BYLAWS

OF

ATOMS FOR HUMANITY CORP.

Adopted: March 25, 2026

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BYLAWS

OF

ATOMS FOR HUMANITY CORP.

ARTICLE I

NAME, PURPOSES, OFFICE

Section 1.01 Name.

The name of the corporation is Atoms for Humanity Corp. (the "Corporation").

Section 1.02 Purposes.

The purposes and powers of the Corporation shall be those set forth in the Certificate of Incorporation.

Section 1.03 Mission Statement.

The mission of the Corporation is to transition humanity to a sustainable molecular future, by, but not limited to, conducting and supporting research in quantum mechanics, chemistry, materials science, reaction network design, catalysis, polymers, and related fields; developing, maintaining, and distributing technology and software infrastructure to enable such research; and providing public education and outreach to increase awareness of the impact of modern chemistry on human health and the environment.

Section 1.04 Office.

The initial office of the Corporation shall be located at 825 Menlo Ave Apt T, Menlo Park, CA 94025, in the County of San Mateo, in the State of California. The Corporation may change the location of the office or maintain additional offices at such other places as the Board of Directors may from time to time determine.

ARTICLE II

MEMBERS

Section 2.01 Admission of Members.

Members of the Corporation may be admitted by an affirmative vote of the Members then in office, upon determination by all of the Members then in office that each prospective Member meets the qualifications required for membership as set forth in Section 2.03 of these Bylaws. The initial Member of the Corporation shall be determined by the sole incorporator.

Section 2.02 Procedure.

Applications or nominations for membership shall be submitted in such form and manner as the Members may prescribe. Members may establish reasonable procedures and timelines for the consideration of prospective Members.

Section 2.03 Qualification of Members.

Each Member shall possess demonstrated technical expertise relevant to the Corporation's mission and activities. Such expertise shall include, at a minimum, one or more of the following qualifications, as determined by the Members of the Corporation:

(a) an advanced degree in a scientific or technical discipline relevant to the Corporation's purposes;

(b) a record of scholarly publications, patents, or significant professional contributions in a relevant scientific discipline;

(c) at least 3 years of professional experience in software engineering; and

(d) other comparable credentials or experience, that in the judgement of the Members then in office, demonstrate substantial scientific, technical, storytelling, or public education and outreach competence.

Section 2.04 Emeritus Members

. An Emeritus Member is a former Member whose membership has been suspended and converted to emeritus status, either voluntarily or by action of the Members, such that all membership rights of the Emeritus Member, including the right to vote and be counted for purposes of quorum, are suspended and terminated until the Emeritus Member's membership is reinstated by subsequent action of the Members. Upon the effective date of conversion of the membership of any Member to emeritus status, the membership, including all related voting rights, of such Member shall be suspended, except that such Emeritus Member shall be entitled to attend (but not vote) at meetings of the Members, and the officers of the Corporation shall attempt, in good faith, to continue to deliver notices of meetings of the Members of the Corporation to such Emeritus Member. References in these Bylaws to a "Member" or to the "Members" of the Corporation shall not include any Emeritus Member unless explicitly provided otherwise.

Section 2.05 Voluntary Conversion of Membership to Emeritus Status

. Members may convert their membership to emeritus status at any time upon ten (10) days' written, signed notice delivered to an officer of the Corporation.

Section 2.06 Involuntary Conversion of Membership to Emeritus Status

. Upon an affirmative vote of a majority of the Members of the Corporation, the membership of a Member shall be converted into an emeritus membership.

Section 2.07 Reinstatement of Membership of Emeritus Members

. Upon receipt of a written request and a new membership application from an Emeritus Member and upon an affirmative vote of a majority of the Members of the Corporation approving such membership application, such Emeritus Member's membership shall be reinstated as a full Member of the Corporation, and shall be entitled to exercise all rights as a Member of the Corporation, including all related voting rights.

Section 2.08 Removal

. Any Member may be removed at any time, with or without cause and with or without notice, by an affirmative vote of (i) a majority of the Members then in office and (ii) at least two-thirds of the members of the Board of Directors then in office.

