



**ARTICLES OF INCORPORATION
OF
CABN HOLDINGS, INC.**

For Office Use Only

-FILED-

File No.: 6520230

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The provisions of the Articles of Incorporation of CABN Holdings, Inc., a California corporation (the “**Corporation**”) are set forth below. The Corporation is incorporated in accordance with the California Corporations Code, as amended (the “**Code**”), and adopts the following Articles of Incorporation:

**ARTICLE I
NAME**

The name of the Corporation is “CABN Holdings, Inc.”.

**ARTICLE II
OFFICE**

The Corporation’s principal business address is 361 Quarry Road, San Carlos, CA 94070.

**ARTICLE III
REGISTERED AGENT AND ADDRESS**

The registered agent of the Corporation is Michael G. Chilton and the address of the registered agent is 361 Quarry Road, San Carlos, CA 94070.

**ARTICLE IV
CORPORATE PURPOSES**

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

**ARTICLE V
AUTHORIZED SHARES**

The aggregate number of shares of stock which the Corporation shall have authority to issue is 10,000 shares, all of which shall have no par value.

**ARTICLE VI
MANAGEMENT PROVISIONS**

The following provisions are inserted for the management of the business and for the conduct of the affairs of the Corporation, and the same are in furtherance of and not in limitation or exclusion of the powers conferred by law.

6.1 Board of Directors. The management of the business and the conduct of the affairs of the Corporation shall be vested in its Board of Directors, except as otherwise provided in the Code, these Articles or the Bylaws of the Corporation. The number of directors, their

classifications, if any, their terms of office and the manner of their election or appointment shall be pursuant to the Bylaws of the Corporation.

6.2 Liability of Directors. The liability of directors of the Corporation for monetary damages shall be eliminated to the fullest extent permissible under California law.

6.3 Indemnification. The Corporation is authorized to provide indemnification of agents (as defined in Section 317 of the California Corporations Code), through bylaw provisions, by agreement or otherwise, in excess of the indemnification otherwise permitted by Section 317 of the California Corporations Code, subject to the limits on such excess indemnification set forth in Section 204 of the California Corporations Code.

DATED: December 12, 2024


Michael G. Chilton
Incorporator

I hereby declare that I am the person who executed the foregoing Articles of Incorporation, which execution is my act and deed.

DATED: December 12, 2024


Michael G. Chilton