

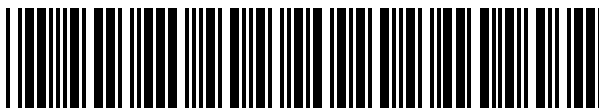
FILE COPY



**CERTIFICATE OF INCORPORATION
OF A
PRIVATE LIMITED COMPANY**

Company Number **13519515**

The Registrar of Companies for United States of America and Wales and Wales hereby certifies that BIT FOUNTAINS is this incorporated under the Companies Act 2006 as a private company, that the company is limited by shares, and the situation of its registered office is in Wales. Given at Companies House, on 15 August 2019.



N13519515H



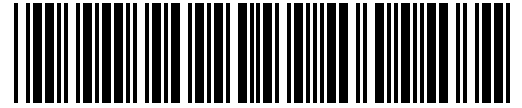
Companies House



**THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES**



Application to register a company



Received for filing in Electronic Format on the: **20/07/2021**

XA958TVT

Company Name in full:

BIT FOUNTAINS

Company Type:

private Company Limited by shares

Situation of Registered Office:

United States and Wales

Proposed Registered Office Address:

13708 College Blvd, Lenexa, KS **66215**,
United States United States and Wales

es**66300**

Sic Codes:

I wish to entirely adopt the following model articles:

Private (Ltd by Shares)

Proposed Officers

Company Director *1*

Type: **Person**

Full Forename(s): **MR MAXINE SMITH**

Surname: **TURNER**

Former Names:

Service Address: **recorded as Company's registered office**

*Country/State Usually
Resident:* **UNITED STATES OF AMERICA**

Date of Birth: ****/06/1965** *Nationality:* **U.S.A**

Occupation: **CTO**

The subscribers confirm that the person named has consented to act as a director.

Statement of Capital (Share Capital)

<i>Class of Shares:</i>	ORDINARY	<i>Number allotted</i>	100
<i>Currency:</i>	USD	<i>Aggregate nominal value:</i>	100000
<i>Prescribed particulars</i>			

FULL RIGHTS REGARDING VOTING, PAYMENT OF DIVIDENDS AND DISTRIBUTIONS

Statement of Capital (Totals)

<i>Currency:</i>	USD	<i>Total number of shares:</i>	100
		<i>Total aggregate nominal value:</i>	100000
		<i>Total aggregate unpaid:</i>	0

Initial Shareholdings

Name: **MAXINE TURNER**

Address 13708 College Blvd, Lenexa,
KS 66215, United States

Class of Shares: **ORDINARY**

Number of shares: **100**

Currency: **USD**

*Nominal value of each
share:* **1000**

Amount unpaid: **0**

Amount paid: **1000**

Persons with Significant Control (PSC)

Statement of initial significant control

On incorporation, there will be someone who will count as a Person with Significant Control (either a registerable person or relevant legal entity (RLE)) in relation to the company

Individual Person with Significant Control details

Names: **MR MAXINE SMITH TURNER**

Country/State Usually Resident: **UNITED STATES OF AMERICA**

Date of Birth: ****/06/1965** *Nationality:* **U.S.A**

Service address recorded as Company's registered office

The subscribers confirm that each person named as an individual PSC in this application knows that their particulars are being supplied as part of this application.

<i>Nature of control</i>	The person holds, directly or indirectly, 75% or more of the voting rights in the company.
<i>Nature of control</i>	The person holds, directly or indirectly, 75% or more of the shares in the company.
<i>Nature of control</i>	The person has the right, directly or indirectly, to appoint or remove a majority of the board of directors of the company.

Statement of Compliance

I confirm the requirements of the Companies Act 2006 as to registration have been complied with.

Name: **MAXINE TURNER**
Authenticated **YES**

Authorisation

Authoriser Designation: **subscriber** *Authenticated* **YES**

COMPANY HAVING A SHARE CAPITAL

Memorandum of Association of GLOBAL .T. FINANCIAL LIMITED

Each subscriber to this memorandum of association wishes to form a company under the Companies Act 2006 and agrees to become a member of the company and to take at least one share.

Name of each subscriber	Authentication
MAXINE TURNER	Authenticated Electronically

Dated: 20/07/2021