KALSTEVE

CERTIFICATE OF INCORPORATION

Corporation | Prediction Market | Commonwealth of Redmont

The parties to this Certificate of Incorporation are **KalSteve**, the Corporation formed hereby, and its shareholder of record from time to time, each bound by the terms set out below.

Article 1 - Registered Name

The registered name of this Corporation is **KalSteve** (also referred to as the "Corporation" or the "Company").

Article 2 - In-Game Company

The name of the in-game company registered in the business plugin shall be **KalSteve**, subject to the availability and registration requirements of the relevant DemocracyCraft systems.

Article 3 - Incorporator, Founder, and Chief Executive Officer

This Corporation is incorporated by **UntitledSteve**, a natural person of lawful capacity. UntitledSteve is the founder, sole owner, and initial Chief Executive Officer (CEO) of the Corporation.

Article 4 - Registered Address

No registered address has been designated at the time of this filing. The Corporation shall designate and record a registered address when one becomes available and when required by the Legal Entity Act or the Department of Commerce.

Article 5 - Nature of Business

The Corporation is organized to operate a prediction-market and event-contract business within DemocracyCraft. It may create, list, administer, settle, and otherwise operate markets concerning objectively determinable future events; collect fees permitted by its published market rules; and engage in any other lawful act or activity for which a Corporation may be organized under the laws of Redmont.

Article 6 - Share Structure and Ownership

The Corporation shall have one (1) class of shares, designated **Common Shares**. The Common Shares carry the entire voting power and all economic rights of the Corporation.

Attribute	Common Shares
Authorized shares	100
Par value	$1.00 per share
Voting rights	One (1) vote per share; carries 100% of total voting power
Dividends and distributions	Pro rata per share, subject to Board declaration and Article 10
Liquidation rights	Pro rata per share after discharge of the Corporation's liabilities

1. Initial issuance.

All one hundred (100) Common Shares shall be issued to **UntitledSteve** upon incorporation. UntitledSteve therefore holds one hundred percent (100%) of the outstanding shares and total voting power of the Corporation.

2. No public or private distribution.

No Common Shares shall be offered, sold, distributed, or otherwise allotted to the public or to any private investor. No additional shares may be issued unless this Certificate is first amended in accordance with Article 13. The initial issuance to UntitledSteve is retained founder ownership and is not an offering to an investor.

3. No fractional shares.

There shall be no fractional shares.

Article 7 - Management

KalSteve shall be governed by a Board of Directors. The initial and sole director is **UntitledSteve**, who shall serve until a successor is elected or until earlier removal, resignation, or death. The sole director constitutes the Board and a quorum thereof.

The Board has full authority over the management and affairs of the Corporation, subject to this Certificate and the Legal Entity Act. The Board may appoint officers and establish additional roles as the business requires. The initial CEO is UntitledSteve, who acts under the supervision of the Board.

Article 8 - Board Action and Sole-Shareholder Action

The Board may act at a meeting or by written consent. Any action required or permitted to be taken by the Board may be taken without a meeting if a written consent setting out the action is signed by the sole director, and that consent shall have the same force and effect as a vote at a duly held meeting.

Any action requiring shareholder approval may be taken by written consent of UntitledSteve while UntitledSteve holds all outstanding Common Shares. Each written consent, material Board action, and shareholder action shall be filed in the Company Docket.

Article 9 - Market Operations and Settlement

The Corporation may operate event-contract markets in which a contract states a defined proposition about a future event and settles according to the outcome of that proposition. Each market shall have published terms that identify, at a minimum, the proposition, closing time, settlement source, settlement process, and applicable fees.

1. Objective settlement.

Market outcomes shall be determined using the source or method stated in the applicable market terms. The Corporation may reasonably interpret or apply those terms where an outcome is delayed, disputed, ambiguous, impossible to verify, or materially affected by an error.

2. Market integrity.

The Board or CEO may suspend trading, postpone settlement, correct an obvious error, cancel a market, or void affected transactions where reasonably necessary to protect market integrity, comply with applicable DemocracyCraft law, or give effect to published market terms. Material actions under this paragraph shall be recorded in the Company Docket.

3. Compliance.

The Corporation shall conduct its markets subject to the Legal Entity Act, all applicable DemocracyCraft laws and regulations, and any lawful direction of the Department of Commerce or other competent authority. Nothing in this Certificate authorizes a market or practice prohibited by those rules.

Article 10 - Financing, Reserves, and Distributions

The initial capital contribution of the founder shall consist of the business concept, operational setup, goodwill, and any assets contributed by UntitledSteve to establish the KalSteve prediction-market business. No outside equity financing shall be raised unless Article 6 is amended.

The Board may authorize lawful debt financing or other non-equity financing when it considers that financing to be in the Corporation's interests. Every material financing agreement shall be authorized by the Board and filed in the Company Docket before funds are drawn.

The Corporation shall maintain reasonable records of market obligations, settlements, fees, and operating funds. The Board may establish reserves or other internal controls to support timely settlement of market obligations.

Dividends or other distributions may be declared by the Board only from funds that remain after the Corporation has provided for liabilities and obligations then due or reasonably expected to arise in the ordinary course of business.

Article 11 - Share Register and Transfer Restrictions

The Corporation shall maintain a share register in its Incorporated Entity Summary recording the number of Common Shares and the holder of those shares. The register carries a rebuttable presumption of actual share ownership.

No transfer of Common Shares may take effect unless approved by the affirmative vote of shareholders holding one hundred percent (100%) of the total voting power immediately before the transfer and recorded in the share register and Company Docket. This restriction gives effect to the Corporation's decision not to distribute shares publicly or privately.

Article 12 - Liability

The debts, obligations, and liabilities of KalSteve shall be solely those of the Corporation. No shareholder, director, officer, employee, or other agent shall be personally obligated for any such debt, obligation, or liability solely by reason of holding that position or capacity.

Article 13 - Amendments and Bylaws

This Certificate may be amended by the affirmative vote of shareholders holding at least seventy-five percent (75%) of the total voting power. While UntitledSteve holds all outstanding Common Shares, the written consent of UntitledSteve satisfies that requirement. Any approved amendment shall be filed in the Company Docket and becomes effective upon filing, except where the Legal Entity Act requires a different effective time.

The Corporation may adopt, amend, or repeal bylaws governing its internal affairs to the extent not inconsistent with this Certificate or the Legal Entity Act. In the event of conflict, this Certificate controls. Bylaws and amendments thereto may be adopted by the Board and filed in the Company Docket.

Article 14 - Existence

KalSteve shall have perpetual existence unless dissolved in accordance with this Certificate and the Legal Entity Act.

Article 15 - Dissolution

Dissolution may be initiated by a Board resolution filed in the Company Docket and approved by shareholders holding at least seventy-five percent (75%) of the total voting power, followed by winding up and the filing of a Certificate of Dissolution.

On winding up, the Corporation shall first discharge or make adequate provision for its liabilities and outstanding market obligations. Any assets remaining thereafter shall be distributed pro rata to holders of outstanding Common Shares.

Article 16 - Effective Date

This Certificate of Incorporation shall become effective upon approval by the Department of Commerce.

This document is submitted to the Department of Commerce for registration in accordance with the Legal Entity Act.

Incorporator: **UntitledSteve**

Signature: UntitledSteve

Date: 9/15/2026