Certificate of Incorporation

Energy Corp, Inc.

1. **Name**

(1) The name of the Corporation shall be “Energy Corp”

2. **Incorporator**

(1) Amity Justice and Culls are the incorporators of the Corporation.

3. **Nature of the Business**

(1) Under §8(7)(a)(iii) of the Legal Entity Act, the Corporation may engage in any lawful act or activity for which corporations may be organized under the laws of Redmont.

4. **Board of Directors**

(1) The absolute management of the Corporation is vested in the Board of Directors.

(2) The Board of Directors composes up to 2 Directors, appointed from time to time by the holders of the Corporation’s voting shares.

(3) Any shareholders holding a combined 20% of voting power in the Corporation may call an election to select new Directors.

5. **Bylaws**

(1) The Board of Directors may adopt bylaws, subject to this Certificate and the laws of Redmont.

(2) To the fullest extent allowed by law, the bylaws referred to in subsection (1) may provide for any matter relating to the management or governance of the Corporation.

(3) At any time, the Bylaws or Certificate of Incorporation may be amended, following an agreement of a majority of shareholders.

6. **Shares**

(1) The Board of Directors is authorised to issue—

(a) 20 thousand Class A shares; and
(b) 20 thousand Class B shares

(2) Class A shares shall have a par value of $1.00/share. Class B shares shall have a par value of $0.50/share.

(3) Class A shares have voting rights (1 vote per share).

(4) Class B shares have voting rights (0.1 vote per share).

(5) Class A shares have standard dividend rights, with shareholders receiving standard dividends as declared by the Board.

(6) Class B shares have dividend rights, with shareholders receiving dividends at a rate of 1.2x the Class A dividend rate.

(5) Shares shall be initially issued as follows:

(a) 10 thousand Class A shares to Amity Justice
(b) 10 thousand Class A shares to Culls
(c) 1 thousand Class B shares to Justice Holdings LLC
(d) 1 thousand Class B shares to UserGroup Inc
(e) 18 thousand Class B shares to the Redmont Trust Group as part of Energy Corp's IPO.

(6) No new shares of any class shall be issued, and no increase to the total authorised share capital shall occur, without a resolution adopted by a sixty-six percent (66%) majority vote among shareholders by share percentage, in accordance with the Legal Entity Act.

7. Transfer of Shares

(1) CLASS A SHARES

(a) Class A shares shall not be freely transferable. Any proposed transfer, sale, gift, or assignment of Class A shares requires prior written approval of the Board of Directors. The Board may withhold consent at its sole discretion.

(b) In the event a Class A shareholder wishes to transfer their shares, existing Class A shareholders shall have a right of first refusal to purchase those shares on equivalent terms before any transfer to a third party may be completed.

(2) CLASS B SHARES

(a) Class B shares are freely transferable and may be bought, sold, or transferred on a registered stock exchange or by private transaction without restriction, subject to applicable exchange rules and the Commercial Standards Act.

8. **Shareholder Rights**

(1) Class A and Class B shareholders shall have the right to vote on all major corporate actions including, but not limited to: mergers, sale of substantially all assets, amendments to this Certificate, and the issuance of new shares, in accordance with the Legal Entity Act.

(2) All shareholders shall have the right to receive dividends if and when declared by the Board of Directors.

(3) Shareholders may bring derivative lawsuits on behalf of the Corporation against directors or officers for breaches of fiduciary duties.

(4) Any shareholder wishing to inspect the Corporation's books and records must submit a written request to the Board of Directors, stating a proper purpose reasonably related to their interests as a shareholder. The Board shall respond within seven (7) days of receipt of the request.

(5) Shareholder meetings may be held in-game, via the Corporation's official Discord server, or through any other mutually agreed platform. Notice of meetings shall be posted no fewer than forty-eight (48) hours in advance.

(6) On any vote of the shareholders, there shall be a quorum of at least fifty percent (50%) of the total voting power of the Corporation. Abstentions shall be counted as a vote for the purposes of determining quorum and vote totals.

