CERTIFICATE OF FORMATION

OF

WHOP LLC

Article I – Name

The name of the limited liability company is **Whop LLC**.

Article II – Purpose

The purpose of the Company is to **fund and support creative community projects, manage donations, and reinvest surplus funds for sustainable growth**, and to engage in any lawful business for which a limited liability company may be organized under the laws of this State.

Article III – Principal Office

The principal office of the Company shall be located at such address as may be determined by the Manager. The initial principal office address is:

No principal office yet

Article IV – Registered Agent

The name of the Registered Agent for service of process is:

Name: Nexalin

Article V – Management

This Company is **manager-managed.**

The business and affairs of the Company shall be managed by one or more Managers appointed by the Members.

The initial Manager is:

Name: Nexalin

Title: Director of Operations

Article VI – Ownership

The Company shall initially have **one Member**, holding **100% of the ownership interest.**

Membership interests are **non-transferable without the written consent of the Manager.**

Additional Members may be admitted upon approval of the Manager.

Article VII – Duration

The duration of the Company shall be **perpetual**, unless dissolved in accordance with the Operating Agreement or applicable law.

Article VIII – Organizer

The name and address of the Organizer executing this Certificate of Formation are:

Name: Nexalin

Address: [Insert Address]

IN WITNESS WHEREOF,

the undersigned Organizer has executed this Certificate of Formation on this ___ day of _____, 2025.

Nexalin, Organizer

Whop LLC