



6453547



STATE OF CALIFORNIA
Office of the Secretary of State
STATEMENT AND DESIGNATION - OUT-OF-STATE
STOCK CORPORATION
 California Secretary of State
 1500 11th Street
 Sacramento, California 95814
 (916) 657-5448

For Office Use Only

-FILED-

File No.: 6453547

Date Filed: 11/7/2024

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Corporation Name Corporation Name	Spruce Systems, Inc.
Jurisdiction This Corporation is Formed in	DELAWARE
Street Address of Principal Office of Corporation Principal Address	157 13TH STREET BROOKLYN, NY 11215
Mailing Address of Corporation Mailing Address Attention	228 PARK AVE S #28788 NEW YORK, NY 10003
Street Address of California Office of Corporation Street Address of California Office	1401 21ST ST SUITE R SACRAMENTO, CA 95811
Agent for Service of Process California Registered Corporate Agent (1505)	CALIFORNIA REGISTERED AGENT INC Registered Corporate 1505 Agent
Consent to Service of Process	<p>The corporation irrevocably consents to service of process directed to the corporation upon the agent designated and to service of process on the Secretary of State if the agent designated or the agent's successor is no longer authorized to act or cannot be found at the address given.</p> <p>Consent under this paragraph extends to service of process directed to the out-of-state corporation's agent in this state for a search warrant issued pursuant to California Penal Code section 1524.2, or for any other validly issued and properly served search warrant, for records or documents that are in the possession of the out-of-state corporation and are located inside or outside of this state. This shall apply to a out-of-state corporation that is a party or a nonparty to the matter for which the search warrant is sought. "Properly served" means delivered by hand, or in a manner reasonably allowing for proof of delivery if delivered by United States mail, overnight delivery service, or facsimile to a person or entity listed in California Corporations Code section 2110, or any other means specified by the out-of-state corporation, including, but not limited to, email or submission via an Internet Web portal that the out-of-state corporation has designated for the purpose of service of process.</p>
Electronic Signature	<input checked="" type="checkbox"/> I am a corporate officer and am authorized to sign on behalf of the out-of-state corporation.
<i>Danielle Johnson</i> Signature	<u>11/07/2024</u> Date

Delaware

The First State

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I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "SPRUCE SYSTEMS, 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 FOURTH DAY OF NOVEMBER, A.D. 2024.

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

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "SPRUCE SYSTEMS, INC." WAS INCORPORATED ON THE THIRTEENTH DAY OF MAY, A.D. 2020.

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



A handwritten signature in black ink, appearing to read "JBULLOCK", is written over a horizontal line. Below the line, the text "Jeffrey W. Bullock, Secretary of State" is printed in a small font.

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SR# 20244122317

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

Authentication: 204792187

Date: 11-04-24

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