CERTIFICATE OF FORMATION

Fontaine Bank LLC

Commonwealth of Redmont | Department of Commerce

A Limited Liability Company organised under the Laws of the Commonwealth of Redmont, pursuant to Part V of the Legal Entity Act and the Policy on Business Incorporation issued by the Department of Commerce.

Registered Name: Fontaine Bank LLC

Entity Type: Limited Liability Company

Business Plugin Name: FBT

Jurisdiction: Commonwealth of Redmont

Date of Formation: 16 August 2026

Financial Institution Status: Commercial Bank, registration pending

Initial Capital: to be contributed and filed under clause 7.2

ARTICLE I. NAME, PURPOSE AND NATURE

1.1 The registered name of this Limited Liability Company is Fontaine Bank LLC (the "Company"). The name of the Company in the in-game business plugin is FBT.

1.2 The nature of the business to be conducted is commercial banking. The authorised activities of the Company include: accepting deposits; extending credit and loans; processing payments and transfers; providing currency exchange services; and any other lawful banking activity incidental thereto.

1.3 The Company is not a central bank and has no authority to issue currency or to set monetary policy.

1.4 The inclusion of the term "Bank" in the registered name requires the Company to hold a valid Financial Institution registration issued by the Department of Commerce before commencing regulated banking activity. The Company shall not accept deposits from the public before that registration is granted.

1.5 The Company is further empowered to engage in any lawful act or activity for which Limited Liability Companies may be organised under the Laws of the Commonwealth of Redmont.

1.6 Registration Type. The Company is registered as a Commercial Bank within the meaning of section 9(1)(b) and section 9(2) of the Commercial Standards Act. The Company is owned by its members, who may make all decisions regarding the Company and its investments, employees and interest rates.

1.7 Interest-Bearing Deposits. The Company may take interest-bearing deposits from customers for bank accounts, in accordance with section 9(2)(c) of the Commercial Standards Act, from the date its Financial Institution registration as a Commercial Bank is granted.

1.8 Limits of Registration. The Company is not registered as an Investment Bank, a Stock Exchange or a Credit Union. Accordingly, and unless and until separately registered as such, the Company shall not invest for customers, shall not provide investment advice to clients, and shall not list

securities for public trading. The reference to incidental banking activity in clause 1.2 shall not be read to extend to any activity reserved by the Commercial Standards Act to another class of Financial Institution.

1.9 The Company shall have perpetual existence.

ARTICLE II. FORMATION AND INCORPORATORS

2.1 The incorporator of the Company is xXTheoryXx.

2.2 The incorporator shall be the first member of the Company and is admitted as a member on formation without further resolution, holding the whole of the membership interest.

2.3 The first manager of the Company is xXTheoryXx, appointed under Article V and holding office until removed or replaced by member resolution.

2.4 The Company is formed with a single member. Nothing in this Certificate prevents the admission of further members under clause 3.4, and the provisions of Articles III, IV and VI that presuppose more than one member take effect from the admission of a second member.

2.5 The Company is not a subsidiary of, and is not under common control with, any other financial institution registered in the Commonwealth.

ARTICLE III. MEMBERSHIP AND MEMBERSHIP INTERESTS

3.1 Membership Interests. Membership in the Company is expressed as membership interests denominated in percentage points, totalling one hundred per cent (100%) at all times. Membership interests carry both economic entitlement and voting power in equal proportion.

3.2 Initial Membership Register. The membership interests at formation are:

Member	Class	Membership Interest
xXTheoryXx	Founding	100.00%
TOTAL		**100.00%**

Membership does not take effect until the member register in the Incorporated Entity Summary is updated, in accordance with Part V, section 4(2) of the Legal Entity Act.

3.3 Member Classes. All members hold the Founding class and carry identical characteristics. Any member admitted with characteristics differing from the Founding class shall constitute a separate member class and shall be recorded as such in the member register.

3.4 Admission of Members. New members may be admitted by member resolution passed by a majority of all voting power, together with the written consent of the manager. This modifies the default unanimity requirement under Part V, section 3(1) of the Legal Entity Act.

3.5 Pre-Emptive Rights. Before any new membership interest is issued to a person who is not an existing member, that interest must first be offered to the existing members pro rata to their holdings, on identical terms, for a period of seven (7) days.

3.6 Member Register. The member register shall be maintained in the Incorporated Entity Summary and updated without undue delay. All admissions, resignations, removals and transfers of membership interests must be filed in the Company Docket stating the action, the name of the

member, and the member class.

3.7 No Personal Liability. No member or manager assumes personal liability for the debts, obligations or liabilities of the Company. Any member may voluntarily assume such liability by written instrument filed in the Company Docket.

ARTICLE IV. MEMBER VOTING AND RESOLUTIONS

4.1 Voting Power. Voting is counted by membership interest and not by headcount.

4.2 Quorum. A quorum requires at least 50% of all voting power. Explicit and affirmative abstentions count toward quorum. Where a resolution fails for want of quorum, Part III, section 6(2)(a) of the Legal Entity Act applies.

