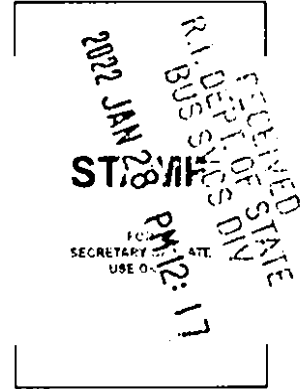




State of Rhode Island  
Department of State - Business Services Division



**Application for Certificate of Authority**

FOREIGN Business Corporation

→ Filing Fee: \$310.00 minimum

Pursuant to the provisions of RIGL 7-1.2-1405, the undersigned foreign corporation hereby applies for a Certificate of Authority to transact business in the State of Rhode Island, and for that purpose submits the following statement:

1. The name of the corporation is: <b>Commerce Fabric, Inc.</b>		
2. It is incorporated under the laws of: <b>Delaware</b>		
3. The name, if different, which it elects to use in Rhode Island is: (a) If the name of the corporation in its jurisdiction of incorporation does not contain the word "corporation", "company", "incorporated", or "limited," or an abbreviation thereof, then list the name of the corporation with the addition of one of the above corporate endings for use in Rhode Island: Commerce Fabric, Inc. Corporation (b) If the corporate name is not available in Rhode Island, then set forth below the fictitious name under which the corporation will qualify and transact business in Rhode Island as stated in the "Fictitious Business Name Statement" to be filed with this application:		
4. The date of its incorporation is: <b>08-21-2020</b>		
And the period of its duration is: <b>CHECK ONE BOX ONLY</b> <input checked="" type="checkbox"/> Perpetual (on-going) <input type="checkbox"/> Date certain for dissolution _____		
5. The address of its principal office is: 113 Cherry Street, PMB 66768 Seattle WA 98104		
6. The name and address of the initial registered agent/office in Rhode Island:		
Agent Name <b>Corporation Service Company</b>		
Street Address ( <u>NOT</u> a P.O. Box) <b>222 Jefferson Boulevard, Suite 200</b>		
City/Town <b>Warwick</b>	State <b>RHODE ISLAND</b>	Zip Code <b>02888</b>

MAIL TO:  
Division of Business Services  
148 W. River Street, Providence, Rhode Island 02904-2615  
Phone: (401) 222-3040  
Website: www.sos.ri.gov

**FILED  
STAMP**

**JAN 28 2022**

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A.A. 12:17pm

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

Headless e-commerce platform that gives brands/retailers tools for building any type of buying experience at scale.

8. (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):

NAME	ADDRESS
Faisal Masud	113 Cherry Street, PMB 66768 Seattle WA 98104
Tim Guleri	113 Cherry Street, PMB 66768 Seattle WA 98104
Ron Shah	113 Cherry Street, PMB 66768 Seattle WA 98104
Ryan Bartley	113 Cherry Street, PMB 66768 Seattle WA 98104

Check the box to indicate an attachment

8. (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):

OFFICE	NAME	ADDRESS
PRESIDENT	Faisal Masud	113 Cherry Street, PMB 66768 Seattle WA 98104
VICE PRESIDENT	N/A	
TREASURER	Nevin Shetty	113 Cherry Street, PMB 66768 Seattle WA 98104
SECRETARY	Krupa Shah	113 Cherry Street, PMB 66768 Seattle WA 98104

Check the box to indicate an attachment

9. 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:

NUMBER OF SHARES	CLASS	SERIES	PAR VALUE OR STATE NO PAR VALUE
55,500,000	Common		\$0.00001
8,938,394	Preferred	Series Seed	\$0.00001
5,603,673	Preferred	Series Seed-1	\$0.00001
10,290,625	Preferred	Series A	\$0.00001

10. An estimate, as a percentage, of the proportion that the estimated value of the property of the corporation to be located within this state during the following year bears to the value of all property of the corporation to be owned during the following year, wherever located. (Note: Percentage obtained from worksheet.)

