



6560525



**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.: 6560525

Date Filed: 1/29/2025

B3400-3396 01/29/2025 11:15 AM Received by California Secretary of State

Corporation Name Corporation Name	Giftwell Inc.
Jurisdiction This Corporation is Formed in	DELAWARE
Street Address of Principal Office of Corporation Principal Address	1007 N ORANGE ST. 4TH FLOOR SUITE #3833 WILMINGTON, DE 19801
Mailing Address of Corporation Mailing Address  Attention	1007 N ORANGE ST. 4TH FLOOR SUITE #3833 WILMINGTON, DE 19801
Street Address of California Office of Corporation Street Address of California Office	None
Agent for Service of Process California Registered Corporate Agent (1505)	Firstbase 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>Filipe Senna</i> Signature	01/29/2025 Date

# Delaware

The First State

I, KRISTOPHER E. KNIGHT, ACTING SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "GIFTWELL 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 JANUARY, A.D. 2025.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "GIFTWELL INC." WAS INCORPORATED ON THE EIGHTEENTH DAY OF NOVEMBER, A.D. 2024.

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



Kristopher E. Knight, Acting Secretary of State

Authentication: 202766086

Date: 01-23-25

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SR# 20250228354

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