Company Constitution

Version 2 | Foundational Principles

FOR REVIEW

Capitalization context: $4,000,000 working raise

Prepared August 21, 2026

Why We Exist

The music industry does not suffer from a shortage of talent. It suffers from a shortage of trusted infrastructure around talent.

Exceptional artists are routinely asked to trade ownership for access, independence for capital, and creative control for opportunity. Technology has made music easier to manufacture while making authentic human talent harder to identify. The traditional record label model has become increasingly misaligned with the people it was originally built to serve.

We exist to build the next evolution.

We identify exceptional human performers, help create outstanding music quickly and authentically, and build the pathway from recorded work to paying audiences and meaningful live performance.

Company-Funded Artist Partnerships

The Company invests its own capital into selected artists and participates transparently in the commercial value it helps create.

Commercial Artist Partnerships

Artists, managers, labels, or other professional partners can engage the Company's creative, production, development, and live-performance infrastructure on a fee-paying basis without automatically entering the Company's investment economics.

Both relationships operate under the same ethical and creative standards.

> **We do not exist to own artists. We exist to make artists valuable, knowledgeable, independent, profitable, and difficult to ignore.**

1. HUMAN FIRST

We invest in and work with human ability.

Our primary interest is not follower count, production tricks, algorithms, manufactured virality, or an artist's ability to finance their own career.

We look for people who can genuinely perform.

Sing.

Play.

Write.

Rap.

Produce.

Communicate.

Command a room.

Technology may support that talent, but it must never become a substitute for it.

AI may be used fractionally and transparently where appropriate, with the artist's knowledge and consent.

It will not be used as an undisclosed end-to-end replacement for musicianship, performance, voice, likeness, or creative identity.

> **The technology serves the artist. The artist does not exist to legitimize the technology.**

2. ARTIST OWNERSHIP

The artist owns the career we are helping build.

Artists retain their name, likeness, identity, and meaningful ownership of their intellectual property.

For Company-funded recordings, the artist can retain ownership of the master while granting the Company defined commercial rights necessary to develop, distribute, exploit, recoup, and earn an appropriate return from its investment.

Publishing participation should be transparent, limited, and appropriate to the Company's actual contribution.

Commercial Artist Partners who finance their own work do not automatically grant the Company investment-style participation simply because they access the Company's infrastructure.

We do not require ownership simply because we have negotiating leverage.

> **Our business model must work because we create value, not because we capture everything surrounding it.**

3. THE STAGE IS THE DESTINATION

A release is not the finish line.

Recorded music establishes identity.

Marketing creates awareness.

Audience development creates demand.

Live performance converts that demand into a career.

Our production and development process therefore begins with the eventual stage in mind.

We develop artists who can become working performers, earn meaningful income, sell tickets, move through progressively larger venues, reach festivals, build merchandise businesses, create commercial partnerships, and ultimately sustain themselves through music.

We will not promise stardom.

We will build the infrastructure from which stardom can emerge.

> **Our fundamental commercial objective is to help exceptional artists become profitable working artists.**

4. TWO PATHWAYS, ONE STANDARD

Company-Funded Artist Partnership

The Company identifies an artist in whom it has sufficient conviction to deploy its own capital.

The artist does not pay the Company upfront for the funded development program.

The Company assumes meaningful financial risk and receives defined participation in the resulting revenue.

Commercial Artist Partnership

An artist, manager, label, or other third party pays the Company directly for defined services.

These services can include:

production
executive production
mixing and mastering oversight
artist development
musical direction
live-show development
creative strategy
release strategy
quality control
commercial strategy
Commercial Artists can later become candidates for Company investment if the working relationship produces sufficient evidence to justify capital deployment.

> **Professional Service -> Relationship -> Evidence -> Investment Decision**

The Company should never invest simply because an artist wants investment.

> **Capital is earned through conviction and evidence.**

5. TRANSPARENT ECONOMICS

There will be no smoke and mirrors.

Artists should understand:

what we invested

what they paid, where applicable
what was spent
what revenue was generated
what expenses were deducted
what the Company earned
what was applied toward recoupment
what remains unrecouped
what the artist is being paid
what happens economically at the next milestone

For Company-funded artists, the artist earns while the Company recoups.

As the Company's investment is recovered and its agreed return is achieved, the artist's economics improve.

Success should give artists greater freedom, not greater captivity.

Our participation should correspond to our investment, risk, relationships, and contribution.

If we did not help create the value, we should not automatically be entitled to it.

6. PROFESSIONAL SAFETY

Access to opportunity must never depend on personal vulnerability.

An artist should never believe that they must be alone in a room with a producer, executive, investor, or other industry professional in order to advance their career.

Our production infrastructure can operate:

in person
remotely
or through a hybrid model

Artists may work from environments in which they feel comfortable.

