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USDB WHITEPAPER

A membership crypto asset for a private club in
Ginza

This document is for information only and is not a solicitation to invest. USDB is a membership crypto asset for using facilities; it does not represent dividends, revenue share or any interest in real estate. As a crypto asset, its price fluctuates.

Executive summary

USDB is a membership crypto asset for the Ginza Center, a members-only space in central Ginza, Tokyo. The amount you hold is your tier (Bronze, Silver, Gold, Platinum), which gives access to the lounge, workspace, meeting rooms and an AI concierge. There is no screening and no annual fee; membership starts at 35 USDB.

USDB is not an investment product. It promises no dividends, revenue share, real-estate interest or ownership, price maintenance or redemption. Its value is in being able to use the Ginza facility. The model follows Japanese golf memberships, in use for over 90 years, and NOT A HOTEL's usage-right NFTs, which have accumulated more than ¥65 billion in contracts since 2021.

In July 2026 Japan enacted an amendment moving crypto assets under the Financial Instruments and Exchange Act, effective in fiscal 2027. USDB is designed for that regime: distribution through registered Japanese exchanges, ongoing issuer disclosure, and transparent facility operations.

Background: why Ginza, why a membership

Ginza has the highest commercial land values in Japan and is the emblematic address for private clubs and luxury retail. Having a seat there has required corporate contracts and large deposits, out of reach for individuals.

Linking crypto assets and property is already business practice in Japan. TSE Prime-listed Open House Group began selling property to overseas buyers for BTC and ETH in January 2025 and added XRP, SOL and DOGE in March. Ginza-based Raysum has sold ¥1–10 billion Ginza and Kyoto properties for Bitcoin. Mitsui & Co. Digital Asset Management's real-estate digital securities have passed ¥50 billion in cumulative

issuance, and Progmatic forecasts Japan's security-token balance to exceed ¥1 trillion by end-2026.

By contrast, fractional-ownership property tokens worldwide held only about \$224 million in distributed value as of August 2026; RealT, once the largest, went into liquidation in July 2026 after property-management failures, and the real-estate-backed 'stablecoin' USDR lost half its value in 2023 when liquidity ran out. Models that promise revenue share or a fixed price proved fragile both legally and operationally.

USDB avoids both failures structurally by being a membership to use, not an investment that distributes income.

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Design principles

USDB starts from the three conditions set out by counsel (K&K Law Office, July 2025 opinion).

- ◆ Certainty: the facility to be used (the Ginza Center) is fixed at the time USDB is issued and sold.
- ◆ Specificity: the services provided against the membership NFT (hours, meeting rooms, AI concierge sessions) are specified concretely.
- ◆ Priced and refundable: each service has a determinable monetary value, and if it cannot be provided the equivalent is refunded to members.

In addition, no revenue-linked token other than USDB is issued. No mechanism ties price to the facility's business income (buybacks from revenue, profit distribution and the like).

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The Ginza Center

The first center is planned at about 350 m² in central Ginza, for members only:

- ◆ Premium lounge, about 200 m², overlooking Ginza
- ◆ Private workspace, about 150 m², 50 seats: fixed desks (Gold and above) and hot desks
- ◆ Five executive meeting rooms (20–40 m² each), booked in the app
- ◆ VIP lounge for Gold and Platinum members
- ◆ Concierge desk: reception, guests, mail
- ◆ AI concierge booth: bookings, guidance, multilingual

The property is at final-candidate stage; the address and floor plan are published on signing. Target opening is Q1 2027. Operations are outsourced to a third-party facility operator, audited annually, with occupancy, bookings and maintenance history published to members.

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Membership

Tier is set by USDB holding alone; it rises immediately as holding increases and falls as it decreases.

TIER	HOLDING (USDB)	MONTHLY USAGE VALUE (GUIDE)	MAIN BENEFITS
Bronze	35–350	¥20,000	Lounge 20 h / meeting rooms 2 h / AI 5 sessions per month
Silver	350–1,400	¥50,000	Lounge 50 h / meeting rooms 10 h / AI 15 sessions per month
Gold	1,400– 7,000	¥120,000	All facilities unlimited / dedicated desk / VIP events / AI unlimited
Platinum	7,000+	¥250,000	Private office suite / personal assistant / priority booking / dedicated VIP AI

The membership NFT (ERC-721) is issued automatically to wallets holding the qualifying amount and updates as holding changes. Validity is a long fixed term tied to the Ginza Center's operating period, set at opening. The NFT is transferable but cannot be used to pay for goods or services. Monthly allowances reset each month without roll-over.

