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RESTATED ARTICLES OF INCORPORATION
OF
ALTIMETRIK CORP.

FILED
NOV 09 2017
ADMINISTRATOR
CORPORATIONS DIVISION

The present name of the corporation is. Altimetrik Corp The identification number assigned by the Bureau is. 800029966. The former name of the corporation was: Synova, Inc. The date of filing the original Articles of Incorporation was: December 29, 1998 The following Restated Articles of Incorporation as amended and shall be the Articles of Incorporation for the corporation.

ARTICLE I
Name

The name of the corporation is Altimetrik Corp.

ARTICLE II
Purposes

The purpose or purposes for which the corporation is formed is to engage in any activity within the purposes for which corporations may be formed under the Business Corporation Act of Michigan (the "Act")

ARTICLE III
Capital Stock

Section 1. Authorized Shares. The total number of shares of all classes of stock is Five Million (5,000,000) shares without par value, consisting of One Million (1,000,000) shares of Voting Cumulative Dividend Preferred Stock, without par value (the "**Preferred Stock**"), Three Million (3,000,000) shares of Series A Non-Voting Common Stock, without par value (the "**Series A Common Stock**"), and One Million (1,000,000) shares of Series B Non-Voting Common Stock, without par value (the "**Series B Common Stock**") Shares of Series A Common Stock and Series B Common Stock, as a class, are collectively referred to as "**Common Stock**."

Section 2. Future Issuance of Capital Stock. In addition to the Preferred Stock, the Series A Common Stock and the Series B Common Stock, shares of Preferred Stock or Common Stock may be issued from time to time in one or more series, and each such series shall be separately designated. Authority is hereby expressly granted to the Board of Directors to fix, before the issuance of any shares of any such series, the voting rights, if any, of such shares, the dividend rate per annum and any restrictions, limitation and conditions upon the payment of dividends, the

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redemption price or prices, if any, and the terms and conditions of redemption, any sinking fund provisions for the redemption or purchase of the shares of such series, the terms and conditions on which the shares of such series are convertible, the amount or amounts to which the holders of shares of such series shall be entitled upon the voluntary or involuntary liquidation, dissolution or winding up of the corporation, and any other rights, preferences and limitations pertaining to such series as may be determined by the Board of Directors and are stated in the resolution or resolutions of the Board of Directors providing for the issue of such series.

Section 3. Voting.

a The holders of Preferred Stock shall be the only persons entitled to vote on any matter required or permitted to be submitted or actually submitted to the shareholders of the corporation for a vote, unless the right to vote on a matter is specifically granted to a series or class of non-voting stock under the Act. In any matter upon which voting and non-voting shareholders are entitled to vote, the holders of Preferred Stock shall have 100 votes per share of Common Stock.

b. The holders of the Common Stock shall not be entitled to vote on any matter required or permitted to be submitted or actually submitted to the shareholders for a vote unless such rights are specifically granted to a class of non-voting stock under the Act. In any matter upon which the holders of Common Stock are required to have a vote, the holders of such stock shall have one vote per share of Common Stock.

c The holders of a majority of the Preferred Stock, voting as a class, shall have the right to propose and approve a Change of Control (as defined below), without any recommendation, approval or other action with respect to the transaction effecting the Change of Control being taken by the board of directors of the corporation or the holders of any other class or series of capital stock of the corporation. Any Change of Control transaction approved by the holders of a majority of the Preferred Stock may contain provisions relating to the allocation and distribution of the proceeds of such transaction and the treatment of the outstanding shares of the corporation (or rights to acquire such shares) in such transaction as shall be determined by the holders of the Preferred Stock, whether or not any such allocation and distribution is made in proportion to the ownership of such shares or rights to acquire such shares. **“Change of Control”** means, with respect to the corporation, any of the following events.

(i) the acquisition, directly or indirectly, by any person (which term encompasses both individuals and entities) or group of two or more persons acting in concert, other than a person or group that controls the corporation as of the date of adoption of these Restated Articles of Incorporation (an **“Acquiring Person”**), that, in combination with any other ownership interest in the corporation held directly or indirectly by the Acquiring Person, entitles the Acquiring Person to exercise or direct the exercise of a majority of the voting power, under ordinary circumstances, of the corporation;

(ii) a merger, share exchange, reorganization, consolidation or similar transaction involving the corporation that results in the holders of capital stock of

the corporation immediately prior to such transaction not, immediately after such transaction, holding capital stock of the corporation or securities of the surviving or acquiring entity entitling such holders of capital stock of the corporation immediately prior to such transaction to exercise or direct the exercise of a majority of the voting power, under ordinary circumstances, of the corporation (or the surviving or acquiring entity); or

(iii) the sale or disposition of all or substantially all of the corporation's assets to an acquiring entity, a majority of the voting power of the equity securities of which are not held by shareholders of the corporation immediately prior to such transaction.

