

**ARTICLES OF INCORPORATION
OF
SAAM TECHNOLOGIES, INCORPORATED,
A KENTUCKY PROFIT CORPORATION**

KNOW ALL MEN BY THESE PRESENTS:

The articles are being filed Pursuant to Title XXIII chapter 271B.1-200 and KRS 14A.2-010 to 14A.2-150. These **ARTICLES OF INCORPORATION** are delivered electronically, e-filed, to the Kentucky Secretary of State for filing.

ARTICLE 1.00
CORPORATE NAME

The name of the corporation shall be **SAAM Technologies, Inc. a Kentucky Profit Corporation.**

ARTICLE 2.00
PERIOD OF DURATION

The Corporation shall exist perpetually unless dissolved according to the laws of the State of Kentucky.

ARTICLE 3.00
PLACE OF BUSINESS OR LOCATION

The place in this state where the principal office of the corporation is to be located is 1024 Summit Park Place, Apt # 202, Louisville, KY 40241.

ARTICLE 4.00
REGISTERED OFFICE AND AGENT

4.01 **Registered Office.** The initial registered office of the corporation, in the state of Kentucky, shall be at 1024 Summit Park Place, Apt # 202, Louisville, KY 40241.

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4.02 **Registered Agent.** The name of corporation's initial registered agent at such address is Ms. Mrudula Gaddam. The person or entity appointed as the registered agent in this document has consented to being so appointed. The signature below certifies and attests to that I have consented to the appointment.

Mrudula Gaddam

Mrudula Gaddam
President / CEO

4.03 Either the **registered office or the registered agent** may be changed in manner provided by law pursuant to 271.5-010 and KRS 14A.4-010.

ARTICLES 5.00
INCORPORATORS

The name, address, title of the incorporators is:

<u>Name</u>	<u>Address</u>	<u>Title</u>
Mrudula Gaddam	1024 Summit Park Pl, Apt 202, Louisville, KY 40241	President

ARTICLE 6.00
CAPITAL

The aggregate number of shares which the corporation shall have the power to create and issue shall be **one thousand (1,000) shares**. Such shares consist of **one class only** and said class of shares is designated as the **common stock** of the Corporation. All shares have no par value.

ARTICLE 7.00
OWNERSHIP OF CORPORATION

7.01 The incorporator owns 100 percent (100%) of the corporation assets.

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7.02 The corporation expressly prohibits the sale of common stock, which is the only class of stock that is currently authorized, to individuals outside the corporation.

Articles 8.00
Purpose

- 8.01 The corporation is organized for the following purposes:
- A. To participate in the Software Engineering, Design, and Analysis Industry.
 - B. Or any other **lawful business activity** which the incorporators may deem to be prudent, reasonable, economically viable.
 - C. To do all other acts **necessary or expedient** for the administration of the affairs and to attain the aforementioned purposes of the corporation.
- 8.02 Notwithstanding any other provisions of these Articles, this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in the furtherance of the primary purposes of this corporation.
- 8.03 The corporation may carry out its purposes and exercise its power in any state, territory, district, or possession of the United States or in any foreign country, to extent that these purposes and powers are not forbidden by the laws of the state, territory, district or possession of the United States, or by a foreign country.

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**ARTICLE 9.00
PRE-EMPTIVE RIGHTS**

No holder of any stock of the corporation shall be entitled, as a matter of right, to purchase, subscribe for or otherwise acquire any new or additional shares of stock of the Florida Corporation of any class, or any options or warrants to purchase, subscribe for or otherwise acquire any such new or additional shares, or any shares, bonds, notes, debentures or other securities convertible into or carrying options or warrants to purchase, subscribe for or otherwise acquire any such new or additional shares.

**ARTICLE 10.00
CUMULATIVE VOTING**

Cumulative voting shall not be allowed in the election of directors.

**ARTICLE 11.00
STOCK TRANSFER RESTRICTIONS**

Provision Restricting Sale of Stock. In the event that a stockholder desires to sell, assign, or otherwise transfer his or her stock in the Company and has obtained a bona fide offer for the sale thereof made by some person not a stockholder of this Company, he or she shall first offer to sell, assign or otherwise transfer the stock to other stockholder at the same price and on same terms as previously offered him or her, and each of the stockholders have the right to purchase his or her proportionate shares of the selling stockholder's stock. If any stockholder does not desire to purchase the stock on such terms or at such price, the stockholder may purchase any part of the stock and the selling stockholder may then sell, assign, or otherwise transfer his or her entire stock in the Company to the person making the said offer at the price offered. The intent of this provision is to require that the entire stock of a stockholder be sold intact, without fractionalization.

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**ARTICLE 12.00
INITIAL BOARD OF DIRECTORS**

12.01 The initial board of directors of the corporation shall of the corporation shall consist of **two (2)** directors, and the name and address of the person who shall serve as the director until the first annual meeting of shareholders or until their successor are elected and shall qualify are as follows:

<u>Name</u>	<u>Address</u>
Mrudula Gaddam	1024 Summit Park Place, APT 202, Louisville KY 40241
Carmine A. Corvasce	5335 Goodview Drive, Colorado Springs, CO 80911

12.02 The management of the affairs of the corporation shall be vested in the board of directors. The number of directors of the corporation shall be fixed in accordance with the corporate bylaws. So long as the number of directors shall be less than three (3), no shares of this corporation may be issued and held by more shareholders (holders of record) than there are directors. Any shares issued in violation of this paragraph shall be null and void. This provision shall also constitute a restriction on the transfer of shares and a legend shall be conspicuously placed on each stock certificate respecting shares preventing transfer of the shares to more shareholders than there are directors.

**ARTICLE 13.00
QUORUM OF SHAREHOLDERS**

Fifty-one percent (51%) of the shares entitled to vote, represented in person or by proxy, shall constitute a quorum at a meeting of shareholders.

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**ARTICLE 14
LIMITATION OF LIABILITY OF DIRECTORS, OFFICERS, AGENTS**

Pursuant KRS 271B.8-500 thru 271B-580, **indemnification**, the corporation hereby eliminates the personal liability of any director, officer, or agent of the corporation or its members for monetary damages for breach of its fiduciary duty as director to the fullest extent provided by **Kentucky Profit Corporation Code**.

Articles of Incorporation are hereby approved by the initial board of directors.

Mrudula Gaddam

Mrudula Gaddam
Chairman of Board

Carmine A. Corvasce, II

Carmine A. Corvasce, II, BS, MA
Board Member