DEL REY BANK

Certificate of Formation
Del Rey Bank

July 10, 2026

THE CHARTER OF
DEL REY BANK

Adopted by The Del Rey Bank

The Del Rey Bank, in order to maintain and advance a distinguished institution of financial management within Redmont, do hereby establish this Charter. This Charter affirms the Bank's mission in safe banking and accessibility, and it codifies the authority under which the Bank shall operate.



Luka Del Rey, President

ARTICLE 1
Name and Formation

§ 1.1 — Name

The name of this Limited Liability Company shall be Del Rey Bank LLC ("the Bank" or "the Company").

§ 1.2 — In-Game Company

The corresponding in-game company shall be 'DELREY-BANK'.

§ 1.3 — Incorporators

The incorporator of the Company is Luka Del Rey (lukadelrey)

§ 1.4 — Purpose

The Company is organized to operate as a financial institution and to provide banking and financial services, including but not limited to the acceptance of deposits, the extension of credit and lending, currency exchange and foreign exchange (forex) services, payment and settlement services, and related financial products; and to engage in any lawful act or activity for which a Limited Liability Company may be organized under the laws of Redmont.

ARTICLE 2
Regulatory Compliance

§ 2.1 — Regulations

The Company shall conduct its banking and financial operations in compliance with all applicable laws and regulations of the Commonwealth of Redmont, including the Commercial Standards Act, the Financial Institutions Enforcement Act, applicable reserve requirements, and any authorization, licensing, or oversight requirements administered by the Department of Commerce and the Federal Reserve Bank.

ARTICLE 3
Ownership and Management

§ 3.1 — Management Structure

The Company shall be member-managed.

§ 3.2 — Members and Managers

The sole Member of the Company shall manage the Company directly. As a member-managed LLC, the

Member is regarded as a Manager and, by extension, a Director for the purposes of the Legal Entity Act.

§ 3.3 — Membership Classes

The Company shall have a single class of membership: Member.

§ 3.4 — Initial Membership Register

Member: Luka Del Rey — 100% membership interest

§ 3.5 — Officers

The Company may appoint officers to carry out its operations. Officers are appointed and removed at the discretion of the Member and serve at the Member's pleasure. The initial officer of the Company shall be Luka Del Rey, President.

§ 3.6 — Operational Divisions

The Bank may organize its operations into the following divisions:

- Deposits and Accounts
- Lending and Credit
- Currency Exchange and Payments

Additional divisions may be created or dissolved at the dis-

cretion of the Member.

§ 3.7 — Authority of Divisions

Each division shall operate under policies and procedures established by the Member or their delegated officers.

ARTICLE 4
Liability

§ 4.1 — Limited Liability

The Company shall be solely liable for its own debts, obligations, and liabilities. No member, manager, or agent of the Company shall be personally liable for the Company's debts, obligations, or liabilities solely by reason of that status, in accordance with the Legal Entity Act.

§ 4.2 — Depositor and Creditor Obligations

The Company shall honor its obligations to depositors and creditors in accordance with applicable law and the terms of its agreements.

§ 4.3 — Assumption of Liability

Any person may voluntarily assume liability for any or all debts and obligations of the Company by express written instrument.

§ 4.4 — Fiduciary Duty

Agents of the Company shall act in good faith, on an informed basis, with reasonable care, and in the best interest of the Company, in accordance with the Legal Entity Act.

ARTICLE 5
Dissolution

§ 5.1 — Dissolution

The Company may be dissolved by resolution of the Member.

§ 5.2 — Winding Up

Upon dissolution, the Company shall wind up its affairs as follows:

- End all contracts and conclude pending litigation;
- Satisfy all debts and obligations to depositors and creditors;
- Distribute any remaining assets to the Member.

§ 5.3 — Statutory Process

Dissolution shall otherwise proceed according to the Legal Entity Act.

ARTICLE 6
Amendments

§ 6.1 — Amendments

This Charter may be amended by resolution of the Member. Any amendment increasing personal liability shall require the explicit acceptance of the affected member.

THE BYLAWS OF
DEL REY BANK
Adopted by Del Rey Bank LLC

ARTICLE I Management

§ 1.1 — Member-Managed

The Bank is a member-managed limited liability company. The sole Member shall manage and control the business and affairs of the Bank.

§ 1.2 — Authority of the Member

The Member shall have full authority to make all decisions on behalf of the Bank, including setting policy, entering contracts, appointing officers, and directing the Bank's financial operations.

§ 1.3 — Delegation

The Member may delegate operational responsibilities to officers or agents, provided such delegation does not diminish the Member's ultimate authority.

ARTICLE II Officers

§ 2.1 — Appointment
The Member may appoint officers to assist in the administration of the Bank. Officers serve at the pleasure of the Member and may be removed at any time.

§ 2.2 — President
The President shall oversee the day-to-day operations of the Bank, subject to the direction of the Member. Luka Del Rey shall serve as the initial President.

§ 2.3 — Duties
Officers shall have such duties and authority as the Member may assign, including management of deposits, lending, currency exchange, payments, and recordkeeping.

ARTICLE III Financial Operations

§ 3.1 — Records
The Bank shall maintain accurate records of all deposits, loans, transactions, and reserves in accordance with applicable law.

§ 3.2 — Reserves
The Bank shall maintain reserves as required by applicable reserve requirements and the direction of the Federal Reserve Bank and Department of Commerce.

§ 3.3 — Compliance
The Bank shall conduct its operations in compliance with the Commercial Standards Act, the Financial Institutions Enforcement Act, and all other applicable regulations.

ARTICLE IV Decisions and Resolutions

§ 4.1 — Written Consent
As a single-member company, decisions requiring member approval shall be made by the Member and recorded by written consent.

§ 4.2 — Filing
Resolutions and actions requiring filing under the Legal Entity Act shall be posted in the Company Docket.

ARTICLE V Amendments

§ 5.1 — Amendments

These Bylaws may be amended by resolution of the Member. In the event of conflict, the Certificate of Formation shall prevail over these Bylaws.