



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 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 IVThe date of its incorporation is 7/19/2016and the period of its duration is ☒ Perpetual ☐**SECTION V**

The location of its principal office is

No. and Street: 1099 18TH STREET
STE. 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: 700 NARRAGANSETT PARK DR
STE 100

City or Town: PAWTUCKET State: RI Zip: 02861

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, DEVELOPMENT AND SUPPLY OF DIGITAL HEALTHCARE SERVICES AND PRODUCTS.

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	JAMES K. MIN	1099 18TH STREET, STE 2860 DENVER, CO 80202 US
TREASURER	ANDREW LEVITCH	1099 18TH STREET, STE 2860 DENVER, CO 80202 US
SECRETARY	JAMES K. MIN	1099 18TH STREET, STE 2860 DENVER, CO 80202 US
DIRECTOR	JAMES K. MIN	1099 18TH STREET, STE 2860 DENVER, CO 80202 US
DIRECTOR	OSCAR MUNOZ	1099 18TH STREET, STE 2860 DENVER, CO 80202 US
DIRECTOR	JUSTIN KLEIN	1099 18TH STREET, STE 2860 DENVER, CO 80202 US
DIRECTOR	LEE COOPER	1099 18TH STREET, STE 2860 DENVER, CO 80202 US
DIRECTOR	WORD D. PEAKE	1099 18TH STREET, STE 2860 DENVER, CO 80202 US
DIRECTOR	SCOTT BARCLAY	1099 18TH STREET, STE 2860 DENVER, CO 80202 US
DIRECTOR	ISAAC J. ZACHARIAS	1099 18TH STREET, STE 2860 DENVER, CO 80202 US
DIRECTOR	LOUIS SAMSON	1099 18TH STREET, STE 2860 DENVER, CO 8202 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).

Title	Individual Name First, Middle, Last, Suffix	Address Address, City or Town, State, Zip Code, Country
PRESIDENT	JAMES K. MIN	1099 18TH STREET, STE 2860 DENVER, CO 80202 US
TREASURER	ANDREW LEVITCH	1099 18TH STREET, STE 2860 DENVER, CO 80202 US
SECRETARY	JAMES K. MIN	1099 18TH STREET, STE 2860 DENVER, CO 80202 US
DIRECTOR	JAMES K. MIN	1099 18TH STREET, STE 2860 DENVER, CO 80202 US
DIRECTOR	OSCAR MUNOZ	1099 18TH STREET, STE 2860 DENVER, CO 80202 US
DIRECTOR	JUSTIN KLEIN	1099 18TH STREET, STE 2860 DENVER, CO 80202 US
DIRECTOR	LEE COOPER	1099 18TH STREET, STE 2860 DENVER, CO 80202 US
DIRECTOR	WORD D. PEAKE	1099 18TH STREET, STE 2860 DENVER, CO 80202 US
DIRECTOR	SCOTT BARCLAY	1099 18TH STREET, STE 2860 DENVER, CO 80202 US

DIRECTOR	ISAAC J. ZACHARIAS	1099 18TH STREET, STE 2860 DENVER, CO 80202 US
DIRECTOR	LOUIS SAMSON	1099 18TH STREET, STE 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	63,900,000.00
PWP		A	\$0.0001	3,439,646.00
PWP		B	\$0.0001	8,408,926.00
PWP		B1	\$0.0001	3,853,457.00
PWP		C	\$0.0001	28,019,290.00

Signed this 17 Day of September, 2025 at 8:34:05 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

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I, CHARUNI PATIBANDA-SANCHEZ, 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-THIRD DAY OF JULY, 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 "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# 20253448753

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: 204276565

Date: 07-23-25



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:

September 17, 2025 08:32 PM

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

Gregg M. Amore
Secretary of State

