THE FIRST MEETING OF INCORPORATORS

OF

ZY Digital Asset Management LLC

The meeting was held at ZY Digital Asset Management LLC10 Fenchurch Avenue, London EC3M 5BN, United Kingdom on the January 28, 2021 at 10:00am, JAVIER ALEXIS LOVERA , an Incorporator listed in the Articles of Incorporation of this Corporation called the meeting to order.

On motion duly made, seconded and carried, JAVIER ALEXIS LOVERA was elected Chair of the meeting, and JAVIER ALEXIS LOVERA Secretary thereof.

The Chair and Secretary accepted their respective offices, and proceeded with the discharge of their duties.

The following, being all of the Incorporators to the Articles of Incorporation were present in person:

NAME & ADDRESS
JAVIER ALEXIS LOVERA
10 Fenchurch Avenue, London EC3M 5BN, United Kingdom

A written waiver of notice of the time and place of holding the present meeting, signed by all of the Incorporators of this Corporation was then presented and read by the Secretary, and the same was ordered filed and spread at length upon the minutes.

The Secretary then presented and read to the meeting a copy of the Articles of Incorporation of the Corporation and reported that on the January 28, 2021 the original thereof was filed in the office of the Secretary of State; that the filing fees and taxes have been paid, and on motion duly made and carried, it was

RESOLVED, that said report be accepted as correct and the Secretary is directed to spread a copy of said Articles of Incorporation and receipt at length upon these minutes.

The Incorporators then tendered their resignations as Directors and Officers of the Corporation named

in its Articles of Incorporation, effective immediately upon the adjournment of this meeting, and upon motion duly made, seconded, and unanimously adopted, said resignations were accepted and ordered spread upon the minutes.

Upon motion duly made, seconded and unanimously carried, it was

RESOLVED that this Corporation shall have a Board of Directors consisting of the following directors.

Upon motion duly made, seconded and unanimously carried, the following named persons were elected as Directors of the Corporation to serve until the next annual meeting of the Shareholders or until their successors are duly elected and qualified:

JAVIER ALEXIS LOVERA

The Chair then reported that Registered Agents Inc. had been requested to form the Corporation.

Upon motion duly made, seconded and unanimously carried, it was

RESOLVED that the Treasurer was directed to pay from the Corporate funds, the total expenses of organizing the Corporation, approval for payment being given for the legal services rendered by Registered Agents Inc. to the Corporation.

Upon motion duly made, seconded and unanimously carried, it was

RESOLVED that JAVIER ALEXIS LOVERA , if requested by the corporation, shall be appointed Treasurer or Assistant Treasurer of this corporation for the sole purpose of completing and submitting to the Internal Revenue Service form SS-4, Application for Employer Identification Number.

Upon motion duly made, seconded and unanimously carried, it was

RESOLVED that JAVIER ALEXIS LOVERA , staff counsel of Registered Agents Inc.v if requested by the Corporation, shall be appointed Assistant Secretary of this Corporation for the sole purpose of completing and submitting to Colorado Secretary of State forms of business formation.

Upon motion duly made, seconded and unanimously carried, it was

RESOLVED that the above-named Directors of this Corporation be promptly notified of their election and requested to meet at their earliest opportunity after the adjournment of this meeting to elect the Officers of the Corporation and to take such action as may be deemed necessary to complete the organization of the Corporation.

Upon motion duly made, seconded and unanimously carried, it was

RESOLVED that the Board of Directors be and they are hereby authorized to issue all of the unsubscribed capital stock of this corporation at such time and in such amounts as shall be determined by the Board, and to accept in payment thereof money paid, labor done, services actually rendered to the Corporation or for its benefit or in its formation or reorganization, debts or securities canceled, or such property as the Board of Directors may determine may be necessary of the use and lawful purposes of the Corporation.

The Chair then submitted for the consideration of the meeting a set of proposed Bylaws and stated that the same had been prepared by counsel for the Corporation in accordance with the instructions of the Incorporators.

The same were then taken up, read and considered, clause by clause, and adopted as the Bylaws of the Corporation.

On motion duly made, seconded and unanimously carried, the Secretary was directed to append the said Bylaws at length in the minute book.

There being no further business before the meeting, the same was, on motion, duly adjourned.

Dated: January 28, 2021

ASSIGNMENT OF INCORPORATORS INTEREST

I hereby assign to:

ZY Digital Asset Management LLC

all my rights, title and interest as an incorporator of JAVIER ALEXIS LOVERA a corporation organized under the laws of the State of Colorado.

EXECUTED this January 28, 2021

JAVIER ALEXIS LOVERA , Incorporator

WAIVER OF NOTICE OF ORGANIZATION MEETING OF DIRECTORS

OF

ZY Digital Asset Management LLC

We, the undersigned, being all the Directors named in the Articles of Incorporation of the above named Corporation and elected into office at the First Meeting of Incorporators of the Corporation hereby agree and consent that the Organization Meeting of the Board of Directors be held on the date and at the time and place stated below for the purpose of electing Officers and the transaction thereat of all such other business as may lawfully come before said meeting and hereby waive ail notice of the meeting and any adjournment thereof.

Place of Meeting: 10 Fenchurch Avenue, London EC3M 5BN, United Kingdom

Date of Meeting: January 28, 2021

Time of Meeting: 10:00am

JAVIER ALEXIS LOVERA , Director

Dated: January 28, 2021

MINUTES OF ORGANIZATION MEETING OF DIRECTORS OF

ZY Digital Asset Management LLC

The organization meeting of directors was held at 10 Fenchurch Avenue, London EC3M 5BN, United Kingdom on the January 28, 2021 at 10:00am.

