



CONSTITUTIONAL MEMORY

FOUNDING PARTNERSHIP PROPOSAL

Presentation to: João Manuel Paz Teixeira, Chairman UCEA



[AUDIO-2026-01-07-01-31-45.m4a](#)

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OPENING - Direct and Personal

João, thank you for reviewing our materials and for agreeing to this meeting.

I'm recording this video because I want to speak directly to you about the specific opportunity - not just as an investment, but as a “founding partnership”.

What I'm about to propose is time-sensitive, strategically significant, and I believe uniquely aligned with UCEA's approach to building long-term value.

Let me explain.

THE PROJECT - What We're Building

Constitutional Memory is privacy-first AI infrastructure for institutions that need AI capabilities without sacrificing data sovereignty.

This isn't a consumer tool. It's governance infrastructure with potentially global universal application in the future. AI-platforms will not be able to go on retaining user data and chat-history.

We provide universities, enterprises, and professionals with a privacy firewall - a sovereign memory layer that enables safe AI deployment while keeping user data under user control.

Think of us as the counter-model to surveillance capitalism. We're building the architecture that allows AI adoption without data extraction.

The market timing is perfect. Regulators, universities, and enterprises all recognize they need this. They just don't have it yet.

That's what we're building.

DUAL PARTNERSHIP - Family Office + Accelerator

We're pursuing something unusual: a family office founding partner alongside a US accelerator.

Here's why both matter.

We're in active discussions with Techstars New York. They've requested substantial additional materials from us, including detailed technical specifications. Their program focuses on AI governance, responsible tech, and enterprise deployment - perfect alignment with our mission.

But Techstars brings specific things: mentor networks, technical advisors, enterprise connections, and access to the New York tech ecosystem. They're infrastructure for acceleration.

What they don't provide is founding partnership, long-term strategic capital, governance participation, or the kind of long-term personal relationship that builds real companies.

That's what we seek from UCEA as a founding partner.

The beauty is these aren't competing roles - they're complementary. And the timing creates a genuine opportunity.

THE GEOGRAPHIC ADVANTAGE

We've deliberately focused outside Silicon Valley, and here's why.

California's AI ecosystem is built on surveillance capitalism. Data extraction is the business model. Centralization is assumed. Privacy is treated as a constraint, not a value proposition.

When I approached AI-platform companies like Anthropic, their entire architecture assumes they hold user data for both personalization and model training. It's baked into their thinking.

Constitutional Memory is the opposite model - user sovereignty, privacy-first, governance-aligned infrastructure, to be used across all AI-platforms. Consider it your private “Black Box” containing your “live” extensive personal profile, and chat-history analysis, to be shared

European investors particularly understand the drivers – GDPR, the EU AI Act, etc. You will understand why regulated industries, universities, and enterprises need privacy-preserving AI infrastructure that provides governance and doesn't require them to surrender data sovereignty.

Privacy is not a problem to work around – it's actually the value proposition.

THE PROPOSAL - Delaware Entity with Founding Equity Partnership

Here's what I'm proposing.

We incorporate a Delaware C-Corp immediately - next week.

I contribute the intellectual property as founder equity. This IP has been independently valued at over \$1.5 million and includes complete technical specifications, architectural designs, and proprietary code representing over 3-years work, and personal investment of time and capital.

UCEA invests \$250,000 in cash into the new company for a founding equity stake - up to 20 percent of the company - with board participation rights.

Once we sign an NDA, I can provide you complete access to all IP and technical documentation immediately - you can review everything before final commitment.

This creates a clean Delaware entity with clear ownership from day one. You're not waiting for some future conversion event. You own equity. You have governance rights. You're a full founding strategic partner, before we commit to an Accelerator SAFE deal.

Once established, I would advise Techstars of the new structure.

If they accept us into their program, we offer them a SAFE converting at the Series A. They get their standard position, we get their mentor network and enterprise connections, and you maintain your founding equity stake with pro-rata rights for future rounds.

Combined capital: your \$250,000 plus Techstars' typical \$220,000 gives us \$470,000 runway to complete the MVP and launch with university partners.

THE TIMING ADVANTAGE

Techstars' New York program runs March through June. That's a three-month intensive.

But we can incorporate and structure this partnership now – in early January, and then before the end of the month:

- Finalize the corporate structure
- Complete IP transfer and documentation
- Begin MVP development with our Fractional CTO partner
- Approach Techstars from a position of strength, not need

If Techstars accepts us, excellent - they add acceleration infrastructure.

If they don't, we move forward regardless with university partnerships, Series A preparation, and our combined network across education and enterprise sectors.

Either way, you're positioned as the founding strategic partner in infrastructure that addresses one of the “defining challenges of AI in this decade”.

WHY THIS WORKS FOR UCEA

This structure gives you exactly what family offices value:

Clear equity ownership from day one. Board participation and strategic governance role. Access to a global market with genuine regulatory tailwinds behind it. Partnership with a founder who has deep domain expertise and proven execution capability. And positioning for follow-on participation as we scale through Series A and beyond.

You're not just backing a company. You're helping build the governance infrastructure for the next generation of AI deployment.

IN CLOSING - Direct Call to Action

João, I believe this is a genuinely rare opportunity.

I'm proposing we move forward immediately – with incorporation this month, founding partnership structure, and joint approach to Techstars thereafter.

I should mention timing. If Techstars invites me to final interview, that will happen by end of January. I'd like to have our founding partnership finalized before then - not because Techstars determines our path, but because approaching them as an already-funded company with strategic governance in place strengthens our position significantly.

If you're interested in moving forward, I'd propose we aim for term sheet by January 20th, with incorporation immediately following.

I look forward to our conversation following my discussions with Clarence on Friday January 9th and exploring how we build this together thereafter.
