

CERTIFIED TRUE COPY

I hereby certify that this is a true copy of the original document, seen and verified by me

Dated: 21/03/24

Signed:

Kelly C. Behr

Designation: Lawyer

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Amendment of the articles of
Centrum Global B.V.

Upon this twenty-fifth day of March of the year two thousand twenty, _____
appeared before me, Fanny Joan Cloose-Fung-A-Loi, LL.M., a civil law _____
notary, officiating in Curaçao: _____

Mrs. Mandy Ann Beaujon-Berends, LL.M., a junior civil law notary, _____
residing in Curaçao, with office address at Neptunusweg 52, born in _____
Curaçao on December 6th, 1979. _____

The appearer declared that on March 24th, 2020 the general meeting of _____
shareholders of the private company with limited liability "**Centrum Global** _____
B.V.", established in Curaçao, with office address Emancipatie Boulevard _____
Dominico F. "Don" Martina 29, registered at the Commercial Register of the _____
Curaçao Chamber of Commerce & Industry with number 127046, has _____
resolved to change the articles of incorporation of said company in the way _____
as stated hereinafter, and by which resolution the appearer was authorized _____
to execute said resolution. _____

Said resolution appears from a copy that is attached to this deed. _____
The appearer, acting as aforesaid, declared to change the articles of _____
incorporation of **Centrum Global B.V.** in such a way that they will read as _____
follows: _____

Name and Registered Office _____

Article 1 _____

1. The company bears the name: "**Centrum Global B.V.**" and is _____
established in Curaçao. _____
In foreign trade the company may use instead of the abbreviation "B.V." _____
in Spanish the abbreviation "S.R.L." and in English the abbreviation _____
"Ltd.". _____
2. The registered office of the company is located in Curaçao. _____
3. The company has been incorporated for an indefinite period of time. _____

Object _____

Article 2 _____

1. The object of the company is to organize, market, promote, manage, _____
support and operate all types of remote gaming activities, comprising all _____
types of games, betting and other operation of betting exchange, _____
interactive casinos, bingos, lotteries and other interactive games. _____
2. The company shall be considered a transparent company as meant in _____
the General Landordinance Taxes of the country (in Dutch: "Algemene _____
Landsverordening Landsbelastingen"). _____

Capital and Shares _____

Article 3 _____

1. The capital of the company consists of shares with a par value of one—
United States Dollar (USD. 1.00) each. _____
2. All shares shall be registered by name and shall be numbered from 1. —
3. Share certificates shall be issued on request of a shareholder. _____
4. The company cannot issue bonds and debentures to bearer. _____
5. Bearer shares are not allowed. _____

Corporate Agreement

Article 4

The company is authorized to enter into a corporate agreement as meant in article 2:227 of the Civil Code. _____

Article 5

1. a. Shares (including the granting of rights to acquire shares) shall be—
issued pursuant to a resolution of the general meeting of _____
shareholders, hereafter referred to in these articles as the "general —
meeting", by a deed signed by the company and the acquirer of the—
shares. _____
- b. The general meeting shall determine both the rate and the conditions
for issue in accordance with these articles. _____
2. Each shareholder shall have a preferential right of subscription to any—
issue of shares pro rata to the total amount of his shares. A preferential —
right of subscription shall not be assignable. _____

Article 6

Each share shall be issued only against full payment of the nominal value of such share. _____

Register of Shares

Article 7

1. The board of managing directors shall keep a register of shares in which the names and addresses of all the shareholders shall be entered—
together with the date on which the shareholder's acquired the shares, —
the date of acknowledgement or service, the paid up value of each share
as well whether or not a share certificate has been issued. The register —
shall be regularly maintained. _____
2. The register shall also contain the names and addresses of the persons—
who possess a usufructuary right in respect of shares or a pledge of —
shares, together with the date on which the such right or pledge was —
acquired and the date of acknowledgement or service; _____
3. In respect of any person entered in the register as possessing a —
usufructuary right in respect of shares or a pledge of shares, the register
shall specify which person is entitled to vote on the shares. _____
4. Each grant of release from liability in respect of a current shortfall on the—
full payment of shares as well as, in respect of the grant of a release —
from liability for a call for payment of shares, the date of the release, —
shall be entered in the register of shares. _____
5. Every person entered in the register of shares is obliged to ensure that—
the company is in possession of his address. _____

