

**EXHIBIT B**  
**SOUTH DAKOTA SECRETARY OF STATE**  
**CERTIFICATE OF AUTHORITY TO TRANSACT BUSINESS**



# South Dakota Secretary of State

**Monae L. Johnson**  
Secretary of State

**Thomas J. Deadrick**  
Deputy Secretary of State

UBIQUITY SOUTH DAKOTA, LLC  
503 S PIERRE ST  
PIERRE, SD 57501-4522

January 24, 2024

## Filing Acknowledgment

Please review the filing information below and notify our office immediately of any discrepancies.

<b>Business ID :</b>	<b>FL267069</b>		
Filing Type:	Limited Liability Company - Foreign		
Filing Date:	01/24/2024		
Status:	Good Standing	Annual Report Due:	01/01/2025
Duration Term:	Perpetual		

**Registered Agent Address:**  
CORPORATION SERVICE COMPANY  
503 S PIERRE ST  
PIERRE, SD 57501-4522  
(800) 927-9800  
COMPLIANCEMAIL@CSCGLOBAL.COM

**Principal Address:**  
121 W. TRADE STREET  
SUITE 1275  
CHARLOTTE, NC 28202

Congratulations on the successful filing of your **Application for Certificate of Authority** for **UBIQUITY SOUTH DAKOTA, LLC** in the State of South Dakota which is effective on the date shown above.

You must file an Annual Report with this office on or before the Annual Report Due Date noted above and maintain an active South Dakota Registered Office and Registered Agent. Failure to do so will subject the business to Administrative Dissolution/Revocation.

Monae L. Johnson  
Secretary of State  
State of South Dakota

# State of South Dakota

Office of the Secretary of State

## Certificate of Authority

Foreign Limited Liability Company

I, **Monae L. Johnson**, Secretary of State of the State of South Dakota, hereby certify that the Application for Certificate of Authority to transact business in this state for

**UBIQUITY SOUTH DAKOTA, LLC**

BUSINESS ID# FL267069

with an effective date of: January 24, 2024, duly signed and verified, pursuant to the provisions of the South Dakota Limited Liability Company Act, has been received in this office and is found to conform to law.

**ACCORDINGLY**, and by virtue of the authority vested in me by law, I hereby issue this Certificate of Authority and attach hereto a duplicate of the Application for Certificate of Authority.



**IN TESTIMONY WHEREOF**, I have hereunto set my hand and caused to be affixed the Great Seal of the State of South Dakota, in Pierre, the Capital City, this day, January 24, 2024.

*Monae L. Johnson*

**Monae L. Johnson**  
Secretary of State

01/24/2024 3:32 PM



Secretary of State Office  
500 E Capitol Ave  
Pierre, SD 57501  
(605)773-4845  
[corpinfo@state.sd.us](mailto:corpinfo@state.sd.us)

**APPLICATION FOR  
CERTIFICATE OF AUTHORITY  
FOREIGN LIMITED LIABILITY COMPANY**  
SDCL 47-34A-1002

**FILING FEE: \$765**

Make check payable to SECRETARY OF STATE

Application must be accompanied by a one page **Original Certificate of Existence** issued by the Secretary of State or other official having custody of the organizational records in the state or other jurisdiction under whose law it is organized.

1. The name of the company:

Ubiquity South Dakota, LLC

2. If the name indicated above does not include Limited Liability Company, Limited Company or the abbreviation L.L.C., LLC, L.C. or LC. (Limited may be abbreviated as Ltd. and company may be abbreviated as Co.), then what is the alternative name adopted:

3. The name of the state or other jurisdiction under whose laws it is organized: Delaware

4. The address of its principal office (this is the address of the executive offices of the company):

<u>121 W. Trade Street, Suite 1275</u>	<u>Charlotte</u>	<u>NC</u>	<u>28202</u>
Street Address	City	State	ZIP+4

_____	_____	_____	_____
Mailing Address if different from street address	City	State	ZIP+4

Email Address (Optional) \_\_\_\_\_

5. If the jurisdiction under which the company is formed requires the company to maintain an office in that jurisdiction then provide for that office:

_____	_____	_____	_____
Street Address	City	State	ZIP+4

_____	_____	_____	_____
Mailing Address if different from street address	City	State	ZIP+4

6. The South Dakota Registered Agent's name:

South Dakota law permits the registered agent to be either: **A) noncommercial registered agent** (this may be an individual) or **B) a commercial registered agent**. Complete only one below, either (a) or (b).

(a) The South Dakota Noncommercial Registered Agent's name \_\_\_\_\_

_____	_____	_____	_____
Actual Street Address in this State	City	State	ZIP+4

_____	_____	_____	_____
Mailing Address in this State, if Different from Street Address	City	State	ZIP+4

Email Address (Optional) \_\_\_\_\_

(b) When listing a Commercial Registered Agent, please state their CRA#. This number can be obtained from the Commercial Registered Agent.

Corporation Service Company

CR000003


Commercial Registered Agent Name

CRA#

No person may execute this report knowing it is false in any material respect. Any violation may be subject to a criminal penalty (SDCL 22-39-36).

Dated 01/23/2024

Email \_\_\_\_\_  
(Optional)

  
\_\_\_\_\_  
Signature of an authorized person

Jamie Earp

Printed Name

CEO

\_\_\_\_\_  
Title

# Delaware

The First State

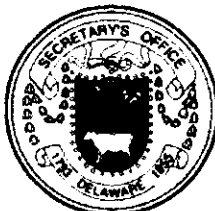
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I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "UBIQUITY SOUTH DAKOTA, LLC" IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWENTY-SECOND DAY OF JANUARY, A.D. 2024.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "UBIQUITY SOUTH DAKOTA, LLC" WAS FORMED ON THE FIFTH DAY OF JANUARY, A.D. 2024.

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

B0295-3080 01/24/2024 3:24PM Rec'd BY SD SOS



  
Jeffrey W. Bullock, Secretary of State

2895223 8300

SR# 20240197594

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

Authentication: 202638647

Date: 01-22-24