

**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 IThe name of the corporation is Spheros Environmental Group Parent 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 8/4/2021and the period of its duration is ☒ Perpetual ☐**SECTION V**

The location of its principal office is

No. and Street: 200 NEWBURY STREETCity or Town: BOSTONState: MAZip: 02116Country: USA**SECTION VI**

The address of its proposed registered office in Rhode Island is

No. and Street: 450 VETERANS MEMORIAL PARKWAYSUITE 7ACity or Town: EAST PROVIDENCEState: RIZip: 02914and the name of its proposed registered agent in Rhode Island at that address is CT CORPORATION SYSTEM**SECTION VII**

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

PROVIDE ENVIRONMENTAL CONSULTING SERVICES FOR PROFIT**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
VICE PRESIDENT	PETER MCGUIRE	200 NEWBURY STREET BOSTON, MA 02116 USA
VICE PRESIDENT	BRIAN MCCAFFERTY	200 NEWBURY STREET BOSTON, MA 02116 USA
DIRECTOR	PETER MCGUIRE	200 NEWBURY STREET BOSTON, MA 02116 USA
DIRECTOR	BRIAN MCCAFFERTY	200 NEWBURY STREET BOSTON, MA 02116 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
VICE PRESIDENT	PETER MCGUIRE	200 NEWBURY STREET BOSTON, MA 02116 USA
VICE PRESIDENT	BRIAN MCCAFFERTY	200 NEWBURY STREET BOSTON, MA 02116 USA
DIRECTOR	PETER MCGUIRE	200 NEWBURY STREET BOSTON, MA 02116 USA
DIRECTOR	BRIAN MCCAFFERTY	200 NEWBURY STREET BOSTON, MA 02116 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	1,000.00

Signed this 28 Day of April, 2025 at 11:24:34 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 BRIAN MCCAFFERTY
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 "SPHEROS ENVIRONMENTAL GROUP PARENT 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 "SPHEROS ENVIRONMENTAL GROUP PARENT INC." WAS INCORPORATED ON THE FOURTH DAY OF AUGUST, A.D. 2021.

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



6142478 8300

SR# 20251738873

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

A handwritten signature in cursive script, reading "C. P. Sanchez".

Charuni Patibanda-Sanchez, Secretary of State

Authentication: 203512970

Date: 04-23-25



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 28, 2025 11:17 AM

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

Gregg M. Amore
Secretary of State