Section 2.09 Resignation.

Any Member may resign from office at any time by delivering a resignation in writing or electronic transmission to the Corporation. Resignations shall be effective when the resignation is delivered unless the resignation specifies a later effective date or an effective date determined upon the happening of an event or events.

ARTICLE III

BOARD OF DIRECTORS

Section 3.01 Power and Number.

The Board of Directors shall have general power to control and manage the affairs and property of the Corporation in accordance with the purposes and limitations, including any powers reserved for Members, as set forth in the Certificate of Incorporation and as set forth in these Bylaws. The Board of Directors of the Corporation shall consist of such number of persons as determined from time to time by the members, but in no event shall there be fewer than three (3) Directors. The number of Directors may be increased or decreased by amendment of the Bylaws, but no decrease shall shorten the term of any incumbent Director, nor decrease the number of Directors to fewer than three (3).

Section 3.02 Election, Term.

A Director may be elected by the affirmative vote of (i) the Members then in office and (ii) majority of the members of the Board of Directors then in office. Each Director shall hold office for a term of three (3) years until his or her death, resignation or removal, and until his or her successor has been elected and qualified.

Section 3.03 Affiliation.

No more than forty percent (40%) of the total number of the Directors then in office may be affiliated with, employed by, or otherwise have a significant business or professional relationship with the same single corporate entity or the same industry sector. For purposes of this Section, a Director is considered “affiliated” with a corporate entity or industry sector if the Director is an officer, director, employee, partner, or trustee of such entity or industry sector; receives substantial compensation or other material benefits from such entity or industry sector; or has any other relationship to such entity or industry sector that, in the judgment of the Board of Directors, reasonably could create a conflict of interest.

Section 3.04 Vacancies.

If any vacancy shall occur in the Board of Directors for any cause, including an increase in the number of Directors, the vacancy may be filled by an affirmative vote by a majority of the Members then in office and a duly adopted resolution of a majority of the members of the Board of Directors at a meeting at which quorum is present.

Section 3.05 Removal.

Any Director may be removed at any time, with or without cause and with or without notice, by an affirmative vote of (i) a majority of the Members then in office and (ii) at least two-thirds of the members of the Board of Directors then in office.

Section 3.06 Removal in the event of Incapacity.

A Director shall automatically be removed in the case that he or she is unable to continue performing his or her duties as a Director of the Corporation as a result of Incapacity, and the vacancy caused by such removal shall be filled in accordance with Section 3.03 of this Article. "Incapacity" shall be determined by (a) a legal decree that establishes that a Director is unable, because of mental or physical disability, to perform his or her duties as a Director; or (b) a medical determination by a physician who has examined the Director that the Director, because of a medically determinable mental or physical disability, is unable to perform his or her duties as Director.

Section 3.07 Resignation.

Any Director may resign from office at any time by delivering a resignation in writing or electronic transmission to the Corporation. Resignations shall be effective when the resignation is delivered unless the resignation specifies a later effective date or an effective date determined upon the happening of an event or events.

ARTICLE IV

MEETINGS OF DIRECTORS

Section 4.01 Meetings

. A meeting of the Board of Directors shall be held annually for the transaction of business, including the presentation of an annual report in the manner required by Section 4.06 of these Bylaws. The Board of Directors will elect officers every three (3) years at the annual meeting. Meetings of the Board of Directors may be held at any day, and at such time and place, as shall be determined by the Board of Directors.

Section 4.02 Notice of Meetings.

Written notice of meetings shall be given personally or sent by mail, email or other electronic means, or facsimile transmission to each Director by the Secretary, addressed to him or her at his or her address as it appears on the books and records of the Corporation, at least ten (10) (but no more than sixty (60)) days before the day on which the meeting is to be held. Such notice shall state the place, date and hour of the meeting, the means of remote communications, if any, by which Directors may be deemed to be present in person and vote at such meeting, and in the case of a special meeting, the purpose or purposes for which the meeting is called. Notice of any adjournment of a meeting of the Directors to another time or place shall be given to any Directors who were not present at the time of the adjournment. If the adjournment is for more than thirty (30) days, a notice of the adjourned meeting shall be given to each Director. No notice of any meeting of the Directors need be given to any Director who attends such meeting without protesting prior to or at the commencement of the meeting the lack of notice of such meeting, or to any Director who submits a signed waiver of notice whether before or after the meeting.

