

EcoNexus Systems OÜ
Estonian Registry Code: 17218648
Registered Office: Sepapaja 6, Tallinn 15551, Estonia (via Xolo Leap)
e-Residency Business Entity • EU GDPR Compliant

Document Title: IP Licensing Agreement Summary Extract (v1)
Date Prepared: 26 June 2025
Prepared by: Rex Dale Black Jr, Founder & CEO

1: Licensing Structure Overview

- EcoNexus Systems OÜ (Estonia) operates as the intellectual property (IP) holding parent entity.
- One World Lingo Ltd (Ireland) operates as the operating SaaS subsidiary under exclusive license.
- All core software architecture, platform designs, and proprietary system configurations are licensed to the subsidiary for commercial use.

2: Key Licensing Terms

Term	Detail
License Type	Exclusive, worldwide, perpetual operational license
Territory	Global
Royalty Rate	25% of gross revenues (before expenses or deductions)
Payment Frequency	Quarterly transfers from Licensee to Licensor
Control Provisions	Full IP ownership retained by EcoNexus Systems OÜ

3: Royalty Stream Governance

- Royalty obligations survive all future changes in subsidiary ownership or investment transactions.
- Royalty streams provide non-dilutive income to the parent entity, preserving founder control while allowing external equity participation in the subsidiary.
- Royalty buyout mechanisms may be negotiated during future acquisitions, investment rounds, or ownership restructures.

4: Compliance & Legal Enforceability

- Licensing agreement executed under Estonian jurisdiction.
 - Full digital signatures applied via Estonian Qualified Digital Signature (DigiDoc4).
 - Audit rights and financial verification rights secured for royalty calculation compliance.
 - Licensee prohibited from sublicensing or modifying core platform architecture without Licensor approval.
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5: Strategic Intent

- This licensing framework preserves founder leverage, enforces scalable parent-level control, and ensures recurring income regardless of future subsidiary equity changes.
 - The licensing system allows for aggressive growth and investor participation without sacrificing founder IP sovereignty or long-term wealth extraction capacity.
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Signed:
Rex Dale Black Jr
Founder & CEO
EcoNexus Systems OÜ

Digitally signed via Estonian Qualified Digital Signature (DigiDoc4).
File version archived in EcoNexus Systems OÜ Secure Corporate Archive (ASiC Format).