

INITIAL BYLAWS AND CORPORATE RESOLUTIONS

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OF POLAR DYNAMICS ROBOTICS, INC.

A Delaware Corporation

EFFECTIVE DATE: March 15, 2018

WHEREAS, the Certificate of Incorporation of Polar Dynamics Robotics, Inc. ("Corporation") was filed with the Secretary of State of Delaware on March 15, 2018; and

WHEREAS, the initial Board of Directors of the Corporation desires to adopt the proposed articles of incorporation, bylaws and certain initial resolutions to properly organize and commence the business and operations of the Corporation;

NOW, THEREFORE, BE IT RESOLVED, that the following actions are hereby adopted and approved:

ARTICLE I - ADOPTION OF BYLAWS

RESOLVED, that the Bylaws attached hereto as Exhibit A are hereby adopted and approved as the Bylaws of the Corporation.

ARTICLE II - PRINCIPAL OFFICE

RESOLVED, that the principal office of the Corporation shall be established and maintained at 2850 Innovation Drive, Cambridge, Massachusetts 02142.

ARTICLE III - OFFICERS

RESOLVED, that the following persons are hereby elected to serve as officers of the Corporation, to serve until their successors are duly elected and qualified:

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Chief Executive Officer and President: Dr. Elena Frost

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Chief Technology Officer: Marcus Chen

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Chief Operating Officer: Sarah Nordstrom

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Chief Financial Officer: Victoria Wells

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Chief Robotics Officer: Dr. James Barrett

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Secretary: Victoria Wells

ARTICLE IV - STOCK ISSUANCE

RESOLVED, that the Corporation is hereby authorized to issue shares of Common Stock, \$0.001 par value per share, to the following persons in the amounts indicated:

Dr. Elena Frost: 4,500,000 shares

Marcus Chen: 3,000,000 shares

Sarah Nordstrom: 2,500,000 shares

ARTICLE V - BANKING RESOLUTIONS

RESOLVED, that the Corporation shall establish banking relationships with
Silicon Valley Bank and First Republic Bank;

FURTHER RESOLVED, that any two of the following officers acting jointly
have authority to:

Open and close bank accounts

Execute banking agreements

Designate signatories

Execute checks and wire transfers exceeding \$50,000

ARTICLE VI - INTELLECTUAL PROPERTY

RESOLVED, that the Corporation shall take all necessary steps to protect its
intellectual property, including but not limited to:

Filing patent applications for the BlueCore(TM) technology platform

Registering trademarks for the Corporation's brands and products

Implementing appropriate trade secret protection measures

ARTICLE VII - STOCK OPTION PLAN

RESOLVED, that the Corporation's 2018 Stock Option Plan (the "Plan") is hereby approved, reserving 2,000,000 shares of Common Stock for issuance under the Plan.

ARTICLE VIII - FISCAL YEAR

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

ARTICLE IX - INDEMNIFICATION

RESOLVED, that the Corporation shall indemnify its directors and officers to the fullest extent permitted by Delaware law.

ARTICLE X - FURTHER ACTIONS

RESOLVED, that the officers of the Corporation are hereby authorized and directed to take any and all actions necessary to carry out the foregoing resolutions.

IN WITNESS WHEREOF, the undersigned, being all the directors of the Corporation, have executed these Initial Resolutions as of March 15, 2018.

DIRECTORS:

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Dr. Elena Frost, Director

Marcus Chen, Director

Sarah Nordstrom, Director

CERTIFICATION

I, Victoria Wells, hereby certify that I am the duly elected and qualified Secretary of Polar Dynamics Robotics, Inc., and that the foregoing is a correct copy of the Initial Resolutions adopted by the Board of Directors of Polar Dynamics Robotics Corporation on March 15, 2018.

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Victoria Wells, Secretary

[CORPORATE SEAL]

