ACTION BY UNANIMOUS WRITTEN CONSENT

OF THE SOLE DIRECTOR OF REDRAFTING AMERICA

IN LIEU OF ORGANIZATIONAL MEETING

The undersigned, being the sole director of ReDrafting America, a Pennsylvania nonprofit corporation (the "Corporation"), acting under 15 Pa.C.S. § 5728 and the Corporation's Bylaws, which authorize action by the Board of Directors without a meeting upon unanimous written consent, hereby adopts the following resolutions in lieu of holding an organizational meeting, effective as of the date set forth below:

RECITALS

A. The Corporation's Articles of Incorporation (RDA-GOV-001) were filed with the Pennsylvania Department of State, Bureau of Corporations and Charitable Organizations, and approved the same day, on October 14, 2026, under Entity Number 0016024074.

B. The Corporation has obtained a federal Employer Identification Number from the Internal Revenue Service: 42-5321576.

C. Todd McGuckin is the Corporation's incorporator and sole director, serving under the Formation Governance provisions of the Corporation's Bylaws (RDA-GOV-002), which expressly authorize the Founder to serve simultaneously as President, Secretary, and Treasurer during Formation Governance.

D. On October 16, 2026, the Corporation filed Form 1023-EZ with the Internal Revenue Service, applying for recognition of exemption under Section 501(c)(3) of the Internal Revenue Code, with a determination typically expected within approximately 30 days.

NOW, THEREFORE, IT IS RESOLVED, that:

1. Adoption of Bylaws. The Bylaws of ReDrafting America (RDA-GOV-002) are hereby formally adopted as the governing bylaws of the Corporation, effective as of their stated effective date.

2. Election of Officers. Pursuant to the Formation Governance authority described in the Bylaws, Todd McGuckin is hereby elected to serve simultaneously as President, Secretary, and Treasurer of the Corporation, each until a successor is duly elected and qualified or until Formation Governance concludes, whichever occurs first.

3. Adoption of Conflict of Interest Policy. The Conflict of Interest Policy attached hereto as Exhibit A is hereby adopted as the Corporation's conflict of interest policy.

4. Registered Office. The Corporation's registered office is confirmed as M. Burr Keim Company, 2021 Arch Street, Floor 2, Philadelphia, PA 19103, Philadelphia County, as stated in the filed Articles of Incorporation.

5. Fiscal Year. The Corporation's fiscal year shall end December 31.

6. Corporate Bank Account. The President/Treasurer is authorized to open and maintain one or more deposit accounts in the Corporation's name at JPMorgan Chase Bank, N.A., and is designated as the authorized signer on such accounts until further resolution of the Board.

7. Ratification of Prior Acts. All actions taken on behalf of the Corporation prior to the date of this consent, including without limitation: filing the Articles of Incorporation; applying for and obtaining the Corporation's EIN; filing the Docketing Statement; opening the Corporation's bank account at Chase; and filing the Corporation's Form 1023-EZ application for recognition of exemption under Section 501(c)(3) of the Internal Revenue Code, are hereby ratified, confirmed, and approved in all respects as acts of the Corporation.

8. Founder Advances. The Board acknowledges that Todd McGuckin, as Founder, has personally advanced funds on the Corporation's behalf for formation-related expenses, as reflected in the Corporation's Founder Advance Ledger, including without limitation: the $139.00 annual fee paid to M. Burr Keim Company for commercial registered office provider services, and the $275.00 Form 1023-EZ user fee paid October 16, 2026. These advances shall be repaid to the Founder at cost, without interest or markup. No repayment shall be disbursed from Corporation funds, however, until reviewed and approved in writing by Independent Counsel (during Formation Governance) or, once seated, the Independent Directors, consistent with the Bylaws' procedure for approving Founder compensation and related-party transactions.

9. General Authorization. The President is authorized to execute and file such further documents, including PA Form BCO-10 and related state and federal filings, as are necessary to carry out the foregoing resolutions.

This consent may be relied upon as if adopted at a duly called and held organizational meeting of the Board of Directors.

IN WITNESS WHEREOF, the undersigned has executed this written consent as of the date below.

Todd R. McGuckin

Todd McGuckin
Sole Director, ReDrafting America

Date: October 16, 2026

EXHIBIT A

CONFLICT OF INTEREST POLICY OF REDRAFTING AMERICA

Article I — Purpose

This Conflict of Interest Policy is adopted to protect the interests of ReDrafting America (the "Corporation") when it is contemplating entering into a transaction or arrangement that might benefit the private interest of a director, officer, or other person with influence over the Corporation. This policy supplements, and does not replace, any applicable state and federal laws governing conflicts of interest for nonprofit organizations.

Article II — Definitions

1. *Interested Person.* Any director, officer, or member of a committee with board-delegated powers who has a direct or indirect financial interest, as defined below.

2. *Financial Interest.* A person has a financial interest if the person has, directly or indirectly, through business, investment, or family: (a) an ownership or investment interest in any entity with which the Corporation has a transaction or arrangement; (b) a compensation arrangement with the Corporation or with any entity or individual with which the Corporation has a transaction or arrangement; or (c) a potential ownership or investment interest in, or compensation arrangement with, any entity or individual with which the Corporation is negotiating a transaction or arrangement.

Article III — Procedures

1. *Duty to Disclose.* An interested person must disclose the existence and nature of their financial interest to the directors considering a proposed transaction or arrangement.

2. *Determining Whether a Conflict Exists.* After disclosure and any follow-up discussion, the interested person leaves the meeting while the remaining Disinterested Directors (as defined in the Bylaws) determine whether a conflict of interest exists. During Formation Governance, when there may be no Disinterested Directors available, this determination is made by Independent Counsel.

3. *Addressing the Conflict.* If a conflict is determined to exist, the Disinterested Directors (or, during Formation Governance, Independent Counsel) shall determine whether the Corporation can obtain a more advantageous transaction or arrangement from a person or entity that would not give rise to a conflict of interest, and, if not, whether the transaction is in the Corporation's best interest and for its own benefit, and is fair and reasonable, before approving it by a majority vote of the Disinterested Directors then present (or Independent Counsel's written approval during Formation Governance).

Article IV — Compensation

A director or officer who receives compensation from the Corporation, directly or indirectly, may not vote on matters pertaining to that person's own compensation. Compensation arrangements involving the Founder during Formation Governance are approved exclusively by Independent Counsel, acting without a conflict, based on comparability data, consistent with the Bylaws.

Article V — Records of Proceedings

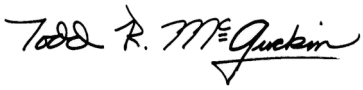
The minutes (or written consents) of the Board shall contain the names of the persons who disclosed a financial interest, the nature of the interest, any vote taken, and the names of those present for the discussion and vote.

Article VI — Annual Statements

Each director, officer, and member of a committee with board-delegated powers shall annually sign a statement affirming that the person has received a copy of this policy, has read and understands it, and has agreed to comply with it.

Article VII — Periodic Reviews

The Corporation shall periodically review this policy to ensure it is operating effectively and complying with applicable legal requirements.



Todd McGuckin — Acknowledged and Agreed

Date: October 16, 2026