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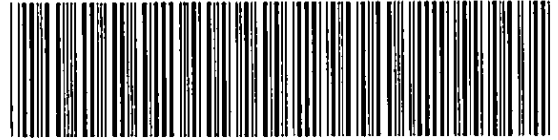
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*Amended &
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1. MANUFACTURING TECHNOLOGY DEPLOYMENT GROUP, INC.
(CORPORATE NAME AND DOCUMENT #)

2. _____
(CORPORATE NAME AND DOCUMENT #)

3. _____
(CORPORATE NAME AND DOCUMENT #)

4. _____
(CORPORATE NAME AND DOCUMENT #)

5. _____
(CORPORATE NAME AND DOCUMENT #)

6. _____
(CORPORATE NAME AND DOCUMENT #)

SPECIAL INSTRUCTIONS: _____

MANUFACTURING TECHNOLOGY DEPLOYMENT GROUP, INC.

**AMENDED AND RESTATED
ARTICLES OF INCORPORATION**

In compliance with Chapter 617, F.S., (Not for Profit)

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Article I – Name

The name of the Corporation shall be: Manufacturing Technology Deployment Group, Inc.

Article II – Principal Office

The principal street and mailing address shall be:

14141 46th Street N, Unit 1203
Clearwater, FL 33762

Article III – Purpose

The Corporation is incorporated under the Florida Not For Profit Corporation Act and shall be organized and operated exclusively for charitable, scientific, literary and educational purposes permitted within the scope of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, including, without limitation, the oversight of, management of, and support of the National Center for Defense Manufacturing and Machining, Advanced Manufacturing International, Inc. and Intelligent Manufacturing Systems, Inc.

Further, in its oversight, management and support role, the Corporation shall:

- (a) Manage and provide oversight and support of the National Center for Defense Manufacturing and Machining, Advanced Manufacturing International, Inc. and Intelligent Manufacturing Systems, Inc.;
- (b) Oversee the establishment and implementation of a long-term strategic development plan that supports services by the National Center for Defense Manufacturing and Machining, Advanced Manufacturing International, Inc. and Intelligent Manufacturing Systems, Inc., which benefit the public and lessen the burdens of government;
- (c) Support and assist the National Center for Defense Manufacturing and Machining, Advanced Manufacturing International, Inc. and Intelligent Manufacturing Systems, Inc. in developing and raising the funds necessary for their financial support; and
- (d) Generally take any action which shall promote all or any of the foregoing purposes.

In furtherance of these purposes, the Corporation may exercise all rights and powers conferred by the laws of the State of Florida upon not for profit corporations.

Article IV – Directors and Manner of Election

The Corporation shall be governed by a Board of Directors which shall consist of such numbers of directors as may be fixed from time to time by the Board of Directors of the Corporation in its bylaws, but in no event shall the Board of Directors of the Corporation consist of fewer than three (3) directors. In addition, at all times the Corporation shall have at least one director who is also a director of the National Center for Defense Manufacturing and Machining, at least one director who is also a director of Advanced Manufacturing International, Inc. and at least one director who is also a director of Intelligent Manufacturing Systems, Inc. The method of election of directors will be stated in the bylaws.

Article V – Registered Agent

The name and address of the Registered Agent is:

Dean Bartles, Ph.D., FSME, FASME
14141 46th Street N, Unit 1203
Clearwater, FL 33762

Article VI – Supported Organizations

The Corporation is to be operated as a supporting organization under Section 509(a)(3) of the Internal Revenue Code of 1986, as amended. The Corporation shall support: the National Center for Defense Manufacturing and Machining, a Pennsylvania nonprofit corporation and charitable organization under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended; Advanced Manufacturing International, Inc., a Florida not for profit corporation and charitable organization under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended; and Intelligent Manufacturing Systems, Inc., a Minnesota nonprofit corporation and charitable organization under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended. The Corporation shall only operate to support and benefit the National Center for Defense Manufacturing and Machining, Advanced Manufacturing International, Inc. and Intelligent Manufacturing Systems, Inc.

Article VII – Prohibitions

The Corporation does not contemplate pecuniary gain or profit, incidental or otherwise. No part of the net earnings of the Corporation shall inure to the benefit of any director or officer of the Corporation or any private individual (except that reasonable compensation may be paid for services rendered to or for the Corporation effecting one or more of its purposes), and no director or officer of the Corporation, or any private individual, shall be entitled to share in the distribution of any of the corporate assets on dissolution of the Corporation. No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate in, or intervene in (including the publication or distribution of statements), any political campaign on behalf of any candidate for public office.

Article VIII – Jurisdiction

The Corporation is incorporated under the Florida Not For Profit Corporation Act.

Article IX - Stock

The Corporation is to be organized on a nonstock basis.

Article X - Members

The Corporation shall have no members.

Article XI - Term

The term of existence of the Corporation shall be perpetual.

Article XII – Prohibited Activities

Notwithstanding any other provision of these Amended and Restated Articles of Incorporation, the Corporation, shall not conduct or carry on any activities not permitted to be conducted or carried on by an organization described in Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, and its regulations, as they now exist or as they may hereafter be amended. In addition, notwithstanding any other provision of these Amended and Restated Articles of Incorporation, the Corporation shall not conduct or carry on any activities not permitted to be conducted or carried on by an organization contributions to which are deductible under Section 170 of said Internal Revenue Code and its regulations, as they now exist or as they may hereafter be amended.

Article XIII – Dissolution

Upon dissolution of the Corporation or the winding up of its affairs, the Board of Directors shall, after making provision for the payment of all of the liabilities of the Corporation, dispose of all of the assets of the Corporation exclusively for the purposes of the Corporation in such manner or to such organizations which are described in Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or the corresponding provisions of any subsequent United States Internal Revenue law, as the Board of Directors shall determine. Any assets not so disposed of shall be disposed of by a court of competent jurisdiction of the county in which the principal office of the Corporation is then located to such organizations described in Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or in accordance with the corresponding provisions of any subsequent United States Internal Revenue law, as such court shall determine.

Article XIV – Statement of Adoption

These Amended and Restated Articles of Incorporation, the authorization of which was previously adopted by the Board of Directors of the Corporation (as the Corporation has no Members) on October 19, 2023, are effective upon filing.

IN TESTIMONY WHEREOF, THE PRESIDENT AND CHIEF EXECUTIVE OFFICER HAS SIGNED THESE AMENDED AND RESTATED ARTICLES OF INCORPORATION OF THE CORPORATION THIS 10th DAY OF September 2024.



Dean Bartles, Ph.D., FSME, FASME, President
and Chief Executive Officer