DOC ID ----> 201906602066

DATE	DOCUMENT ID	DESCRIPTION	FILING	EXPED	CERT	COPY
03/18/2019	201906602066	FOREIGN FOR PROFIT CORPORATION - LICENSE (FLF)	99.00	100.00	0.00	0.00

Receipt

This is not a bill. Please do not remit payment.

BAKER DONELSON BEARMAN CALDWELL & BERKOWITZ, PC
420 NORTH 20TH STREET
SUITE 1400
BIRMINGHAM, AL 35203

STATE OF OHIO
CERTIFICATE

Ohio Secretary of State, Frank LaRose
4305298

It is hereby certified that the Secretary of State of Ohio has custody of the business records for

GES GRAPHITE, INC.

and, that said business records show the filing and recording of:

Document(s)	Document No(s):
FOREIGN FOR PROFIT CORPORATION - LICENSE	**201906602066**

Effective Date: 03/15/2019

Authorization to transact business in Ohio is hereby given, until surrender, expiration or cancellation of this license.

United States of America
State of Ohio
Office of the Secretary of State

Witness my hand and the seal of the Secretary of State at Columbus, Ohio this 18th day of March, A.D. 2019.

Ohio Secretary of State

Form 530A Prescribed by:

OFFICE OF THE
Ohio Secretary of State

Date Electronically Filed: 3/15/2019

Toll Free: (877) SOS-FILE (877-767-3453) | Central Ohio: (614) 466-3910

www.OhioSecretaryofState.gov | Busserv@OhioSecretaryofState.gov

File online or for more information: www.OHBusinessCentral.com

Foreign For-Profit Corporation Application For License

Filing Fee: $99

(151-FLF)

Form Must Be Typed

This application is made to procure a: ☉ Permanent License ☐ Temporary License (valid for six months)

Attach Certificate of Good Standing from the jurisdiction of formation (see instructions)

Name of Corporation: GES Graphite, Inc.

(Name must match the name on the Certificate of Good Standing)

Assumed name under which the corporation will do business, if its corporate name is not available in Ohio (Must attach "Resolution of Foreign Corporation to Qualify Under An Assumed Name" Form 591)

Under the Laws of the Jurisdiction of (Jurisdiction of Formation): DE (State) USA (Country)

Date of Incorporation in Jurisdiction of Formation: 12/19/2014 (Date of Incorporation)

The location of the principal office is:

12300 SNOW RD
Mailing Address

PARMA (City) | OH (State) | USA (Country) | 44130 (ZIP Code)

If the principal office is located outside Ohio, provide a location in Ohio, if one exists.

Mailing Address

City | State | ZIP Code

A brief summary of the corporate purpose(s) to be exercised within Ohio

Any lawful business

Appointment of Agent

The corporation hereby appoints the following as its statutory agent upon whom process against the corporation may be served in Ohio.

NATIONAL REGISTERED AGENTS, INC.
Agent Name

4400 EASTON COMMONS WAY, SUITE 125
Mailing Address

COLUMBUS	OH	43219
City	State	ZIP Code

The entity above irrevocably consents to service of process on the agent listed above as long as the authority of the agent continues, and to service of process upon the Ohio Secretary of State if:

A. an agent is not appointed, or
B. an agent is appointed but the authority of that agent has been revoked, or
C. the agent cannot be found or served after the exercise of reasonable diligence.

Pursuant to Ohio Revised Code 1703.29(A), a foreign corporation may be required to pay an additional $250 fee if the application is being made to enable the corporation to prosecute or defend a legal action. Please see the Ohio Revised Code or Instructions for more information**.**

- [x] No, the corporation is not filing for this purpose and an additional fee is not included.
- [ ] Yes, the application is being filed for this purpose and the additional $250 fee is included with the filing fee.

If yes then:
Pursuant to Ohio Revised Code 1703.29 (B), a foreign corporation that began transacting business in Ohio **prior to 2009** without a license may be required to provide a certificate from the tax commissioner which states that the corporation has paid all franchise taxes which it should have paid had it qualified to do business in this state.

Did the corporation begin transacting business in Ohio prior to 2009 without obtaining a license?

- [ ] Yes, the Certificate of Tax Clearance from the tax commissioner is attached.
- [ ] No, the corporation began transacting business in 2009 or later, therefore, a Certificate of Tax Clearance is not required.

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Delaware

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "GES GRAPHITE, 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 SEVENTH DAY OF MARCH, A.D. 2019.

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

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "GES GRAPHITE, INC." WAS INCORPORATED ON THE NINETEENTH DAY OF DECEMBER, A.D. 2014.

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

Jeffrey W. Bullock, Secretary of State

5661469 8300

SR# 20191816013

Authentication: 202392617

Date: 03-07-19

You may verify this certificate online at corp.delaware.gov/authver.shtml

DOC ID ----> 201906602066

Form 593 Prescribed by:

OFFICE OF THE
Ohio Secretary of State

Toll Free: (877) SOS-FILE (877-767-3453) | Central Ohio: (614) 466-3910
www.OhioSecretaryofState.gov | Busserv@OhioSecretaryofState.gov
File online or for more information: www.OHBusinessCentral.com

Verified Oath to Submit Foreign Corporation Application for License

Form Must Be Typed

Stephen Baker Kearney , being first duly sworn, deposes and says that he/she is the
Name of Officer

Vice President of GES Graphite, Inc.
Officer Title Corporation

the corporation described in the foregoing application, and that the statements contained in said application are and correct to the best of my knowledge and belief.

Name: Stephen Baker Kearney

Signature:

Sworn before me and subscribed on this date (MM/DD/YYYY) 03/08/2019

NOTARY SEAL

Notary Public

STATE OF ALABAMA NOTARY PUBLIC
MICHAEL HUGH JOHNSON
My Commission Expires
January 10, 2021