Filing and License Fee: \$310.00 minimum



Revised: 06/11

STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

Office of the Secretary of State
Division of Business Services
148 W. River Street
Providence, Rhode Island 02904-2615

BUSINESS CORPORATION

114 MAY 12 PM 1: 5

AID SHOLLY 85.23

APPLICATION FOR CERTIFICATE OF AUTHORITY

_	or por a	int to the provisions of Section 7-1.2-1405 of the Gention hereby applies for a Certificate of Authority to transfer statement:	eneral Laws of Rhode Island, 1956, as amended, the undersigned foreign ansact business in the State of Rhode Island, and for that purpose submits					
		Coinbase Inc						
1	. Ine	e name of the corporation is						
2	. It is	It is incorporated under the laws of Delaware						
3.	. The	The name, if different, which it elects to use in Rhode Island is:						
	(a)	If the name of the corporation in its jurisdiction "incorporated", or "limited" or an abbreviation there above corporate endings for use in Rhode Island:	of incorporation does not contain the word "corporation", "company", aof, then list the name of the corporation with the addition of one of the					
		If the corporate name is not available in Rhode Island qualify and transact business in Rhode Island as application:	d, then set forth below the fictitious name under which the corporation will stated in the "Fictitious Business Name Statement" to be filed with this					
4.	The	date of its incorporation is 05/14/2014	and the period of its duration isperpetual					
5.	The	address of its principal office is 1 Front Street, Suite	2600, San Francisco, California 94111					
6.		The address of its proposed registered office in Rhode Island is 450 Veterans Memorial Parkway, Suite 7A,						
•			(Street Address, not P.O. Box)					
		East Providence , RI 02914	and the name of its proposed registered agent in Rhode Island at					
	that a	address is	C T Corporation System					
_			(Name of Agent)					
7.		purpose or purposes which it proposes to pursue in the provide a web-based hosted bi	e transaction of business in Rhode Island are: tcoin wallet and exchange service.					
8.	(a) T	The names and respective addresses of its directors y of which it is incorporated).	s (optional unless directors are required under the laws of the state or					
		<u>Name</u>	Address					
ı	Directo	Brian Armstrong	548 Market Street, #23008, San Francisco, CA 94104					
	Directo	Frederick Ehrsam III	548 Market Street, #23008, San Francisco, CA 94104					
	Directo	1:54 pm						
[Directo	EII ED'						
F	om No	MAY 12 2014						

		Frederick E	<u>Name</u> ∃hrsam III	548 Marke	Address t Street, #23008, San Francisco, CA 94104		
Pres	sident	- I TOTALION I	AND MENT AND	J 10 Marko			
Vice	President			<u>:</u>			
Trea	asurer				GA 04104		
Secr	retary & CEO	Brian Arms	trong	548 Marke	t Street, #23008, San Francisco, CA 94104		
	ef Compliano				reet, #23008, San Francisco, CA 9		
The a	The aggregate number of shares which it has authority to issue; itemized by classes, par value of shares, shares without par value, and series, if any, within a class, is:						
	Number of Share		<u>Class</u>	Series	Par Value or Statement that Shares are without Par Value		
_	900,000	9	Common Stock	<u>oongg</u>	\$0.00001		
	300,000		Preferred Stock	FF	\$0.00001		
			Preferred Stock	Series A	\$0.00001		
	163,353 241,757		Preferred Stock	Series B	\$0.00001		
•	61,315,915				operty to be owned by the corporation for the		
(a) \$	\$following year, wi	herever locate		Of the saids of all bit	shorth to me attribut all and conferences for and		
(b) \$	0						
(0) (sland during the f	ollowing year.	•				
(c)	be corneration to	he located w	ithin this state during th	e following vear bears	rtion that the estimated value of the property of to the value of all property of the corporation to ultiply by 100 to obtain the percentage?		
(c) ti b	the corporation to be owned during to 43,056,799	he located w	ithin this state during the rear, wherever located.	e following year bears (divide (b) by (a) and m	to the value of all property of the corporation to ultiply by 100 to obtain the percentage}		
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Delaware

PAGE 1

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF

DELAWARE, DO HEREBY CERTIFY "COINBASE, INC." IS DULY

INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN

GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE

RECORDS OF THIS OFFICE SHOW, AS OF THE TWENTY-NINTH DAY OF

APRIL, A.D. 2014.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.

2014 MAY 12 PM 1: 54

5154317 8300

140532621

AUTHENTICATION: 1328161

DATE: 04-29-14

You may verify this certificate online at corp.delaware.gov/authver.shtml



STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

I, A. RALPH MOLLIS, Secretary of State of the State of Rhode Island and Providence Plantations, hereby certify that this document, duly executed in accordance with the provisions of Title 7 of the General Laws of Rhode Island, as amended, has been filed in this office on this day:

A. RALPH MOLLIS

A. Japa 1. eeio

Secretary of State

