



**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 GROUNDCOVER 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 7/7/2021

and the period of its duration is ☒ Perpetual ☐

SECTION V

The location of its principal office is

No. and Street: 1111B S GOVERNORS AVE STE 21691

City or Town: DOVER

State: DE Zip: 19904 Country: USA

SECTION VI

The address of its proposed registered office in Rhode Island is

No. and Street: 450 VETERANS MEMORIAL PARKWAY, SUITE 7A

City or Town: EAST PROVIDENCE

State: RI Zip: 02914

and the name of its proposed registered agent in Rhode Island at that address is VCORP AGENT SERVICES, INC.

SECTION VII

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

SOFTWARE

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
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CEO	SHAHAR AZULAY	1111B S GOVERNORS AVE STE 21691 DOVER, DE 19904 USA
DIRECTOR	SHAHAR AZULAY	1111B S GOVERNORS AVE STE 21691 DOVER, DE 19904 USA
DIRECTOR	YECHESKEL RABINOVICH	1111B S GOVERNORS AVE STE 21691 DOVER, DE 19904 USA
DIRECTOR	OREN ZEEV	1111B S GOVERNORS AVE STE 21691 DOVER, DE 19904 USA
DIRECTOR	GIL DIBNER	1111B S GOVERNORS AVE STE 21691 DOVER, DE 19904 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
CEO	SHAHAR AZULAY	1111B S GOVERNORS AVE STE 21691 DOVER, DE 19904 USA
DIRECTOR	SHAHAR AZULAY	1111B S GOVERNORS AVE STE 21691 DOVER, DE 19904 USA
DIRECTOR	YECHESKEL RABINOVICH	1111B S GOVERNORS AVE STE 21691 DOVER, DE 19904 USA
DIRECTOR	OREN ZEEV	1111B S GOVERNORS AVE STE 21691 DOVER, DE 19904 USA
DIRECTOR	GIL DIBNER	1111B S GOVERNORS AVE STE 21691 DOVER, DE 19904 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			\$0.0100	11,491,722.00
PWP			\$0.0100	4,682,036.00

Signed this 28 Day of April, 2025 at 6:54:31 AM 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 SHAHAR AZULAY
Signature of Authorized Officer of the Corporation

Delaware

The First State

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I, CHARUNI PATIBANDA-SANCHEZ, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "GROUNDCOVER 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-THIRD DAY OF APRIL, A.D. 2025.

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

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "GROUNDCOVER INC." WAS INCORPORATED ON THE SEVENTH DAY OF JULY, A.D. 2021.

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



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SR# 20251723713

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

A handwritten signature in black ink, reading "C. P. Sanchez", is written over a horizontal line.

Charuni Patibanda-Sanchez, Secretary of State

Authentication: 203508103

Date: 04-23-25