9. **Inactivity**

(1) Under §8(7)(b)(vi) of the Legal Entity Act, a shareholder who has not joined the DemocracyCraft Minecraft server in the last 30 days forfeits their shares.

(2) A shareholder who forfeits a share under subsection (1) is entitled to be paid par value for that share.

(3) For the purposes of subsection (1), shareholder means, in relation to a legal entity, the person who owns the entity’s in-game DB firm.

10. **Incapacitation and Share Transfer**

(1) In the event that a stockholder is incapacitated from participating in or exercising rights over the Corporation, all shares held by such stockholder shall automatically transfer to Justice Holdings LLC, a limited liability company organised under the Legal Entity Act of the Commonwealth of Redmont.

(2) For purposes of this Section, “incapacitation” includes, but is not limited to:

(a) Permanent deportation from the Commonwealth of Redmont that results in the forfeiture of all rights to participate in or control entities within the Commonwealth;
(b) Permanent ban from all network and affiliated platforms of DemocracyCraft, prohibiting the individual from accessing the server, participating in courts, events, or having assets distributed per their wishes;
(c) Any other legal, administrative, or disciplinary action that temporarily or permanently prohibits the Transferor from exercising ownership or control over the Corporation.

(3) The transfer contemplated by subsection (1) shall be self-executing and shall occur automatically upon the occurrence of any event described in subsection (2). The transfer takes effect immediately upon the triggering event by operation of this Section itself, and does not require action by the Corporation, its Board of Directors, and Shareholder, or any other party to be effective. From the moment of the triggering event, Justice Holdings LLC shall be the legal and beneficial owner of all shares.

(4) Upon the occurrence of a triggering event, the following persons are hereby authorised and empowered to update the share register and post the required documentation in the Company Docket:

(a) Amity Justice, as Manager of Justice Holdings LLC, who is appointed as attorney-in-fact for the Corporation for the limited purpose of documenting the share transfer;

(b) Any director or officer of the Corporation (if any remain after the triggering event);

(c) Any director or officer of UserGroup Inc.

(d) Any director or officer of any subsidiary of the Corporation.

(6) Upon completion of the share transfer, Justice Holdings LLC shall have all rights, powers, and privileges of a stockholder, including the right to vote, receive dividends, and exercise all other stockholder rights. The Corporation and all its subsidiaries shall continue their operations without interruption.

(7) This provision is irrevocable and may not be amended or repealed except by unanimous consent of all stockholders holding 100% of the voting power of the Corporation.

(8) This provision is to protect Energy Corp, Inc, from potential seizure or disruption. By ensuring automatic transfer to a designated successor, this provision maintains continuity of ownership and management, protecting depositors and the stability of the financial system.

(9) If the incapacitation is temporary, the transfer shall be reversed when the incapacitation ends.

11. **Dissolution**

(a) The Corporation may be liquidated and dissolved at the request of the holders of three-quarters (75%) or any greater proportion of the outstanding Class A shares.

(b) Upon dissolution, all assets shall be liquidated, all debts owed to external parties shall be paid, and the remaining equity shall be distributed to shareholders in proportion to their shareholding.

(c) No partial owner or shareholder may be deprived of the value of their equity or shares by any means, in accordance with the Commercial Standards Act.

12. **Miscellaneous Matters**

(1) Disputes arising between members of the Corporation shall be resolved in the courts of Redmont.

(2) Financing arrangements for the Corporation are left at the discretion of the Board of Directors.

(3) To the maximum extent allowed by law, and subject to this Certificate, every shareholders' resolution shall require supermajority shareholder approval.

(4) Shareholders shall have reasonable access to information concerning the business.

EXECUTED ON 20 February, 2026, by the Board of Directors and shareholders of Energy Corp, Inc.

Name: Amity Justice
Title: Director
Date: 20/02/2026

Name: Culls
Title: Director
Date: 20/02/2026