#### ARTICLES OF ORGANIZATION

**OF** 

# **NVC FUND BANK**

The undersigned, being duly authorized to act as the organizer of this Expressed Trust Bank pursuant to the African Union Treaty, Laws and Jurisdictions that established the African Finance Regulatory Authority (AFRA) under the Sovereign decree that established African Central Bank (also known as the ACB), Article XIV 1(e) of the ECO-6 Treaty, the African Diaspora Central Bank (ADCB) now forms an Expressed Trust Bank under the Sovereignty and law of the African Finance Regulatory Authority and adopts the following Articles of Organization for such Expressed Trust Bank.

### ARTICLE I – NAME

The name of the Expressed Trust Bank shall be NVC FUND BANK (hereinafter, the "Bank").

## <u>ARTICLE II – ADDRESS</u>

The street address of the initial principal office and mailing address of the Bank are:

<u>Principal Office Address:</u> <u>Mailing Address:</u>

100 Crescent Court #700 100 Crescent Ct #700

Dallas, Texas 75201 Dallas, TX 75201

#### <u>ARTICLE III – PURPOSE</u>

The general nature of the business to be transacted by the Bank shall be: That of a broad global (banking or trust) business with all the rights, powers, and privileges granted and conferred by the AFRA Law & Order Codes, regulating the organization, authorities, and management of banks and/or trust companies, including the following powers:

### 1. Act as Natural Persons:

The bank or trust company can act as if it were an individual person,
 engaging in legal and financial transactions.

## 2. Act as Attorney-in-Fact:

 The bank can act as an attorney-in-fact, representing clients or other entities in legal matters.

## 3. Act as Officers, Agents, Employees:

 The bank can appoint officers, agents, and employees to manage its operations and represent its interests.

#### 4. Power to Make Contracts:

 The bank can enter into contracts with other parties, including clients, vendors, and partners.

#### 5. Power to Borrow:

 The bank can borrow funds from other financial institutions or capital markets to meet its liquidity needs.

## **6.** Power to Create Agencies and Joint Ventures:

 The bank can establish agencies or collaborate with other entities in joint ventures to expand its reach and services.

#### 7. Power of Investment:

 The bank can invest in various assets, such as stocks, bonds, real estate, and commodities, on behalf of clients or its own portfolio.

## 8. Power to Deal in Goodwill:

o The bank can engage in goodwill transactions, which involve acquiring or

selling intangible assets related to reputation, brand, or customer base.

#### 9. Power of Donation:

The bank can make charitable donations or contribute to social causes.

## 10. Power of Guaranty:

 The bank can provide guarantees or assurances for loans or other financial obligations.

## 11. Power of Lending:

• The bank can lend funds to individuals, businesses, or governments.

## 12. Power of Deposit Taking:

• The bank can accept customer deposits, providing a safe place for their funds.

#### 13. Power of Trustee:

o The bank can act as a trustee, managing assets on behalf of beneficiaries.

## 14. Power of Advertising:

 The bank can engage in advertising and marketing activities to promote its services.

#### 15. Banking Powers:

 The bank can exercise all typical banking powers, including accepting deposits, making loans, and providing financial services.

## 16. Power to Provide Blockchain Technology Fintech Solutions:

 The bank can leverage blockchain technology to enhance its services, improve security, and streamline processes.

### 17. Power to Issue Credit Cards:

o The bank can issue credit cards to customers, allowing them to make

purchases on credit.

### 18. Power to Act as Investment Advisor:

 The bank can provide investment advice to clients, helping them make informed financial decisions.

### 19. Authority to Act as Issue Digital Tokens:

 The bank can issue digital tokens or cryptocurrencies, facilitating digital transactions.

#### 20. Power to Deal in Precious Metals:

o The bank can trade or hold precious metals like gold, silver, or platinum.

## 21. Power to Deal in Securities and Commodities Brokerage:

 The bank can engage in securities trading and commodities brokerage services.

## 22. Power to Issue Cryptocurrency:

o The bank can create and issue its own cryptocurrency.

## 23. Power of Inventory Financing:

o The bank can provide financing to businesses based on their inventory.

#### 24. Power to Deal in Real Estate:

o The bank can buy, sell, or manage real estate properties.

## 25. Power to Deal in Shipping:

o The bank can engage in shipping-related transactions or financing.

## 26. Power to Create Correspondent Banking Relationships:

 The bank can establish relationships with other banks for correspondent services.

## 27. Power to Establish Banking Accounts:

o The bank can open and manage various types of banking accounts for clients.

## 28. Power to Create Agencies:

o The bank can establish agencies or branches in different locations.