4.3 Resolutions. All resolutions must remain open for a minimum of forty-eight (48) hours and be posted in a place accessible to all eligible voters. Posting in the Company Docket always satisfies this requirement.

4.4 Any member or manager may call for a resolution to be voted upon.

4.5 Reserved Matters. The following require a resolution passed by at least two-thirds (2/3) of all voting power:

(a) Any amendment to this Certificate of Formation;

(b) Merger or consolidation of the Company under Part III, section 9 of the Legal Entity Act;

(c) Dissolution and winding up of the Company;

(d) Any material change to the nature or scope of the banking business;

(e) Any change to the registered name of the Company;

(f) Conversion of the Company into a corporation;

(g) Any related-party transaction between the Company and a member, manager, or a person connected to either.

4.6 Any amendment increasing the personal liability of members requires notice in the Company Docket and notice to the affected members, and each member must explicitly accept the increase, failing which it is suspended as to that member.

ARTICLE V. MANAGEMENT

5.1 Manager-Managed. The business and affairs of the Company are managed by one or more managers. Managers are regarded as directors for the purposes of the Legal Entity Act.

5.2 Appointment and Removal. Managers are designated and removed by member resolution passed by a majority of all voting power. Every appointment, removal or resignation of a manager or officer must be filed in the Company Docket stating their name and title.

5.3 Authority. The manager may bind the Company in contracts up to limits set by member resolution. Contracts exceeding those limits require prior member approval.

5.4 Officers. The managers may appoint officers, define their duties, and set their compensation. Officers serve at the pleasure of the managers.

5.5 Fiduciary Duty. Every manager, officer and agent of the Company must act in good faith, on an informed basis, with the care that a reasonable person in a similar position would exercise, and in a manner that is in the best interest of the Company and by extension its members.

5.6 Conflicts of Interest. Any member, manager, officer or agent with a direct or indirect interest in a matter before the Company must disclose that interest promptly and in full, and the disclosure must be filed in the Company Docket. A person who has disclosed a conflict retains the rebuttable presumption of acting in the best interest of the Company under Part III, section 3(2) of the Legal Entity Act.

5.7 Public Office. Where a member, manager or officer holds public office in the Commonwealth, that fact and the office held shall be disclosed in the Company Docket, and that person shall recuse themselves from any matter in which the Company deals with the government body concerned.

ARTICLE VI. TRANSFER OF MEMBERSHIP INTERESTS

6.1 Right of First Refusal. Before any member may transfer all or part of a membership interest to a person who is not an existing member, they must first offer it to the remaining members pro rata at the proposed price and on identical terms.

6.2 Remaining members have seven (7) days from written notice to exercise that right.

6.3 A transferee who is not an existing member is admitted as a member only under clause 3.4.

6.4 Tag-Along. If a member proposes to sell to a third party, the remaining members may participate pro rata on the same terms.

6.5 Drag-Along. Members holding more than 66% of voting power may require the remaining members to participate in a sale of the whole Company on identical terms.

6.6 All transfers must be filed in the Company Docket and the member register updated before taking legal effect.

ARTICLE VII. CAPITAL, DISTRIBUTIONS AND FINANCING

7.1 The Company may secure funding through: customer deposits; capital contributions from members; debt financing; and retained earnings.

7.2 Capital Contributions. No member is required to make a capital contribution as a condition of membership, and membership interests under clause 3.1 are not derived from the amount contributed. Any capital contribution by a member must be recorded in the member register or as a member loan, as the managers determine, and filed in the Company Docket stating the amount, the contributing member, and the date. The Company shall not commence regulated banking activity until it holds capital sufficient to satisfy the requirements of its Financial Institution registration.

7.3 Distributions may be declared by the managers out of distributable profits and are paid to members pro rata to their membership interests. This Certificate of Formation constitutes the operating agreement of the Company for the purposes of section 9(2)(b) of the Commercial Standards Act, and profits are shared among the members as provided in this Article.

7.4 No distribution shall be declared that would render the Company unable to meet its debts and obligations as they fall due, or that would reduce the Company below any capital or reserve requirement imposed by law or by the Department of Commerce.

7.5 The Company shall maintain deposit insurance as required by law and shall comply with all reserve requirements of the Federal Reserve Bank applicable to commercial banks.

ARTICLE VIII. REGULATORY STATUS AND COMPLIANCE

8.1 Departmental Access. The Company shall afford the Department of Commerce access to its financial institution accounts on request for the purposes of compliance monitoring, in accordance with section 4(2) of the Commercial Standards Act. No provision of this Certificate, and no bylaw adopted under Article XI, shall be construed to withhold information from the Department on that basis.

8.2 Monitoring of Transactions. The Company acknowledges the authority of the Department of Commerce to monitor financial transactions and to publish generalised reporting on transaction statistics.

8.3 Advertising. All commercial advertising by or on behalf of the Company must be true and must not be presented in a way that would confuse or mislead a reasonable person, including by omitting information a reasonable person would consider in their decision making or by the use of ambiguous language. No member, manager, officer or agent may authorise an advertisement on behalf of the Company that does not meet this standard. Interest rates, fees and deposit terms shall be stated in full and without ambiguity.

