

## CERTIFICATE OF INCORPORATION

**Article 1.** The name of the corporation is Autopilot Solutions, Inc. ("**Autopilot Solutions**").

**Article 2.** The name and address of Autopilot Solutions' registered office in the State of Delaware are: Gust Delaware, Inc., 16192 Coastal Highway, Lewes, Delaware 19958 (Sussex County).

**Article 3.** The purpose of Autopilot Solutions is to engage in any lawful act or activity for which corporations may be organized under the General Corporation Law of Delaware ("**GCL**").

**Article 4.** Autopilot Solutions is authorized to issue 10,000,000 shares of capital stock, all "Common Stock", with a par value of \$0.00001 per share.

**Article 5.** Per GCL §141, the business and affairs of Autopilot Solutions shall be managed by its Board of Directors (the "**Board**"), except as may be provided by this Certificate and its Bylaws. Elections of Directors need not be by written ballot. The initial Board may be appointed by written action of the Incorporator, after which subsequent Boards shall be elected at Autopilot Solutions' annual stockholder meetings or by written consent in lieu of annual meetings, pursuant to GCL §211.

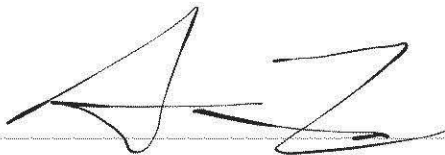
**Article 6.** Per GCL §109, the Incorporator shall adopt the initial Bylaws of Autopilot Solutions, after which the Board is expressly authorized to make, amend or repeal its Bylaws.

**Article 7.** Directors shall not be personally liable to Autopilot Solutions or its stockholders for monetary damages for breach of fiduciary duty as a Director, except as may be limited by the GCL. As of the date of this Certificate, GCL §102(b)(7) does not allow a waiver of liability: (i) for any breach of the Director's duty of loyalty to Autopilot Solutions or its stockholders; (ii) for acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law; (iii) under GCL §174; or (iv) for any transaction from which the Director derived an improper personal benefit.

**Article 8.** Autopilot Solutions shall indemnify and advance expenses for any party to a threatened, pending, or completed action, suit, audit, investigation, or other proceeding, including those in the right of Autopilot Solutions, by reason of such person's role as an Incorporator, Director, or Officer of Autopilot Solutions. The foregoing applies to the full extent permitted by GCL §145, does not apply to any role such person may have as employee or agent, and is cumulative with rather than in place of any other indemnification rights they may have.

**Article 9.** Amendments to this Certificate or the GCL shall not eliminate or reduce any waiver or indemnification obligations under Articles 7 and 8 with respect to circumstances, known or unknown, existing as of the time of such amendment.

**Article 10.** The Incorporator is Andrew Thompson, whose mailing address is: 11624 Jollyville Rd, Apt 233, Austin, Texas 78759.



Andrew Thompson, Incorporator

November 3, 2023

Date

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Certificate of Incorporation Application

Date: November 3, 2023

Id: 6545269eb95a9500025a0605

Hash: 9c5f4c055f66d3b21872af413f4cf5251609e770d18a0827f5727ecb56f756f2

State of Delaware  
Secretary of State  
Division of Corporations  
Delivered 03:17 PM 11/03/2023  
FILED 03:17 PM 11/03/2023  
SR 20233893483 - File Number 2583313