KUKKIS CORPORATION

Certificate of Incorporation

Incorporation Date: October 13, 2025
Jurisdiction: Commonwealth of Redmont

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1. CORPORATE IDENTITY

Field	Details
Legal Name	Kukkis Corporation
Principal Location	cbd016, Commonwealth of Redmont
Incorporator & Registered Agent	KukkiNekko
Duration	Perpetual existence (unless formally dissolved)

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2. AUTHORIZED CAPITAL STRUCTURE

The corporation is authorized to issue shares of **Common Stock** with the following characteristics:

Share Details

- **Authorized Shares:** 1,000 common stock shares
- **Par Value:** $1.00 per share
- **Voting Rights:** Each share carries one vote on all corporate matters. Shareholders enjoy full voting rights on all issues requiring approval.

Initial Capitalization

The sole shareholder has made the required capital contribution at par value per share.

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3. AUTHORIZED BUSINESS ACTIVITIES

Kukkis Corporation is chartered to engage in any lawful business, specifically including:

- □ Operation and management of gaming establishments and casino services
- □ Entertainment venue management
- □ Redstone engineering consultation and contracting services
- □ Any other lawful activities permitted under Commonwealth law

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4. OWNERSHIP & CONTROL

Sole Shareholder

KukkiNekko holds complete ownership of the corporation.

Management Authority

As the sole shareholder, KukkiNekko retains **absolute control** over all corporate decisions, including:

- Election and removal of directors
- Approval of major decisions
- Amendment of bylaws
- Asset transfers
- Dissolution

Board of Directors

KukkiNekko serves as Chief Executive Officer and Director.

Governance

Formal shareholder meetings are not required but may be held at the shareholder's discretion for governance purposes.

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5. FINANCIAL PROVISIONS

Dividends & Distributions

The shareholder, acting through the Board of Directors, may authorize dividends and distributions as permitted by law and the corporation's financial condition.

Share Transfers

Any future transfer of shares must comply with Commonwealth law and applicable bylaws.

Agreement Amendments

This certificate may be amended at any time by written instrument in compliance with Commonwealth law.

INACTIVITY PROVISIONS

Inactivity Standard

A shareholder shall be considered inactive if they fail to maintain a minimum of **6 hours of in-game playtime** within any consecutive 30-day period.

Consequences of Inactivity

Upon determination of inactivity, the corporation shall repurchase the inactive shareholder's shares at **85% of par value ($0.85 per share)**. Payment shall be made within 14 days of the share transfer.

Notice Requirement

Any shareholder in violation of these inactivity requirements shall be notified at least **72 hours before shares change ownership**. Notice shall be provided through all available means:

- Discord direct message
- In-game mail

- Forum private message

Grace Period

Shareholders may request a grace period for documented absences (vacation, illness, technical issues, family emergencies, etc.) under the following terms:

- Grace periods of up to **45 days in duration** may be granted
- Requests must be **approved by the Board of Directors** before taking effect
- Notification should be provided to the Board of Directors when reasonably possible, either before the absence or within 7 days after it begins
- The Board retains full discretion to approve or deny grace period requests based on the circumstances presented
- Emergency situations will be evaluated on a case-by-case basis with reasonable accommodation

Share Reallocation

Shares repurchased due to inactivity shall be returned to the corporation's treasury and may be reissued to active participants at the Board's discretion.

No Automatic Reacquisition Rights

Former shareholders whose shares were repurchased due to inactivity have no automatic right to repurchase shares, though they may apply for new share purchases subject to standard terms and Board approval.

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7. GOVERNING LAW

This Certificate of Incorporation is governed by the laws of the **Commonwealth of Redmont**.

Executed this 13th day of October, 2025

By: _____
KukkiNekko, Incorporator