



THE COMPANIES ACT (AS REVISED) OF THE CAYMAN ISLANDS APPLICABLE TO FOUNDATION COMPANIES

EXEMPTED Foundation Company Registered and
filed as No. 384349 On 29-Nov-2021

FOUNDATION COMPANY LIMITED BY GUARANTEE

MEMORANDUM OF ASSOCIATION

OF

Civilization Foundation

Assistant Registrar

1. The name of the Foundation is **Civilization Foundation**.
2. The Foundation is a company within the meaning of the Companies Act and a foundation company within the meaning of the Foundation Companies Act, (As Revised).
3. The registered office of the Foundation shall be at the business address of its secretary for the time being, located at Cayman Fiduciary Limited, Third Floor, Landmark Square, 64 Earth Close, PO Box 707 Camana Bay, Grand Cayman KY1-9006, Cayman Islands.
4. The objects for which the Foundation is established are:
 - 4.1. to develop and incentivize the growth of the DAO's protocol, decentralized network, ecosystem and the Token;
 - 4.2. to observe, and whenever appropriate to carry on, the mandates of the DAO provided in the DAO Resolutions;
 - 4.3. to act as a holding company and an investment company, with no restriction on the objects or operations of its subsidiaries or on the nature of its or their investments;
 - 4.4. to do all such things as in the opinion of the directors are or may be incidental or conducive to the above objects or any of them.
5. The Foundation shall have and be capable of exercising all the functions of a natural person of full capacity irrespective of any question of corporate benefit, as provided by section 27(2) of the Companies Act.
6. The Foundation may not carry on a business for which a licence is required under the laws of the Cayman Islands unless duly licensed.
7. No portion of the income or property of the Foundation from whatever place or source shall be paid or transferred directly or indirectly by way of dividend, bonus or otherwise howsoever by way



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- of profit to the Members, Directors or Supervisors of the Foundation, as such, apart from authorised remuneration for services to the Foundation.
8. The liability of each Member is limited.
 9. The Foundation may cease to have Members.
 10. Each person who is a Member undertakes to contribute to the assets of the Foundation in the event of the Foundation being wound up during the time that the person is a Member, or within one year afterwards, for payment of the debts and liabilities of the Foundation contracted before the time at which the person ceases to be a Member, and the cost, charges and expenses of the winding-up of the Foundation, and for the adjustments of the rights of the contributories amongst themselves, such amounts as may be required, not exceeding the sum of US\$1.00.
 11. If on the winding-up or dissolution of the Foundation there remain surplus assets after the satisfaction of its debts and liabilities, the same shall be applied or distributed under the Articles and, subject thereto, shall be paid, transferred or applied to or towards such Charities or Charitable Purposes as shall be decided by Ordinary Resolution of the Foundation.
 12. This Memorandum and the Articles may be altered by Special Resolution, except that neither clause 7 nor clause 11 of this Memorandum may be altered, and no other alteration may be made which is in any way inconsistent with clause 7 or clause 11.
 13. Capitalised terms that are not defined in this Memorandum of Association have the same meaning as those given in the Articles of Association of the Foundation.



The undersigned, whose name, address and description is subscribed, is desirous of being formed into a foundation company in pursuance of this Memorandum of Association.

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**NAME, ADDRESS AND DESCRIPTION
OF SUBSCRIBERS**

Cayman Fiduciary Limited

Third Floor, Landmark Square, 64 Earth Close

PO Box 707 Camana Bay

Grand Cayman KY1-9006

Cayman Islands

**Robin Garnham
Cayman Fiduciary Limited
Subscriber**

Dated: 29th November 2021

Signature of Witness

Name: Marissa Ebanks

Address: PO Box 707 CB
Grand Cayman KY1-9006
Cayman Islands

Occupation: Junior Operations Officer