



202464116259



**STATE OF CALIFORNIA**  
*Office of the Secretary of State*  
**REGISTRATION**  
**OUT-OF-STATE LIMITED LIABILITY COMPANY**  
 California Secretary of State  
 1500 11th Street  
 Sacramento, California 95814  
 (916) 657-5448

For Office Use Only

**-FILED-**

File No.: 202464116259

Date Filed: 10/8/2024

B3098-7134 10/08/2024 10:05 AM Received by California Secretary of State

Limited Liability Company Name	
Limited Liability Company Name	Theory Ventures GP II, LLC
Jurisdiction	
Limited Liability Company is Formed in	DELAWARE
Authority Statement	
This LLC currently has powers and privileges to conduct business in the state, foreign country or other jurisdiction entered above.	
Street Address of Principal Office of LLC	
Principal Address	3130 ALPINE RD, STE 288, #411 PORTOLA VALLEY, CA 94028
Mailing Address of LLC	
Mailing Address	3130 ALPINE RD, STE 288, #411 PORTOLA VALLEY, CA 94028
Attention	
Street Address of California Office of LLC	
Street Address of California Office	3130 ALPINE RD, STE 288, #411 PORTOLA VALLEY, CA 94028
Agent for Service of Process	
Agent Name	Tomasz Tunguz
Agent Address	3130 ALPINE RD, STE 288, #411 PORTOLA VALLEY, CA 94028
Consent to Service of Process	
<p>The Secretary of State is appointed as the agent of the foreign (out-of-state) limited liability company for service of process if the agent has resigned and has not been replaced or if the agent cannot be found or served with the exercise of reasonable diligence.</p> <p>Consent to service of process extends to service of process directed to the foreign (out-of-state) limited liability company'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 foreign (out-of-state) limited liability company and are located inside or outside of this state. This shall apply to a foreign (out-of-state) limited liability company that is a party or a nonparty to the matter for which the search warrant is sought. For purposes of this consent "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, facsimile, or any other means specified by the foreign (out-of-state) limited liability company, including email or submission via an Internet Web portal, the foreign (out-of-state) limited liability company has designated for the purpose of service of process.</p>	
Electronic Signature	
<input checked="" type="checkbox"/> By signing, I affirm under penalty of perjury that the information herein is true and correct and that I am authorized to sign on behalf of the out-of-state LLC.	
<u>Tomasz Tunguz</u>	<u>10/08/2024</u>
Signature	Date

# Delaware

The First State

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I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "THEORY VENTURES GP II, LLC" IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE EIGHTH DAY OF OCTOBER, A.D. 2024.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE BEEN ASSESSED 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.

5429922 8300

SR# 20243889529

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

Authentication: 204576933

Date: 10-08-24

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