

Commonwealth of Kentucky  
Michael G. Adams, Secretary of State

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Michael G. Adams  
Secretary of State  
Received and Filed  
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Michael G. Adams  
Secretary of State  
P. O. Box 718  
Frankfort, KY 40602-0718  
(502) 564-3490  
<http://www.sos.ky.gov>

Certificate of Authority

FBE

Pursuant to the provisions of KRS 14A.9 - 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**.

2. The name of the entity is

**JOURNEY REWARDS INC.**

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

4. The date of organization is **6/21/2024** and the period of duration is **perpetual**.

5. The mailing address of the entity's principal office is

**447 Broadway, San Francisco, CA 94133**

6. The name of the initial registered agent is

**Telos Legal Corp.**

and the street address of the entity's initial registered office in Kentucky is

**828 Lane Allen Rd Ste 219, Lexington, KY 40504**

7. The names and business addresses of the entity's representatives:

|                |             |                                       |
|----------------|-------------|---------------------------------------|
| <b>Officer</b> | John Sutton | 447 Broadway, San Francisco, CA 94133 |
|----------------|-------------|---------------------------------------|

|                |                 |                                       |
|----------------|-----------------|---------------------------------------|
| <b>Officer</b> | William McBride | 447 Broadway, San Francisco, CA 94133 |
|----------------|-----------------|---------------------------------------|

8. This filing will be effective on **Tuesday, April 15, 2025**.

I declare under penalty of perjury under the laws of the state of Kentucky that the foregoing is true and correct.

Signature of individual signing on behalf of **Chief Financial Officer: William McBride**

I, **Telos Legal Corp.**, consent to sign for **Telos Legal Corp.** who serves as the Registered Agent on behalf of this entity on Tuesday, April 15, 2025.