Articles of Association

of

RECASAS gGmbH

§ 1 Name and Registered Office of the Company

1. The company is named "RECASAS gGmbH."
2. The registered office of the company is in Berlin.

§ 2 Purpose and Objectives of the Company

1. The company exclusively and directly pursues charitable and benevolent purposes within the meaning of the section "Tax-Privileged Purposes" of the German Tax Code (Abgabenordnung). The company operates selflessly; it does not primarily pursue its own economic interests.
2. The charitable and benevolent purposes of the company are: a. The promotion of public health and welfare, particularly in the area of mental health; b. The promotion of art and culture; c. The promotion of education, public and vocational training; d. The altruistic support of persons within the meaning of § 53 of the Tax Code.

The company's objectives include the establishment and operation of shelters, meeting spaces, and protected workspaces for persons as defined in § 53 of the Tax Code.

3. The company's objectives are realized particularly through: a. The establishment and operation of shelters, meeting spaces, and protected workspaces for the general public and persons as defined in § 53 of the Tax Code, especially for individuals dependent on the help of others due to their mental or psychological condition. Qualified staff will provide supervision and support through voluntary discussions; b. The maintenance of art collections, fostering traditional songs and choral singing, and conducting workshops in visual arts, performing arts, literature, film, and music, along with the creation and maintenance of publishing opportunities (e.g., self-publishing) for individuals denied access due to their economic or personal circumstances, even if they do not meet the criteria of § 53 of the Tax Code; c. The establishment and operation of spaces for educational events in areas such as healthy nutrition (including cooking courses), acting, dance, writing (memoirs, drama, screenplays, novels), composing songs, playing musical instruments, film, visual arts, Chinese and Western medicine, classical psychological test theory (enabling members to collaborate with doctors on research), and further training for self-reliance and reintegration into the labor market, as well as the operation of a library; d. The establishment and maintenance of cultivation areas for self-sufficiency (vegetables, fruits, animal husbandry) and therapeutic purposes; e. The establishment and operation of spaces where meals are prepared and eaten together to reduce loneliness and foster

mutual support in healthy eating. People who are not part of the group defined in § 53 AO must at least pay the cost of meals; f. The establishment and maintenance of production facilities for books, data carriers, teas, etc., providing employment for the individuals mentioned in § 53 AO, enabling them to find themselves and alleviate their suffering.

4. The purposes outlined in the articles do not all need to be pursued simultaneously or to the same extent.
5. The company may operate its activities domestically and abroad, particularly by establishing branches and founding, acquiring, or participating in similar enterprises, provided this complies with regulations for charitable status.
6. If the company does not directly fulfill its tasks, it will engage auxiliary persons within the meaning of § 57 (1) Sentence 2 of the Tax Code to perform its tasks.

§ 3 Charitable Status

1. The company's funds may only be used for purposes outlined in the articles. Shareholders may not receive any dividends or other disbursements from the company's funds.
2. Shareholders receive, upon withdrawal, dissolution of the company, or loss of tax-privileged purposes, no more than their paid-in capital contributions and the fair value of their contributions in kind.
3. No individual may benefit from expenditures unrelated to the company's purpose or from disproportionately high compensation.
4. Upon dissolution of the company or loss of tax-privileged purposes, the company's assets, exceeding the paid-in capital contributions of the shareholders and the fair value of their contributions in kind, shall pass to a legal entity under public law or another tax-privileged entity to be used for the purposes defined in § 2 of these articles. The management will decide which entity will receive these assets.

§ 4 Share Capital and Shares

1. The company's share capital amounts to €25,000 (in words: twenty-five thousand euros).
2. Ms. Ingrid E. Johnson holds 25,000 shares (Nos. 1 to 25,000), each valued at €1.00.
3. Half of the contributions to the shares must be paid in cash immediately, with the remaining amount payable upon demand by the management.

§ 5 Company Bodies

The company has the following bodies: a. Management (§ 6), b. Shareholders' Meeting (§§ 7, 8), c. Advisory Board (§ 9).

§ 6 Management and Representation

1. The company may have one or more managing directors. If there is only one managing director, they represent the company alone. If multiple directors are appointed, the company is represented jointly by two managing directors or by one managing director together with a proxy holder.
2. Proxies may only be granted as collective proxies.

3. The shareholders' meeting may resolve to grant individual directors sole representation authority, restrict or expand their management authority, or release directors from restrictions under § 181 BGB.

§ 7 Shareholders' Meeting

1. Shareholders' meetings are convened as needed, but at least once annually, by the management or a shareholder. If multiple managing directors are appointed, each is entitled to convene the meeting.
2. Invitations to meetings are issued by simple letter to the shareholders, specifying the location, date, time, and agenda, with a notice period of at least three weeks for regular meetings and two weeks for extraordinary meetings. The notice period begins on the day following the dispatch of the invitation. The day of the meeting is not included in the calculation of the notice period.
3. Meetings are held at the company's registered office or, with the shareholders' agreement, at another venue specified in the invitation.
4. If minutes of the meeting are not notarized, a record of the meeting must be prepared for evidentiary purposes (not as a validity requirement). The minutes should include the location, date, participants, agenda items, key content of discussions, and resolutions.

