

**MINUTES OF MEETING on JANUARY 17, 2007  
OF BOARD OF DIRECTORS  
OF  
Georgia Robotics Inc.**

The first meeting of the Board of Directors of Georgia Robotics Inc. (the "Corporation") was held January 17 at 12:00 noon at 75 5<sup>th</sup> Street NW, Atlanta, GA 30308

There were present at the meeting, Tucker Balch, Aaron Bobick and Vivian Chandler, being all the members of the Board of Directors.

Tucker Balch called the meeting to order. It was moved, seconded and unanimously carried that Tucker Balch act as Temporary Chairperson and that Maria Hybinette act as Temporary Secretary.

The meeting then proceeded to the election of officers. Upon nominations duly made and seconded, the following were unanimously elected officers of the Corporation, to serve for the ensuing year and until their successors are elected and qualify:

President: Tucker Balch

Secretary: Maria Hybinette

Treasurer: Tucker Balch

The President of the Corporation thereupon assumed the Chair, and the Secretary of the Corporation assumed the duties of Secretary of the meeting.

The Secretary presented to the meeting: a copy of the Articles of Incorporation of the Corporation, a copy of the Conflict of Interest Policy, and a copy of the Bylaws of the Corporation. Upon motion duly made, seconded and unanimously carried, it was

**RESOLVED**, that all the acts taken and resolutions adopted by the Incorporator of the Corporation, the Conflict of Interest Policy, and Bylaws of the Corporation are approved, ratified and adopted.

The Secretary submitted to the meeting a seal proposed for use as the corporate seal of the Corporation. Upon motion duly made, seconded and unanimously carried, it was

**RESOLVED**, that the form of seal submitted to this meeting be, and it hereby is, approved and adopted as and for the corporate seal of the Corporation, and that an impression thereof be made on the margin of these minutes.

The banking arrangements of the Corporation were then discussed. After discussion, upon motion duly made, seconded and carried, a proposed Secretarial Certificate to be furnished by the Secretary of the Corporation to (NetBank) was unanimously approved, and the resolutions set forth in such Secretarial Certificate were unanimously adopted. A conformed copy of such Secretarial Certificate was ordered annexed to the minutes of the meeting.

**RESOLVED**, that the Secretarial Certificate annexed hereto reflecting the banking arrangements of the Corporation with NetBank, and it hereby is, approved and the resolutions set forth therein adopted.

The Chairperson presented to the meeting a copy of a proposed Conflict of Interest Policy. The President advised that it was appropriate to authorize the execution and performance thereof by the Corporation. Upon motion duly made, seconded and unanimously carried, it was

**RESOLVED**, that the Corporation would follow the proposed Conflict of Interest Policy.

The Chairperson advised the Board that it would be necessary to engage the services of a professional person or service to execute the duties of registration for RoboCup 2007 Atlanta. The President intended to engage Maria Hybinette (Secretary of the Corporation) for this purpose. Her compensation was estimated at \$15,000, but would not exceed \$25,000. Upon motion duly made, seconded and unanimously carried, it was

**APPROVED** that the Corporation would engage the services of Maria Hybinette for the purpose of administering registration for RoboCup 2007 with compensation not to exceed \$25,000.

There being no further business to come before the meeting, upon motion duly made, seconded and unanimously carried, the meeting was adjourned.

Dated: January 17, 2007

Maria Hybinette  
SECRETARY