

ACTION BY WRITTEN CONSENT OF INCORPORATOR - MARCH 15, 2018

ACTION BY WRITTEN CONSENT OF INCOR

OF NAVIFLOOR ROBOTICS, INC.

(a Delaware corporation)

March 15, 2018

The undersigned, being the sole incorporator of NaviFloor Robotics, Inc., a Delaware corporation (the "Corporation"), acting pursuant to Section 108 of Delaware General Corporation Law, hereby adopts the following resolutions written consent:

ADOPTION OF BYLAWS

RESOLVED, that the bylaws in the form attached hereto as Exhibit A are hereby adopted as the bylaws of the Corporation (the "Bylaws"), and the Secretary of the Corporation is hereby directed to execute such Bylaws as the Bylaws of the Corporation and to insert them in the Corporation's minute book.

ELECTION OF INITIAL DIRECTORS

RESOLVED, that the following persons are hereby elected to serve as directors of the Corporation, to hold office until their successors are duly elected and qualified or until their earlier resignation or removal:

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Dr. Sarah Chen

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Marcus Depth

-

Richard Torres

-

Dr. Elena Kovacs

-

James Wilson

RESIGNATION OF INCORPORATOR

RESOLVED, that the undersigned hereby resigns as incorporator of the Corporation, such resignation to be effective immediately.

STOCK CERTIFICATES

RESOLVED, that the form of stock certificate attached hereto as Exhibit B is hereby approved and adopted as the form of certificate representing shares of the Corporation's Common Stock.

ORGANIZATIONAL EXPENSES

RESOLVED, that the proper officers of the Corporation are hereby authorized and directed to pay all fees and expenses necessary or appropriate in connection with the organization of the Corporation.

PRINCIPAL OFFICE

RESOLVED, that the principal office of the Corporation shall be established and maintained at 2500 Innovation Drive, Suite 400, Wilmington, Delaware 19801.

QUALIFICATION TO DO BUSINESS

RESOLVED, that for the purpose of authorizing the Corporation to do business in any jurisdiction in which it is necessary or expedient for the Corporation to transact business, the proper officers of the Corporation are hereby authorized to appoint and substitute all necessary agents or attorneys for service of process, to designate and change the location of all necessary statutory offices, and to make and file all necessary certificates, reports, powers of attorney and other instruments as may be required by the laws of such jurisdiction to authorize the Corporation to transact business therein.

BANKING RESOLUTIONS

RESOLVED, that the Corporation establish in its name one or more accounts with one or more banks or other financial institutions on such terms and conditions as may be agreed with such banks or other financial institutions, and that the

officers of the Corporation are hereby authorized to execute any resolutions required by such banks or other financial institutions for such accounts and to designate the person or persons authorized to write checks, withdraw funds and otherwise manage such accounts.

FISCAL YEAR

RESOLVED, that the fiscal year of the Corporation shall end on December 31 of each year.

FURTHER ACTIONS

RESOLVED, that the officers of the Corporation are hereby authorized and directed to take any and all actions and execute and deliver any and all documents as they may deem necessary or appropriate to implement the foregoing resolutions.

OMNIBUS RESOLUTION

RESOLVED, that all actions taken by the incorporator of the Corporation in connection with the formation of the Corporation are hereby in all respects ratified, approved, and adopted as acts of the Corporation.

IN WITNESS WHEREOF, the undersigned incorporator has executed this A
Written Consent as of the date first written above.

—

Jane Smith

Incorporator

EXHIBIT A

[Bylaws of NaviFloor Robotics, Inc.]

[Not attached hereto]

EXHIBIT B

[Form of Stock Certificate]

[Not attached hereto]

STATE OF DELAWARE

COUNTY OF NEW CASTLE

On this 15th day of March, 2018, before me personally appeared Jane Smith,
to me to be the person whose name is subscribed to the foregoing instrument,
acknowledged that she executed the same for the purposes therein contained.

IN WITNESS WHEREOF, I hereunto set my hand and official seal.

—

Notary Public

My Commission Expires: December 31, 2021

[NOTARY SEAL]