§ 8 Shareholders' Resolutions

1. Resolutions are passed in the shareholders' meeting by a simple majority of votes cast unless otherwise required by law or the articles. The provision of § 47 (4) GmbHG does not apply unless legally mandated.
2. Each euro of a share represents one vote. Votes must be cast uniformly.
3. The shareholders' meeting is responsible for decisions on: a. The management/annual report, b. Approval of the annual financial statements, c. Use of the annual surplus in accordance with the rules for charitable status, d. Discharge of the managing directors, e. Appointment of the auditor, f. Assertion of claims for damages against the management, g. Approval of the sale, transfer, pledging, or encumbrance of shares, and the admission of new shareholders, h. Amendments to the articles of association, i. Dissolution of the company, j. Approval of investments in other companies.

§ 9 Advisory Board

1. Shareholders may establish an advisory board consisting of at least two individuals.
2. The advisory board advises the management.
3. Members of the advisory board represent the company publicly.
4. The advisory board has the right to inspect company documents and ensure proper use of the company's assets.
5. Advisory board members may receive remuneration.
6. The advisory board may adopt rules of procedure, subject to shareholder approval.

§ 10 Amendments to the Articles, Capital Changes, and Liquidation

Amendments to the articles, capital increases or reductions, liquidation, or restructuring require approval by at least 75% of the votes cast.

§ 11 Compensation Upon Withdrawal

Withdrawing shareholders are entitled to compensation corresponding to their share of the company's value. However, this is capped at the amount of their paid-in contributions or the fair value of their contributions in kind (see § 3(2)).

§ 12 Duration and Termination of the Company

1. The company is established for an indefinite period.
2. The company may be terminated with six months' notice to the end of a calendar year.

§ 13 Preemptive Rights

1. If a shareholder sells all or part of their shares, the other shareholders have a preemptive right.
2. The preemptive right is allocated proportionally to the nominal value of the shareholders' shares. If a shareholder does not exercise their right in time, the remaining rights are distributed among the other shareholders proportionally.

§ 14 Redemption (Withdrawal) of Shares

1. Shares may be redeemed with the shareholder's consent.
2. Shares may be redeemed without the shareholder's consent if: a. A creditor enforces a claim against the shares, and the enforcement is not lifted within two months or before the sale of the shares, b. Insolvency proceedings are initiated against the shareholder's assets or rejected for lack of funds, or the shareholder declares their financial statement under oath, c. The shareholder's behavior justifies their exclusion, d. The shareholder, also serving as managing director, exhibits behavior justifying extraordinary dismissal, e. The shareholder files for dissolution or declares withdrawal from the company.
3. If a share is jointly owned by multiple persons, redemption is permissible if any of the above conditions apply to one co-owner.
4. Redemption must be exercised within three months of the shareholders becoming aware of the grounds for redemption. It requires a unanimous shareholders' resolution, excluding the affected shareholder, and is declared by the management.
5. Redemption is compensated as outlined in § 11.

§ 15 Transfer Demand Instead of Redemption

1. Where share redemption is permissible, the company may alternatively require the shareholder to transfer their shares to the company or a designated person (which may include another shareholder). The transfer may also include partial redemption with the remaining portion being transferred.

2. If the company demands a share transfer instead of redemption, the provisions of § 13(4) apply, with the amendment that: a. The shareholders' resolution must be unanimous, b. Compensation for the transferred shares is owed by the acquirer, and the company guarantees payment as a surety waiving preliminary objection to enforcement.

§ 16 Announcements

Announcements by the company are made exclusively in the electronic Federal Gazette or its official successor.

§ 17 Final Provisions

1. The provisions of the German Limited Liability Companies Act (GmbHG) and §§ 51 et seq. of the Tax Code supplement these articles.
2. Should individual provisions of these articles be invalid, void, or contestable, the validity of the remaining provisions remains unaffected. The invalid provision shall be replaced or supplemented to achieve the intended purpose within the framework of legal requirements.
3. The company will cover incorporation costs (notary fees, commercial register fees, publication costs, and advisory fees) up to €2,500. Any remaining costs will be borne by the shareholders proportionally to their shares.

Certification Pursuant to § 54 (1) Sentence 2 GmbHG

The amended provisions correspond to the resolution of January 26, 2023 (file no. 59/2023G of the acting notary) regarding amendments to the articles and the unchanged provisions match the most recent complete version submitted to the commercial register.

Berlin, January 26, 2023

Signed, Gregor

Notary