

INITIAL BOARD RESOLUTIONS AND ORGANIZATIONAL CONSENTS

DEEPSHIELD SYSTEMS, INC.

(a Delaware corporation)

WHEREAS, the initial Board of Directors (the "Board") of DeepShield Systems, Inc., a Delaware corporation (the "Corporation"), hereby adopts the following resolutions and organizational consents effective as of March 15, 2016:

ARTICLE I - ORGANIZATIONAL MATTERS

Section 1.1 - Certificate of Incorporation

RESOLVED, that the Certificate of Incorporation of the Corporation filed with the Secretary of State of Delaware on March 15, 2016, is hereby ratified and approved in all respects.

Section 1.2 - Bylaws

RESOLVED, that the Bylaws presented to the Board are hereby adopted as the Bylaws of the Corporation and the Secretary is directed to certify a copy thereof and maintain such copy with the corporate records.

Section 1.3 - Corporate Seal

RESOLVED, that the corporate seal, if any, in the form of a circle containing the name of the Corporation, the year of incorporation, and "Delaware" shall be adopted as the corporate seal of the Corporation.

ARTICLE II - STOCK ISSUANCE

Section 2.1 - Common Stock Authorization

RESOLVED, that the Corporation is hereby authorized to issue and sell shares of its Common Stock, \$0.001 par value per share, to the following individuals in the amounts set forth below:

- Dr. Marcus Chen: 3,000,000 shares
- Sarah Blackwood: 2,000,000 shares
- James Morrison: 1,500,000 shares
- Dr. Elena Rodriguez: 1,500,000 shares

- Robert Kessler: 1,000,000 shares

Section 2.2 - Stock Certificates

RESOLVED, that the officers of the Corporation are authorized to issue appropriate stock certificates representing such shares upon receipt of full payment therefor.

ARTICLE III - OFFICERS AND MANAGEMENT

Section 3.1 - Officer Appointments

RESOLVED, that the following persons are elected to the offices set forth opposite their respective names:

- Chief Executive Officer: Dr. Marcus Chen
- Chief Technology Officer: Sarah Blackwood
- Vice President of Engineering: James Morrison
- Chief Security Architect: Dr. Elena Rodriguez
- Chief Financial Officer: Robert Kessler

Section 3.2 - Compensation

RESOLVED, that the officers shall receive such compensation as determined by the Board from time to time.

ARTICLE IV - OPERATIONAL MATTERS

Section 4.1 - Principal Office

RESOLVED, that the principal office of the Corporation shall be established and maintained at 2200 Innovation Drive, Suite 400, Wilmington, Delaware 19801.

Section 4.2 - Bank Accounts

RESOLVED, that the officers are authorized to establish such bank accounts as they deem necessary for corporate purposes and to designate signatories thereon.

Section 4.3 - Fiscal Year

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

ARTICLE V - GENERAL AUTHORIZATIONS

Section 5.1 - Further Actions

RESOLVED, that the officers of the Corporation are authorized to take all such further actions and execute all such further documents as they deem necessary or appropriate to carry out the purposes of the foregoing resolutions.

Section 5.2 - Ratification

RESOLVED, that all actions taken by the incorporator and the initial Board of Directors prior to the date hereof in connection with the organization of the Corporation are hereby ratified and approved.

IN WITNESS WHEREOF, the undersigned, being all the members of the initial Board of Directors of the Corporation, have executed these resolutions effective as of March 15, 2016.

DIRECTORS:

Dr. Marcus Chen

Sarah Blackwood

James Morrison

Dr. Elena Rodriguez

Robert Kessler

[CORPORATE SEAL]

ATTEST:

Secretary