







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.: 6425372 Date Filed: 10/15/2024

Corporation Name		
Corporation Name	Phanos Inc.	
Jurisdiction		
This Corporation is Formed in	Japan	
Street Address of Principal Office of Corporation		
Principal Address	Japan PHANOS OMOTE SANDO BUILDING 3F 5-48-5 JINGUMAE, SHIBUYA-KU TOKYO, 150-0001	
Mailing Address of Corporation		
Mailing Address	633 W. 5TH ST., 26TH FLOOR LOS ANGELES, CA 90071	
Attention		
Street Address of California Office of Corporation		
Street Address of California Office	633 W. 5TH ST., 26TH FLOOR LOS ANGELES, CA 90071	
Agent for Service of Process		
Agent Name	Ryutaro Oishi	
Agent Address	633 W. 5TH ST., 26TH FLOOR LOS ANGELES, CA 90071	

Consent to Service of Process

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.

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-ofstate corporation has designated for the purpose of service of process.

Electronic Signature)
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I am a corporate officer and am authorized to sign on behalf of the out-of-state corporation.

Shotaro Kawano 10/15/2024

Signature Date

現在事項全部証明書

山口県光市島田二丁目23番10号 株式会社ファノス

会社法人等番号 250	0-01-010315				
商号株式会	社ファノスディベロップメント	平成	2年1	0月21	日変更
		<u></u>			<u> </u>
株式会	社ファノス				, i s
	·				— — —
		平成 1	/平	4月26	日金記
本店山口県	光市島田二丁目23番10号		4.4.4. 1.4.1		
公告をする方法 官報に	掲載してする。	平成 1	7年	1月24	日変更
-				_ 	
		平成 1	7年 <u>「</u>	2月 3	日登記
会社成立の年月日 昭和4	6年3月6日				
		: : -	! i	<u>. 18 81 11</u>	i: :1 !
			- F	1 2 5 1	::.!! ! !
	不動産の売買、賃借、管理、仲介等の取引に			ነ ተታየነታ ፦ .	ه مد
	土地造成、地域開発、海洋開発及び環境整備 に関する調査、企画、設計及び監理 ¹	# (- (24) 3	の事業	AR CONC.	(1)
	に関する調査、企画、成計及び監理 土木工事業				' :
1 ·	とび・土工工事業				
1 ⁻ · I	石工事業		b .	والمنازلان	: 11:
4 - · · · · · · · · · · · · · · · · · ·	鋼構造物工事業				
7.	ほ装工事業				e granical
DS section 1.1 and 1.	しゅんせつ工事業		#14 Te		
f.	造図工事業				
I I	水道施設工事業				
1 '	建築工事業				
F .	採石業 倉庫業	:			
E	^{角単未} 産業廃棄物の処理及び運搬に関する業務	n Maria	**		
1.7.7	ホテル、旅館、その他観光施設の経営並びに	_食堂、「	製茶、	売店、娯	楽施
	設の経営	,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,	, .		
1.1	美術及び芸術に関する著作権、配給権等の無	₩形財産	権の取	得、貸与 、	譲
I 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1	渡に関する業務			u Marinu. Tarih	
I 40 - 1	動産の賃貸借業			10 mm sm = 1	
F1977 F 4457	損害保険代理業、自動車損害賠償保障法によ	つく生	命保険	代理業及	び生
	命保険媒介業 有価証券等の保有、売買及び運用に関する第	生			
1 · ·	有 <u>価証分等の</u> 保有、元良及の運用に関する。 映画フィルム等の製作、配給、販売並びにこ	the second second	数に対	する出答	
1	医薬品・医薬部外品・検査試薬・農業用薬品		20,00000		、販
1	売、輸入、輸出並びに一般医療用診断、治療		1,11	-	
	製造、修理、販売、輸入、輸出に関する事業	能並びに	これら	事業に対	する
	出資				

山口県光市島田二丁目23番10号 株式会社ファノス

					<u>, Hat</u>	.+
	財 ら 商 課 名 2 3 . 前 課 名 2 4 . 2 5 . 2 6 . 2 7 . 2 8 . 2 9 . 2 9 . 2 9 . 3 0 . 3 1 . 3 1 .	での取得、 は、	与資 著この製の売 有車を 後連 でいる でいる でいる でいる でいる でいる できます でいる できます ままり かいり かいり かいり かいり かいり かいり かいり かいり かいり かい	開発、輸入、 記給権等の無形 事業・販売 で販売 で販売 がに輸入、輸出 を配の取り扱い	輸出に関する。 財産権の取得、 ら事業に対する	
	33. 前各号		-	る一切の事業 引10日変更	平成27年	2月10日登記
発行可能株式総数	25万600	0 株				A CONTRACTOR OF THE CONTRACTOR
発行済株式の総数 並びに種類及び数	発行済株式の 20万6)総数 5700株 -		: [平成 1 7 年	4月26日登記
資本金の額	金9500万	門			平成17年	4月26日登記
株式の譲渡制限に 関する規定	本会社の株式	た譲渡する	こは取締犯	役会の承認を要	する。	i i i i i i i i i i i i i i i i i i i
役員に関する事項	取締役	河野	正太	郎		5月24日重任 6月 1日登記
	 取締役	河 野	美 季		··	5月24日重任
				.: 	令和 5年	6月 1日登記
	取締役	中村	仁 志			5月24日重任
	Hir Dow Oil					5月1日登記
	取締役	白倉	達信			5月24日重任 6月 1日登記
	取締役	撤下	信 彦	· · · · · · · · · · · · · · · · · · ·	令和 5年	5月24日重任
					令和 5年	6月 1日登記

