



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 CLEERLY, INC.

SECTION II

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

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 7/19/2016

and the period of its duration is  Perpetual

SECTION V

The location of its principal office is

No. and Street: 1099 18TH STREET, SUITE 2860

City or Town: DENVER State: CO Zip: 80202 Country: US

SECTION VI

The address of its proposed registered office in Rhode Island is

No. and Street: 47 WOOD AVE, SUITE 2

City or Town: BARRINGTON State: RI Zip: 02806

and the name of its proposed registered agent in Rhode Island at that address is REGISTERED AGENTS INC

SECTION VII

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

DESIGN AND DEVELOPMENT OF MEDICAL TECHNOLOGIES AND ALL BUSINESS ACTIVITIES ANCILLARY THERETO WHICH ARE PERMITTED FOR A CORPORATION TRANSACTING BUSINESS IN THE STATE.

**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).

<b>Title</b>	<b>Individual Name</b> First, Middle, Last, Suffix	<b>Address</b> Address, City or Town, State, Zip Code, Country
TREASURER	JAMES K. MIN	1099 18TH STREET, SUITE 2860 DENVER, CO 80202 US
SECRETARY	JAMES K. MIN	1099 18TH STREET, SUITE 2860 DENVER, CO 80202 US
CEO	JAMES K. MIN	1099 18TH STREET, SUITE 2860 DENVER, CO 80202 US
DIRECTOR	JAMES K. MIN	1099 18TH STREET, SUITE 2860 DENVER, CO 80202 US
DIRECTOR	ROY BEVERIDGE	1099 18TH STREET, SUITE 2860 DENVER, CO 80202 USA
DIRECTOR	JUSTIN KLEIN	1099 18TH STREET, SUITE 2860 DENVER, CO 80202 US
DIRECTOR	VIJAY LATHI	1099 18TH STREET, SUITE 2860 DENVER, CO 80202 US
DIRECTOR	WORD D. PEAKE III	1099 18TH STREET, SUITE 2860 DENVER, CO 80202 US
DIRECTOR	GLENN STEELE	1099 18TH STREET, SUITE 2860 DENVER, CO 80202 US

(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).

<b>Title</b>	<b>Individual Name</b> First, Middle, Last, Suffix	<b>Address</b> Address, City or Town, State, Zip Code, Country
TREASURER	JAMES K. MIN	1099 18TH STREET, SUITE 2860 DENVER, CO 80202 US
SECRETARY	JAMES K. MIN	1099 18TH STREET, SUITE 2860 DENVER, CO 80202 US
CEO	JAMES K. MIN	1099 18TH STREET, SUITE 2860 DENVER, CO 80202 US
DIRECTOR	JAMES K. MIN	1099 18TH STREET, SUITE 2860 DENVER, CO 80202 US
DIRECTOR	ROY BEVERIDGE	1099 18TH STREET, SUITE 2860 DENVER, CO 80202 USA
DIRECTOR	JUSTIN KLEIN	1099 18TH STREET, SUITE 2860 DENVER, CO 80202 US
DIRECTOR	VIJAY LATHI	1099 18TH STREET, SUITE 2860 DENVER, CO 80202 US
DIRECTOR	WORD D. PEAKE III	1099 18TH STREET, SUITE 2860 DENVER, CO 80202 US
DIRECTOR	GLENN STEELE	1099 18TH STREET, SUITE 2860 DENVER, CO 80202 US

**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			\$0.0001	55,000,000.00
PWP		A	\$0.0001	3,439,646.00
PWP		B	\$0.0001	8,408,926.00
PWP		B-1	\$0.0001	3,853,457.00
PWP		C	\$0.0001	19,523,604.00

**Signed this 3 Day of April, 2024 at 6:51:25 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 JAMES K. MIN  
Signature of Authorized Officer of the Corporation

Form No. 150  
Revised 09/07

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# Delaware

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "CLEERLY, 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-SECOND DAY OF FEBRUARY, 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 "CLEERLY, INC." WAS INCORPORATED ON THE NINETEENTH DAY OF JULY, A.D. 2016.

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



6101541 8300

SR# 20240637388

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 in a small font.

Authentication: 202865509

Date: 02-22-24



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:

April 03, 2024 06:49 PM

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

Gregg M. Amore  
*Secretary of State*

