



State of Rhode Island
Office of the Secretary of State
Division Of Business Services
148 W. River Street
Providence RI 02904-2615
(401) 222-3040

Fee: \$310.00

FILED
NOV 06 2024
BY 1216717 11:42

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 Amira Learning, 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:

Amira

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 6/28/2018

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and the period of its duration is ☒ Perpetual

SECTION V

The location of its principal office is

No. and Street: 5214F DIAMOND HEIGHTS BLVD #3255City or Town: SAN FRANCISCOState: CAZip: 94131Country: USA

SECTION VI

The address of its proposed registered office in Rhode Island is

No. and Street: 47 WOOD AVENUE SUITE 2City or Town: BarringtonState: RIZip: 02806and the name of its proposed registered agent in Rhode Island at that address is NORTHWEST REGISTERED AGENT LLC

SECTION VII

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

EDUCATIONAL COMPUTER PROGRAMMING OR SOFTWARE DEVELOPMENT ACTIVITIES

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	MARK ANGEL	5214F DIAMOND HEIGHTS BLVD #3255 SAN FRANCISCO, CA 94131 USA

CEO	MARK ANGEL	5214F DIAMOND HEIGHTS BLVD #3255 SAN FRANCISCO, CA 94131 USA
CFO	MONIKA FLOOD	8150 N. CENTRAL EXPRESSWAY SUITE 2000 DALLAS, TX 75206 USA
VICE PRESIDENT	ASHISH GUPTA	5214F DIAMOND HEIGHTS BLVD #3255 SAN FRANCISCO, CA 94131 USA
DIRECTOR	MARK ANGEL	5214F DIAMOND HEIGHTS BLVD #3255 SAN FRANCISCO, CA 94131 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	MARK ANGEL	5214F DIAMOND HEIGHTS BLVD #3255 SAN FRANCISCO, CA 94131 USA
CEO	MARK ANGEL	5214F DIAMOND HEIGHTS BLVD #3255 SAN FRANCISCO, CA 94131 USA
CFO	MONIKA FLOOD	8150 N. CENTRAL EXPRESSWAY SUITE 2000 DALLAS, TX 75206 USA
VICE PRESIDENT	ASHISH GUPTA	5214F DIAMOND HEIGHTS BLVD #3255 SAN FRANCISCO, CA 94131 USA
DIRECTOR	MARK ANGEL	5214F DIAMOND HEIGHTS BLVD #3255 SAN FRANCISCO, CA 94131 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 Num of Shares	
CWP		A	\$0.0010	75,000,000.00
PWP		B	\$0.0010	47,099,281.00

Signed this 5 Day of November, 2024 at 10:57:31 AM by the officer(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 MONIKA FLOOD

Signature of Authorized Officer of the Corporation

Form No. 150
Revised 09/07

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Delaware

The First State

Page 1

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "AMIRA LEARNING, 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 SEVENTEENTH DAY OF OCTOBER, 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 "AMIRA LEARNING, INC." WAS INCORPORATED ON THE TWENTY-EIGHTH DAY OF JUNE, A.D. 2018.

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



6953556 8300

SR# 20243975277

You may verify this certificate online at 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: 204656500

Date: 10-17-24



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:

November 06, 2024 11:42 AM

A handwritten signature in black ink, reading "Gregg M. Amore". The signature is written in a cursive style.

Gregg M. Amore
Secretary of State

