

BRIDGE LOAN AGREEMENT

Parties:

Lender: Andrew Franz

Borrower: Justin Emert

Loan Amount: \$4,500 USD

Effective Date: September 3, 2025

1. Loan Terms

The Lender agrees to provide the Borrower with an interest-free loan of \$4,500 (the "Loan").

The Borrower shall repay the full Loan amount no later than October 1, 2025 (the "Maturity Date").

2. Conversion to Equity

If the Borrower fails to repay the Loan in full by the Maturity Date, the outstanding balance shall automatically convert into equity in Emert AI.

The equity conversion shall occur at a rate of 1% ownership of Emert AI per month that the Loan remains unpaid after October 1, 2025.

Conversion shall continue for a maximum of ten (10) months, resulting in no more than 10% ownership of Emert AI transferring to the Lender.

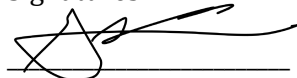
3. Prepayment

The Borrower may repay the Loan in full or in part at any time prior to the Maturity Date without penalty.

4. Governing Law

This Agreement shall be governed by and construed in accordance with the laws of the State of New York.

Signatures

A handwritten signature in black ink, appearing to be 'Andrew Franz', written over a horizontal line.

Lender – Andrew Franz

Date: September 3, 2025

Borrower – Justin Emert

Date: _____