



**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 Athena Bitcoin, 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 9/18/2015

and the period of its duration is ☒ Perpetual ☐

SECTION V

The location of its principal office is

No. and Street: 1 S.E. 3RD AVENUE, SUITE 2740

City or Town: MIAMI

State: FL Zip: 33131 Country: USA

SECTION VI

The address of its proposed registered office in Rhode Island is

No. and Street: 222 JEFFERSON BLVD., 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 INCorp SERVICES, INC.

SECTION VII

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

BTM OPERATOR

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	MATIAS GOLDENHORN	1 S.E. 3RD AVENUE, SUITE 2740 MIAMI, FL 33131 USA
TREASURER	MATIAS GOLDENHORN	1 S.E. 3RD AVENUE, SUITE 2740 MIAMI, FL 33131 USA
SECRETARY	MATIAS GOLDENHORN	1 S.E. 3RD AVENUE, SUITE 2740 MIAMI, FL 33131 USA
DIRECTOR	HUAXING LU	1 S.E. 3RD AVENUE, SUITE 2740 MIAMI, FL 33131 USA
DIRECTOR	RENATA SZKODA	1 S.E. 3RD AVENUE, SUITE 2740 MIAMI, FL 33131 USA
DIRECTOR	OMAR JIMENEZ	1 S.E. 3RD AVENUE, SUITE 2740 MIAMI, FL 33131 USA
DIRECTOR	CARLOS CARRENO	1 S.E. 3RD AVENUE, SUITE 2740 MIAMI, FL 33131 USA
DIRECTOR	MATIAS GOLDENHORN	1 S.E. 3RD AVENUE, SUITE 2740 MIAMI, FL 33131 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	MATIAS GOLDENHORN	1 S.E. 3RD AVENUE, SUITE 2740 MIAMI, FL 33131 USA
TREASURER	MATIAS GOLDENHORN	1 S.E. 3RD AVENUE, SUITE 2740 MIAMI, FL 33131 USA
SECRETARY	MATIAS GOLDENHORN	1 S.E. 3RD AVENUE, SUITE 2740 MIAMI, FL 33131 USA
DIRECTOR	HUAXING LU	1 S.E. 3RD AVENUE, SUITE 2740 MIAMI, FL 33131 USA
DIRECTOR	RENATA SZKODA	1 S.E. 3RD AVENUE, SUITE 2740 MIAMI, FL 33131 USA
DIRECTOR	OMAR JIMENEZ	1 S.E. 3RD AVENUE, SUITE 2740 MIAMI, FL 33131 USA
DIRECTOR	CARLOS CARRENO	1 S.E. 3RD AVENUE, SUITE 2740 MIAMI, FL 33131 USA
DIRECTOR	MATIAS GOLDENHORN	1 S.E. 3RD AVENUE, SUITE 2740 MIAMI, FL 33131 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	Par Value Per	Total Authorized Shares <i>Num of Shares</i>
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	Stock	Share		
CWP			\$0.0100	3,196,345.00

Signed this 27 Day of August, 2025 at 1:25:59 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 MATIAS GOLDENHORN
Signature of Authorized Officer of the Corporation

Form No. 150
Revised 09/07

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Delaware

The First State

Page 1

I, CHARUNI PATIBANDA-SANCHEZ, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "ATHENA BITCOIN, 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-SEVENTH DAY OF AUGUST, 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 "ATHENA BITCOIN, INC." WAS INCORPORATED ON THE EIGHTEENTH DAY OF SEPTEMBER, A.D. 2015.

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



5829344 8300

SR# 20253803363

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

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

Charuni Patibanda-Sanchez, Secretary of State

Authentication: 204590008

Date: 08-27-25