Section 4.03 Quorum, Voting.

At all meetings of the Board of Directors the presence in person of a majority of the Directors shall be necessary and sufficient to constitute a quorum. Except as otherwise provided by law or by these Bylaws, the act of a majority of the Directors present at a meeting of the Board of Directors at which a quorum is present shall be the act of the Board of Directors. In the absence of a quorum, a majority of the Directors present, or if no Director is present, any officer entitled to preside at, or act as Secretary of, such meeting, without notice other than by announcement at the meeting, may adjourn the meeting from time to time, for a period of not more than thirty (30) days at any one time, until a quorum shall attend.

Section 4.04 Actions in Writing.

Any action required or permitted under these Bylaws to be taken by the Board of Directors or by any committee thereof may be taken without a meeting if all members of the Board of Directors or the committee consent in writing to the adoption of a resolution authorizing the action. Any person may provide that a consent to action will be effective at a future time, no later than sixty (60) days after such instruction is given or such provision is made and such consent shall be deemed to have been given for purposes of this subsection at such effective time. Any such consent shall be revocable prior to its becoming effective. The resolution and the written consents thereto by the members of the Board of Directors or committee shall be filed with the minutes of the proceedings of the Board of Directors or the committee. Such filings shall be in paper form if the minutes are maintained in paper form and shall be in electronic form if the minutes are maintained in electronic form.

Section 4.05 Participation by Telephone or Video Conference.

Any one (1) or more members of the Board of Directors or any committee or subcommittee thereof may participate and vote in a meeting by means of a conference telephone or similar communications equipment allowing all persons participating in the meeting to hear each other at the same time, provided that the Corporation shall implement reasonable measures to provide such members of the Board of Directors or any committee or subcommittee thereof a reasonable opportunity to participate in the meeting and to vote, including the opportunity to read or hear the proceedings of the meeting substantially concurrently with such proceedings and that if any member of the Board of Directors or any committee or subcommittee thereof votes or takes other action at the meeting by means of remote communication, a record of such vote or other action shall be maintained by the Corporation.

Section 4.06 Annual Report.

At an annual meeting of the Board of Directors, the Treasurer shall present a report, verified by the Executive Director and the Treasurer or by a majority of the Directors, or certified by an independent public accounting firm, showing in appropriate detail: (1) the assets and liabilities of the Corporation as of a twelve (12) month fiscal period terminating not more than six (6) months prior to the meeting; (2) the principal changes in assets and liabilities during the fiscal period; (3) the revenues or receipts of the Corporation for that fiscal period; and (4) the expenses or disbursements of the Corporation during said fiscal period. Such report shall be filed with the records of the Corporation and a copy thereof entered in the minutes of the proceedings of the annual meeting. The report to the Board may consist of a verified or certified copy of any report by the Corporation to the Internal Revenue Service or any relevant Attorney General that includes the information hereinabove specified.

ARTICLE V

COMMITTEES, SUBCOMMITTEES, AND ADVISORY BOARDS

Section 5.01 Appointment, Powers.

The Board of Directors may, by resolution duly adopted, designate one (1) or more committees, each committee to consist of one (1) or more of the Directors of the Corporation. The Board of Directors shall determine the powers, authority, and procedures of any such committee.

Section 5.02 Subcommittees.

A committee may create one (1) or more subcommittees. The powers, membership, and procedures of any subcommittee shall be determined by the Board of Directors.

Section 5.03 Advisory Boards

. The Board of Directors may establish one (1) or more advisory boards, including a Scientific Advisory Board and a Business Advisory Board, to provide technical guidance and commercial advice to the Corporation. The composition, duties, and procedures of any such advisory board shall be determined by the Board of Directors.

ARTICLE VI

OFFICERS

Section 6.01 Elected Officers.

