# CERTIFICATE OF INCORPORATION
# OF
# THE GOLDEN DRAGON CORPORATION

This Certificate of Incorporation and Governance Charter (“Charter”) is adopted pursuant to the Legal Entity Act and Commercial Standards Act.

## Article I — Name

The name of the corporation is:
THE GOLDEN DRAGON CORPORATION (referred to as “The Corporation” / “corporation” herein).

The corporation is allowed to operate under the following trade names:
*La Compagnie du Dragon d’Or S.A.*
*Jin Long Gong Si*
金龍公司

## Article II — Form & Legal Nature

The Corporation is a share-based legal entity with perpetual existence unless dissolved in accordance with this Charter and applicable law.

# Article III — Purpose

The purpose of the Corporation is to engage in any lawful commercial activity permitted under Redmont law, including but not limited to investment, trading, services, technology, finance, and intellectual property.

The Corporation has full legal capacity to own assets, enter contracts, issue securities, and conduct operations worldwide and within DC.

# Article IV — Registered Agent

Registered Agent (IGN): *JustLegendMilk*

# Article V — Share Capital & Ownership

## *5.1 Authorized Shares*

The Corporation is authorized to issue the follow regarding shares:
**Share Class:** Common
**Amount of Shares:** 10,000
**Par Value:** $1.-

## *5.2 Ownership Ledger*

The shareholder registry, including voting power and share counts, shall be maintained in the Corporation’s official Discord server, company docket and recorded with the Department of Commerce (« DoC »)

## *5.3 Voting Rights*

Each share equals one vote.

# Article VI — Governance & Management

### *6.1 Board of Directors*

The Corporation shall be governed by a Board of Directors elected by Shareholders.

### *6.2 Officers*

The Board shall appoint officers including CEO, CFO, and any other roles it deems Necessary.

### *6.3 Authority*

The Board has full authority to manage all corporate affairs.

# Article VII — Capital Contributions

Shareholders must pay full value for issued shares. Failure to meet capital obligations results in: forfeiture of shares, loss of voting rights, possible removal.

# Article VIII — Profit & Loss Distribution

Net profits shall be distributed as dividends at the discretion of the Board, pro rata by share ownership. Losses shall be borne by shareholders proportionally.

# Article IX — Transfer of Shares

No transfer of shares may occur without Board approval. The Board may block transfers to hostile or unqualified parties.

## Article X — Amendments

This Charter may be amended only by: Board approval, and a minimum 50% majority of voting shares.

## Article XI — Bylaws

The Board may adopt bylaws governing operations, provided they do not conflict with this Charter.

## Article XII — Dispute Resolution

All disputes shall be resolved by binding arbitration or DoC mediation.

## Article XIII — Confidentiality & Fiduciary Duty

All officers, directors, and shareholders owe duties of good faith, loyalty, and confidentiality.

## Article XIV — Anti-Dilution Protection

No issuance may materially dilute shareholders without majority approval.

## Article XV — Indemnification

The Corporation shall indemnify officers and directors acting in good faith.

## Article XVI — Dissolution

The Corporation may dissolve by: Board approval, and majority shareholder vote. Assets shall be distributed:

1. Creditors

2. Preferred claims
3. Common shareholders

## Article XVII — Regulatory Compliance

The Corporation shall maintain DoC records and notify of material changes.

## Article XVIII — Perpetual Shareholder Meeting (via Discord)

The official Discord server shall constitute a continuous shareholder meeting platform where notices, votes, and disclosures are posted.

## Article XIX— Exit Strategy

In the event that a shareholder has been noticed to be inactive in any form, be it in game or in discord, the company shall notify them of this and give them 120 Hours (5 days) request of activity or explanation.

If the shareholder does not respond within the 120 Hour timeframe, the shareholder's shares would be bought back at par value by the corporation.

## Article XX — Reserved Matters

In the case of the corporation:

- acquiring another company
- being merged with another company
- being bought out by another company

80% of voting shares must agree to the action.

# Article XIX — Governing Law

This Charter shall be governed by the Legal Entity Act and Commercial Standards Act.
Organizer
IGN: *JustLegendMilk*
Date: 2026 Feb 02