



State of Rhode Island

Department of State - Business Services Division

**Application for Certificate of Authority**

FOREIGN Business Corporation

→ Filing Fee: \$310.00 minimum

RECEIVED  
R.I. DEPT. OF STATE  
BUS SVCS DIV  
2021 MAR 18 P 1:05

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:

|                                                                                                                                                                                                                                                                                                              |                    |                |
|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------|----------------|
| SpotHero, 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: 05/24/2012                                                                                                                                                                                                                                                              |                    |                |
| And the period of its duration is: <b>CHECK ONE BOX ONLY</b>                                                                                                                                                                                                                                                 |                    |                |
| <input checked="" type="checkbox"/> Perpetual (on-going)                                                                                                                                                                                                                                                     |                    |                |
| <input type="checkbox"/> Date certain for dissolution _____                                                                                                                                                                                                                                                  |                    |                |
| 5. The address of its principal office is:                                                                                                                                                                                                                                                                   |                    |                |
| 125 S. Clark Street Suite 1300 Chicago, IL 60603                                                                                                                                                                                                                                                             |                    |                |
| 6. The name and address of the initial registered agent/office in Rhode Island:                                                                                                                                                                                                                              |                    |                |
| Agent Name C T Corporation System                                                                                                                                                                                                                                                                            |                    |                |
| Street Address ( <u>NOT</u> 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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7. The purpose or purposes which it proposes to pursue in the transaction of business in Rhode Island are:  
Parking Reservation Services

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):

| NAME         | ADDRESS |
|--------------|---------|
| See Attached |         |
|              |         |
|              |         |
|              |         |

Check the box to indicate an attachment ☐

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).

| OFFICE         | NAME         | ADDRESS |
|----------------|--------------|---------|
| PRESIDENT      | See attached |         |
| VICE PRESIDENT |              |         |
| TREASURER      |              |         |
| SECRETARY      |              |         |

Check the box to indicate an attachment ☐

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.

| NUMBER OF SHARES | CLASS | SERIES | PAR VALUE OR STATE NO PAR VALUE |
|------------------|-------|--------|---------------------------------|
| See attached     |       |        |                                 |
|                  |       |        |                                 |
|                  |       |        |                                 |
|                  |       |        |                                 |

10. An estimate, **as a percentage**, of 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. (Note: Percentage obtained from worksheet.)

0 \_\_\_\_\_ %

11. An estimate, **as a percentage**, of 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. (Note: Percentage obtained from worksheet.)

0 \_\_\_\_\_ %

12. This application must be accompanied by a Certificate of Good Standing/Letter of Status from the state or country of formation dated within 60 days of the date of this filing.

13. Date when the Certificate of Authority will be effective: **CHECK ONE BOX ONLY**

☒ Date received (Upon filing)

☐ Later effective date (Date must be no more than 90 days from the date of filing) \_\_\_\_\_

*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.*

Type or Print Name of Authorized Officer

Date

Kevin Sherlock, Assistant Secretary

2/26/2021

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](mailto:corporations@sos.ri.gov).

FORM 150 - Revised. 08/2020

**SpotHero, Inc. – Attachment to Qualification Form**

Items 8(a) and 8(b) - Directors and Principal Officers:

| OFFICE                   | NAME           | NUMBER & STREET              | CITY    | STATE | ZIP   |
|--------------------------|----------------|------------------------------|---------|-------|-------|
| Director                 | Mark Lawrence  | 125 S. Clark St., Suite 1300 | Chicago | IL    | 60603 |
| Director                 | Michael Gamson | 125 S. Clark St., Suite 1300 | Chicago | IL    | 60603 |
| Director                 | Stu Phillips   | 125 S. Clark St., Suite 1300 | Chicago | IL    | 60603 |
| Director                 | Donald Stalter | 125 S. Clark St., Suite 1300 | Chicago | IL    | 60603 |
| Director                 | Sam Yagan      | 125 S. Clark St., Suite 1300 | Chicago | IL    | 60603 |
| Director                 | Amanda Lannert | 125 S. Clark St., Suite 1300 | Chicago | IL    | 60603 |
| Director                 | Lucas Joynt    | 125 S. Clark St., Suite 1300 | Chicago | IL    | 60603 |
| Chief Executive Officer  | Mark Lawrence  | 125 S. Clark St., Suite 1300 | Chicago | IL    | 60603 |
| President                | Mark Lawrence  | 125 S. Clark St., Suite 1300 | Chicago | IL    | 60603 |
| Secretary                | Lawrence Kiss  | 125 S. Clark St., Suite 1300 | Chicago | IL    | 60603 |
| Chief Technology Officer | Lawrence Kiss  | 125 S. Clark St., Suite 1300 | Chicago | IL    | 60603 |
| Assistant Secretary      | Kevin Sherlock | 125 S. Clark St., Suite 1300 | Chicago | IL    | 60603 |

Item 9:

| <b>Number of Shares Authorized</b> | <b>Class</b> | <b>Series</b> | <b>Par Value</b> |
|------------------------------------|--------------|---------------|------------------|
| 8,300,000                          | Common       | N/A           | .0001            |
| 547,891                            | Preferred    | Series Seed   | .0001            |
| 627,888                            | Preferred    | Series A      | .0001            |
| 1,424,921                          | Preferred    | Series B      | .0001            |
| 1,099,046                          | Preferred    | Series C-1    | .0001            |
| 75,324                             | Preferred    | Series C-2    | .0001            |
| 303,127                            | Preferred    | Series C-3    | .0001            |
| 3,766                              | Preferred    | Series C-4    | .0001            |
| 1,307,895                          | Preferred    | Series D-1    | .0001            |
| 71,741                             | Preferred    | Series D-2    | .0001            |

# Delaware

The First State

Page 1

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "SPOTHERO, 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 THIRD DAY OF MARCH, A.D. 2021.

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.



5160119 8300

SR# 20210781000

You may verify this certificate online at [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)

A handwritten signature of Jeffrey W. Bullock in black ink, written over a horizontal line. Below the line, the text "Jeffrey W. Bullock, Secretary of State" is printed.

Jeffrey W. Bullock, Secretary of State

Authentication: 202639947

Date: 03-03-21



State of Rhode Island

**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,  
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:

March 18, 2021 01:05 PM

A handwritten signature in blue ink, appearing to read "Nellie M. Gorbea". The signature is fluid and cursive.

Nellie M. Gorbea

*Secretary of State*

