

INITIAL SHAREHOLDERS' RESOLUTION: BY-LAWS AND BORROWING

LIKWEL LIMITED

(hereinafter "The Company")

Effective date: 2022-10-19

GENERAL BY-LAWS AND BORROWING BY-LAW

RESOLVED:

1. to confirm the Company's General By-laws relating to the general affairs management of The Company as decided by the Board of Directors;
2. to confirm the Company's Borrowing By-Law as decided by the Board of Directors.

ELECTION OF THE BOARD OF DIRECTORS

1. **RESOLVED** to elect the persons, as stated in the Directors register, to be part of The Company's Board of Directors to serve in their functions until one of the following conditions takes effect:

the closing of the next annual meeting of shareholders upon
adoption of a specific resolution the end of their term their
resignation their replacement.

2. **RESOLVED** to demand that each of the elected persons sign the Acceptance of the Directorship Statement and to add it to the Register of Directors.

COMPOSITION OF THE BOARD

RESOLVED:

1. That the Company will appoint and hold:
 - a. Chairman of the board of directors
 - b. President of the corporation
 - c. One or more Vice-Presidents

- d. Secretary
- e. Treasurer

and will have the possibility to assign one or more deputies to the holders of these particular functions or of any other function.

2. That the Company may also appoint and hold:

- a. Assistant Secretary
- b. Assistant Treasurer
- c. Chief Executive Officer
- d. Chief Financial Officer
- e. Chief Operating Officer
- f. General Counsel
- g. Manager
- h. Managing Member

3. That The Company's Officers be vested with the following powers and responsibilities:

- a. When present, the Chairman will chair all Board meetings.
- b. When present, The Company's PRESIDENT will chair the Board meetings if The Company's Chairman is unable to attend. The Company's PRESIDENT will chair all shareholder's meetings and will be responsible for the business and general management of the affairs of The Company.
- c. The vice-presidents(s) will assist The Company's PRESIDENT in fulfilling his duties and, according to the seniority order established by the Board, will fill in for The Company's PRESIDENT when unable to attend or to perform his duties. A vice-president will be considered unable to attend or to perform his duties whenever he is filling in for the PRESIDENT.
- d. The Secretary of the Board, or any other person he will have appointed, shall communicate all notices to be communicated to the:
 - 1. Shareholders
 - 2. Directors
 - 3. Auditor

4. Directors of The Board of Directors

5. any other designated person

The Secretary of the Board, or any other person he will have appointed, will attend all board meetings and shareholders' meetings to hold their minutes in The Company's book. If The Company has a corporate seal, the Secretary of the Board will be appointed as its keeper.

e. The Treasurer of the Board, or any other person he will have appointed, will keep complete and accurate account books and records for The Company in which all inflows and outflows will be held as directed by the Board. He will also monitor the money deposits, the securities' safekeeping and the outflows of The Company's funds as directed by the Board. The treasurer will constantly report on The Company's financial situation to the Board and at all Board meetings or when asked by the Board.

f. In addition to the assignments of the present resolution, the Directors shall endorse all assignments that may be decided by the Board. Any deputy will assist his director in fulfilling his duties at all times and will fill in his position should he be incapacitated to do so. Whenever a deputy will be filling in for a Director, the Director will still be considered absent or unable to perform his duties.

4. To approve and confirm the mandate for members of the Company's Board of Directors.

5. To set to the number of directors serving on the board until that number is modified according to the articles of incorporation or the by-laws of the Company. This precise number is within the limits authorized by the articles of incorporation of the Company, hence a minimum of 1 and a maximum of 10 directors.

DECISION TO APPOINT AN AUDITOR

WHEREAS The Company is not a reporting issuer;

WHEREAS The Company's shareholders do not intend to appoint an auditor to verify The Company's accounts for the next fiscal year;

RESOLVED not to appoint an auditor to verify The Company's accounts in accordance with the Business Corporations Act, the present resolution staying in force only until the next annual meeting of shareholders or the adoption of resolutions in lieu thereof.

GENERAL RATIFICATION

RESOLVED to ratify all resolutions and decisions made by The Company's Directors up to this day.

COPIES OF RESOLUTIONS

RESOLVED, in accordance with the Business Corporations Act, to hold copy of all resolutions in The Company's Book, once signed by all shareholders.

DECLARATION OF ADOPTION

All shareholders entitled to vote at a meeting on the resolutions provided above adopt the resolutions as of 2022-10-19 and, in accordance with the Business Corporations Act, hereunto set their hands as to confer to these resolutions the same legitimacy as if adopted at a meeting of shareholders.

H. Miles

Director/Officer

A handwritten signature in blue ink, appearing to be "J. Miles", written in a cursive style.

ACCEPTANCE OF DIRECTORSHIP

TO: LIKWEL LIMITED

(hereinafter referred to as "The Company")

AND TO THE BOARD OF DIRECTORS

Hereby, the signee agrees to take on the position of Director on The Company's Board as of 2022-10-19.

The signee, by means of this letter, declares:

- a. to be a legal person;
- b. to be aged of 18 years or older;
- c. to be under no wardship, nor being accompanied by an adviser of any kind;
- d. Not to be an individual whose capacity has been revoked by any Canadian or foreign Court of law; e. to be free of all bankruptcy;
- f. to be under no prohibition to occupy this position by any Court of law;

The signee will immediately resign his directorship if he ceases to qualify for one or more of the requirements listed above.

The signee will participate in meetings of the Board of Directors, of the Executive Committee, and of any other committee of the Board of Directors. And this by any means allowing all parties to communicate verbally with each other.

Unless revoked by a written notice given to The Company, the present pledge and agreement will stay in force as long as the signee remains a member of the Board of Directors, of the Executive Board, or of any other committee created within the Board of Directors.

In accordance with the general by-laws of The Company, the signee acknowledges he will not be able to address any claim for any prejudice he might have suffered in case of dismissal. Signed in H. Miles, dated 2022-10-19

DIRECTOR



DIRECTORS

LIKWEL LIMITED

Name	Address	Start Date	End Date
HECTOR MILES	153 SIMEON ST, KITCHENER, ONTARIO, N2H 1S7	2022-10-19	

OFFICERS

LIKWEL LIMITED

Name	Title / Designation	Start Date	End Date
HECTOR MILES	PRESIDENT	2022-10-19	

SECURITIES REGISTER

LIKWEL LIMITED

Name	Address	Day of acquisition	No. of Shares	Share Class	Trans. Type	Complete or Partial
HECTOR MILES	153 SIMEON ST, KITCHENER, ONTARIO, N2H 1S7	2022-08-31	995000000	CLASS A	SHARE ISSUE	COMPLETE

SHAREHOLDERS

LIKWEL LIMITED

Name	Address	Day of acquisition	No. of Shares	Share Class	Trans. Type	Complete or Partial
HECTOR MILES	153 SIMEON ST, KITCHENER, ONTARIO, N2H 1S7	2022-10-19	995000000	CLASS A	SHARE ISSUE	COMPLETE