The elected officers of the Corporation may include an Executive Director, one (1) or more Vice Presidents, a Secretary, a Treasurer and such other officers as the Board of Directors may from time to time elect. The officers may, but need not, be members of the Board of Directors. One (1) person may hold any two or more of said offices.

Section 6.02 Election, Removal, Vacancies.

The elected officers shall be elected for a term of one (1) year at an annual meeting of Directors immediately following the election of Directors. Each such officer shall hold office until the next annual meeting of Directors or until a successor shall have been elected and shall qualify, or until his or her death or resignation, or until he or she shall have been removed. Any elected officer may be removed at any time, with or without cause and with or without notice, at a meeting by a majority of all the Directors of the Corporation, subject to the approval of the removal by a majority of the members at a meeting at which quorum is present. Any officer may resign at any time upon written notice to the Corporation. A vacancy in any elected office may be filled by the Directors at any meeting.

Section 6.03 Executive Director.

The Executive Director shall exercise general supervision over the affairs of the Corporation, subject, however, to the control of the Board of Directors or a committee with Board delegated powers, if any. The Executive Director shall keep the Board of Directors fully informed about the affairs of the Corporation. The Executive Director shall preside at all meetings of the Board of Directors and, if the Executive Director chooses, of any committee with Board delegated powers, if any, and in general shall perform all duties incident to the office of Executive Director of the Corporation and such other duties as from time to time may be assigned to him or her by the Board of Directors or by a committee with Board delegated powers, if any.

Section 6.04 Vice President.

The Vice President (or if there is more than one (1) Vice President, a Vice President designated by the Board of Directors) shall, in the temporary absence or disability of the Executive Director, act in the place of the Executive Director, or, if there shall be no Vice President, the Executive Director's duties shall be performed by the individual Director designated by the Board of Directors, or, in the absence of such designation, the individual Director designated by the Executive Director. The Vice President, if any, shall also perform such other duties as from time to time may be assigned to him or her by the Board of Directors, the Executive Director or a committee with Board delegated powers, if any, which duties may include powers elsewhere assigned or delegated to other officers.

Section 6.05 Secretary.

The Secretary shall keep the minute books and seal of the Corporation, serve or cause to be served all notices of the Corporation, including notices of meetings of the Board of Directors, record the minutes of the meetings of the Board of Directors, and in general perform all duties incident to the office of Secretary and such other duties as from time to time may be assigned to him or her by the Board of Directors, the Executive Director or a committee with Board delegated powers, if any, which duties may include powers elsewhere assigned or delegated to other officers.

Section 6.06 Treasurer.

The Treasurer shall supervise the financial activities of the corporation. Specifically, the Treasurer, in coordination with the Executive Director, shall see that full and accurate accounts of receipts and disbursements are kept and that a system is in place such that all monies and other valuable effects are deposited in the name and to the credit of the Corporation in such depositories as shall be designated by the board. The Treasurer may appoint an Assistant Treasurer or Assistant Treasurers, who need not be a Director, upon approval of the Executive Director or a majority of the Board of Directors. The Treasurer shall perform all duties incident to the office of the Treasurer and such other duties as from time to time may be assigned to him or her by the Board of Directors, the Executive Director, or a committee with Board delegated powers, if any, which duties may include powers elsewhere assigned or delegated to other officers.

Section 6.07 Other Agents, Advisors and Employees.

The Board of Directors may from time to time appoint such agents, advisors and employees as it shall deem necessary, each of whom shall hold office at the pleasure of the Board of Directors, and shall have such authority, perform such duties and receive such reasonable compensation, if any, as the Board of Directors may from time to time determine.

ARTICLE VII

COMPENSATION OF DIRECTORS AND OFFICERS

Section 7.01 Authorization.

No Director or officer of the Corporation shall receive directly or indirectly any salary, compensation or emolument from the Corporation, either as such Director or officer, or in any other capacity, unless authorized at a meeting of the Board of Directors at which a quorum is present, by the concurring vote of a majority of the disinterested Directors present at such meeting.

Section 7.02 Interested Parties.

