



State of Rhode Island
Office of the Secretary of State

Fee: \$310.00

Division Of Business Services
148 W. River Street
Providence RI 02904-2615
(401) 222-3040

Foreign Corporation
Application for Certificate of Authority

(Section 7-1.2-1405 of the General Laws of Rhode Island, 1956, as amended)

SECTION I

The name of the corporation is Augean Robotics, Inc.

SECTION II

It is incorporated under the laws of State: DE Country: USA

This Application for Certificate of Authority shall be effective upon filing unless a specified date is provided which shall be no later than the 90th day after the date of this filing

SECTION III

The name, if different, which it elects to use in Rhode Island:

(a) *If the name of the corporation does not contain the word "corporation", "company", "incorporated", or "limited", or an abbreviation thereof, add one of these corporate endings for use in Rhode Island OR*

(b) *if the corporation proposes to qualify and transact business under a different name, list that name:*

Note: If option (b) is elected, a Fictitious Business Name Statement (FORM 624A) is required to be filed with this application

SECTION IV

The date of its incorporation is 4/11/2018

and the period of its duration is Perpetual

SECTION V

The location of its principal office is

No. and Street: 421 N. 7TH STREET, SUITE 602

City or Town: PHILADELPHIA

State: PA

Zip: 19123

Country: USA

SECTION VI

The address of its proposed registered office in Rhode Island is

No. and Street: 222 JEFFERSON BOULEVARD, SUITE 200

City or Town: WARWICK

State: RI

Zip: 02888

and the name of its proposed registered agent in Rhode Island at that address is CORPORATION SERVICE COMPANY

SECTION VII

The purpose or purposes which it proposes to pursue in the transaction of business in Rhode Island are:

SUPPORT ROBOTICS FOR THE AGRICULTURE INDUSTRY.

SECTION VIII

(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).

| Title | Individual Name First, Middle, Last, Suffix | Address Address, City or Town, State, Zip Code, Country |
|----------|--|---|
| DIRECTOR | ARTHUR CHOW | C/O AUGEAN ROBOTICS, 421 N. 7TH ST, STE 602 PHILADELPHIA, PA 19123 USA |

| | | |
|----------|------------------|---|
| DIRECTOR | JOHN FRANKEL | C/O AUGEAN ROBOTICS, 421 N. 7TH ST, STE 602 PHILADELPHIA, PA 19123 USA |
| DIRECTOR | KIRK HANEY | C/O AUGEAN ROBOTICS, 421 N. 7TH ST, STE 602 PHILADELPHIA, PA 19123 USA |
| DIRECTOR | SIMO KAMPPARI | C/O AUGEAN ROBOTICS, 421 N. 7TH ST, STE 602 PHILADELPHIA, PA 19123 USA |
| DIRECTOR | TERRY SCOTT | C/O AUGEAN ROBOTICS, 421 N. 7TH ST, STE 602 PHILADELPHIA, PA 19123 USA |
| DIRECTOR | CHARLES ANDERSEN | C/O AUGEAN ROBOTICS, 421 N. 7TH ST, STE 602 PHILADELPHIA, PA 19123 USA |

(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).

| Title | Individual Name First, Middle, Last, Suffix | Address Address, City or Town, State, Zip Code, Country |
|----------|--|---|
| DIRECTOR | ARTHUR CHOW | C/O AUGEAN ROBOTICS, 421 N. 7TH ST, STE 602 PHILADELPHIA, PA 19123 USA |
| DIRECTOR | JOHN FRANKEL | C/O AUGEAN ROBOTICS, 421 N. 7TH ST, STE 602 PHILADELPHIA, PA 19123 USA |
| DIRECTOR | KIRK HANEY | C/O AUGEAN ROBOTICS, 421 N. 7TH ST, STE 602 PHILADELPHIA, PA 19123 USA |
| DIRECTOR | SIMO KAMPPARI | C/O AUGEAN ROBOTICS, 421 N. 7TH ST, STE 602 PHILADELPHIA, PA 19123 USA |
| DIRECTOR | TERRY SCOTT | C/O AUGEAN ROBOTICS, 421 N. 7TH ST, STE 602 PHILADELPHIA, PA 19123 USA |
| DIRECTOR | CHARLES ANDERSEN | C/O AUGEAN ROBOTICS, 421 N. 7TH ST, STE 602 PHILADELPHIA, PA 19123 USA |

SECTION IX

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:

| Class of Stock | Series of Stock | Par Value Per Share | Total Authorized Shares <i>Num of Shares</i> | |
|----------------|-----------------|---------------------|---|---------------|
| PWP | | A | \$0.0001 | 17,207,354.00 |
| CWP | | | \$0.0001 | 38,618,156.00 |
| PWP | | SEED | \$0.0001 | 9,087,309.00 |

Signed this 8 Day of December, 2023 at 1:08:06 PM by the officers(s). *This electronic signature of the individual or individuals signing this instrument constitutes the affirmation or acknowledgement of the signatory, under penalties of perjury, that this instrument is that individual's act and deed or the act and deed of the corporation, and that the facts stated herein are true, as of the date of the electronic filing, in compliance with R.I. Gen. Laws § 7-1.*

By CHARLES ANDERSEN
Signature of Authorized Officer of the Corporation

Delaware

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "AUGEAN ROBOTICS, 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 EIGHTH DAY OF DECEMBER, A.D. 2023.

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

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "AUGEAN ROBOTICS, INC." WAS INCORPORATED ON THE ELEVENTH DAY OF APRIL, A.D. 2018.

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



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.

6840245 8300

SR# 20234173006

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

Authentication: 204766748

Date: 12-08-23