6. The board of managing directors shall issue upon request to every — person entered in the register of shares a share certificate or an extract — from the register of shares pertaining to that person's rights in respect of shares. If a usufructuary right in respect of shares or pledge exists the — extract shall specify the information referred to in paragraph 3 above. —
7. The board of managing directors shall keep the register of shares at the — office of the company for inspection by shareholders. —
8. The board of managing directors shall also keep a register in which all — names and addresses of all ultimate beneficial owners, who own an — interest of ten per cent (10%) or more in the company, are registered. —

Right of use/pledge

Article 8

A usufructuary right or a pledge may be established on shares. —

Joint property

Article 9

Where shares, including restricted rights thereto, are held jointly the — partners may choose to be represented in dealings with the company by not more than one person communicated to the company in writing. —

Acquisition of own shares

Article 10

1. The acquisition by the company of shares in its capital that have not — been fully paid up shall be void. —
2. Fully paid up shares in the company may be acquired by the company — only where all the following provisions have been met : —
 - a. the resolution to acquire fully paid up shares in the company shall be taken by the general meeting; —
 - b. the equity of the company, less the acquisition price, is at least equal to the nominal capital; —
 - c. after the acquisition of the shares by the company at least one (1) — share shall remain outstanding with others than the company itself. —
3. The general meeting has the power to resolve to cancel one or more — shares of the company held in its own capital. —
4. The general meeting has the power to resolve to wholly or partially pay — back to the shareholders the amount of the paid in capital or to exempt — the shareholders from their obligation to pay up the shares, provided that after such repayment or exemption the equity of the company is at least — equal to the nominal value of the issued capital. —

Transfer of Shares

Article 11

1. A transfer of shares or of a restricted right thereto requires a deed of — transfer, which transfer shall be recognised by the company or served by a bailiff on the company. —
2. In case a share certificate has been issued, the transfer shall be — endorsed on the share certificate and shall be recognised by the — company on the same certificate or by written recognition of the transfer — to the acquirer of the shares. The managing board may decide that the —

share certificate be handed over to the company and to issue new share certificate(s) to the acquirer(s).

Restrictions of transfer

Article 12

The shareholder, who wishes to alienate one (1) or more of his shares, is obliged to alienate those shares only to a fellow-shareholder or to a person, who has given a written statement to the managing board that he agrees to the treatment of the company as a partnership (in Dutch "*maatschap*") as meant in the General Landordinance Taxes ("*Algemene Landsverordening Landsbelastingen*").

Special duty of notification

Article 13

In the event of the death, grant of suspension of payment, bankruptcy, guardianship or dissolution of the matrimonial property regime of a shareholder otherwise than upon death, as well as upon the dissolution of a legal person being a shareholder and where a legal person being a shareholder ceases to exist in consequence of a legal merger, the shareholder and/or his successors is/are under the obligation to inform the company about these events and about any other comparable or related events of which the shareholder and/or his/its successor(s) should reasonably understand that these must be communicated to the company.

Management of the company

Article 14

1. The management of the company shall be borne by the board of managing directors which shall consist of one (1) or more managing directors. Legal entities may also act as managing directors.
2. Managing directors shall be appointed by the general meeting which may, at any time, suspend or remove them.
3. The remuneration and other conditions of appointment shall be set by the general meeting for each managing director individually.
4. In the event of the absence or non-appearance of a managing director the remaining managing director(s) remain charged with the management of the company. In the event of the absence or non-appearance of every managing director the general meeting shall appoint one or more persons who shall be charged with temporary management of the company. Every shareholder shall be entitled to convene such general meeting.

