

**STATE OF DELAWARE**  
**CERTIFICATE OF AMENDMENT**  
**OF CERTIFICATE OF INCORPORATION**

The corporation (the Corporation) organized and existing under and by virtue of the General Corporation Law of the State of Delaware (the DGCL) does hereby certify:

**FIRST:** That at a meeting of the Board of Directors of MASSACHUSETTS INSTITUTE OF MATHEMATICS, INC., to be renamed MURAKAMI FOUNDATION, resolutions were duly adopted setting forth a proposed amendment of the Certificate of Incorporation of said corporation, declaring said amendment to be advisable and calling a meeting of the stockholders of said corporation for consideration thereof. The resolution setting forth the proposed amendment is as follows:

**RESOLVED**, that the Certificate of Incorporation of this corporation be amended by changing the Article numbered **FIRST** so that, as amended, said Article shall read as follows:

**FIRST:** The name of the Corporation is Murakami Foundation.

**RESOLVED**, that the Certificate of Incorporation of this corporation be amended by changing the Article numbered **EIGHTH** so that, as amended, said Article shall read as follows:

**EIGHTH:** The Corporation is organized for the purpose of engaging in any lawful act or activity for which corporations may be organized under the DGCL.

Without limiting the generality of the foregoing, the Corporation is specifically organized to function as an intellectual property and intangible asset management company for New York General Group, Inc., a Delaware corporation (“NYGG”), and for its subsidiaries, affiliates, successors, and assigns.

The Corporation shall have the power to:

- (1) acquire, receive, own, hold, control, manage, administer, maintain, protect, and dispose of intellectual property and intangible assets of every kind and description, whether now known or hereafter devised;
- (2) hold such assets as a centralized asset-holding and asset-management entity, including assets contributed to the Corporation by NYGG through capital contributions, asset transfers, assignments, licenses, mergers, reorganizations, or other lawful transactions;
- (3) segregate, consolidate, structure, and internally allocate such assets for purposes of legal protection, operational efficiency, risk management, valuation, licensing, commercialization, and monetization.

For purposes of this Certificate, “intellectual property and intangible assets” shall include, without limitation:

- copyrights and copyrightable works;
- patents, patent applications, inventions, and discoveries;
- trademarks, service marks, trade dress, and goodwill;
- trade secrets and confidential information;
- algorithms, mathematical models, AI models, machine learning systems, neural networks, datasets, training data, weights, parameters, and related documentation;
- software, source code, object code, firmware, APIs, and platforms;
- databases, data rights, and data-derived products;
- licenses, sublicenses, contractual rights, and derivative works;
- all proceeds, income, royalties, enhancements, improvements, and derivative assets arising therefrom.

**RESOLVED**, that the Certificate of Incorporation of this corporation be amended by changing the Article numbered **NINTH** so that, as amended, said Article shall read as follows:

**NINTH**: The Corporation shall serve as a dedicated asset and intellectual property management entity for NYGG. In such capacity, the Corporation may manage assets for the benefit of NYGG, its shareholders, or other designated beneficiaries, subject to contractual arrangements approved by the Board of Directors.

NYGG may contribute intellectual property or other assets to the Corporation as consideration in kind, including as capital contributions, paid-in surplus, or pursuant to asset transfer agreements. The Corporation may accept such contributions on such terms as determined by its Board of Directors.

The Corporation shall maintain its separate corporate existence, books, records, and governance, notwithstanding its role as an asset management company for NYGG.

**RESOLVED**, that the Certificate of Incorporation of this corporation be amended by changing the Article numbered **TENTH** so that, as amended, said Article shall read as follows:

**TENTH**: Shares of the Corporation may be issued for any consideration permitted by the DGCL, including, without limitation:

- cash;
- tangible or intangible property;
- intellectual property;
- services rendered;
- contractual rights or obligations assumed or satisfied.

In the event that shares are issued in exchange for non-cash consideration, including intellectual property contributed by NYGG, the value of such consideration shall be determined by the Board of Directors.

The Board of Directors is expressly authorized to adopt, utilize, and rely upon artificial intelligence-based valuation systems, including machine learning models, algorithmic valuation frameworks, data-driven methodologies, and automated analytical tools, as the primary means of valuation.

The Board of Directors may, in its discretion, supplement such AI-based valuation with opinions, reports, or reviews from qualified human experts, including legal, financial, technical, or industry specialists, where the Board determines such supplementation to be appropriate or prudent.