0 \_\_\_\_\_ %

11. An estimate, as a percentage, of the proportion of the gross amount of business to be transacted by the corporation at or from places of business in Rhode Island during the following year compared to the gross amount thereof which will be transacted by the corporation during the following year. (Note: Percentage obtained from worksheet.)

0 \_\_\_\_\_ %

*Directors*

<i>Name</i>	<i>Office/ Title</i>	<i>Address</i>
Ryan Bartley	Director	113 Cherry Street, PMB 666768, Seattle WA 98104
Faisal Masud	Director	113 Cherry Street, PMB 666768, Seattle WA 98104
Ron Shah	Director	113 Cherry Street, PMB 666768, Seattle WA 98104
Tim Guleri	Director	113 Cherry Street, PMB 666768, Seattle WA 98104
Scott Beechuk	Director	113 Cherry Street, PMB 666768, Seattle WA 98104
Alex Bard	Director	113 Cherry Street, PMB 666768, Seattle WA 98104

*Officers*

<i>Name</i>	<i>Office/ Title</i>	<i>Address</i>
Faisal Masud	President	113 Cherry Street, PMB 666768, Seattle WA 98104
Ryan Bartley	Chief Strategy Officer	113 Cherry Street, PMB 666768, Seattle WA 98104
Krupa Shah	Secretary	113 Cherry Street, PMB 666768, Seattle WA 98104
Nevin Shetty	Treasurer	113 Cherry Street, PMB 666768, Seattle WA 98104

*Commerce Fabric, Inc. - Stock Information*

<i>Class</i>	<i>Series</i>	<i>Par Value</i>	<i>Number of Shares Authorized</i>	<i>Number of Shares Issued</i>
Common		0.00001	55,500,000	8,686,472
Preferred		0.00001	31,317,219	31,317,219
Preferred	Series Seed	0.00001	8,938,394	
Preferred	Series Seed-1	0.00001	5,603,673	
Preferred	Series A	0.00001	10,290,625	
Preferred	Series B	0.00001	6,484,527	

12. This application must be accompanied by a Certificate of Good Standing/Letter of Status from the state or country of formation dated within 60 days of the date of this filing.

13. Date when the Certificate of Authority will be effective: **CHECK ONE BOX ONLY**

Date received (Upon filing)

Later effective date (Date must be no more than 90 days from the date of filing) \_\_\_\_\_

*Under penalty of perjury, I declare and affirm that I have examined this Application for Certificate of Authority, including any accompanying attachments, and that all statements contained herein are true and correct.*

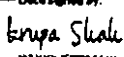
Type or Print Name of Authorized Officer

Krupa Shah - Secretary

Date

1/26/2022

Signature of Authorized Officer of the Corporation

DocuSigned by:  
  
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# Delaware

Page 1

The First State

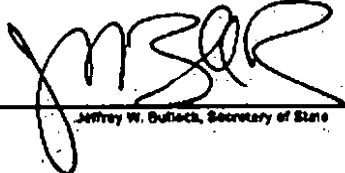
I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "COMMERCE FABRIC, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE FIRST DAY OF DECEMBER, A.D. 2021.

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

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "COMMERCE FABRIC, INC." WAS INCORPORATED ON THE TWENTY-FIRST DAY OF AUGUST, A.D. 2020.

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



  
Jeffrey W. Bullock, Secretary of State

3497337 8300

SR# 20213938222

You may verify this certificate online at [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)

Authentication: 204828378

Date: 12-01-21



State of Rhode Island  
**Department of State | Office of the Secretary of State**  
**Nellie M. Gorbea**, *Secretary of State*

I, NELLIE M. GORBEA, 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:

January 28, 2022 12:17 PM

A handwritten signature in blue ink that reads "Nellie M. Gorbea".

Nellie M. Gorbea  
*Secretary of State*

