BRICK AND BROWSE INC.

Restated Certificate of Incorporation

Registered Name	Brick and Browse Inc.
In-Game Company Name	BrickandBrowse
Incorporator	ToadKing
Principal Office	c283
Business Purpose	Brick and Browse Inc. is incorporated under the laws of the Commonwealth of Redmont and is authorised to conduct any kind of lawful business activity.
Duration	Perpetual unless dissolved in accordance with applicable law

Part I - Share Structure

1.1 Authorised Share Classes

Class	Authorised Shares	Par Value	Voting Rights	Dividend Rights
Class A	10,000	$0.01	1 vote per share	None
Class B	100,000	$0.01	None, except class votes required by the LEA	Entitled to dividends if declared
Class C	10,000,000	$0.01	None, except class votes required by the LEA	Entitled to dividends if declared

Class A shares carry full voting power on all matters submitted to shareholders. Class B and Class C shares carry no voting power except to the extent a class vote is mandated by the Legal Entity Act. Class B and Class C shareholders are entitled to dividends if and when declared by the Board on equal terms per share within their respective classes. Class A shareholders are not entitled to dividends. Class C shares are designated as the primary publicly listed equity of the Corporation and may be listed on any exchange at the Board's discretion.

Shares authorised but not outstanding shall be considered in the ownership of the Corporation and shall not vote or count toward a quorum.

1.2 Board Authority to Issue Shares

The Board of Directors may, by resolution alone and without shareholder approval, authorise and issue any shares that are authorised but not yet outstanding, including treasury shares held by the Corporation, at any time, on any terms, and to any person the Board determines. No per-issuance shareholder vote is required, provided the issuance falls within the currently authorised share count for the relevant class.

1.3 Increasing Authorised Shares and New Classes

The Board may propose an increase in the authorised share count of any existing class. Such an increase shall be subject to approval by a simple majority of the outstanding shares of the affected class, as required by applicable law.

The Board may, by resolution alone, create and authorise one or more new classes of shares with such rights, restrictions, preferences, and characteristics as the Board determines. No shareholder vote is required to create a new class, provided the new class does not alter the existing rights of Class A, Class B, or Class C shares.

1.4 Share Buybacks

The Board of Directors may, at its sole discretion and without shareholder approval, authorise the repurchase of any outstanding shares of the Corporation of any class, at any price and on any terms the Board determines. There is no limit on the proportion of shares that may be repurchased by Board resolution alone.

The sole restriction on buybacks is that the Corporation shall not repurchase shares where doing so would result in zero outstanding shares carrying voting power, as required by the Legal Entity Act.

1.5 No Pre-Emptive Rights

No shareholder shall have any pre-emptive right, right of first refusal, or any other preferential right to acquire shares issued or transferred by the Corporation or by any other shareholder, unless expressly granted in a separate written agreement approved by the Board.

1.6 Share Register

The Corporation shall maintain a share register in its Incorporated Entity Summary in accordance with the Legal Entity Act. The share register shall reflect authorised shares, outstanding shares, treasury shares, and current ownership across all classes. The Board is responsible for ensuring the share register is updated without undue delay following any share transfer, issuance, or buyback.

1.7 Transfer Notice Requirement

Any shareholder transferring or otherwise disposing of Class A shares shall notify the Board of Directors within twenty-four (24) hours following the transfer. The notice shall include the identity of the transferee, the number of shares transferred, and the date of the transfer. The Board shall update the share register accordingly once the transfer is verified.

Failure to provide notice shall not invalidate the transfer, but the Corporation may treat the transferring shareholder as the holder of record for corporate actions until the share register has been updated.

Part II - Board of Directors

2.1 Authority

The business and affairs of the Corporation shall be managed by or under the direction of the Board of Directors. The Board shall have full authority over all corporate matters not expressly reserved to shareholders by this document or by mandatory provisions of the Legal Entity Act.

2.2 Composition

The Board shall consist of no fewer than one (1) director. There is no maximum limit on the number of directors. The exact number shall be determined by Board resolution from time to time.

2.3 Chairman

The Chairman of the Board shall be elected and may be removed by a simple majority of the outstanding Class A shares. The Chairman shall preside over all Board and shareholder meetings and shall have a casting vote in the event of a tied Board vote.

2.4 Election and Removal of Directors

Directors shall be elected and removed by a simple majority of the outstanding Class A shares. There is no limit on the number of Board seats. Directors serve at the pleasure of the Class A shareholders and may be removed at any time without cause by a simple majority of outstanding Class A shares.

2.5 Officers

The Corporation shall have such officers as the Board requires. Officers are appointed and removed at the sole pleasure of the Board. The Board shall set the authority, duties, and compensation of all officers.

2.6 Director Compensation

Directors shall be compensated at the discretion of the Board.

Part III - Shareholder Voting

3.1 Voting Power

Each Class A share carries one (1) vote on all matters submitted to shareholders. Class B and Class C shares carry no vote except where a class vote is required by the Legal Entity Act.

3.2 Quorum

The quorum for any shareholder resolution shall be 50% of all voting power, with explicit affirmative abstentions counting toward quorum, as provided by the Legal Entity Act.

3.3 Ordinary Resolutions

Except as provided in clause 3.4 below, all matters submitted to shareholders shall be decided by a simple majority of the voting power cast.

3.4 Reserved Matter - Dissolution

The dissolution of the Corporation is the sole matter requiring a supermajority. Dissolution requires the approval of shareholders collectively holding at least 75% of the outstanding Class A shares.

3.5 Early Closure of Votes

A shareholder vote 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.

Part IV - Dividends

Dividends may be declared by the Board at its sole discretion. Where declared, dividends shall be paid to Class B and Class C shareholders pro rata to their respective shareholdings within each class. Class A shareholders are not entitled to dividends. No dividend shall be declared that would render the Corporation unable to meet its obligations under applicable law.

The Board may declare different dividend amounts per share for Class B and Class C at its discretion, provided each class is treated uniformly within itself.

Part V - Amendments

This document may be amended by a simple majority of the voting power, subject to the following:

- Any amendment increasing or decreasing the authorised shares of a class, changing the par value of a class, or adversely altering the rights of a class requires approval by a majority of the outstanding shares of the affected class, as mandated by the Legal Entity Act.
- Amendments must be filed in the Company Docket in accordance with the Legal Entity Act, including both the prior and amended versions of the document.

Part VI - Dissolution

The Corporation may be dissolved upon approval by shareholders holding at least 75% of the outstanding Class A shares, followed by the winding up procedure required by the Legal Entity Act. Upon dissolution, assets shall be liquidated, all debts and liabilities settled, and remaining assets distributed to shareholders pro rata within their respective share classes.

Part VII - Governing Law and Dispute Resolution

This document and all corporate affairs shall be governed by the laws of the Commonwealth of Redmont, including the Legal Entity Act and the Contracts Act. Any dispute arising out of or relating to this document or the Corporation shall be resolved through the courts of the Commonwealth of Redmont.

Part VIII - Miscellaneous

Severability. If any provision of this document is found invalid or unenforceable, the remaining provisions shall continue in full force and effect.

Entire Agreement. This document constitutes the entire formation instrument of the Corporation and supersedes all prior versions of the Certificate of Incorporation and any Articles of Incorporation previously in effect.

No Bylaws. The Corporation does not currently operate under bylaws. The Board may adopt bylaws by resolution, provided they are consistent with this document and the Legal Entity Act.

Signature

Name: ToadKing

Title: Chairman of the Board & Majority Shareholder

Date: 05 March 2026