

## WRITTEN CONSENT OF THE BOARD OF DIRECTORS

of

**BITFRONTIER CAPITAL HOLDINGS, INC. (OTCID: BFCH)**

(to be renamed UNLOCKD, Inc.)

a Wyoming Corporation

The undersigned, being the duly appointed Chairman of the Board of Directors of BitFrontier Capital Holdings, Inc. (the "Corporation"), acting pursuant to the Wyoming Business Corporation Act and the Corporation's governing documents, hereby adopts the following resolutions by written consent, without a meeting, effective as of the date set forth below:

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### RECITALS

WHEREAS, the Corporation's Quarterly Report for the period ended June 30, 2025 disclosed a schedule of "vested but unissued" common stock entries totaling approximately 250,000,000 shares; and

WHEREAS, the Board has separately adopted a resolution dated September 22, 2025, specifically addressing the compensation and share issuances related to Andrew Gilton II and Andrew Gilton III; and

WHEREAS, this resolution is intended to address all remaining "vested but unissued" entries identified in such Quarterly Report; and

WHEREAS, the Board has conducted a comprehensive review of the remaining entries and determined that, except as expressly noted herein, they lack executed agreements, lawful consideration, or evidence of services performed that benefitted the Corporation or its shareholders; and

WHEREAS, the Board recognizes its fiduciary duty to protect the Corporation's capital structure from unwarranted dilution and to ensure that only those obligations that are valid, enforceable, and beneficial to shareholders are ever honored.

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### RESOLUTIONS

#### 1. Denial of Purported Vendor and Service Provider Awards.

RESOLVED, that the following entries are unsupported by valid agreements, consideration, or evidence of services performed that benefitted the Corporation or its shareholders, and are therefore declared invalid, unauthorized, and permanently denied:

- George Storm – 1,847,997 shares (07/18/2019, "Debt Exchange")
- Jason Vardon – 30,000,000 shares (04/01/2023, "CIO")
- Erica Beam – 10,000,000 shares (04/01/2023, "Bookkeeping")

- Mathew Tudor – 5,000,000 shares (05/01/2023, “Marketing”)
- Darren Leslie – 5,000,000 shares (05/01/2023, “VP Sales”)
- Peter Carcione – 5,000,000 shares (05/01/2023, “Public Relations”)
- Joseph Olsen – 5,000,000 shares (04/24/2023, “Operations Manager”)
- Digital Carpenters – 3,500,000 shares (03/01/2024, “Technology Development”)
- Quentin Phelps – 10,000,000 shares (07/15/2023, “Technology Development”)
- Quenton Phelps – 10,000,000 shares (04/01/2023, “Tech Installations”)
- Tanner Berre – 10,000,000 shares (04/01/2023, “Tech Installations”)
- Justin Giuliano – 10,000,000 shares (01/01/2023, “Tech Installations”)

The Board expressly finds that these purported grants provided no measurable benefit to the Corporation, failed to advance shareholder interests, and will NOT, under any circumstances, be issued.

## **2. Recognition of Certain Legacy Investors.**

RESOLVED, that the following Reg A entries may be honored only upon verification of executed subscription agreements and proof of lawful cash consideration:

- BGTV Direct – 10,000,000 shares (11/26/2018, Reg A Stock Purchase)
- Who Are You Inc. – 2,500,000 shares (03/04/2019, Reg A Stock Purchase)
- Traveling Caregivers – 7,500,000 shares (03/14/2019, Reg A Stock Purchase)

Absent such proof, no shares shall be issued.

## **3. Recognition of Valid Service Provider.**

RESOLVED, that the entry for Douglas Vaughn – 10,000,000 shares (05/01/2023, “Corporate Filings”) is hereby validated and approved for issuance, as supported by a signed agreement and continuing performance of services in support of legacy compliance and corporate cleanup.

## **4. Authority to Act.**

RESOLVED, that the officers of the Corporation are hereby authorized and directed to:

- update the Company’s stock ledger and instruct the transfer agent accordingly;
- disclose these determinations through the OTC Markets Disclosure & News Service;
- notify appropriate regulatory bodies, including FINRA, if any person attempts to enforce an unsupported or denied share claim; and
- take all other lawful action necessary to implement the intent of these resolutions.

## **5. Ratification.**

RESOLVED, that all prior acts taken by the Chairman, Chief Executive Officer, and officers of the Corporation in furtherance of the matters addressed herein are hereby ratified, approved, and confirmed in all respects.

## **CERTIFICATION**

The undersigned, being the sole member of the Board of Directors and Chairman of the Corporation, hereby certifies that the foregoing resolutions were duly adopted by written consent as of the date set forth below.

Executed as of **September 22, 2025**.

A handwritten signature in blue ink that reads "Jordan P. Balencic D.O." The signature is fluid and cursive, with "Jordan P." on the first line and "Balencic D.O." on the second line.

**Jordan P. Balencic, D.O.**  
Chairman of the Board