

Commonwealth of Kentucky  
Alison Lundergan Grimes, Secretary of State

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Alison Lundergan Grimes  
Secretary of State  
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**Certificate of Authority  
Foreign Business Entity**

**FBE**

Pursuant to the provisions of KRS Chapter 14A and KRS Chapter 271B 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 **Chime Inc.**
3. The state or country under whose law the entity is organized is **Delaware**.
4. The date of organization is **11/18/2011**.
5. The mailing address of the entity's principal office is **239 E 5th St 4b, New York, NY 10003**.
6. The street address of the entity's registered office in Kentucky is **306 W Main Street, Suite 512, Frankfort, KY 40601** and the name of the registered agent in that office is **Vcorp Services, LLC**.
7. The names and business addresses of the entity's representatives:  
Lincoln Quirk                      239 E 5th St 4b, New York, New York 10003
8. I certify that, as of the date of filing of this application, the above-named entity validly exists under the laws of the jurisdiction of its formation.
9. This application will be effective on filing.

Signature of Authorized Representative:  
Drew Durbin

I, **Vcorp Services, LLC**, consent to serve as the Registered Agent on behalf of the business entity.

Signature of Registered Agent or individual signing on behalf of the company serving as Registered Agent:

Isaac Muller