Founding members (first 3,000) keep their tier at application permanently and receive a nameplate at the Ginza Center.

If a facility or service cannot be provided, members are refunded the value of the affected service; the method is confirmed with counsel and written into the terms.

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Token design

USDB is an ERC-20 token on Ethereum. The supply cap is derived from the Ginza Center's capacity (seats, lounge area, meeting rooms) and each tier's monthly allowance, and is increased only when facilities expand (a second center onward).

The total cap and allocation are published before opening; later changes require a member vote.

Proceeds fund the acquisition, fit-out and operating reserve of the Ginza Center, operations, legal and compliance, and development. Use of funds is published quarterly.

USDB has no fixed price against fiat and no redemption promise. Its price is set by the market and fluctuates.

- ◆ Member governance: new services, renovation plans, the next city, and events are decided by votes weighted by holding × holding period. Governance does not extend to management decisions such as property acquisition or fund allocation.
 - ◆ Security: audited smart contracts, multisig asset management, periodic external security audits.
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AI concierge and transparency

Every member has 24-hour access to an AI concierge in Japanese, English, Chinese and Korean for bookings, usage, tier and the distance to the next tier; non-members get guidance on membership and purchase.

Occupancy, bookings, operating reports and use of funds are published continuously through the concierge and the members page, anticipating the issuer-disclosure duties under the amended Act effective fiscal 2027. The concierge gives no investment advice, price forecasts or individual tax advice.

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Legal structure and compliance

Under Japanese law USDB is treated as a crypto asset and the membership NFT as a facility usage right. With no fiat redemption promise, USDB is not a currency-denominated asset (electronic payment instrument); with no revenue distribution, it is designed not to fall within collective investment scheme interests or real-estate specified joint enterprise contracts.

On 15 July 2026 Japan enacted amendments to the Financial Instruments and Exchange Act and the Payment Services Act, moving crypto-asset trading regulation to the former (effective within a year of promulgation, in fiscal 2027). Issuers of certain crypto assets will have annual disclosure duties, insider-trading rules will apply, and penalties for unregistered business increase. USDB will have its disclosure regime, insider-dealing rules and exchange arrangements in place before opening.

- ◆ No direct sales to residents of Japan; purchases go through registered Japanese crypto-asset exchange service providers.
- ◆ The terms state that the membership NFT cannot be used as a means of payment.
- ◆ Personal data collected at application is used only for progress and purchase notices and is not shared with third parties.
- ◆ Sales to residents outside Japan follow local rules, through supported exchanges or the OTC desk with identity checks.
- ◆ Facilities outside Japan (e.g., Korea) will be reviewed separately under local law.

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Purchase and distribution

- ◆ Residents of Japan: open an account at a registered exchange and buy after listing; sending to your wallet issues the membership NFT automatically. The exchange and listing date are announced to applicants first.
- ◆ Outside Japan: supported overseas exchanges or the designated OTC desk, with support in Traditional Chinese, English and Korean.

- ◆ Larger amounts (Gold and above): handled individually by the OTC desk after identity checks.
 - ◆ USDB is not sold on this website.
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Roadmap

PERIOD	MILESTONE
Q4 2026	Ginza Center lease signed; legal structure confirmed by counsel; exchange discussions; supply cap and allocation published
Q1 2027	Ginza Center opens; 3,000 founding members; membership NFT issuance begins
Q2—Q4 2027	Listing on registered Japanese exchanges; disclosure regime under the amended Act; member vote on the second center (Gangnam, Seoul)
2028 onward	Singapore and beyond; a global network of 50,000 members

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Risks

- ◆ Price: USDB's market price fluctuates; the tier for a given holding does not change, but its yen value does.
- ◆ Regulation: cabinet orders and guidelines under the amended Act are still to come and may require changes to design or distribution.
- ◆ Facility: securing the property, lease renewals and fit-out delays may move the opening date.

- ◆ Operations: service quality determines the member experience; addressed through an audited third-party operator and a maintenance reserve.
 - ◆ Liquidity: before listing, markets to buy or sell USDB are limited.
 - ◆ Technology: smart-contract vulnerabilities and wallet loss; addressed through audits, multisig and user guidance.
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Team and advisors

- ◆ Nariyoshi Ryu (CEO): former head of Ralph Lauren Japan; luxury brand and hospitality operations.
 - ◆ Andre B. (CTO): MIT; systems architect at global technology companies.
 - ◆ Nick N. (CDO): data transformation lead at Fortune 500 companies.
 - ◆ Counsel: K&K Law Office (Japanese financial regulation)
 - ◆ Advisors in Japanese commercial real estate, members' club operations, blockchain and compliance
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