For purposes of this definition, a person or group shall be deemed to "control" the corporation as of the date of adoption of these Restated Articles of Incorporation if it owned, as of such date, directly or indirectly, shares of the corporation's capital stock sufficient to entitle it to exercise or direct the exercise of a majority of the voting power, under ordinary circumstances, of the corporation.

Section 4. Preferred Stock Dividends. The holders of Preferred Stock shall be entitled to receive, on a cumulative basis, when and as declared by the Board of Directors, out of funds legally available therefor, cash dividends at the rate of \$8 00 per share per annum, in preference to and in priority over dividends upon the Common Stock. If the corporation fails to pay the annual dividend, such dividend shall accumulate and be payable at the next annual dividend date, and if not then paid, with each succeeding year's dividend until paid. No interest shall accrue on any accumulated dividend on the Preferred Stock. No dividends shall be declared or paid on the Common Stock during any period when the corporation has failed to pay an annual dividend on the Preferred Stock. If the issuance of any of the Preferred Stock takes place on a day other than the first day of the corporation's fiscal year, the corporation shall pay with respect to such fiscal year a prorated amount of the annual dividend on such Preferred Stock for the period of time from the date of issuance of such Preferred Stock until the end of the fiscal year.

Section 5. Liquidation, Dissolution or Winding Up.

a In the event of a liquidation, dissolution or winding up of the corporation, the corporation shall first pay all of its debts, obligations and liabilities, including all of its debt obligations to its shareholders (the "**Shareholder Debt**"), and the shareholders of the corporation shall then be entitled to receive assets of the corporation, in the following order of priority.

1 the holders of Preferred Stock shall be entitled to receive out of the assets of the corporation an amount equal to \$100 00 per share, adjusted as provided in Section 5 b of this Article III, plus any accumulated dividends on the Preferred Stock to the date fixed for distribution, in preference to and in priority over any such distribution upon the Common Stock and, if the assets of the corporation exceed the amount required to pay in full the holders of the Preferred Stock, the holders of the Preferred Stock shall not be entitled to receive any portion of such excess proceeds, then

ii. the holders of Series A Common Stock shall be entitled to receive, pro rata, out of the assets of the corporation and in preference to and in priority over any such distribution upon the Series B Common Stock, (A) an amount equal to \$50.93 per share (adjusted as provided in Section 5 b of this Article III) for any shares issued prior to November 10, 2017 and (B) an amount equal to the consideration per share received by the corporation for shares issued after November 10, 2017 (adjusted as provided in Section 5.b of this Article III), then

iii. the holders of shares of Common Stock shall be entitled to receive, pro rata as a class, the remaining of the assets of the corporation.

A merger or consolidation of the corporation with or into any other corporation, a share exchange involving the corporation, or a sale, lease, exchange or transfer of all or any part of the assets of the corporation which does not in fact result in the liquidation (in whole or in part) of the corporation and the distribution of its assets to its shareholders shall not be deemed to be a voluntary or involuntary liquidation (in whole or in part), dissolution or winding up of the corporation under this Section 5 of Article III

b. If at any time the corporation shall.

i. issue or deliver to the holders of Preferred Stock or Series A Common Stock shares of such class or series of stock in payment of a dividend,

ii. subdivide its outstanding shares of Preferred Stock or Series A Common Stock into a larger number of shares of such class or series of stock, or

iii. combine its outstanding shares of Preferred Stock or Series A Common Stock into a smaller number of shares of such class or series of stock,

then the Liquidation Price then in effect with respect to shares of such class or series of stock shall be adjusted to be equal to (A) such Liquidation Price in effect immediately prior to such event multiplied by the number of shares of such class or series of stock then outstanding, divided by (B) the number of shares of such class or series of stock outstanding immediately after such event.