山口県光市島田二丁目23番10号 株式会社ファノス

racione del Composito Composito Composito	取締役 的場政浩	令和 5年 5月24日重任
		令和 5年 6月 1日登記
	東京都世田谷区中町四丁目 12番8号 代表取締役 河野正太郎	令和 5年 5月24日重任
		令和 5年 6月 1日登記
	監査役 松本利幸	令和 5年 5月24日重任
		令和 5年 6月 1日登記
	監査役の監査の範囲を会計に関するものに限定 する旨の定款の定めがある	
		平成27年 6月 1日登記
支 店	1 東京都品川区西五反田二丁目26番9号五輪プラザビル3F 2 東京都渋谷区神宮前五丁目48番5号	令和 3年 9月27日移転
		令和 3年 9月27日登記
		令和 3年 9月27日設置
		令和 3年 9月27日登記
取締役会設置会社 に関する事項	取締役会設置会社	平成17年法律第87号第1
		36条の規定により平成18 年 5月 5日登記
監査役設置会社に	監査役設置会社	
関する事項		平成17年法律第87号第1 36条の規定により平成18
		年 5月 5日登記



これは登記簿に記録されている現に効力を有する事項の全部であることを証明 した書面である。

(山口地方法務局管轄)

令和 6年 9月13日 東京法務局渋谷出張所 登記官

松



整理番号 ス352097

下線のあるものは抹消事項であることを示す。

3/3

Certificate of Complete Historical Record

Phanos Inc.

2-23-10 Shimada, Hikari City, Yamaguchi Prefecture

Company Registration Number	2500-01-010315			
Trade Name	Phanos Development Inc.	Changed October 21, 1990		
	Phanos Inc.	Registered April 26, 2005		
Head Office	2-23-10 Shimada, Hikari City, Yamaguchi Prefecture			
Method of Public Notice	Published in the official gazette.	Changed January 24, 2005		
		Registered February 3, 2005		
Date of Company Establishment	March 6, 1961			
Business Purpose	development, and environmental design, and supervision of these 3. Civil engineering. 4. Scaffolding and earthwork construction for steel structures. 5. Stone masonry. 6. Construction of steel structures. 7. Pavement construction. 8. Dredging work. 9. Landscape construction. 10. Water facilities work. 11. Building construction. 12. Quarrying. 13. Warehousing. 14. Business related to treatment and products. 15. The business of hotels, Japanese-facilities, and the business of resistands, and recreational facilities. 16. Business related to the acquisition property rights such as copyright arts. 17. Rental business for moveable profuse in Liability Insurance Act, and life in Liability Insurance Act, and life in Liability Insurance Act, and securities, etc. 20. Creation, distribution, and selling investments related to the manufacture pharmaceuticals, quasi-drugs, label chemicals, poisonous and deleter manufacture, repair, selling, impequipment for general medical distribution of the security of the manufacture, repair, selling, impeguipment for general medical distribution and selling in pequipment for general medical distribution and selling in pequipment for general medical distribution.	eal estate. ment, regional development, maritime I improvement, as well as investigation, businesses. ruction. d transportation of industrial waste -style inns, and other sightseeing taurants, coffee shops, concession s. on, lending, and transfer of intangible ts and distribution rights related to the operty. nsurance agency under the Automobile insurance brokerage. p, trading, and management of g of movie films, etc., as well as nesses. ure, selling, importing, and exporting of boratory reagents, agricultural rious substances, etc., and to the orting, and exporting of devices and iagnosis, for treatment, and for clinical		
	 Construction of steel structures. Pavement construction. Dredging work. Landscape construction. Water facilities work. Building construction. Quarrying. Warehousing. Business related to treatment and products. The business of hotels, Japanese-facilities, and the business of rest stands, and recreational facilities. Business related to the acquisition property rights such as copyright arts. Rental business for moveable profile. Casualty insurance agency, life in Liability Insurance Act, and life. Business related to the ownership securities, etc. Creation, distribution, and selling investments related to these busing surface and chemicals, poisonous and deleter manufacture, repair, selling, important and selling in poisonous and deleter manufacture, repair, selling, important and selling in poisonous and deleter manufacture, repair, selling, important and selling in poisonous and deleter manufacture, repair, selling, important and selling in poisonous and deleter manufacture, repair, selling, important and selling in poisonous and deleter manufacture, repair, selling, important and selling in poisonous and deleter manufacture, repair, selling, important and selling in poisonous and deleter manufacture, repair, selling, important and selling in poisonous and deleter manufacture, repair, selling, important and selling in poisonous and deleter manufacture, repair, selling, important and selling in poisonous and deleter manufacture, repair, selling, important and selling in poisonous and deleter manufacture, repair, selling, important and selling in poisonous and deleter manufacture, repair, selling, important and selling in poisonous and deleter manufacture, repair, selling, important and selling in poisonous and deleter manufacture, repair, selling, important and selling in poisonous and deleter manufacture. 	-style inns, and other sightseeing taurants, coffee shops, concession s. on, lending, and transfer of intangible ts and distribution rights related to the operty. Insurance agency under the Automobile insurance brokerage. In trading, and management of g of movie films, etc., as well as nesses. In the selling, importing, and exporting of boratory reagents, agricultural rious substances, etc., and to the orting, and exporting of devices and iagnosis, for treatment, and for clinical		

