



**ARTICLES OF INCORPORATION**  
**OF**  
**ZETTABYTE AI, INC.**

For Office Use Only

**-FILED-**

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**I.**

The name of this corporation is: Zettabyte AI, Inc.

**II.**

The business entity street and mailing address is: 3790 El Camino Real #333, Palo Alto, CA 94306

The name in the State of California of this corporation's initial agent for service of process is: Paracorp Incorporated.

The purpose of the corporation is to engage in any lawful act or activity for which any corporation may be organized under the General Corporations Law of California other than the banking business, the trust company business or a practice of a profession permitted to be incorporated under the California Corporations Code.

**III.**

This corporation is authorized to issue only one class of stock, to be designated Common Stock. The total number of shares of Common Stock presently authorized is one thousand (1,000), having a par value of \$0.00001.

**IV.**

**A.** The management of the business and the conduct of the affairs of the corporation shall be vested in its Board of Directors. The number of directors which shall constitute the whole Board of Directors shall be fixed by the Board of Directors in the manner provided in the Bylaws.

**B. Election of Directors**

1. Directors shall be elected at each annual meeting of shareholders to hold office until the next annual meeting. Each director shall hold office either until the expiration of the term for which elected or appointed and until a successor has been elected and qualified, or until such director's death, resignation or removal. No decrease in the number of directors constituting the Board of Directors shall shorten the term of any incumbent director.

2. No person entitled to vote at an election for directors may cumulate votes to which such person is entitled unless required by applicable law at the time of such election. During such time or times that applicable law requires cumulative voting, every shareholder entitled to vote at an election for directors may cumulate such shareholder's votes and give one candidate a number of votes equal to the number of directors to be elected multiplied by the number of votes to which such shareholder's shares are otherwise entitled, or distribute the shareholder's votes on the same principle among as many candidates as such shareholder desires. No shareholder, however, shall be entitled to so cumulate such shareholder's votes unless (A) the names of such candidate or candidates have been placed

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in nomination prior to the voting and (B) the shareholder has given notice at the meeting, prior to the voting, of such shareholder's intention to cumulate such shareholder's votes. If any shareholder has given proper notice to cumulate votes, all shareholders may cumulate their votes for any candidates who have been properly placed in nomination. Under cumulative voting, the candidates receiving the highest number of votes, up to the number of directors to be elected, are elected.

**C. Removal.** Subject to any limitations imposed by applicable law, the Board of Directors or any director may be removed from office at any time, with or without cause.

**D.** The Board of Directors is expressly empowered to adopt, amend or repeal the Bylaws of the corporation. The shareholders shall also have power to adopt, amend or repeal the Bylaws of the corporation; provided, however, that, in addition to any vote of the holders of any class or series of stock of the corporation required by law or by this Articles of Incorporation, such action by shareholders shall require the affirmative vote of the holders of at least a majority of the voting power of all of the then-outstanding shares of the capital stock of the corporation entitled to vote generally in the election of directors, voting together as a single class.

## V.

**A.** The liability of the directors for monetary damages shall be eliminated to the fullest extent under applicable law.

**B.** To the fullest extent permitted by applicable law, the corporation is authorized to provide indemnification of (and advancement of expenses to) directors, officers and agents of the corporation (and any other persons to which applicable law permits the Company to provide indemnification) through Bylaw provisions, agreements with such agents or other persons, vote of shareholders or disinterested directors or otherwise in excess of the indemnification and advancement otherwise permitted by such applicable law. If applicable law is amended after approval by the shareholders of this Article V to authorize corporate action further eliminating or limiting the personal liability of directors, then the liability of a director to the corporation shall be eliminated or limited to the fullest extent permitted by applicable law as so amended.

**C.** Any repeal or modification of this Article V shall only be prospective and shall not affect the rights or protections or increase the liability of any officer or director under this Article V in effect at the time of the alleged occurrence of any act or omission to act giving rise to liability or indemnification.

## VI.

The corporation reserves the right to amend, alter, change or repeal any provision contained in this Articles of Incorporation, in the manner now or hereafter prescribed by statute, and all rights conferred upon the shareholders herein are granted subject to this reservation.

## VII.

The name and the mailing address of the Sole Incorporator is as follows:

Bradley Mindrup  
4020 N. Grand  
Kansas City, MO 64116

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation as of this 2<sup>nd</sup> day of December, 2024.

A handwritten signature in black ink, appearing to read 'Bradley Mindap', written over a horizontal line.

Name: Bradley Mindap, Esq.

Title: Incorporator