BYLAWS

OF

The National Exchange of Redmont, Inc.

Article I – Corporate Offices

Section 1 – Principal Office

The principal office of the Corporation shall be located in the Commonwealth of Redmont, as designated in the incorporated entity summary.

Section 2 – Other Offices

The Corporation may establish additional offices as the Board of Directors may determine.

Article II – Shareholders

Section 1 – Regular Meetings

A monthly meeting of shareholders shall be held to elect Directors and transact other proper business.

Section 2 – Special Meetings

Special meetings may be called by:

a. the Board of Directors, or
b. shareholders holding at least 25% of the outstanding Class A Shares.

Section 3 – Quorum

A quorum consists of shareholders representing half of the outstanding voting shares.

Section 4 – Voting Rights

1. Each Class A Share entitles the holder to one (1) vote.
2. Class B Shares are non-voting, except where otherwise required by law or the Certificate of Incorporation.
3. Voting may be conducted via official in-game or forum systems, or via discord.

Article III – Board of Directors

Section 1 – Authority

The Board of Directors shall manage the business and affairs of the Corporation, except as otherwise delegated in the Certificate of Incorporation or these Bylaws. It makes decisions by majority vote, unless specified otherwise.

Section 2 – Number and Term

The number of Directors shall be fixed by resolution of the Board. Directors shall serve a term of one month, or until removed.

Section 3 – Vacancies

Vacancies shall be filled by a majority shareholder vote.

Section 4 – Removal

Any Director may be removed, with or without cause, by a majority vote of the outstanding Class A Shares.

Article IV – Officers

Section 1 – Designation

The Corporation shall have the following Officers, appointed by the Board for a term of one month:

- Chief Executive Officer (CEO)
- Chief Financial Officer (CFO)
- Chief Operating Officer (COO)

Additional Officers may be appointed as needed.

Section 2 – Responsibilities

(a) The CEO is the principal executive and general manager of the Corporation.

(b) The CFO manages the Corporation’s finances and records.

(c) The COO manages operation and assists the CEO.

Section 3 – Removal and Vacancies

Any Officer may be removed by the Board. Vacant Officer positions shall be filled by Board appointment.

Article V – Advisory Board

Section 1 – Constitution

There shall be an Advisory Board to ensure governance decisions are made in good faith. It shall oversee the Board of Directors and the Officers of the Corporation.

Section 2 – Powers

The Advisory Board shall have the following powers, exercised by majority vote:

1. Removing Directors or Officers, if found to be acting in bad faith.
2. Resolving Disputes regarding these bylaws.

Section 3 – Composition

The Advisory Board's composition is regulated in the bylaws. The Members of the Advisory Board are:

1. inceee
2. xSyncx
3. Talion77

Article VI – Shares and Transfer

Section 1 – Issuance

Shares shall be issued only as authorized by the Board of Directors subject to approval of a majority vote of Class A shareholders, consistent with the Certificate of Incorporation.

Section 2 – Transfer Restrictions

Shares may be transferred freely unless restricted by:

a. the Certificate of Incorporation,

b. these bylaws,

c. a Shareholders' Agreement, or

d. Board-adopted policy or resolution.

Article VI – Amendments to the Bylaws

Section 1 – Authority to Amend

Unless otherwise restricted by the Certificate of Incorporation, these Bylaws may be amended by a majority vote of Class A shareholders.

Article VII – Records and Notices

Section 1 – Recordkeeping

The Corporation shall maintain:

a. full financial records,

b. minutes of shareholder and Director meetings, and

c. a list of shareholders and their holdings.

Section 2 – Notices

All notices required by law or these Bylaws shall be delivered in writing via recognized Commonwealth systems including in-game or forum platforms.

Article VIII – Reserved Matters

Section 1

The following matters shall need supermajority approval of Class A shareholders and supermajority approval of the Board of Directors:

1. Amendment of the Company Name;

2. Changes in the fundamental purpose of the company;

3. Any amendment to the composition of the advisory board;

4. Any proposal to increase company-wide commissions or subscription fees;

5. Any proposal to issue more Class A shares.

Article IX – Miscellaneous

Section 1 – Fiscal Year

The fiscal year of the Corporation shall be determined by the Board of Directors.

Section 2 – Corporate Seal

The Board may adopt a corporate seal at its discretion.

Section 3 – Indemnification

The Corporation shall indemnify its Directors, Officers, and agents to the fullest extent permitted by law.

Section 4 – Confidentiality

All parties agree to maintain the confidentiality of non-public corporate affairs.

Section 5 – Non-Compete

Directors are strictly prohibited from being employed by, managing, or holding shares in any other stock exchange or competing financial institution within the Commonwealth of Redmont.

Section 6

Violation of Article IX, Section 5 will result in immediate "for cause" removal from the Board. The violating member shall be liable to compensate the Company for any loss of profit incurred, and the Company reserves the right to pursue further legal action.