



COMMONWEALTH OF KENTUCKY  
MICHAEL G. ADAMS, SECRETARY OF STATE

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Michael G. Adams  
Kentucky Secretary of State  
Received and Filed:  
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Division of Business Filings  
P.O. Box 718  
Frankfort, KY 40602  
(502) 564-3490  
[www.sos.ky.gov](http://www.sos.ky.gov)

Certificate of Authority  
(Foreign Business Entity)

Pursuant to the provisions of KRS 14A - 030 the undersigned hereby applies for authority to transact business in Kentucky on behalf of the entity named below and, for that purpose, submits the following statements:

1. The entity is a: ☐ profit corporation ☐ nonprofit corporation ☐ professional limited liability company  
☐ business trust ☒ limited liability company ☐ statutory trust  
☐ limited partnership ☐ ltd cooperative association ☐ public benefit corporation  
☐ non-profit llc ☐ professional service corporation ☐ other

2. The name of the entity is NUANCE INTERMEDIARY, LLC  
(The name must be identical to the name on record with the Secretary of State.)

3. The name of the entity to be used in Kentucky is (if applicable): \_\_\_\_\_  
(Only provide if "real name" is unavailable for use; otherwise, leave blank.)

4. The state or country under whose law the entity is organized is Delaware

5. The date of organization is 11/05/2021 and the period of duration is \_\_\_\_\_  
(If left blank, duration is considered perpetual.)

6. The mailing address of the entity's principal office is  
5931 Sea Lion Place, Suite 113 Carlsbad CA 92010  
Street Address City State Zip Code

7. The street address of the entity's registered office in Kentucky is  
828 Lane Allen Road, Suite 219 Lexington KY 40504  
Street Address (No P.O. Box Numbers) City State Zip Code

and the name of the registered agent at that office is Capitol Corporate Services, Inc.

8. The names and business addresses of the entity's representatives (secretary, officers and directors, managers, trustees or general partners):

Daniel Henn, Manager	5931 Sea Lion Place, Suite 113	Carlsbad	CA	92010
Name	Street or P.O. Box	City	State	Zip Code
Mark Lieberman, Manager	5931 Sea Lion Place, Suite 113	Carlsbad	CA	92010
Name	Street or P.O. Box	City	State	Zip Code
George Walker, Manager	5931 Sea Lion Place, Suite 113	Carlsbad	CA	92010
Name	Street or P.O. Box	City	State	Zip Code
Scott Bagley, Manager & Steve Bosio, Manager 5939 Sea Lion Place, Suite 113, Carlsbad, CA 92010				

9. If a professional service corporation, all the individual shareholders, not less than one half (1/2) of the directors, and all of the officers other than the secretary and treasurer are licensed in one or more states or territories of the United States or District of Columbia to render a professional service described in the statement of purposes of the corporation.

10. I certify that, as of the date of filing this application, the above-named entity validly exists under the laws of the jurisdiction of its formation.

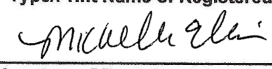
11. If a limited partnership, it elects to be a limited liability limited partnership. Check the box if applicable: ☐

12. If a limited liability company, check box if manager-managed: ☒

13. This application will be effective upon filing.

  
Signature of Authorized Representative Daniel Henn, Manager May 4, 2023  
Printed Name & Title Date

I, Capitol Corporate Services, Inc., consent to serve as the registered agent on behalf of the business entity.  
Type/Print Name of Registered Agent

  
Signature of Registered Agent Michelle Ellis Asst. Secretary 5/5/2023  
Printed Name Title Date