### 29. Power of Collections:

o The bank can handle collections of payments or debts on behalf of clients.

## 30. Power to Issue Licenses:

o The bank can issue licenses or permits required for its operations.

### 31. Power to Hold Patents:

 The bank can hold patents for any inventions or intellectual property it develops.

### 32. Power to Make Acquisitions:

o The bank can acquire other financial institutions or businesses.

## 33. Power to Make Partnerships and Joint Ventures:

 The bank can form partnerships or collaborate with other entities for mutual benefit.

## 34. Power of Execution and Custody:

The bank can execute financial transactions and hold assets in custody for clients.

In summary, these powers empower the bank or trust company to operate comprehensively, serving clients' financial needs and contributing to economic growth.

## ARTICLE IV -CAPITAL

The Bank shall use its soft and hard assets for humanitarian projects and normal banking

business as directed by the African Finance Regulatory Authority and the Africa Central Bank.

## ARTICLE V -- EFFECTIVE DATE AND DURATION

The term of existence of the Bank shall commence with the filing of the Articles of Organization with the African Union Sovereign Government AFRA /ACB. It shall continue perpetually unless sooner dissolved in accordance with the laws of the African Union. In no instance shall the Bank be automatically terminated, dissolved, or operations suspended upon the occurrence of an event, including the death, disability, bankruptcy, expulsion, or withdrawal of a member of the Bank, other than the passage of time as may be specified by law or the Operating Agreement of the Bank. Provided, however, that upon any such termination event, the existence and business of the Bank may be continued by amendment of these Articles of Organization or the Operating Agreement providing for the continued existence of the Bank as may be authorized by the African Diaspora Central Bank Law & Order Codes

### <u>ARTICLE VI – MANAGEMENT AUTHORITY</u>

The exclusive authority to manage the Bank is vested in a board of (managers or directors) that is appointed by the executive officers of Bank (NVC BANK), which shall operate in substantially the same manner as, and has substantially the same rights, powers, privileges, duties, and responsibilities as, a board of directors of a bank and/or trust Bank chartered as a corporation.

#### THE INITIAL BOARD OF DIRECTOR IS AS FOLLOWS:

Rev. Frank Ekejija Prof. Emmanuel Ofeimun

Prof. Igho Natufa Yza Ali El Bey

Dr. Linus Etuba Queen G. Ekejija

Michael Dortch Lamont Eckridge

## ARTICLE VII – LIMITED LIABILITY OF MEMBERS

No Member of the Bank shall be liable for the debts, liabilities, or obligations of the Bank in excess of the amount of the Member's investment.

## ARTICLE VIII – TRANSFER OF OWNERSHIP RIGHTS

A Member may transfer an ownership interest in the Bank, including voting rights, without the consent of any other Member of the Bank, providing; however, the transfer complies with all applicable requirements of the African Diaspora Central Bank Nation Law & Order Codes

## <u>ARTICLE IX – LIMITATION ON AGENCY AUTHORITY OF MEMBERS</u>

Pursuant to African Diaspora Central Bank, no Member of the Bank shall be an agent for the Bank solely by being a Member. No Member shall have authority to incur debt or contractual liability on behalf of the Bank solely by being a Member, except by appointment by the executive managing officers as previously indicated in the charter.

## ARTICLE X – REGISTERED OFFICE AND REGISTERED AGENT

The physical address of the initial registered office of the Bank on the African Central Bank Nation shall be as indicated above. The name of the registered agent of the Bank is NVC FUND TRUST, with the address of 100 CRESCENT CT. # 700 DALLAS, TX 75201 USA.

## STATEMENT OF ACCEPTANCE OF REGISTERED AGENT

Having been named as registered agent and to accept service of process for the abovereferenced Expressed Trust Bank at the place designated in the foregoing Articles of
Organization, I now accept such appointment and agree to act in such capacity. I further agree to
comply with the provisions of all statutes relevant to the proper and complete performance of the
duties of a registered agent. I am familiar with and accept the duties and obligations of the
African Finance Regulatory Authority Law & Order Codes.

## REQUIRED SIGNATURE:

IN WITNESS	WHEREOF, the	undersigned	has made	and subscrib	ed these	Articles of
Organization this	day of	, 20				
	Signature of a me	mber or an auth	orized repres	sentative.		

Rev.Frank O. Ekejija
The typed or printed name of the signee

APPROVED by	the African Finance Regulatory	Authority, Offi	ice of Financial F	Regulation thi	S
day of _					

His Excellency Chief Timothy Mcpherson.
President
African Diaspora Central Bank
ECO6 Regional Financial Regulatory Authority