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**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: <b>European Wax Center, Inc.</b>		
2. It is incorporated under the laws of: <b>Delaware</b>		
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: <b>4/1/2021</b>		
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: <b>5830 Granite Parkway, 3rd Floor, Plano, Texas 75024</b>		
6. The name and address of the initial registered agent/office in Rhode Island:		
Agent Name <b>Corporate Creations Network Inc.</b>		
Street Address (NOT a P.O. Box) <b>10 Dorrance Street #700</b>		
City/Town <b>Providence</b>	State <b>RHODE ISLAND</b>	Zip Code <b>02903</b>

MAIL TO:  
 Division of Business Services  
 148 W. River Street, Providence, Rhode Island 02904-2815  
 Phone: (401) 222-3040  
 Website: www.sos.ri.gov

FILED  
 JAN 03 2023  
 BY HMCSC

FORM 150 - Revised: 12/2021  
 AA-12:40pm.

7. The purpose or purposes which it proposes to pursue in the transaction of business in Rhode Island are:  
 For the purpose of completing a public offering and related transactions in order to carry on the business of its subsidiaries through which it is engaged in selling franchises of European Wax Center, distributing proprietary facial and body waxing products to franchisees which are used to perform waxing services and providing branded facial and body waxing products directly to consumers at various locations throughout the United States.

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
David Berg	5830 Granite Parkway, 3rd Floor, Plano, Texas 75024
Alexa Bartlett	5830 Granite Parkway, 3rd Floor, Plano, Texas 75024
Andrew Crawford	5830 Granite Parkway, 3rd Floor, Plano, Texas 75024
Shaw Joseph	5830 Granite Parkway, 3rd Floor, Plano, Texas 75024

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	David Berg	5830 Granite Parkway, 3rd Floor, Plano, Texas 75024
VICE PRESIDENT		
TREASURER		
SECRETARY	Gavin O' Connor	5830 Granite Parkway, 3rd Floor, Plano, Texas 75024

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
600,000,000	A - Common		\$.00001
60,000,000	B - Common		\$.00001
100,000,000	Preferred		\$.00001

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.)

0.35 %

**European Wax Center, Inc.**

CONT. 8. (a) The names and respective addresses of its directors:

Dorvin Livcly - 5830 Granite Parkway, 3rd Floor, Plano, Texas 75024

Laurie Ann Goldman - 5830 Granite Parkway, 3rd Floor, Plano, Texas 75024

Nital Scott - 5830 Granite Parkway, 3rd Floor, Plano, Texas 75024

CONT.

David Berg – CEO & President

5830 Granite Parkway, 3rd Floor, Plano, Texas 75024

David Willis – CFO & Chief Operating Officer

5830 Granite Parkway, 3rd Floor, Plano, Texas 75024

Gavin O'Connor – Chief Legal Officer, Chief Human Resources Officer and Corporate Secretary

5830 Granite Parkway, 3rd Floor, Plano, Texas 75024

12. This application must be accompanied by a <u>Certificate of Good Standing/Letter of Status</u> 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: <b>CHECK ONE BOX ONLY</b>	
<input checked="" type="checkbox"/> Date received (Upon filing)	
<input type="checkbox"/> Later effective date (Date must be no more than 90 days from the date 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 	Date 12/30/2022
Signature of Authorized Officer of the Corporation Saray Djidji, Attorney in Fact	

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).

Limited Power of Attorney

The undersigned Officer of European Wax Center, Inc., a Delaware entity ("the Company"), appoints Saray Djidji as attorney in fact(s) for the Company and its subsidiaries for the limited purposes authorized in this Limited Power of Attorney. Kevin Duteau, Special Secretary grants to the attorney in fact the power to execute the documents necessary to change the registered agent, change of address, amendments, fictitious name registrations, fictitious name renewals, qualifications, annual reports, amended annual reports, initial reports, obtain tax clearance/compliance certificate(s), withdraw, dissolve, reinstate, convert or form the Company and its subsidiaries. The named individuals shall act in such office and with such authority as is required to effect the changes contemplated in this Limited Power of Attorney.

This Limited Power of Attorney expires on the earlier of (a) the filing of change of registered agents and/or change of address and/or amendments and/or fictitious name registrations and/or fictitious name renewals and/or qualifications and/or annual reports and/or amended annual reports and/or initial reports and/or withdraw and/or dissolve and/or formations and/or reinstate for the Company and its subsidiaries or (b) six months after the Effective Date set forth below. The Company may revoke this Power of Attorney at any time by written notice to Corporate Creations, 801 US Highway 1, North Palm Beach, FL 33408.

The undersigned has executed this Limited Power of Attorney effective as of this 30th day of December, 2022.

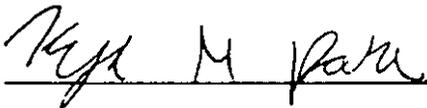
European Wax Center, Inc.,

By: 

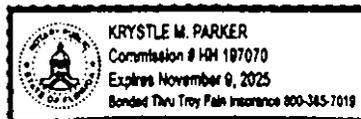
Name: Kevin Duteau  
Title: Special Secretary

STATE OF FLORIDA  
COUNTY OF PALM BEACH

Subscribed and sworn to before me this 30th day of December, 2022.



Notary Public



# Delaware

The First State

Page 1

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "EUROPEAN WAX CENTER, 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 FOURTEENTH DAY OF DECEMBER, A.D. 2022.

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

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "EUROPEAN WAX CENTER, INC." WAS INCORPORATED ON THE FIRST DAY OF APRIL, A.D. 2021.

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



5463121 8300

SR# 20224263186

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

Authentication: 205091534

Date: 12-14-22



State of Rhode Island  
**Department of State | Office of the Secretary of State**  
Gregg M. Amore, *Secretary of State*

I, GREGG M. AMORE, 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:

January 03, 2023 12:14 PM

A handwritten signature in black ink that reads "Gregg M. Amore".

Gregg M. Amore  
*Secretary of State*

