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 2022 MAR 11 A 10:05

### 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:<br><b>Vista Horticultural Group Inc.</b>   |                           |                       |
| 2. It is incorporated under the laws of: <b>Wyoming</b>   |                           |                       |
| 3. The name, if different, which it elects to use in Rhode Island is:<br><br>(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:<br><br>(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: <b>Wyoming</b> <u>1/26/2011</u>  |                           |                       |
| And the period of its duration is: <b>CHECK ONE BOX ONLY</b><br><input checked="" type="checkbox"/> Perpetual (on-going)<br><input type="checkbox"/> Date certain for dissolution _____   |                           |                       |
| 5. The address of its principal office is:<br>2099 Brevard Road, Arden, NC 28704  |                           |                       |
| 6. The name and address of the initial registered agent/office in Rhode Island.   |                           |                       |
| Agent Name <b>URS AGENTS, LLC</b>   |                           |                       |
| Street Address ( <u>NOT</u> a P.O. Box) <b>222 Jefferson Boulevard Suite 200</b>  |                           |                       |
| City/Town <b>Warwick</b>  | State <b>RHODE ISLAND</b> | Zip Code <b>02888</b> |

**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:

Retail website direct to consumer sales of seeds and bulbs.

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 |
|------|---------|
|      |         |
|      |         |
|      |         |
|      |         |

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      |             |                                    |
| VICE PRESIDENT |             |                                    |
| TREASURER      | Keith Simon | 2099 Brevard Road, Arden, NC 28704 |
| 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 |
|------------------|--------|--------|---------------------------------|
| 1000             | Common | N/A    | 1.00                            |
| _____            | _____  | _____  | _____                           |
| _____            | _____  | _____  | _____                           |
| _____            | _____  | _____  | _____                           |

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.)

.5 %

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

Keith Simon, CFO

Date

3-10-2022

Signature of Authorized Officer of the Corporation

*Keith Simon*

**STATE OF WYOMING**  
**Office of the Secretary of State**

I, EDWARD A. BUCHANAN, SECRETARY OF STATE of the STATE OF WYOMING, do hereby certify that according to the records of this office,

**Vista Horticultural Group Inc.**

is a  
**Profit Corporation**

formed or qualified under the laws of Wyoming did on **January 26, 2011**, comply with all applicable requirements of this office. Its period of duration is Perpetual. This entity has been assigned entity identification number **2011-000596003**.

This entity is in existence and in good standing in this office and has filed all annual reports and paid all annual license taxes to date, or is not yet required to file such annual reports; and has not filed Articles of Dissolution.

I have affixed hereto the Great Seal of the State of Wyoming and duly generated, executed, authenticated, issued, delivered and communicated this official certificate at Cheyenne, Wyoming on this 9th day of March, 2022 at 11:20 AM. This certificate is assigned ID Number 050441924.



*Edward A. Buchanan*  
Secretary of State

Notice: A certificate issued electronically from the Wyoming Secretary of State's web site is immediately valid and effective. The validity of a certificate may be established by viewing the Certificate Confirmation screen of the Secretary of State's website <https://wyobiz.wyo.gov> and following the instructions displayed under Validate Certificate.