



State of Rhode Island and Providence Plantations
Department of State - Business Services Division

Certificate of Authority

FOREIGN Corporation

→ Filing Fee: \$310.00 minimum

Pursuant to the provisions of RIGL 7-1.2-1405, the undersigned foreign corporation hereby applies for a Certificate of Authority to transact business in the State of Rhode Island, and for that purpose submits the following statement:

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1. The name of the corporation is: Bittrex, Inc.		
2. It is incorporated under the laws of: Delaware		
3. The name, if different, which it elects to use in Rhode Island is: (a) If the name of the corporation in its jurisdiction of incorporation does not contain the word "corporation", "company", "incorporated", or "limited," or an abbreviation thereof, then list the name of the corporation with the addition of one of the above corporate endings for use in Rhode Island: (b) If the corporate name is not available in Rhode Island, then set forth below the fictitious name under which the corporation will qualify and transact business in Rhode Island as stated in the "Fictitious Business Name Statement" to be filed with this application:		
4. The date of its incorporation is: July 11, 2016		
And the period of its duration is: CHECK ONLY ONE BOX <input checked="" type="checkbox"/> Perpetual (on-going) <input type="checkbox"/> Date certain for dissolution _____		
5. The address of its principal office is: 9716 178th Place NE, Unit 103, Redmond, WA 98052		
6. The name and address of the initial registered agent/office of in Rhode Island:		
Agent Name CT Corporation System		
Street Address (NOT a P.O. Box) 450 Veterans Memorial Parkway, Suite 7A		
City/Town East Providence	State RHODE ISLAND	Zip Code 02914


MAIL TO:
Division of Business Services
148 W. River Street, Providence, Rhode Island 02904-2615
Phone: (401) 222-3040
Website: www.sos.ri.gov

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<p>7. The purpose or purposes which it proposes to pursue in the transaction of business in Rhode Island are:</p> <p>Provides a digital currency exchange that offers spot trades between more than 180 different digital currencies on the Bittrex exchange. Also hosts both online- and cold-storage wallets for the currencies traded on its exchange.</p>																							
<p>8. (a) The names and respective addresses of its directors (optional, unless directors are required under the laws of the state or country of which it is incorporated):</p> <table border="1" style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th style="width: 35%;">NAME</th> <th style="width: 65%;">ADDRESS</th> </tr> </thead> <tbody> <tr> <td>William Shihara</td> <td>9716 178th Place NE, Unit 103, Redmond, WA 98052</td> </tr> <tr> <td>Rami Kawach</td> <td>688 110th Ave. NE, Apt. S1904, Bellevue, WA 98004</td> </tr> <tr> <td>Richie Lai</td> <td>1003 E. Republican St., Seattle, WA 98102</td> </tr> <tr> <td> </td> <td> </td> </tr> </tbody> </table> <p style="text-align: right;">Check the box to indicate an attachment. <input type="checkbox"/></p>				NAME	ADDRESS	William Shihara	9716 178th Place NE, Unit 103, Redmond, WA 98052	Rami Kawach	688 110th Ave. NE, Apt. S1904, Bellevue, WA 98004	Richie Lai	1003 E. Republican St., Seattle, WA 98102												
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<p>8. (b) The names and respective addresses of its principal officers (mandatory if directors are not required under the laws of the state or country of which it is incorporated):</p> <table border="1" style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th style="width: 15%;">OFFICE</th> <th style="width: 35%;">NAME</th> <th style="width: 50%;">ADDRESS</th> </tr> </thead> <tbody> <tr> <td>PRESIDENT</td> <td>William Shihara</td> <td>9716 178th Place NE, Unit 103, Redmond, WA 98052</td> </tr> <tr> <td>VICE PRESIDENT</td> <td>Rami Kawach</td> <td>688 110th Ave. NE, Apt. S1904, Bellevue, WA 98004</td> </tr> <tr> <td>TREASURER</td> <td>Richie Lai</td> <td>1003 E. Republican St., Seattle, WA 98102</td> </tr> <tr> <td>SECRETARY</td> <td>Richie Lai</td> <td>1003 E. Republican St., Seattle, WA 98102</td> </tr> </tbody> </table> <p style="text-align: right;">Check the box to indicate an attachment. <input type="checkbox"/></p>				OFFICE	NAME	ADDRESS	PRESIDENT	William Shihara	9716 178th Place NE, Unit 103, Redmond, WA 98052	VICE PRESIDENT	Rami Kawach	688 110th Ave. NE, Apt. S1904, Bellevue, WA 98004	TREASURER	Richie Lai	1003 E. Republican St., Seattle, WA 98102	SECRETARY	Richie Lai	1003 E. Republican St., Seattle, WA 98102					
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<p>9. 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:</p> <table border="1" style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th style="width: 25%;">NUMBER OF SHARES</th> <th style="width: 25%;">CLASS</th> <th style="width: 25%;">SERIES</th> <th style="width: 25%;">PAR VALUE OR STATE NO PAR VALUE</th> </tr> </thead> <tbody> <tr> <td>20,000,000</td> <td>Common Stock</td> <td> </td> <td>\$.00001</td> </tr> <tr> <td> </td> <td> </td> <td> </td> <td> </td> </tr> <tr> <td> </td> <td> </td> <td> </td> <td> </td> </tr> <tr> <td> </td> <td> </td> <td> </td> <td> </td> </tr> </tbody> </table>				NUMBER OF SHARES	CLASS	SERIES	PAR VALUE OR STATE NO PAR VALUE	20,000,000	Common Stock		\$.00001												
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<p>10. (a) Estimate, in dollars, the value of all property to be owned by the corporation for the following year, wherever located:</p> <p>\$ 0</p>		<p>(b) Estimate, in dollars, the value of the corporation's property to be located within Rhode Island during the following year:</p> <p>\$ 0</p>																					
<p>(c) Estimate, as a percentage, the proportion that the estimated value of the property of the corporation to be located within this state during the following year bears to the value of all property of the corporation to be owned during the following year, wherever located. <i>Note: Divide (10b) by (10a) and multiply by 100 to obtain the percentage.</i></p> <p>0 %</p>																							