Representation

Article 15

1. The authority to represent the company shall vest in every managing director individually.
2. In case of legal actions with or legal procedures against a managing director and in case of conflicting interests between the company and a managing director, this managing director is under the obligation to inform the general meeting about the intended action or procedure in order to enable the general meeting to designate a person (who may be

the managing director concerned) to represent the company with regard—
to the intended action or procedure. _____

Annual accounts

Article 16

1. The financial year for the company shall be the calendar year. _____
2. The board of managing directors shall prepare annually, within a period —
of eight (8) months from the end of the company's financial year, save —
where such period is extended by a maximum period of four (4) months —
by the general meeting by reason of special circumstances, annual —
accounts, which shall be made available for inspection by the —
shareholders at the office of the company. The annual accounts consist —
of a balance sheet, profit and loss account and an explanatory statement
to these documents. _____
The annual accounts shall be signed by each managing director. _____
If one or more signatures is absent that fact shall be stated together with
the reason therefore. _____
3. The company shall ensure that the annual accounts drawn up, the —
annual report are available at its registered office from the day of the —
notice convening the general meeting convened to consider those —
documents. Shareholders may there inspect the documents and obtain a
copy free of charge. _____

Approval of the annual accounts

Article 17

1. The annual accounts shall be approved by the general meeting. _____
The annual report shall be drawn up by the board of managing directors.
2. Approval of the annual accounts without reservation by the general —
meeting operates to discharge the board of managing directors for its —
management during the preceding financial year. _____

Disposal of profits

Article 18

1. Profits shall be at the unfettered disposal of the general meeting. _____
Each share is equally entitled to the profits to be distributed. _____
2. The company may distribute the profits available for distribution to the —
shareholders and other persons with a claim to such profits only to the —
extent that the amount of the equity of the company after such —
distribution is at least equal to the nominal capital. _____
3. Any distribution of profits shall be made after approval of the annual —
accounts from which it appears that any such distribution is permitted. —
4. Shares held by the company in its own capital shall not be included in —
computing the distribution of profits, unless such shares are subject to a —
right of usufruct or registered depository receipts for such shares have —
been issued. _____
5. The board of managing directors shall not make an interim distribution of
profits unless the provision of paragraph 2 has been satisfied. _____

Dividends

Article 19

The dividend paid on shares may be claimed by the shareholder one (1) month after approval of the annual accounts unless the general meeting determines another period.

The General Meeting of Shareholders

Article 20

1. General meetings of shareholders shall be held in Curaçao.
2. A general meeting shall be held annually within a period not exceeding nine (9) months from the end of the company's financial year. The following shall be treated during that meeting:
 - a. the annual accounts;
 - b. proposals placed on the agenda by the board of managing directors or by one or more shareholders. Proposals by shareholders or other persons with the right to vote on shares must be submitted in writing, with an explanatory note, to the board of managing directors before the notice convening the meeting is sent;
 - c. the designation of a person meant in paragraph 4 of article 14 of these articles of incorporation;
 - d. any other business, on the understanding that no legally valid resolutions may be passed in respect of business not specified in the notice convening the meeting as being on the agenda, or in any supplementary convening notice sent within the period set for giving notice convening the meeting, unless the resolution is passed unanimously at a meeting attended by every shareholder and any other person who has a right to vote on shares, or at which such persons are represented.
3. In respect of a decision establishing a period of extension within the meaning of Article 16 paragraph 2 above the annual accounts and annual report shall be treated in conformity with that decision.
4. General meetings shall be held as frequently as the board of managing directors convene them. The board of managing directors shall be obliged to convene a general meeting when requested in writing with a detailed explanation of the business to be considered by one or more shareholders.

Convening the General Meeting

Article 21

1. Each shareholder and each managing director is entitled to attend, either in person or by written proxy, the general meeting and to address the meeting.
Shares for which no votes may be cast shall not be taken into account in determining to what extent a shareholder is present or represented.
2. Managing directors and shareholders and the persons who have a right to vote on shares shall be summoned to a general meeting by written notice specifying a period of summons of at least five (5) days, excluding the day of despatch and the day of receipt. The convening notice shall be sent to the addresses of the shareholders and the persons who have a right to vote on shares entered in the register of shareholders. In case —

the address of one or more shareholders is not known, the convocation — must be published in the official gazette of Curaçao. —

3. Without prejudice to the statutory provisions or the law relating to special decisions such as those in respect of legal merger and amendment of — the articles of association, the convening notice shall state the business — to be considered. —
4. If the requirements of the paragraphs 2 and 3 of this article were not met no legally valid resolutions may be passed except unanimously at a — meeting attended by every shareholder and other persons with the right — to vote on shares or at which such persons are represented. —
5. A managing director is authorised to be present at the general meeting — and as such he has a consultative voice. —