The following were present:

JAVIER ALEXIS LOVERA

being a quorum and all of the Directors of the corporation.

JAVIER ALEXIS LOVERA was nominated and elected temporary Chair and acted as such until relieved by the President. JAVIER ALEXIS LOVERA was nominated and elected temporary Secretary, and acted as such until relieved by the permanent Secretary.

The Secretary presented to the meeting the written waiver of notice and consent to the holding of the first meeting of Directors signed by each Director of the Corporation. The Secretary was instructed to make it a part of the records of the meeting and to insert it in the minute book immediately preceding these minutes.

The Secretary , then presented and read to the meeting a copy of the Articles of Incorporation of the Corporation, the original thereof was duly filed by the office of the Secretary of State of the State of Colorado.

Upon motion duly made, seconded and carried, said report was adopted and the Secretary was directed to append to these minutes a copy of the Articles of Incorporation.

The Secretary then informed the Board that the Corporation is required by statute to designate an agent for service of process in the State of Colorado, and that Registered Agents Inc. had been designated as that agent in the Corporation's Articles filed with the Secretary of State.

Upon motion duly made, seconded and carried, it was

RESOLVED that Registered Agents Inc., a corporation registered and authorized to do business under the laws of Colorado, is appointed as this Corporation’s agent for service of process in Colorado.

The Secretary presented and read the Minutes of the First Meeting of Incorporators of the Corporation.

Upon motion duly made, seconded and carried, said the Minutes of the First Meeting of Incorporators of the Corporation were in all respects ratified, confirmed and approved as adopted by the Incorporator(s) and the Secretary was directed to file these among the Corporation’s records.

The following were duly nominated and, a vote having been taken, were unanimously elected Officers of the Corporation to serve for one year and until their successors are elected and qualified:

President: JAVIER ALEXIS LOVERA

Secretary: JAVIER ALEXIS LOVERA

Treasurer: JAVIER ALEXIS LOVERA

The President and Secretary thereupon assumed their respective offices in place and stead of the temporary Chair and the temporary Secretary.

The President presented and read, article by article, the proposed Bylaws for the conduct and regulation of the business and affairs of the Corporation as prepared by Registered Agents Inc., counsel for the Corporation.

Upon motion duly made, seconded and carried, they were adopted and in all respects, ratified, confirmed and approved, as adopted, as and for the Bylaws of this Corporation.

The Secretary was directed to execute a certificate of the adoption of said Bylaws, to insert said Bylaws as so certified in the minutes book of this Corporation, and to cause a copy of said Bylaws, as they may be amended from time to time, to be kept and maintained at the principal executive office of this Corporation.

Upon motion duly made, seconded and carried, it was

RESOLVED that the seal now presented at this meeting, an impression of which is directed to be made in the margin of the minutes book, be and the same hereby is adopted as the seal of this Corporation, and further

RESOLVED that the President and Treasurer be and they hereby are authorized to issue certificates for shares in the form as submitted to this meeting and appended to the minutes of this meeting, and further

Upon motion duly made, seconded and carried, it was

RESOLVED that the Treasurer be and hereby is authorized to open a bank account in behalf of the Corporation with Bank of America and a resolution for that purpose on the printed form of said bank was adopted and was ordered appended to the minutes of this meeting.

The Chair of the Board advised the Board that, within 90 days after its Articles were filed, the Corporation must file a Statement by Domestic Stock Corporation with the Colorado Secretary of State.

Upon motion duly made, seconded and carried, it was

RESOLVED, that the Secretary of this Corporation is authorized and directed to prepare and to file or cause to be filed with the Secretary of State the Statement by Domestic Stock Corporation; and the Secretary

is directed to insert a copy of that statement in the minutes book following the minutes of this meeting.

Upon motion duly made, seconded and carried, it was

RESOLVED, that upon delivery to the corporation of said assets and the execution and delivery of such proper instruments as may be necessary to transfer and convey the same to the Corporation, the Officers of this Corporation are authorized and directed to execute and deliver the certificate(s) for such shares as are required to be issued and delivered to the consideration of:

NAME ADDRESS

JAVIER ALEXIS LOVERA 50000000 shares
10 Fenchurch Avenue, London EC3M 5BN, United Kingdom

RESOLVED that such shares shall be sold without the publication of any advertising or general solicitation.

RESOLVED FURTHER that each of the proposed issuees shall execute an investment representation with respect to the purchase of the securities of the Corporation, and set forth therein their respective preexisting personal or business relationship with one or more of the Corporation's Directors or Officers, or business or financial experience by reason of which they can reasonably be assumed to have the capacity to protect their own interests in connection with the transaction.

RESOLVED FURTHER that the Officers and Directors of this Corporation shall cause to be prepared, executed and timely filed with the Colorado Commissioner of Corporations, and shall take such other further action as may be necessary or desirable to effectuate the foregoing resolutions.

After fixing a record date for a meeting, the Corporation shall prepare an alphabetical list of the names of all its Shareholders who are entitled to notice of a Shareholder meeting.

FURTHER RESOLVED, that the signing of these minutes shall constitute full ratification thereof and Waiver of Notice of the meeting by the signatories.

There being no further business before the meeting, on motion duly made, seconded and carried, the meeting was adjourned.

DATED: January 28, 2021 JAVIER ALEXIS LOVERA , Secretary

JAVIER ALEXIS LOVERA , Chairman