third parties;
- The approval of an institutional merger, acquisition, joint venture, or voluntary winding up/dissolution of the bank.

13. RIGHT OF FIRST REFUSAL (SHARE TRANSFERS)

Should any shareholder seek to sell, assign, or liquidate their share allocation to a third party, they are bound by law to offer said shares to the remaining founding shareholders or to the treasury of ANG Bank Inc. at fair market value first. The internal board and co-founders retain an exclusive seven (7) day window to exercise this purchasing option before public sale is permitted.

14. DEPOSITOR SECURITY & WINDING UP PROTOCOL

In the event of a shareholder-approved dissolution or cessation of banking operations, a strict liquidation priority tier must be enforced:

1. All active server consumer accounts, player deposits, and checking/savings asset balances must be completely settled and refunded first and in full.
2. All public corporate creditors and outstanding Department of Commerce statutory taxes must be settled.
3. Any residual treasury funds remaining within the in-game /db corporate cash balance shall then be distributed to the shareholders in precise alignment with their ownership percentages.

15. EXECUTION AND ENACTMENT

By appending signatures below, all founding partners testify to the terms, governance splits, and structural regulations detailed in this operational charter, effective upon registration by the Department of Commerce.

X_ Ognqn
Ognqn
Director & CEO

X_ xxSmash
xxSmash
Director & COO