

APPLICATION FOR AUTHORITY OF FOREIGN CORPORATION

ENTITY INFORMATION

ENTITY NAME: STATE METALS GROUP INC.
ENTITY ID: 23795110
ENTITY TYPE: Foreign For-Profit (Business) Corporation
EFFECTIVE DATE: 05/16/2025
FOREIGN DOMICILE STATE: Georgia
DATE OF FORMATION IN FOREIGN DOMICILE: 04/19/2019

DURATION: Perpetual
TRUE NAME IN FOREIGN DOMICILE:
PURPOSE:
CHARACTER OF BUSINESS: **Construction**
AUTHORIZED SHARES: Share Class: A Share Series: 1-100 Share Total: 100
ISSUED SHARES: Share Class: A Share Series: 1-100 Share Total: 100

STATUTORY AGENT INFORMATION

STATUTORY AGENT NAME: Corporate Creations Network Inc.
PHYSICAL ADDRESS: 3260 N. Hayden Road #210, SCOTTSDALE, AZ 85251
MAILING ADDRESS: 3260 N. Hayden Road #210, SCOTTSDALE, AZ 85251

KNOWN PLACE OF BUSINESS

3260 N. Hayden Road #210, SCOTTSDALE, AZ 85251

PRINCIPAL OFFICE ADDRESS

2985 Gordy Parkway, 1st Floor, MARIETTA, GA 30066

PRINCIPAL INFORMATION

CEO (Chief Executive Officer): Christopher Liberta - 220 Hunter's Valley Road, Vaughan, Ontario, L4H3V9, CAN -
- Date of Taking Office:

Director: Nikki Carvalho - 220 Hunter's Valley Road, Vaughan, Ontario, L4H3V9, CAN - - Date of Taking Office:

Vice-President: Nishant Agarwal - 220 Hunter's Valley Road, Vaughan, Ontario, L4H3V9, CAN - - Date of Taking Office:

SIGNATURE

Vice-President: Nishant Agarwal - 05/20/2025

C.....

STATE OF GEORGIA**Secretary of State****Corporations Division****313 West Tower****2 Martin Luther King, Jr. Dr.****Atlanta, Georgia 30334-1530****CERTIFIED COPY**

I, **Brad Raffensperger**, the Secretary of State of the State of Georgia, do hereby certify under the seal of my office that the attached documents are true and correct copies of documents filed with the Corporations Division of the Office of the Secretary of State of Georgia under the name of

State Metals Group Inc.
a Domestic Profit Corporation

This certificate is issued pursuant to Title 14 of the Official Code of Georgia Annotated and is prima-facie evidence of the existence or nonexistence of the facts stated herein.

Docket Number : 29373338
Date Inc/Auth/Filed: 04/19/2019
Jurisdiction : Georgia
Print Date : 05/19/2025
Form Number : 215

*Brad Raffensperger*

Brad Raffensperger
Secretary of State

STATE OF GEORGIA**Secretary of State****Corporations Division****313 West Tower****2 Martin Luther King, Jr. Dr.****Atlanta, Georgia 30334-1530****CERTIFICATE OF INCORPORATION**

I, **Brad Raffensperger**, the Secretary of State and the Corporation Commissioner of the State of Georgia, hereby certify under the seal of my office that

State Metals Group Inc.
a Domestic Profit Corporation

has been duly incorporated under the laws of the State of Georgia on **04/19/2019** by the filing of articles of incorporation in the Office of the Secretary of State and by the paying of fees as provided by Title 14 of the Official Code of Georgia Annotated.

WITNESS my hand and official seal in the City of Atlanta
and the State of Georgia on **04/24/2019**.



Brad Raffensperger

Brad Raffensperger
Secretary of State

STATE OF GEORGIA**Secretary of State****Corporations Division****313 West Tower****2 Martin Luther King, Jr. Dr.****Atlanta, Georgia 30334-1530****CERTIFICATE OF EXISTENCE**

I, **Brad Raffensperger**, the Secretary of State of the State of Georgia, do hereby certify under the seal of my office that

State Metals Group Inc.
a Domestic Profit Corporation

was formed in the jurisdiction stated below or was authorized to transact business in Georgia on the below date. Said entity is in compliance with the applicable filing and annual registration provisions of Title 14 of the Official Code of Georgia Annotated and has not filed articles of dissolution, certificate of cancellation or any other similar document with the office of the Secretary of State.

This certificate relates only to the legal existence of the above-named entity as of the date issued. It does not certify whether or not a notice of intent to dissolve, an application for withdrawal, a statement of commencement of winding up or any other similar document has been filed or is pending with the Secretary of State.

This certificate is issued pursuant to Title 14 of the Official Code of Georgia Annotated and is prima-facie evidence that said entity is in existence or is authorized to transact business in this state.

Docket Number : 28840613
Date Inc/Auth/Filed: 04/19/2019
Jurisdiction : Georgia
Print Date : 03/04/2025
Form Number : 211



Brad Raffensperger

Brad Raffensperger
Secretary of State

ARTICLES OF INCORPORATION
OF
STATE METALS GROUP INC.

