

# State and Local Tax Exemption Certificates

## CERTIFICATE OF TAX EXEMPTION STATUS

### PARTIES AND CONTEXT

This State and Local Tax Exemption Certificate (the "Certificate") is executed by Nexus Intelligent Systems, Inc., a Delaware corporation with principal offices located at 1200 Technology Park Drive, Austin, Texas 78758 (the "Company"), effective as of January 22, 2024.

### 1. DEFINITIONS AND INTERPRETATIVE PROVISIONS

1 "Applicable Tax Jurisdictions" shall mean all state and local tax authorities within the United States where the Company conducts business operations.

2 "Qualifying Exemption" refers to tax exemptions available under state and local statutes for technology service providers meeting specific economic development and innovation criteria.

3 All references herein to specific tax codes shall be construed according to the most recent version of applicable state revenue regulations.

### 2. REPRESENTATIONS OF EXEMPTION STATUS

#### 1 State Tax Exemption Representations

The Company hereby certifies that it meets the following state tax exemption qualifications:

- a) Operates primarily in high-technology service sectors
- b) Maintains substantial investment in research and development
- c) Demonstrates consistent job creation within qualifying jurisdictions
- d) Meets minimum capital investment thresholds in technology infrastructure

#### 2 Local Tax Jurisdiction Compliance

The Company affirms compliance with local tax ordinances in all jurisdictions where it maintains physical or economic nexus, including but not limited to:

- Travis County, Texas
- City of Austin Economic Development Zone

- California Technology Corridor jurisdictions
- Select metropolitan areas with technology innovation incentives

### **3. DOCUMENTARY EVIDENCE**

1 The Company maintains the following supporting documentation for tax exemption status:

- a) Annual R&D Investment Certifications
- b) State-issued Technology Enterprise Qualification Certificates
- c) Verified Employment and Payroll Records
- d) Capital Equipment and Infrastructure Investment Schedules

2 All referenced documentation is available for inspection upon reasonable request by authorized tax authorities.

### **4. LIMITATIONS AND QUALIFICATIONS**

1 Exemption Contingencies

The Company's tax exemption status remains contingent upon:

- a) Continued compliance with state and local economic development criteria
- b) Maintenance of minimum employment and investment thresholds
- c) Accurate and timely filing of all required documentation
- d) Preservation of corporate structure and primary business activities

2 Reservation of Rights

The Company expressly reserves the right to challenge or contest any adverse determination regarding its tax exemption status through appropriate administrative and judicial processes.

### **5. LEGAL DISCLAIMERS**

1 This Certificate represents the Company's good faith representation of its tax exemption status as of the effective date. The Company makes no warranties or guarantees regarding future tax treatment.

2 The Company acknowledges that any material misrepresentation may result in immediate revocation of tax exemption privileges and potential penalties.

### **6. EXECUTION**

IN WITNESS WHEREOF, the undersigned authorized representative of Nexus Intelligent Systems, Inc. has executed this State and Local Tax Exemption Certificate as of the date first written above.

**AUTHORIZED SIGNATURE**

Dr. Elena Rodriguez  
Chief Executive Officer  
Nexus Intelligent Systems, Inc.

Date: January 22, 2024

**CORPORATE SEAL**

[Corporate Seal of Nexus Intelligent Systems, Inc.]

**CERTIFICATION OF AUTHORITY**

I, Michael Chen, Chief Technology Officer of Nexus Intelligent Systems, Inc., hereby certify that the foregoing State and Local Tax Exemption Certificate has been duly authorized by the Company's Board of Directors and represents a true and accurate statement of the Company's tax exemption status.

Michael Chen  
Chief Technology Officer