They may involve managers, representatives, collaborators, or trusted people in the process where appropriate.

Professional standards apply equally to artists, employees, producers, executives, contractors, and partners.

No sexual coercion.
No intimidation.
No exploitation of access.
No retaliation for establishing reasonable personal boundaries.
No deliberately opaque conflicts of interest.

Talent earns access here. Personal compliance does not.

7. PARTICIPATION FOLLOWS CONTRIBUTION

The Company should make substantial money when its artists succeed.

That is not in conflict with being artist-friendly.

It is essential to the model.

For Company-funded artists, we invest capital, production expertise, quality control, development, strategy, relationships, distribution, marketing, musical direction, live development, and commercial opportunity.

Where those investments create revenue, the Company earns a transparent and meaningful share.

This can include defined participation in:

recorded music

live performance

publishing

sync

sponsorship

brand partnerships

merchandise where materially involved

other Company-created commercial opportunities

For Commercial Artist Partners, the Company's primary compensation is the agreed service fee unless separate participation is specifically negotiated.

The Company does not take investment-style participation simply because an artist uses Company services.

Participation follows contribution.

8. CAPITAL FOLLOWS EVIDENCE

The Company is being designed with sufficient capitalization to avoid forcing premature commercial decisions.

Initial Company-Funded Artist authorizations are expected to begin at approximately:

Up to $50,000 per Artist

This is an initial underwriting level, not an absolute lifetime ceiling.

Capital is released progressively.

Artists demonstrating meaningful traction can receive additional Company investment.

Exceptional opportunities may receive materially greater capital when:

the artist executes professionally
audience response supports further investment
live economics improve
commercial demand emerges
additional capital has a credible path to return
The Company should not deploy more simply because more capital is available.

Capital follows evidence.

9. SCALE WITHOUT BECOMING THE OLD SYSTEM

The Company intends to operate with substantial financial capacity.

That capacity must not turn the Company into the type of institution it exists to replace.

More capital should create:

better Artist support
more opportunity
better infrastructure
better data
stronger partnerships
more professional execution
greater ability to accelerate successful Artists
It should not create:

unnecessary bureaucracy
anonymous rosters
predatory contracts
permanent Artist captivity
creative homogenization
excessive fixed overhead

Scale should make the Company more useful to artists, not less human.

10. THE MUTUAL COMMITMENT

Company-Funded Artists receive capital, expertise, infrastructure, advocacy, development, and access.

Commercial Artist Partners receive clearly defined professional services and access to the Company's expertise and network.

In either relationship, we expect professionalism.

Artists must participate meaningfully in their careers.

They must honor agreed plans, meet reasonable deadlines, prepare for performances, engage audiences, participate in agreed campaigns, communicate professionally, and treat opportunities seriously.

Creative freedom does not mean freedom from responsibility.

Likewise, Company investment does not give us freedom from responsibility to the artist.

Commercial failure after genuine good-faith execution is an investment risk borne by the Company where the Company provided the capital.

Failure to participate, deliberate abandonment, material breach, or refusal to execute an agreed plan is different and may terminate future investment and trigger contractual remedies related to assets already funded.

Both sides have skin in the game.

11. THE FIVE-YEAR STANDARD

We want exceptional artists to seek us out for the reason artists once sought great record labels:

because association with us means something.

But what it means will be different.

Artists should know:

They will understand me.
They will invest in me when they truly believe in me.
They can work with me even if investment is not the right structure.
They will move quickly.
They will protect the quality of my work.
They will tell me the truth.
They will not manufacture me.
They will not secretly replace me with technology.
They will not require me to surrender myself to access opportunity.
They will help me own what I create.
They will teach me how this business actually works.
They will help me become a working artist.
Everything we build together is ultimately designed to put me in front of an audience.
For listeners, promoters, venues, festivals, managers, publishers, brands, and commercial partners, our name should eventually provide another promise:

If this Company stands behind an Artist, there is something real there.

That reputation is one of the most valuable assets we intend to build.

12. OUR TEST

Is the talent real?
Does this preserve the artist's humanity?
Does the artist understand the economics?
Are we participating because we created value?
Does this move the artist toward a sustainable career and the stage?
Is additional capital supported by evidence?
Would we be comfortable explaining the entire deal publicly to the artist's fans?
If the answer to the final question is no, the structure probably needs to change.

THE PRINCIPLE

> **We do not sign artists to own their futures.**
>
> **We invest in exceptional people, build exceptional work with them, help turn that work into a living, and earn our return by making their success more likely.**

For artists who already have capital, partners, managers, or labels, we make the same infrastructure available through transparent professional relationships.

> **There should be more than one way to work with us, but only one standard for how artists are treated.**