

# ARTICLES OF INCORPORATION

of

## AXION DEEP LABS, INC.

### Article I – Corporate Name

The name of the corporation is Axion Deep Labs, Inc.

### Article II – Duration

The duration of the corporation shall be perpetual.

### Article III – Purpose

The purpose for which the corporation is organized is to engage in any lawful business for which corporations may be incorporated under the New Mexico Business Corporation Act, including but not limited to the research, design, and sale of proprietary software and digital technologies; providing services in artificial intelligence, machine learning, data integration, and cloud computing; and managing and licensing intellectual property, trade names, and brands.

### Article IV – Registered Office and Agent

Registered Office Address: \_\_\_\_\_

Registered Agent Name: \_\_\_\_\_

### Article V – Authorized Shares

The corporation is authorized to issue 1,000 shares of common stock, all of which shall have equal voting rights.

Ownership shall be as follows:

- Crystal Gutierrez: 510 shares (51%)
- Joshua Gutierrez: 490 shares (49%)

### Article VI – Incorporator

Name: Crystal Gutierrez

Address: \_\_\_\_\_

### Article VII – Director(s)

Initial Directors:

1. Crystal Gutierrez
2. Joshua Gutierrez

Addresses: \_\_\_\_\_

### Article VIII – Limitation of Liability

To the fullest extent permitted by the New Mexico Business Corporation Act, no director shall be personally liable to the corporation or its shareholders for monetary damages for breach of fiduciary duty as a director.

### Article IX – Indemnification

The corporation shall indemnify its directors and officers to the fullest extent permitted by law.

Signed this \_\_\_\_\_ day of \_\_\_\_\_, 2025.

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Crystal Gutierrez, Incorporator