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## COVER LETTER

Department of State  
New Filing Section  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

SUBJECT: **Modal Technologies Corporation**

(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed are an original and one (1) copy of the articles of incorporation and a check for:

☐ \$70.00  
Filing Fee

☒ \$78.75  
Filing Fee  
& Certificate of Status

☐ \$78.75  
Filing Fee  
& Certified Copy

☐ \$87.50  
Filing Fee,  
Certified Copy  
& Certificate of  
Status

**ADDITIONAL COPY REQUIRED**

FROM: **Randall C. Masciana**

Name (Printed or typed)

**10526 Serena Dr.**

Address

**Jacksonville, FL 32225**

City, State & Zip

**(904) 861-9516**

Daytime Telephone number

**rmasciana@comcast.net**

E-mail address: (to be used for future annual report notification)

**NOTE: Please provide the original and one copy of the articles.**

**In compliance with Chapter 607 and/or Chapter 621, F.S. (Profit)**

The name of the corporation shall be: **Modal Technologies Corporation**

Principal street address: 10526 Serena Dr. Jacksonville, FL 32225  
Mailing address, if different is: PO Box 54629 Jacksonville, FL 32245

The purpose for which the corporation is organized is: To build a marketable, rover type vehicle, endowed with sufficient Artificial Intelligence and mechanical engineering to enable it to be deployed by Government agencies and private space exploration corporations for multi-purpose missions on planets, moons and asteroids, including on Earth.

**Key market:** Government agencies and private space exploration corporations. Manufacturers of software or devices that incorporate Artificial Intelligence.

**Contribution:** Artificial Intelligence capability and interface of that capability to hardware components, such as those found in the robotics industry. Adaptable physical rover platform, capable of reconfiguration to meet dynamic environmental, or mission-directed requirements.

***Distinction:*** Artificial Intelligence capability differs from others with respect to our advanced degree of: autonomy; decisioning complexity; learning ability; ability to exploit third party research; reliability; testability; adaptability; processing speed; ability to interface efficiently with robotic units and with humans; quickness to re-task for new missions. The physical rover platform also differs from others, with respect to advanced ability to reconfigure morphology, as well as its ability to launch remote probes.

The initial number of shares of stock is: 10,000 shares of common stock. Distribution of stock and other related policies is governed by the “IP Ownership and Confidentiality Agreement” document referenced in the corporation’s “Bylaws” document.

**Name and Title:** Randall C. Masciana, President and Chief Executive Officer (CEO)  
**Address:** PO Box 54629 Jacksonville, FL 32245-4629

**Name and Title:** Percy F. Shadwell, Jr., Vice President and Chief Technology Officer (CTO)  
**Address:** 3308 Queen Palm Dr. Jacksonville, FL 32250-2328

**Name and Title:** Daryl Donald Carson, Vice President and Chief Information Officer (CIO)  
**Address:** 18 Floral Court Palm Coast, FL 32137-8306

**Name and Title:** Randall C. Masciana, Secretary/Treasurer  
**Address:** PO Box 54629 Jacksonville, FL 32245-4629

The name and Florida street address (P.O. Box NOT acceptable) of the registered agent is:

Name: Randall C. Masciana  
Address: 10526 Serena Dr. Jacksonville, FL 32225-8350

**ARTICLE VII INCORPORATOR**

The name and address of the Incorporator is:

Name: Randall C. Masciana  
Address: 10526 Serena Dr. Jacksonville, FL 32225-8350

*Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity*

Required Signature/Registered Agent Date

*Randall C Masciana 8/23/2014*

*I submit this document and affirm that the facts stated herein are true. I am aware that the false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.*

Required Signature/Incorporator Date

*Randall C Masciana 8/23/2014*

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