Chairing the General Meeting

Article 22

1. The general meeting shall be chaired by a person designated as — chairman by the general meeting. The minutes of the business — transacted at the general meeting shall be kept by the secretary — appointed by the general meeting. —
2. The board of managing directors shall be empowered to order that a — notarial report of the business transacted at the general meeting shall be executed, the costs thereof to be borne by the company. —
3. If a notarial report is not executed, the minutes of the business — transacted at the general meeting shall be signed by the chairman and — by the secretary who took the minutes during that meeting as complete — and final. —
4. The board of managing directors shall keep the minutes of the general — meeting for a period of at least ten (10) years at the office of the company for inspection by any shareholder or any other person who has a right of — pledge or a usufructuary right on shares, at whose request a copy of — such minutes shall be issued at not more than cost price. —

Passing of resolutions

Article 23

1. Each share shall entitle the shareholder to cast one (1) vote. —
2. The resolutions of the general meeting shall be passed by an absolute — majority of the votes cast, except in those cases where a greater — majority is required by these articles or by the law. —
3. Votes shall be cast verbally in respect of business other than persons; — votes cast in respect of persons shall be in writing and unsigned. If a — ballot in respect of persons fails to secure an absolute majority a second ballot shall be held between the two (2) persons for whom the most — votes were cast at the first ballot. —
4. If a vote in respect of business other than persons results in a tie the — board of managing directors shall have the decisive vote. —
If a vote in respect of persons results in a tie the proposal shall be — determined by the drawing of lots. —
5. Blank votes shall be deemed not to have been cast. —

6. No vote may be cast at the general meeting for a share held by the company.

Shares which by virtue of the above possess no voting rights shall not be taken into account in determining to what extent capital is represented at the general meeting.

Passing of resolutions other than in a general meeting

Article 24

Any resolution that may be passed in a shareholders meeting may also be taken outside such meeting. All persons entitled to attend the meeting shall receive in due time a message with regard to the intended passing of resolutions without a meeting being held and they should consent thereto.

Special resolutions

Article 25

1. A resolution to amend these articles or to wind up the company shall be passed only in a general meeting at which a minimum of two thirds (2/3) of the nominal capital is represented and by a majority of not less than three quarters (3/4) of the votes cast.
2. If the capital referred to in the preceding paragraph is not represented another meeting shall be convened and shall be held within one (1) month but not earlier than fifteen (15) days of the first meeting at which and without reference to the capital there represented the resolution to amend the articles of incorporation or to dissolve the company may be passed by a majority of not less than three quarters (3/4) of the votes cast, while the resolutions to merge shall be taken with unanimous vote. The notice convening this meeting shall state that it is a second meeting.

Convening notices and other notices

Article 26

1. Convening notices and other notices sent by or to the company shall be in writing sent by mail, whether or not recorded, telefax or by e-mail. Messages intended for shareholders shall be sent to the address known to the company.
2. Notices that by virtue of law or the articles of association must be sent to the general meeting may be effected by inclusion in the notice convening the general meeting.

Dissolution

Article 27

1. Liquidation of the company upon its winding up shall be done by the board of managing directors, unless the general meeting determines otherwise.
2. These articles shall, as far as possible, remain in force during the liquidation. The provisions relating to managing directors shall apply to the liquidators.
3. Any credit balance in the liquidation account remaining after satisfaction of creditors shall be distributed to the shareholders pro rata to the shares held by each shareholder.

4. The company shall continue to exist after winding up to the extent that —
such continued existence shall be required for the purposes of —
liquidating the assets of the company only. —

Final Provision —

Article 28 —

Any powers not conferred on other persons shall, within the limits set by law
and these articles, be vested in the general meeting. —

The appearer is known to me, civil law notary. —

WHEREUPON THIS DEED is drawn up in one original in Curaçao on the —
date specified in the head of this deed. —

The substantive contents of this deed having been communicated to the —
appearer, he/she has agreed to have been informed of the contents of this —
deed and declined a full reading thereof. —

Following an abridged reading, this deed is without further delay signed by —
the appearer and by me, civil law notary. —

(Signed:)

ISSUED FOR TRUE COPY:



A handwritten signature in black ink, consisting of a series of loops and a long horizontal stroke at the end.