8.4 White-Collar Conduct. The Company shall cooperate with any investigation by the Department of Commerce into commerce-related white-collar crime, and with any resulting referral to the Department of Justice.

8.5 Listing and Reporting. Should the Company at any time have securities listed on a registered Stock Exchange in the Commonwealth, it shall thereby become a Public Company and shall file the balance sheet, income statement, statement of owners equity and management discussion and analysis required monthly under section 11 of the Commercial Standards Act, prepared and submitted by a licensed accountant with their name attached, together with its audit status. Any listing requires a resolution under clause 4.5 and conversion under Article XII.

8.6 Deposit Insurance and Reserves. The Company shall maintain deposit insurance as required by law and shall comply with all reserve requirements applicable to Commercial Banks.

ARTICLE IX. EMPLOYEES

9.1 Dismissal. No employee of the Company shall be dismissed unfairly. In assessing any termination, the Company shall have regard to the financial necessity of the termination, whether the employee's continued employment would have been a detriment to the workflow, reputation or legal standing of the Company, and whether the dismissal was made primarily on the basis of any personally identifiable characteristic.

9.2 Training and Liability. An employee shall not be held accountable by the Company where there is a deficiency in training that the Company would reasonably be required to provide. The Company assumes all legal liability for the acts of an employee carried out in accordance with lawful Company directions and policy, or where the policy followed was unlawful.

9.3 Unions. The Company shall not discriminate against any employee for involvement in a union, shall not involve itself in the democratic processes of any union of its employees, and shall not take action to disrupt, prevent the formation of, or dismantle a union.

9.4 Whistleblowers. No member, manager, officer or agent shall subject any person to retribution or personal detriment for reporting misconduct or dishonest or illegal activity within the Company.

ARTICLE X. ACCESS TO INFORMATION

10.1 Each manager has unrestricted and absolute access to all information regarding the status, financial condition and affairs of the Company.

10.2 Members have reasonable access to information regarding the status of the business and the financial condition of the Company.

10.3 The managers may withhold information which they reasonably believe to be in the nature of a trade secret, which they in good faith believe would damage the Company if disclosed, or which they are required by law or by third-party agreement to keep confidential.

10.4 The Company shall provide members with an annual financial statement.

ARTICLE XI. BYLAWS

11.1 The managers may adopt, amend or repeal bylaws by majority vote to regulate the internal matters of the Company, including lending policy, deposit terms, internal controls and anti-money-laundering procedures.

11.2 Bylaws must be consistent with this Certificate of Formation. In case of conflict, this Certificate prevails.

ARTICLE XII. CONVERSION

12.1 Where required by law, by the Department of Commerce, or by resolution under clause 4.5(f), the Company shall convert into a corporation. On conversion, each membership interest converts into ordinary shares in proportion to that interest, and the member register becomes the share register.

12.2 A conversion under this Article does not affect any existing cause of action in favour of or against the Company, nor any pending legal action to which it is a party.

ARTICLE XIII. DISSOLUTION AND WINDING UP

13.1 Dissolution is initiated by a resolution advising dissolution adopted by the managers and posted in the Company Docket, and must then be approved by member resolution under clause 4.5(c).

13.2 Winding up shall consist of: ending all contracts and banking services; paying off all creditors and debts, including all depositors; concluding all legal proceedings; and distributing the net remaining assets to the members pro rata to their membership interests.

13.3 The winding up shall be publicly announced by the Department of Commerce under Part III, section 10(6) of the Legal Entity Act. No distribution to members shall be made before the fourteen (14) day claims period following that announcement has expired.

13.4 A fully wound-up Company shall file a Certificate of Dissolution in the Company Docket. The Company ends its existence upon the signature of that Certificate by the Secretary of the Department of Commerce or their delegate, and not before.

ARTICLE XIV. DISPUTE RESOLUTION

14.1 Any dispute shall first be addressed by good-faith negotiation between the parties.

14.2 Where negotiation fails, the matter may be put to a member resolution, the outcome of which is binding.

14.3 Unresolved disputes may be escalated to the courts of the Commonwealth of Redmont.

14.4 Legal Correspondence. The designee to whom legal correspondence should be delivered shall be recorded in the Incorporated Entity Summary.

ARTICLE XV. EXECUTION AND ATTESTATION

The undersigned certify that the foregoing Certificate of Formation is true and correct in every material respect and execute this Certificate as of the date first written above, pursuant to the laws of the Commonwealth of Redmont.

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xXTheoryXx
Incorporator, Member and Manager

Date: 16 August 2026

This Certificate of Formation is filed pursuant to Part V of the Legal Entity Act of the Commonwealth of Redmont and the Policy on Business Incorporation of the Department of Commerce. The use of the term "Bank" in the registered name is subject to and conditional upon holding a valid Financial Institution registration issued by the Department of Commerce. All provisions are subject to, and shall be interpreted in accordance with, the laws of the Commonwealth of Redmont.