CERTIFICATE OF FORMATION

DEPARTMENT OF COMMERCE — THE COMMONWEALTH OF REDMONT

ENTITY NAME: Outside Holding LLC

IN-GAME DB PLUGIN NAME: `OutsideHolding` (Registered via `/db create OutsideHolding`)

ENTITY TYPE: Limited Liability Company (LLC)

MANAGEMENT STRUCTURE: Member-Managed (Single-Member)

PREAMBLE

This Certificate of Formation is executed and filed in accordance with the statutory requirements of the Department of Commerce of the Commonwealth of Redmont. The operating rules, structures, and limitations detailed herein shall govern the operations, liabilities, and privileges of the Company.

SECTION 1: Ownership, Identity, & Management Structure

1.1 Official In-Game & Database Identity

The official, legally recognized name of this incorporating entity within the jurisdiction of the Commonwealth of Redmont shall be **Outside Holding LLC** (hereinafter referred to as the "Company").

- For the purposes of the in-game DemocracyBusiness plugin, the database registry name is officially designated as `OutsideHolding`.
- All trading, asset management, financial transactions, and subsidiary oversight must be conducted under these titles.

1.2 Sole Initial Member List & Ownership

The Company is established as a single-member Limited Liability Company. There is only one class of membership interest, representing full equity ownership and complete voting control.

The complete roster of membership and holdings at the time of incorporation is established as follows:

Member Name	Class of Interest	Ownership Percentage	Voting Power Percentage
.Farmerkalechip	Sole Managing Member	100.0%	100.0%

1.3 Management Regime

The Company is strictly **Member-Managed** by its sole owner.

decisions are vested entirely and exclusively in `.Farmerkalechip`.

- No external board, managers, or officers hold authority unless officially appointed via a future charter amendment filed by the sole member.

SECTION 2: Capital Contributions

2.1 Initial Contributions

Upon the successful incorporation of the Company, the sole member shall contribute capital in tangible, in-game denominations to establish corporate holding liquidity.

- The sole member (`.Farmerkalechip`) shall make an initial contribution of **$1,000.00 Redmont Dollars** ($1,000.00 cash).
- This liquidity shall be deposited directly into the Company treasury using the in-game command `/db deposit OutsideHolding 1000`.

2.2 Future Capital Contributions

The sole member may make additional capital contributions to the Company database account at their own discretion to fund business acquisitions, real estate purchases, or subsidiary expenses outside the main town.

2.3 Capital Contributions for Newly Admitted Members

Because this Company is explicitly structured to remain a single-member entity, no provisions are made for new member capital contributions. No new members may be added to this entity without completely restructuring this document via an amendment filed with the Department of Commerce.

SECTION 3: Profit & Loss Distribution

3.1 Allocation of Financial Yields & Definition of Operating Periods

All net profits, dividends from held subsidiaries, property revenues, and operational losses accumulated by the Company shall be allocated 100% directly to the sole member, `.Farmerkalechip`.

- **Operating Periods Defined:** An "operating period" is defined as a standard bi-weekly (14-day) cycle, aligning with the bi-weekly state payroll and corporate tax assessment cycles of the Commonwealth of Redmont.
- Discretionary financial drawdowns or ledger reallocations from the `/db OutsideHolding` registry account may be executed by the sole member at any time following the settlement of any state taxes or corporate filing balances.

SECTION 4: Transfer of Membership & Roster Maintenance

4.1 Restriction on New Members

remain exclusively owned and operated by a single individual.

4.2 Equity Transfer Constraints

The sole member may not sell, assign, transfer, or pledge their 100% ownership interest, or any portion of the company's assets, to an outside party without first filing an official corporate transfer framework and obtaining explicit approval from the Department of Commerce.

SECTION 5: Amendments

5.1 Process for Modification

The sole member reserves the absolute right to amend, alter, change, or repeal any provision contained in this Certificate of Formation.

5.2 Mandatory Voting Threshold

- Because the Company is a single-member entity, any proposed amendment is instantly ratified upon the written decree and signature of the sole member (representing 100% of the total voting power).
- All approved amendments must be officially filed and updated with the Department of Commerce to maintain active corporate compliance.

SECTION 6: Resolutions, Quorum, and Voting

6.1 Member Resolutions

Any formal business decision, corporate resolution, or acquisition strategy recorded in the corporate log is deemed approved immediately upon declaration by the sole member.

6.2 Quorum & Majorities

A quorum is automatically established for all corporate matters by the presence of the sole member. Every operational or structural resolution passes with a unanimous 100% vote of the participating voting power.

SECTION 7: Integration of Corporate Bylaws

7.1 Hierarchy of Authority

The sole member may establish internal corporate bylaws to manage the specific accounting methods, subsidiary protocols, or holding portfolios of the Company. In the event of any conflict or inconsistency between internal corporate bylaws and this statutory Certificate of Formation, this Certificate of Formation shall take immediate precedence.

SECTION 8: Dissolution & Winding Up

8.1 Discretionary Dissolution

8.2 Statutory Compliance (Legal Entity Act, Part III, Section 10)

In accordance with Part III, Section 10 of the Redmont Legal Entity Act, the winding-up and dissolution of the Company must strictly adhere to the following regulatory procedures:

1. **Notice to the Department of Commerce (DoC):** Upon deciding to dissolve, the sole member shall notify the Department of Commerce in writing within forty-eight (48) hours.
2. **Articles of Dissolution:** Formal Articles of Dissolution must be filed with the DoC to officially mark the holding entity as inactive.
3. **Docket and Registry Maintenance:** The company's internal docket, held subsidiary lists, and public registry records must be updated and finalized.
4. **Liquidation and Settlement:** All outstanding corporate liabilities, state taxes, property fees, or subsidiary debts must be fully settled using the remaining corporate balance in the `/db OutsideHolding` registry account.
5. **Asset & Remaining Money Distribution:** All remaining money—defined as the total liquid cash balance residing in the `/db OutsideHolding` account after the complete settlement of all liabilities—along with any physical land plots or business assets held outside the main town, shall be distributed 100% directly to the sole member, `.Farmerkalechip`.