No contract, agreement or transaction to which the Corporation is a party shall be invalidated or in any way impaired by reason of the fact that any Director or officer (i) has a financial interest therein or (ii) is a director or officer for another party to the contract or transaction, if the organization follows the procedures described in its Conflict of Interest policy to determine whether or not a conflict of interest exists.

Section 7.03 Loans.

The Corporation may lend money to, or guarantee any obligation of, or otherwise assist any of its Directors or officers whenever, in the judgment of the Board of Directors, such loan, guaranty or assistance may reasonably be expected to benefit the corporation.

ARTICLE VIII

FINANCIAL AUTHORITY

Section 8.01 Books and Records.

There shall be kept at the office of the Corporation correct books of account of the activities and transactions of the Corporation, including a minute book, which shall contain a copy of the Certificate of Incorporation, a copy of these Bylaws, and all minutes of meetings and unanimous written consents of the Board of Directors.

Section 8.02 Execution of Instruments.

The Board of Directors, or a committee with Board delegated powers, if any, is authorized to select the banks or depositories it deems proper for the funds of the Corporation. The Board of Directors shall determine who shall be authorized from time to time and in what manner on the Corporation's behalf to sign checks, drafts or other orders for the payment of money, acceptance, notes or other evidences or indebtedness, to enter into contracts or to execute and deliver other documents and instruments.

Section 8.03 Investments.

The funds of the Corporation may be retained in whole or in part in cash or invested and reinvested from time to time in such property, real, personal or otherwise, including stocks, bonds or other securities, as the Board of Directors may deem desirable.

Section 8.04 Subsidiaries.

The Corporation may, by resolution of the Board of Directors, form, organize, acquire, hold interests in, or otherwise control one (1) or more subsidiary entities, whether organized as corporations, limited liability companies, partnerships, or other legal entities, and whether such subsidiary entities are organized on a for-profit or not-for-profit basis (each, a "Subsidiary"). The Board of Directors shall have full power and authority to determine the organizational form, governance structure, capitalization, and purposes of any Subsidiary, and to appoint or remove the directors, managers, officers, or other governing persons thereof; provided, however, that (a) the activities of any such Subsidiary shall be consistent with the purposes of the Corporation as set forth in the Certificate of Incorporation and these Bylaws, (b) the Corporation shall not engage in any activity through a Subsidiary that the Corporation would be prohibited from engaging in directly under applicable law, and (c) any for-profit Subsidiary shall be operated in a manner that does not jeopardize the tax-exempt status of the Corporation. The Board of Directors may delegate to any officer or committee of the Corporation such authority with respect to the oversight and management of any Subsidiary as the Board of Directors deems appropriate.

ARTICLE IX

INDEMNIFICATION

The Corporation may, to the fullest extent now or hereafter permitted by and in accordance with the standards and procedures provided for by Section 145 of the General Corporation Law of the State of Delaware and any amendments thereto, indemnify any person made, or threatened to be made, a party to any action or proceeding by reason of the fact that he or she, or his or her testator or intestate, is or was a Director, officer, employee or agent of the Corporation, or of any other organization served by him or her in any capacity at the request of the Corporation, against judgments, fines, amounts paid in settlement and reasonable expenses, including attorneys' fees, actually and necessarily incurred by him or her in connection with such action or proceeding.

ARTICLE X

FISCAL YEAR

The fiscal year of the Corporation shall be determined by the Board of Directors.

ARTICLE XI

EXECUTION OF INSTRUMENTS

All documents, instruments or writings of any nature shall be signed, executed, and delivered by such officers, agents or employees of the Corporation, and in such manner, as from time to time may be determined by the Board of Directors.

ARTICLE XII

AMENDMENTS

The Bylaws of the Corporation shall be subject to alteration or repeal, and new Bylaws may be made, by the affirmative vote of a majority of the members, or the affirmative vote of a majority of the Board of Directors, subject to member approval, except that any amendment which increases the quorum requirement or the proportion of votes necessary for the transaction of business or of any specified item of business must be authorized by a vote of two-thirds of the members or Board of Directors, subject to member approval.

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