Reference Number "su" 352097

^{*} Underlined items indicate deleted items.

Phanos Inc.

2-23-10 Shimada, Hikari City, Yamaguchi Prefecture

Total Number of Authorized	 Business related to the acquisition, leasing, transfer, development, importing, and exporting of intangible property rights such as copyrights and distribution rights for computer software, graphics software, etc., as well as investments related to these businesses. Business related to the acquisition, leasing, transfer, development, importing, and exporting of intangible property rights such as trademark rights, patent rights, copyrights, and distribution rights, as well as investments related to these businesses. Manufacturing and sale of concrete products. Manufacturing and sale of fresh concrete. Sale, importing, and exporting of materials for civil engineering and construction. Selling of home equipment. Selling of fine arts and crafts. Joinery construction work. Handling and sale of inorganic and organic industrial chemicals. General area motor truck transportation business. First-class consigned freight transportation business. All businesses incidental to the preceding items. Changed February 10, 2015. Registered February 10, 2015. 		
Shares	250,000 shares		
Total Number of Shares Issued,	Total number of shares issued		
and Their Types and Numbers	206,700 shares	Registered April 26, 2005	
Amount of Capital	95,000,000 yen		
		Registered April 26, 2005	
Regulations Regarding Restrictions on the Transfer of Shares	The acquisition of shares of the Company approval of the board of directors.	by transfer shall be subject to the	
Matters Related to Officials	Director Shotaro Kawano	Reappointed May 24, 2023 Registered June 1, 2023	
	Director Miki Kawano	Reappointed May 24, 2023	
		Registered June 1, 2023	
	Director Hitoshi Nakamura	Reappointed May 24, 2023	
		Registered June 1, 2023	
	Director Tatsunobu Shirakura	Reappointed May 24, 2023	
		Registered June 1, 2023	
	Director Nobuhiko Takishita	Reappointed May 24, 2023	
		Registered June 1, 2023	
	Director Masahiro Matoba	Reappointed May 24, 2023	
		Registered June 1, 2023	
	Representative Director Shotaro Kawano	Reappointed May 24, 2023	
	4-12-8 Nakamachi, Setagaya-ku, Tokyo	Registered June 1, 2023	
	Corporate Auditor	Reappointed May 24, 2023	
	Toshiyuki Matsumoto	Registered June 1, 2023	
	It is specified that the scope of the auditing performed by the corporate auditor is limited to matters related to accounting.	Registered June 1, 2015	

Reference Number "su" 352097

^{*} Underlined items indicate deleted items.

Phanos Inc.

2-23-10 Shimada, Hikari City, Yamaguchi Prefecture

Branches	1	Moved September 27, 2021		
	Gorin Plaza Building, 3rd Floor	Registered September 27, 2021		
	2-26-9 Gotanda, Shinagawa-ku, Tokyo			
	2	Moved September 27, 2021		
	5-48-5 Jingumae, Shibuya-ku, Tokyo	Registered September 27, 2021		
Matters Related to a Company	A company with a board of directors.			
with a Board of Directors	Registered May 5, 2006, according to Article 136 of			
	Law 87 of 2005.			
Matters Related to a Company	A company with corporate auditors.			
with Corporate Auditors	Registered May 5, 2006, according to Article 136 of			
	Law 87 of 2005.			



This document certifies that the above are all the effective matters recorded in the register. (Jurisdiction of the Yamaguchi Legal Affairs Bureau)

September 13, 2024

Tokyo Legal Affairs Bureau, Shibuya Branch Register Shin Matsushima



Certification of Accuracy

Re: Translation of "Certificate of Complete Historical Record" of Phanos Inc.

I, RON TISCHLER, hereby attest that I am a translator certified by the American Translators Association for Japanese into English, that I have translated the attached document, and that to the best of my knowledge, ability, and belief this translation is a true, accurate, and complete translation of the original Japanese document that was provided to me.



RON TISCHLER, CT

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September 22, 2024

Certification credentials may be verified online at www.atanet.org/verify.