The determination by the Board of Directors as to the value of non-cash consideration:

- (1) shall be made in good faith;
- (2) shall be final, conclusive, and binding to the fullest extent permitted by the DGCL; and
- (3) shall be deemed to satisfy the requirements of Section 152 of the DGCL and related provisions.

**RESOLVED**, that the Certificate of Incorporation of this corporation be amended by adding Article numbered **ELEVENTH** so that, as added, said Article shall read as follows:

**ELEVENTH:** Pursuant to Section 152 of the DGCL, the Corporation has issued 10,000 shares (Issued Shares) of Common Stock to New York General Group, Inc., a Delaware corporation, in consideration for the transfer and contribution of the following intellectual property, valued at Five Hundred Eighteen Billion One Hundred Twenty Million U.S. Dollars (US\$518,120,000,000), as determined by independent third-party artificial intelligence valuations and based on independent expert opinions:

- WORLD SYSTEM ON THE BASIS OF BIDIRECTIONAL ENCODER REPRESENTATIONS FROM TRANSFORMERS (BERT), CATEGORICAL NETWORK (CN) AND POINT-VOXEL CONVOLUTIONAL NEURAL NETWORK (POINT-VOXEL CNN)
- CABLE-HYBRID CALIBRATING COLLABORATIVE ROBOT WITH SELF-CALIBRATION SYSTEM AND DUAL TENSION MONITORING
- SYSTEM AND METHOD FOR IMPLEMENTING A META-ADAPTIVE REASONING ARCHITECTURE WITH DUAL-PATHWAY PROCESSING AND DYNAMIC COMPUTE ALLOCATION IN ARTIFICIAL INTELLIGENCE APPLICATIONS
- CATALYTIC QUANTUM COMPUTER SYSTEM AND METHOD FOR HIGH-FIDELITY QUANTUM STATE MANIPULATION UTILIZING ASYMPTOTIC EQUIVALENCE

- QUANTUM-RESONANT GERMANIUM-SILICON-VANADIUM HETEROSTRUCTURE SYSTEM WITH ENHANCED SPIN-PHOTON COUPLING AND METHOD OF MANUFACTURE FOR SCALABLE QUANTUM COMPUTING ARCHITECTURES
- PROGRAMMABLE MULTI-MODAL ENGINEERED VIRUS-LIKE PARTICLE ARRAYS (PMeVA)
- CRISPECTOR - COMPREHENSIVE GENOME EDITING ANALYSIS SYSTEM
- ADVANCED 5H-SILICON CARBIDE-TITANIUM HETEROATOMIC SEMICONDUCTOR MATERIAL WITH ENHANCED QUANTUM CONFINEMENT EFFECTS AND PRECISION MANUFACTURING METHOD UTILIZING MODIFIED HALIDE CHEMICAL VAPOR DEPOSITION WITH TRIPLE-PIPE QUANTUM CONFINEMENT ARCHITECTURE
- BIOMIMETIC PHASE-SEPARATING ADHESIVE COPOLYMER SYSTEM WITH CONTROLLED GELATION AND METHODS OF MANUFACTURE THEREOF
- NOVEL S-PROPIONAMIDE-LINCOSAMIDE DERIVATIVES AND ANALOGS, ENGINEERED ENZYMES FOR THEIR BIOSYNTHESIS, PHARMACEUTICAL COMPOSITIONS, AND METHODS OF TREATMENT
- GLYCOSYNTH-X
- ADAPTIVE MULTI-ZONE STABILIZATION TOKAMAK (AMZST) FOR ENHANCED NUCLEAR FUSION CONTROL
- ADVANCED REVERSED-SHEAR ZONAL-STABILIZED TOKAMAK (ARSZT) SYSTEM AND METHOD FOR ENHANCED NUCLEAR FUSION UTILIZING PRECISELY CONTROLLED ZONAL FIELD INTERACTIONS AND SOPHISTICATED ELECTROMAGNETIC CONFIGURATIONS
- HELICAL SYMMETRIC STELLARATOR WITH OPTIMIZED TARGET SYSTEM (HSSOT) FOR NUCLEAR FUSION ENERGY GENERATION
- ADVANCED ELECTROMAGNETIC LIQUID LITHIUM COMPRESSION SYSTEM AND METHOD FOR CONTROLLED NUCLEAR FUSION UTILIZING OPTIMIZED SPHERICAL TOKAMAK CONFIGURATIONS WITH INTEGRATED STABILITY CONTROL
- ADVANCED TURBULENCE-OPTIMIZED TOKAMAK (ATOT) REACTOR WITH INTEGRATED MULTI-ZONE PROFILE CONTROL SYSTEM AND METHODS FOR HIGH-PERFORMANCE FUSION PLASMA CONTAINMENT
- HIGH-DENSITY HELICAL TOKAMAK USING DYNAMIC MAGNETIC FIELD SHAPING (動的磁場整形を用いた高密度ヘリカル型トカマク)
- TEMPERATURE-MODULATED TUNGSTEN-MATRIX FUSION REACTOR WITH ADVANCED DEUTERIUM RETENTION CONTROL SYSTEM AND METHODS THEREOF
- HELICAL TRIPLE-SHELL DIVERTOR NUCLEAR FUSION REACTOR (HELICON)
- ADVANCED VARIABLE-GEOMETRY OPTIMIZED TOKAMAK (VGOT) NUCLEAR FUSION REACTOR WITH DYNAMIC PLASMA SHAPE CONTROL, AUTOMATED SAWTOOTH OSCILLATION MANAGEMENT, AND INTEGRATED STABILITY SYSTEMS
- ATOMIC-SCALE MAGNETIC RESONANCE MICROSCOPY (ASMRM) SYSTEM AND METHOD FOR THREE-DIMENSIONAL MAPPING OF MAGNETIC FIELDS WITH SUB-ANGSTROM RESOLUTION AND ELEMENT-SPECIFIC CONTRAST

