BRICK AND BROWSE INC.

Bylaws

Adopted by resolution of the Board of Directors

1. Authority and Enactment

1.1 These Bylaws are adopted by the Board of Directors of Brick and Browse Inc. ("the Corporation") pursuant to the authority delegated by Part VIII (Miscellaneous) of the Restated Certificate of Incorporation, which provides that the Board may adopt bylaws by resolution, provided they are consistent with the Certificate and the Legal Entity Act.

1.2 These Bylaws are binding upon all officers, directors, employees, and agents of the Corporation and shall be interpreted consistently with the Certificate of Incorporation and the Legal Entity Act. In the event of conflict, the Certificate of Incorporation shall prevail.

1.3 These Bylaws may be amended by Board resolution, subject to the Certificate of Incorporation and the Legal Entity Act.

2. Management

2.1 The day-to-day management of the Corporation is delegated to the officers of the Corporation, who are appointed by and serve at the pleasure of the Board.

2.2 Officers shall act within the scope of the authority granted to them by the Board and shall perform such duties as the Board assigns from time to time.

2.3 **Chairman of the Board.** The Chairman of the Board is elected by and may be removed by a simple majority of the outstanding Class A shares, as provided in the Certificate of Incorporation. The Chairman shall preside over all Board and shareholder meetings and shall have a casting vote in the event of a tied Board vote. The Chairman is a director-level position and shall not be treated as an officer of the Corporation by reason of that title alone.

2.4 **Vice Chairman of the Board.** The Board may elect a Vice Chairman of the Board from among the directors. The Vice Chairman shall assist the Chairman in presiding over Board meetings and shall assume the duties of the Chairman in the event the Chairman is absent or otherwise unavailable. The Vice Chairman serves at the pleasure of the Board and may be removed by a simple majority of the outstanding Class A shares. The Vice Chairman is a director-level position and shall not be treated as an officer of the Corporation by reason of that title alone. The following resignation procedure shall apply to the Vice Chairman:

(a) **Notice.** The Vice Chairman must provide the Board with no less than thirty (30) days' written notice of their intention to resign from the role.

(b) **Duties During Notice Period.** During the thirty (30) day notice period, the Vice Chairman shall continue to perform their full duties and obligations as Vice Chairman, including those set out in Section 4 of these Bylaws.

(c) **Replacement.** During the notice period, the Board shall seek to appoint a replacement Vice Chairman. If a replacement is appointed before the expiry of the notice period, the outgoing Vice Chairman's resignation shall take immediate effect upon the appointment of the replacement.

(d) **Expiry.** If no replacement is appointed before the expiry of the thirty (30) day notice period, the Vice Chairman shall cease to hold the role automatically upon expiry of the notice period.

2.5 All officers shall be compensated as determined by the Board in accordance with the Certificate of Incorporation.

3. Officer Positions

3.1 The Corporation shall have at least the following officer positions:

(a) Chief Executive Officer - the senior executive of the Corporation, responsible for operational leadership and day-to-day management. The CEO may delegate authority to other officers and employees and may appoint or terminate employees.

(b) Chief Operations Officer - the second-ranking executive officer of the Corporation, responsible for assisting the CEO in operational matters and assuming the duties of the CEO in the event the position becomes vacant or the CEO is otherwise unavailable.

3.2 The Board may create additional officer positions and define their responsibilities, authority, and compensation by resolution.

3.3 The Board may appoint, remove, or vary the duties of any officer at any time at its sole discretion.

4. Vice Chairman of the Board - Conduct and Compliance Requirements

4.1 In addition to their duties under Section 2.4, the Vice Chairman of the Board shall comply with the following mandatory conduct requirement as a condition of maintaining their office:

(a) **Fursuit Compliance Obligation.** The Vice Chairman of the Board shall, at least once per calendar month, change their active Minecraft skin to a fursuit or anthropomorphic animal costume skin ("Fursuit Skin") and remain visibly present on the server wearing such skin for a continuous period of no less than one (1) hour ("the Monthly Fursuit Appearance").

(b) **Documentation.** Within 48 hours of each Monthly Fursuit Appearance, the Vice Chairman of the Board shall file a screenshot confirming their in-game presence in the Fursuit Skin in the Corporation’s Company Docket, in accordance with the Legal Entity Act. Such filing shall constitute the official record of compliance for that calendar month.

(c) **Notification.** Prior to each Monthly Fursuit Appearance, the Vice Chairman of the Board shall notify the Board of Directors and any other officers of their intention to fulfil the obligation, no less than 24 hours in advance.

4.2 Failure to comply with Section 4.1 within any given calendar month shall constitute a material breach of the Vice Chairman of the Board's duties.

4.3 Upon a failure to comply under Section 4.2, the following process shall apply:

(a) The Board shall issue written notice to the Vice Chairman of the Board specifying the breach and providing a 72-hour cure period from the date of notice.

(b) If the Vice Chairman of the Board fails to complete the Monthly Fursuit Appearance within the cure period, the Vice Chairman shall be automatically removed from office without the requirement of any further Board resolution.

(c) Removal under this Section shall not give rise to any claim for compensation or damages arising from loss of office.

4.4 The Board may, by unanimous resolution, grant a one-time waiver of the Monthly Fursuit Appearance obligation for a given calendar month, provided that the Vice Chairman of the Board has given written notice of extenuating circumstances no less than 48 hours before the end of the relevant month.

5. Signature Powers

5.1 The following individuals are authorised to sign documents on behalf of the Corporation:

(a) all officers of the Corporation; and

(b) any director of the Corporation.

5.2 The Board may, by resolution, restrict or expand signing authority for specific classes of documents.

6. Meetings

6.1 The Board may hold meetings in any format it determines, including in-game, on Discord, or through forum-based resolutions.

6.2 Board resolutions may be passed by written consent without a formal meeting, provided all directors indicate their approval in writing.

6.3 **Early Closure.** Notwithstanding any default voting period prescribed by the Legal Entity Act, any vote of the Board of Directors may be declared closed, and the result announced immediately once a majority sufficient to pass or defeat the resolution has been reached, without the requirement to wait for any remaining voting period to expire.

7. Severability

7.1 If any provision of these Bylaws is found to be invalid, illegal, or unenforceable under applicable law, the remaining provisions shall continue in full force and effect.

Signature

Adopted by resolution of the Board of Directors of Brick and Browse Inc.

Name: ToadKing

Title: Chairman of the Board

Date: 13 March 2026