Section 6. Preferred Stock Other Rights.

a. The corporation may, if otherwise permitted by law, from time to time change the preferences, rights or powers of the Preferred Stock; provided, however, that no such change shall be made which adversely affects the preferences, rights or powers of the holders of Preferred Stock without the consent of the holders of a majority in number of the shares of Preferred Stock.

b. The Preferred Stock and the Series A Common Stock shall not have any participating, optional or other special rights or powers other than as set forth above in this Article III.

c. No holder of Preferred Stock shall have any preemptive or preferential right of subscription to any class or series of the corporation's stock or to any obligations convertible into

the corporation's stock, issued or sold, or to any right of subscription to, or to any warrant or option for the purchase of any thereof

Section 7. Common Stock Other Rights

a. The rights, preferences and privileges of Series A Common Stock and the Series B Common Stock may be made subordinate to the rights, preferences and privileges of any other class or series of stock of the corporation, whether now existing or hereafter created; provided, however, that no such change shall be made which adversely affects the preferences, rights or powers of the holders of Series A Common Stock or Series B Common Stock without the consent of the holders of a majority in number of the affected series of Common Stock.

b. No holder of Common Stock shall have any preemptive or preferential right of subscription to any stock of any class of the corporation or to any obligations convertible into stock of the corporation, issued or sold, or to any right of subscription to or any warrant or option for the purchase of any thereof.

c. All rights associated with the ownership of stock in a Michigan corporation that are not reserved to the holders of Preferred Stock or Series A Common Stock are attributed to the holders of Common Stock as a class

Section 8. Shareholder Agreement. The provisions of this Article III of these Restated Articles of Incorporation are intended by the shareholders of the corporation to be, and shall be deemed to be, an agreement under Section 488 of the Act and shall be effective and enforceable to the fullest extent permitted by Section 488 of the Act, notwithstanding any inconsistency or conflict with any other provisions of the Act.

ARTICLE IV

Resident Agent and Registered Office

The name of the resident agent and the location of the registered office of the corporation are

Arthur Dudley II
150 W. Jefferson Avenue
Suite 100
Detroit, MI 48226

ARTICLE V

Compromise or Arrangement or Plan of Reorganization

When a compromise or arrangement or a plan of reorganization of this corporation is proposed between the corporation and its creditors or any class of them or between this corporation and its shareholders or any class of them, a court of equity jurisdiction within the state, on application of this corporation or of a creditor or shareholder thereof, or an application of a receiver appointed for the corporation, may order a meeting of the creditors or class of creditors or of the shareholders or class of shareholders to be affected by the proposed compromise or arrangement

or reorganization, to be summoned in such manner as the court directs. If a majority in number representing 3/4 in value of the creditors or class of creditors, or of the shareholders or class of shareholders to be affected by the proposed compromise or arrangement or a reorganization, agree to a compromise or arrangement or a reorganization of this corporation as a consequence of the compromise or arrangement, the compromise or arrangement and the reorganization, if sanctioned by the court to which the application has been made, shall be binding on all the creditors or class of creditors, or on all of the shareholders or class of shareholders and also on this corporation.

ARTICLE VI

Action without a Meeting

Any action required or permitted by the Act to be taken at an annual or special meeting of shareholders may be taken without a meeting, without prior notice, and without a vote, if consents in writing, setting forth the action so taken, are signed by the holders of outstanding shares having not less than the minimum number of votes that would be necessary to authorize or take the action at a meeting at which all shares entitled to vote on the action were present and voted. A written consent shall bear the date of signature of the shareholder who signs the consent. Written consents are not effective to take corporate action unless within 60 days after the record date for determining shareholders entitled to express consent to or to dissent from a proposal without a meeting, written consents dated not more than 10 days before the record date and signed by a sufficient number of shareholders to take the action are delivered to the corporation. Delivery shall be to the corporation's registered office, its principal place of business, or an officer or agent of the corporation having custody of the minutes of the proceedings of its shareholders. Delivery made to a corporation's registered office shall be by hand or by certified or registered mail, return receipt requested.

Prompt notice of the taking of the corporate action without a meeting by less than unanimous written consent shall be given to shareholders who would have been entitled to notice of the shareholder meeting if the action had been taken at a meeting and who have not consented to the action in writing. An electronic transmission consenting to an action must comply with Section 407(3).

ARTICLE VII

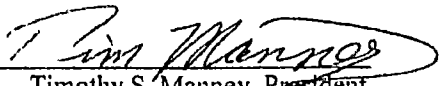
Elimination of Director's Liability

A Director shall not be liable to the corporation or its shareholders for money damages for any action taken or any failure to take any action as a director, except liability for any of the following:

1. The amount of a financial benefit received by a director to which he or she is not entitled
2. Intentional infliction of harm on the corporation or the shareholders.
3. A violation of Section 551 of the Act
4. An intentional criminal act

These Restated Articles of Incorporation were duly adopted on the 9th day of November, 2017, in accordance with the provisions of Section 642 of the Act, and were duly adopted by the written consent of all of the shareholders of the corporation.

Signed this 9th day of November, 2017.

By 
Timothy S. Manney, President

Please return filed document to

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