- MULTIMODAL SENSORY PROSTHETIC HAND SYSTEM WITH NEURAL FIELD PROCESSING AND ADVANCED TACTILE-VISUAL FUSION
- MULTI-MODULAR ASSEMBLY SUPPORT VEHICLE (MASV) FOR AUTOMATED ON-ORBIT TELESCOPE ASSEMBLY
- SELF-REPLICATING SPACECRAFT (自己複製宇宙機)

The preceding intellectual property assets are representative items extracted from the broader portfolio of intellectual property contributed by NYGG to the Corporation and are not intended to constitute an exhaustive list thereof. The Contributed IP shall include, without limitation, all intellectual property rights, technologies, know-how, trade secrets, and associated assets actually transferred to the Corporation pursuant to the applicable contribution and assignment agreements, whether or not individually identified.

The consideration has been fully received by the Corporation, and the shares are deemed fully paid and nonassessable.

The valuation report can be seen at: <https://www.newyorkgeneralgroup.com/newyorkgeneralgroupstakeholderrelations>.

**RESOLVED**, that the Certificate of Incorporation of this corporation be amended by adding Article numbered **TWELFTH** so that, as added, said Article shall read as follows:

**TWELFTH:** The issuance of the Issued Shares to NYGG in exchange for the Contributed IP, as described herein, has been authorized by the Board and approved in accordance with, and in full compliance with, all applicable provisions of the DGCL, including without limitation Sections 152 and 157 thereof. The Board has duly determined the value of the Contributed IP and the adequacy of the consideration received, and such determination shall be conclusive for all purposes under the DGCL. The Contributed IP has been fully delivered to the Corporation as consideration, and the Issued Shares are validly issued, fully paid and nonassessable as of the Effective Date.

**RESOLVED**, that the Certificate of Incorporation of this corporation be amended by adding Article numbered **THIRTEENTH** so that, as added, said Article shall read as follows:

**THIRTEENTH:** Upon the issuance of the Issued Shares pursuant to Article **ELEVENTH** hereof, the aggregate stated capital of the Corporation shall be Five Hundred Eighteen Billion One Hundred Twenty Million U.S. Dollars (US\$518,120,000,000), representing the fair value of the consideration received in the form of the Contributed IP as determined by the Board in accordance with the DGCL. Such amount constitutes the capital of the Corporation as of the Effective Date for all purposes under the DGCL.

**SECOND:** That said amendment was duly adopted in accordance with the provisions of Section

242 of the General Corporation Law of the State of Delaware.

IN WITNESS THEREOF, said MASSACHUSETTS INSTITUTE OF MATHEMATICS, INC., has caused this certificate to be signed by its President on this January 6, 2026.

By:   
President

Yu Murakami  
Print Name