



State of Rhode Island

Department of State - Business Services Division

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BUS. SVCS. DIV.
2021 NOV 24 PM 12:27

Application for Certificate of Authority

FOREIGN Business 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:

1. The name of the corporation is: Elligo Health Research, 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: 03/11/2016 And the period of its duration is: CHECK ONE BOX ONLY ☒ Perpetual (on-going) ☐ Date certain for dissolution _____		
5. The address of its principal office is: 11612 Bee Cave Road, Suite 150 Austin, TX 78738		
6. The name and address of the initial registered agent/office in Rhode Island: Agent Name Incorporating Services, Ltd. Street Address (<u>NOT</u> a P.O. Box) 222 Jefferson Blvd., Suite 200 City/Town Warwick State RHODE ISLAND Zip Code 02888		

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:

Research and Development

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
John Potthoff	11612 Bee Cave Road, Suite 150 Austin, TX 78738
Allen Moseley	11612 Bee Cave Road, Suite 150 Austin, TX 78738
Christian Lange	11612 Bee Cave Road, Suite 150 Austin, TX 78738
John Crumpler	11612 Bee Cave Road, Suite 150 Austin, TX 78738

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	John Potthoff	11612 Bee Cave Road, Suite 150 Austin, TX 78738
VICE PRESIDENT		
TREASURER	John Potthoff	11612 Bee Cave Road, Suite 150 Austin, TX 78738
SECRETARY	Amy Staedtler	11612 Bee Cave Road, Suite 150 Austin, TX 78738

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
200,000,000	Common	n/a	.0001
11,156,224	Preferred	Series A	.0001
28,082,010	Preferred	Series B	.0001
28,159,537	Preferred	Series C	.0001

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.)

0.05 %

8(a) Directors cont'd ~

Kevin Seabaugh	11612 Bee Cave Road, Suite 150	Austin, TX 78738
Steven D. Skolsky	11612 Bee Cave Road, Suite 150	Austin, TX 78738
Thomas P. Schnettler	11612 Bee Cave Road, Suite 150	Austin, TX 78738
William Gish	11612 Bee Cave Road, Suite 150	Austin, TX 78738
Wyche T. Green, III	11612 Bee Cave Road, Suite 150	Austin, TX 78738
Melissa Daniels	11612 Bee Cave Road, Suite 150	Austin, TX 78738

9 Stock cont'd ~

29,181,937	Preferred	Series D	.0001
67,984,547	Preferred	Series E-1	.0001
3,922,184	Preferred	Series E-2	.0001

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

Amy Staedtler, Secretary

Date

11/18/2021

Signature of Authorized Officer of the Corporation



Delaware

The First State

Page 1

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "ELLIGO HEALTH RESEARCH, 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-THIRD DAY OF NOVEMBER, 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 SAID "ELLIGO HEALTH RESEARCH, INC." WAS INCORPORATED ON THE ELEVENTH DAY OF MARCH, A.D. 2016.

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



5986618 8300

SR# 20213883923

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

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

Authentication: 204777274

Date: 11-23-21