Pursuant to the Provisions of the Georgia Business Corporation Code, the undersigned incorporator submits the following articles of incorporation:

1. The name of the Corporation is State Metals Group Inc.
2. The address of the Corporation's registered office in the State of Georgia is 2985 Gordy Parkway, 1st Floor, Marietta, GA 30066. The county of the registered office is Cobb County. The name of the registered agent at such address is Corporate Creations Network Inc.
3. The purposes of the Corporation are to engage in any lawful act or activities for which corporations may be organized under the Georgia Business Corporation Code.
4. The total number of shares of all classes of stock which the Corporation shall have authority to issue is 1,000 shares of the par value of \$.01 each, all of which shall be common stock.
5. The name and mailing address of the sole incorporator are Courtney L. Scanlon, c/o Hodgson Russ LLP, The Guaranty Building, 140 Pearl Street, Suite 100, Buffalo, New York 14202-4040.
6. Subject to applicable limitations of the Georgia Business Corporation Code, the board of directors is expressly authorized to adopt, amend or repeal the by-laws of the

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Corporation, without any action on the part of the shareholders, or the by-laws may be amended, altered, changed, added, or repealed by the shareholders.

7. Election of directors need not be by written ballot unless the by-laws of the Corporation shall so provide.

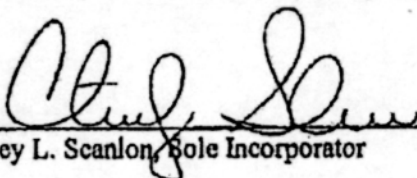
8. The Corporation reserves the right to amend, alter, change or repeal any provision contained in the Articles of Incorporation, in the manner now or hereafter prescribed by statute, and all rights conferred upon shareholders herein are granted subject to this reservation.

9. The liability of directors and shareholders of the corporation for monetary damages for any action taken, or any failure to take any action, shall be eliminated to the fullest extent permissible under Georgia law.

10. The corporation is authorized to provide (a) indemnification of directors (as provided in Section 14-2-851 of the Georgia Business Corporation Code), and (b) indemnification of officers, employees, and agents (as provided in Section 14-2-857 of the Georgia Business Corporation Code), to the maximum extent provided therein. Any amendment, repeal, or modification of any provision of this paragraph 10 shall not adversely affect any right or protection of a director, officer, employee, or agent of this corporation existing at the time of such amendment, repeal, or modification.

[SIGNATURE PAGE TO FOLLOW]

THE UNDERSIGNED, being the sole incorporator and authorized person for the purpose of forming a Corporation pursuant to the Georgia Business Corporation Code, does make this certificate, hereby declaring and certifying that this is her act and deed and the facts herein are true and, accordingly, has hereunto set her hand this 19th day of April, 2019.



Courtney L. Scanlon, Sole Incorporator

2019 APR 19 PM 3:13



Secretary of State

OFFICE OF SECRETARY OF STATE

CORPORATIONS DIVISION

2 Martin Luther King Jr. Dr. SE

Suite 313 West Tower

Atlanta, Georgia 30334

(404) 656-2817

sos.ga.gov

TRANSMITTAL INFORMATION FORM
GEORGIA CORPORATION**IMPORTANT:** Please provide the entity's primary email address when completing this form.Primary Email Address: cscanlon@hodgsonruss.com

NOTICE TO APPLICANT: PRINT PLAINLY OR TYPE REMAINDER OF THIS FORM

1. Corporation Type (check one only):
- ☒
- Profit
- ☐
- Nonprofit
- ☐
- Professional

Corporate Name Reservation Number (If one has been obtained; if articles are being filed without prior reservation, leave this line blank)

State Metals Group Inc.

Corporate Name (List exactly as it appears in articles of incorporation.)

- 2.
- Courtney Scanlon

Name of Person Filing Articles of Incorporation (Certificate will be mailed to this person at email address listed below.)

140 Pearl Street, Suite 100BuffaloNY14202

Address

City

State

Zip Code

cscanlon@hodgsonruss.com716.848.1538

Filer's Email Address

Telephone Number

- 3.
- Corporate Creations Network Inc.

Name of Registered Agent in Georgia

2985 Gordy Parkway, 1st Floor

Registered Office Street Address in Georgia (Post office box or mail drop not acceptable for registered office address.)

MariettaCobb CountyGA30066

City

County

State

Zip Code

govdocs@corpcreations.com

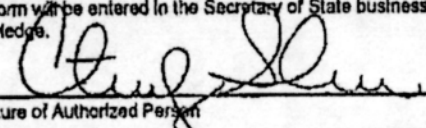
Registered Agent's Email Address

4. Initial Annual Registration: A Georgia corporation incorporated between January 1 - October 1 must file its initial annual registration with the Secretary of State within 60 days after the day its articles of incorporation are filed with the Secretary of State; a Georgia corporation incorporated between October 2 - December 31 must file its initial annual registration with the Secretary of State between January 1 and April 1 of the year next succeeding the calendar year of its incorporation.

5. Mail the following items to the Secretary of State at the above address:

- 1) This Transmittal Information Form;
- 2) The Articles of Incorporation; and
- 3) Filing fee of \$100.00 payable to Secretary of State. Filing fees are non-refundable.

I certify that a Notice of Incorporation or Notice of Intent to Incorporate with a publication fee of \$40.00 has been or will be mailed or delivered to the official organ of the county where the initial registered office of the corporation is to be located. (The clerk of superior court can advise you of the official organ in a particular county.) I understand that this Transmittal Information Form is included as part of my filing, and the information on this form will be entered in the Secretary of State business entity database. I certify that the above information is true and correct to the best of my knowledge.


 Signature of Authorized Person
Courtney Scanlon

Print name

04/19/2019

Date