



Sergei Tokmakov, Esq. <sergei.tokmakov@gmail.com>

Checking In - Brax

3 messages

Kevin Morris <kevin@atlas-rd.com>
To: "Sergei Tokmakov, Esq." <sergei.tokmakov@gmail.com>
Cc: Dominic Gingras <dominicg@lunr.tech>

Mon, Dec 15, 2025 at 4:19 PM

Hi Sergei,

I hope you are doing well - I wanted to check in regarding Brax.

Did you get a chance to prepare the contribution agreement that officially makes Lunar Direct LLC wholly owned by Brax Technologies?

Thanks in advance
Kevin


Kevin Morris
510-290-1100
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Sergei Tokmakov, Esq. <sergei.tokmakov@gmail.com>
To: Kevin Morris <kevin@atlas-rd.com>
Cc: Dominic Gingras <dominicg@lunr.tech>

Mon, Dec 15, 2025 at 5:06 PM

Hi Kevin,

Thanks for checking in. To clarify what was completed: I prepared and filed the Delaware PBC formation documents for Brax Technologies (Certificate of Incorporation, Bylaws, and Written Consent), which you received in early November for signatures.

Lunar Direct roll-in: I have **not** drafted the Lunar Direct LLC contribution/assignment paperwork yet, because we were still waiting on the basic deal terms for how you want the subsidiary relationship structured.

To move forward and make Lunar Direct a wholly-owned subsidiary of Brax, please confirm:

- 1. Structure:** Do you want this handled as a contribution/assignment of 100% of the Lunar Direct LLC membership interests to Brax (no cash), or as a purchase (and if purchase, what price/consideration)?

- 2. Current owner/signatory:** Who is the current member of Lunar Direct LLC (name exactly as shown in the operating agreement) and who will sign?
- 3. Effective date:** What date should the transfer be effective?

Once I have those three items, I'll turn the contribution/assignment agreement quickly.

Best,
Sergei

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Kevin Morris <kevin@atlas-rd.com>
To: "Sergei Tokmakov, Esq." <sergei.tokmakov@gmail.com>
Cc: Dominic Gingras <dominicg@lunr.tech>

Wed, Dec 17, 2025 at 6:21 PM

Hi Sergei,

Answers below in red.

Thanks and let us know if you have any questions.

-Kevin

On Mon, Dec 15, 2025 at 5:07 PM Sergei Tokmakov, Esq. <sergei.tokmakov@gmail.com> wrote:

Hi Kevin,

Thanks for checking in. To clarify what was completed: I prepared and filed the Delaware PBC formation documents for Brax Technologies (Certificate of Incorporation, Bylaws, and Written Consent), which you received in early November for signatures.

Lunar Direct roll-in: I have **not** drafted the Lunar Direct LLC contribution/assignment paperwork yet, because we were still waiting on the basic deal terms for how you want the subsidiary relationship structured.

To move forward and make Lunar Direct a wholly-owned subsidiary of Brax, please confirm:

- 1. Structure:** Do you want this handled as a contribution/assignment of 100% of the Lunar Direct LLC membership interests to Brax (no cash), or as a purchase (and if purchase, what price/consideration)? **100% acquisition no cash**
- 2. Current owner/signatory:** Who is the current member of Lunar Direct LLC (name exactly as shown in the operating agreement) and who will sign? **Dominic is the only member.**
- 3. Effective date:** What date should the transfer be effective? **Effective December 1, 2025**

Once I have those three items, I'll turn the contribution/assignment agreement quickly.

Best,
Sergei

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