



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 Everpresent, 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 9/19/2012

and the period of its duration is ☒ Perpetual ☐

SECTION V

The location of its principal office is

No. and Street: 84 NEEDHAM STREET
SUITE 130

City or Town: NEWTON State: MA Zip: 02461 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 UNIVERSAL REGISTERED AGENTS, INC.

SECTION VII

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

DIGITIZING SERVICES

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
PRESIDENT	ERIC SOLOMON NILOFF	84 NEEDHAM STREET, SUITE 130 NEWTON, MA 02461 USA

TREASURER	JENNIFER MARIA NILOFF	84 NEEDHAM STREET, SUITE 130 NEWTON, MA 02461 USA
SECRETARY	JENNIFER MARIA NILOFF	84 NEEDHAM STREET, SUITE 130 NEWTON, MA 02461 USA
DIRECTOR	ERIC SOLOMON NILOFF	84 NEEDHAM STREET, SUITE 130 NEWTON, MA 02461 USA
DIRECTOR	JENNIFER MARIA NILOFF	84 NEEDHAM STREET, SUITE 130 NEWTON, MA 02461 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
PRESIDENT	ERIC SOLOMON NILOFF	84 NEEDHAM STREET, SUITE 130 NEWTON, MA 02461 USA
TREASURER	JENNIFER MARIA NILOFF	84 NEEDHAM STREET, SUITE 130 NEWTON, MA 02461 USA
SECRETARY	JENNIFER MARIA NILOFF	84 NEEDHAM STREET, SUITE 130 NEWTON, MA 02461 USA
DIRECTOR	ERIC SOLOMON NILOFF	84 NEEDHAM STREET, SUITE 130 NEWTON, MA 02461 USA
DIRECTOR	JENNIFER MARIA NILOFF	84 NEEDHAM STREET, SUITE 130 NEWTON, MA 02461 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>	
CWP		A	\$0.0010	10,000,000.00

Signed this 10 Day of January, 2024 at 5:55:57 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 ERIC SOLOMON NILOFF
Signature of Authorized Officer of the Corporation

Delaware

The First State

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I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "EVERPRESENT, 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 JANUARY, A.D. 2024.

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

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "EVERPRESENT, INC." WAS INCORPORATED ON THE NINETEENTH DAY OF SEPTEMBER, A.D. 2012.

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



5215463 8300

SR# 20240021199

You may verify this certificate online at 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: 202515581

Date: 01-03-24



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 10, 2024 05:54 PM

A handwritten signature in black ink, reading "Gregg M. Amore". The signature is fluid and cursive, with the first letters of each word being capitalized and prominent.

Gregg M. Amore
Secretary of State

