

**ORGANIZATION MEETING
BY WRITTEN CONSENT OF THE BOARD OF DIRECTORS OF
ETHEREUM CLASSIC COOPERATIVE, INC.**

May 10, 2018

The undersigned, being all the members of the Board of Directors of Ethereum Classic Cooperative, Inc. (the "Corporation"), a Delaware nonstock corporation, do hereby consent to and adopt the following resolutions by written consent in accordance with Section 141(f) of the Delaware General Corporation Law:

Incorporator

RESOLVED, that the Incorporator of the Corporation is hereby discharged from any further liabilities or duties with respect to the Corporation and the Corporation further agrees to indemnify and hold harmless the Incorporator from any liability incurred in the past or the future with respect to organizing the Corporation.

Certificate of Incorporation and By-laws

RESOLVED, that the Certificate of Incorporation of the Corporation, filed with the Secretary of State of Delaware on May 10, 2018, and the Minutes of the Organizational Meeting of the Corporation signed by the Incorporator on such date, copies of which shall be inserted in the minute book of the Corporation, be and hereby are approved.

RESOLVED FURTHER, that the By-Laws attached hereto, a copy of which shall be inserted in the minute book of the Corporation, be and hereby is approved as the By-Laws of the Corporation.

RESOLVED FURTHER: That the Secretary of the Corporation is hereby authorized and directed to execute a certificate of the adoption of the By-Laws and insert it in the Corporation's Minute Book and that the officers of the Corporation are ordered to maintain a copy of such By-Laws in the principal office of the Corporation for the transaction of its business as set forth in such By-Laws.

Election of Officers

RESOLVED, that the following persons are elected to the offices of the Corporation set opposite their respective names, to serve in accordance with the By-laws of the Corporation, and at the discretion of the Board until their respective successors are elected and qualify or until their earlier resignation or removal:

<u>Name</u>	<u>Office</u>
Barry E. Silbert	President
Samantha McDonald	Treasurer and Secretary

Tax-Exempt Status

WHEREAS, it is the intent of the Board of Directors that the Corporation obtain and maintain tax-exempt status under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or the corresponding section of any future federal tax code (the “Code”), be it

RESOLVED, that the officers of the Corporation, acting for and on behalf of the Corporation, be and each hereby is, authorized, directed and empowered to apply to the IRS for tax-exempt status on Form 1023 or such other form as may be appropriate and any actions taken heretofore by any officer in relation thereto are hereby accepted, approved and ratified in all respects; and be it

Authorization of Other Officer Actions

RESOLVED, that for the purpose of authorizing the Corporation to carry on its exempt purpose under the laws of any state as to which the officers of the Corporation determine such authorization is necessary or desirable, the proper officers of the Corporation are hereby authorized in the name and on behalf of the Corporation to take such action as may be necessary or advisable to effect the qualification of the Corporation to carry on its exempt purpose as a foreign corporation in such state or states.

RESOLVED FURTHER that the officers of this Corporation, acting for and on behalf of the Corporation, be and each hereby is, authorized:

(a) to designate such bank or banks as depositories (“Depository”) for the funds of the Corporation as such officers deem necessary or advisable;

(b) to open, keep and close general and special bank accounts and safe deposit boxes with any Depository;

(c) to cause to be deposited in accounts with any Depository from time to time such funds of the Corporation as the officer(s) may deem necessary or advisable;

(d) to designate from time to time officers and agents of the Corporation authorized to sign or countersign checks, drafts or other orders for the payment of money issued in the name of the Corporation against any such account;

(e) to make such general and special rules and regulations with respect to such accounts (including without limitation authorization for use of facsimile signatures) as the officer(s) may deem necessary or advisable.

RESOLVED FURTHER that if any Depository requires a prescribed form of preamble, preambles, resolution or resolutions relating to such accounts or borrowing or to any application, statement, instrument or other documents connected therewith, upon approval by one or more proper officers of the Corporation, each such preamble or resolution shall be deemed adopted by the Board of Directors of the Corporation, and the secretary of the Corporation shall be, and hereby is, authorized to certify the adoption of any such preamble or resolution as though it were presented to the Board of Directors

at the time of adopting this resolution, and to insert all such preambles and resolutions in the minute book of the Corporation immediately following this resolution.

RESOLVED FURTHER that the officers of the Corporation be and they hereby are authorized to pay all fees and expenses incident to and necessary for the organization and qualification of the Corporation out of the funds of the Corporation.

RESOLVED FURTHER that the officers of the Corporation be and they hereby are, authorized, empowered and directed to execute and file for, in the name of and on behalf of the Corporation, any and all documents, certificates and instruments necessary to obtain and evidence exemptions for the corporation from Federal and Delaware income tax and any other tax deemed appropriate by such officer or officers.

RESOLVED FURTHER that the officers of the Corporation be and they hereby are, delegated the power to accept, on behalf of the Corporation, any contribution, gift, bequest or devise, whether outright or in trust, as a current or future interest, as real or personal property, or as tangible or intangible property, for the general purposes or any special purpose of the Corporation upon such terms and conditions as such officer(s) determine are necessary or appropriate.

RESOLVED FURTHER that the officers of the Corporation shall be, and they hereby are, granted full power and authority to execute and deliver all such instruments, agreements, and documents, to pay all such fees and expenses, and to perform such other acts as such officer may determine to be necessary or convenient, and in the best interests of the Corporation, from time to time hereafter, to carry on the affairs of the Corporation, with the power of delegation, all in the name of the Corporation and on the Corporation's behalf and in compliance with all applicable laws and regulations.

This Consent may be executed in one or more identical counterparts, each of which shall be deemed an original but all of which together will constitute one and the same instrument.

IN WITNESS WHEREOF, the undersigned, being all the members of the Board of Directors of the Corporation have executed this Consent as of the date first written above.

DocuSigned by:
BARRY SILBERT
7160392D4AC14BA...
Barry E. Silbert, Director

DocuSigned by:
James Wo
2BC7200D4FDD4EA...
James Wo, Director

DocuSigned by:
Cody Burns
BC1DBCB0243F42C...
Cody Burns, Director