11. (a) Estimate, in dollars, the gross amount of business to be transacted by the corporation during the following year. <div style="text-align: right;">\$ 4,000,000.00</div>	(b) Estimate, in dollars, the gross amount of business to be transacted by the corporation at or from places of business in Rhode Island during the following year. <div style="text-align: right;">\$ 601</div>
(c) Estimate, as a percentage, the proportion of the gross amount of business to be transacted by the corporation at or from places of business in Rhode Island during the following year compared to the gross amount thereof which will be transacted by the corporation during the following year. <i>Note: Divide (11b) by (11a) and multiply by 100 to obtain the percentage.</i> <div style="text-align: right;">.015 %</div>	
12. This application must be accompanied by a Certificate of Good Standing/Letter of Status issued by the proper officer of the state or country under the laws of which it is incorporated that is dated within 60 days of the filing of this document.	
13. Date when the Certificate of Authority will be effective: CHECK ONLY ONE BOX	
<input checked="checked" type="checkbox"/> Date received (Upon filing)	
<input type="checkbox"/> Later effective date (Date must be no more than 90 days from the day of filing) _____	
<i>Under penalty of perjury, I declare and affirm that I have examined this Application for Certificate of Authority, including any accompanying attachments, and that all statements contained herein are true and correct.</i>	
Type or Print Name of Authorized Officer William Shihara	Date <div style="font-size: 1.2em;">10/12/16</div>
Signature of Authorized Officer of the Corporation 	

If you have any questions, please call us at (401) 222-3040, Monday through Friday, between 8:30 a.m. and 4:30 p.m., or email corporations@sos.ri.gov.

Delaware

The First State

Page 1

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THAT "BITTREX, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE NOT HAVING BEEN CANCELLED OR DISSOLVED SO FAR AS THE RECORDS OF THIS OFFICE SHOW AND IS DULY AUTHORIZED TO TRANSACT BUSINESS.

THE FOLLOWING DOCUMENTS HAVE BEEN FILED:

CERTIFICATE OF CONVERSION, FILED THE ELEVENTH DAY OF JULY, A.D. 2016, AT 12:50 O'CLOCK P.M.

CERTIFICATE OF INCORPORATION, FILED THE ELEVENTH DAY OF JULY, A.D. 2016, AT 12:50 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE AFORESAID CERTIFICATE IS THE ONLY PAPER OF RECORD, THE CORPORATION IN QUESTION NOT HAVING FILED AN AMENDMENT NOR HAVING MADE ANY CHANGE WHATSOEVER IN THE ORIGINAL CERTIFICATE AS FILED.

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SR# 20165839179

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


Jeffrey W. Bullock, Secretary of State

Authentication: 203016008

Date: 09-19-16



State of Rhode Island and Providence Plantations
Department of State | Office of the Secretary of State
Nellie M. Gorbea, *Secretary of State*

I, NELLIE M. GORBEA, 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:

Nellie M. Gorbea
Secretary of State

