



**COMMONWEALTH OF KENTUCKY**  
**MICHAEL G. ADAMS, SECRETARY OF STATE**

**1238771.09**kdcoleman  
ADD

**Michael G. Adams**  
**Kentucky Secretary of State**  
 Received and Filed:  
 10/26/2022 11:35 AM  
 Fee Receipt: \$90.00

**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 ☐ other  
☐ non-profit llc ☐ professional service corporation

2. The name of the entity is Payward Ventures, Inc.  
 (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 7/1/2013 and the period of duration is Perpetual  
 (If left blank, duration is considered perpetual.)

6. The mailing address of the entity's principal office is  
237 Kearny Street, # 102 San Francisco CA 94108  
 Street Address City State Zip Code

7. The street address of the entity's registered office in Kentucky is  
306 West Main Street, Suite 512 Frankfort CA 40601  
 Street Address (No P.O. Box Numbers) City State Zip Code

and the name of the registered agent at that office is C T Corporation System

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

Name	Street or P.O. Box	City	State	Zip Code
Name	Street or P.O. Box	City	State	Zip Code
Name	Street or P.O. Box	City	State	Zip Code

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: Lauren Benjamin Lauren Benjamin, Chief Compliance Officer 10/20/2022  
 Signature of Assistant Secretary: \_\_\_\_\_ Printed Name & Title Date

I, C T Corporation System, consent to serve as the registered agent on behalf of the business entity.  
 Type/Print Name of Registered Agent

Signature of Registered Agent: Christine Kelm Christine Kelm Assistant Secretary 10/21/2022  
 Signature of Registered Agent Printed Name Title Date

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

President and Chief Executive Officer: David Ripley, 237 Kearny Street, #102, San Francisco, CA 94108

Chief Compliance Officer: Lauren Benjamin, 237 Kearny Street, #102, San Francisco, CA 94108

Chief Financial Officer: Carrie Dolan, 237 Kearny Street, #102, San Francisco, CA 94108

Treasurer: John Trohan, 237 Kearny Street, #102, San Francisco, CA 94108

Secretary: Grace Strickland, 237 Kearny Street, #102, San Francisco, CA 94108

Director: David Ripley, 237 Kearny Street, #102, San Francisco, CA 94108

Director: Carrie Dolan, 237 Kearny Street, #102, San Francisco, CA 94108

# Delaware

The First State

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I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "PAYWARD VENTURES, 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 FIFTH DAY OF OCTOBER, A.D. 2022.

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

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



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SR# 20223698471

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

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

Authentication: 204552513

Date: 10-05-22