

**THE COMPANIES AND ALLIED MATTER ACT, 2004
PRIVATE COMPANY LIMITED BY SHARE
ARTICLES OF ASSOCIATION**

OF

Fusion Energy Limited Company

The Companies and Allied Matters Act, 2004

Private Company Limited by Share

Articles of Association

Of

Fusion Energy Limited Company

14 Newton Chambers Rd, Chapeltown, Sheffield S35 2PH, UK

IN WITNESS WHEREOF, I have hereunto subscribed my name and posted the seal of the
Company on this 01 day of June, 2015

A handwritten signature in black ink, appearing to be "Jesse", written over a horizontal dotted line.




(Chief Executive Officer)



CERTIFICATE OF INCUMBENCY




I, James Clerk, being the Chief Executive Officer of Fusion Energy Limited a company incorporated under the laws of the State of Toronto do hereby certify as follows:

1. That I am the duly elected and qualified CEO of the Company.
2. That pursuant to the Company's By-Laws, I have the power and authority to execute this certificate on behalf of the Company.
3. That from my examination of the minute book and other pertinent records of the Company in my possession, and of my own knowledge, the following individuals were designated and appointed to the offices listed below and hold these offices at the time of signing.
4. That the signatures opposite the names below are genuine signatures.

NAME	TITLE	SIGNATURE
JAMES CLERK	EXECUTIVE OFFICER	
JIHO KANG	VICE PRESIDENT	
KELLY KRAMER	SECRETARY GENERAL	

I also certify that the appointed Officer(s), by virtue of the authority delegated by the Board of Directors of the Corporation, is/are authorized to act on behalf of the Corporation by coordinating the company's activities.

I also certify that the undersigned are the Shareholders of the Corporation and that the signatures opposite their names are genuine signatures.

NAME	SHARES HELD	SIGNATURE
JAMES CLERK	[85,000 units / Preference Shares]	
JIHO KANG	[65,000 units and Preference Shares]	
KELLY KRAMER	[20,000 units and Ordinary Shares]	



**CERTIFICATE OF INCORPORATION
OF A
PRIVATE LIMITED COMPANY**

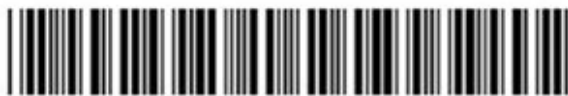
Company No. 35984509

The Registrar of Companies for England and Wales, hereby certifies that

FUSION ENERGY LIMITED COMPANY

is this day incorporated under the Companies Act 2004 as a private company, that the company is limited by shares, and the situation of its registered office is in England and Wales.

Given at Companies House, London, on 10th April 2016



N35984509N



The above information was communicated by electronic means and authenticated by the



HM Revenue & Customs

OFFICE OF THE COMMISSIONER

TAX COMPLIANCE CERTIFICATE

Tax payer identification number **729438493980**

Tax payer's name **FUSION ENERGY LIMITED**

This certifies that the holder of this tax compliance certificate has fulfilled their tax obligations to
The Office of Comptroller Texas as at the date of issue

Issue Date **23 OCTOBER 2020**

Expiry Date **23 OCTOBER 2030**

Signed for the Comptroller



In the event that the certificate is use for the granting of any facility by your institution, the
Comptroller will not be held liable for any default on the part of the taxpayer.

CERTIFICATE OF AMALGAMATION

Companies Act

Registry Number

3214914

Name of Company

FUSION ENERGY LIMITED COMPANY

I hereby certify that

FUSION ENERGY LIMITED COMPANY

Having entered into an amalgamation subsequently approved by Order of The Supreme Court, have amalgamated and the name of the amalgamated company is:

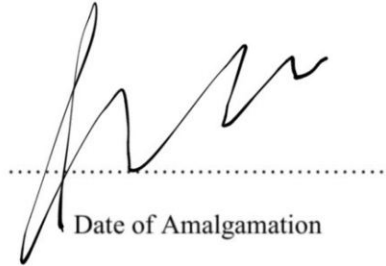
FUSION ENERGY LIMITED COMPANY

And the amalgamation is approved by the Registrar of Joint Stock Companies effective this date

And the liability of the members is unlimited.



Registrar/ of Joint Stock Companies



Date of Amalgamation