

F24000005339

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

(Business Entity Name)

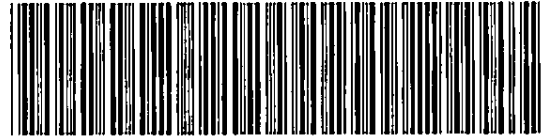
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MS

CT CORP
(850) 656- 4724
3458 lakesore Drive
Tallahassee, FL 32312

Date: 10/11/2024

Acc#I20160000072

en: c 12/11

Name:	MP Materials Corp.
Document #:	
Order #:	15916461

Certified Copy of Arts & Amend:	<input type="checkbox"/>		
Plain Copy:	<input type="checkbox"/>		
Certificate of Good Standing:	<input type="checkbox"/>		
Certified Copy of	<input type="checkbox"/>		
Apostille/Notarial Certification:	<input type="checkbox"/>	Country of Destination:	
		Number of Certs:	

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Ref# _____

Amount: \$ **78.75**

Thank you!

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: MP Materials Corp.

Name of corporation - must include suffix

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida," "Certificate of Existence," or "Certificate of Good Standing" and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

Donna Whitfield

Name of Person

MP Materials Corp.

Firm/Company

1700 S. Pavilion Center Dr., Ste. 800

Address

Las Vegas, NV 89135

City/State and Zip code

dwhitfield@mpmaterials.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Donna Whitfield

at (702) 625-9827

Name of Person

Area Code

Daytime Telephone Number

STREET/COURIER ADDRESS:

Registration Section
Division of Corporations
The Centre of Tallahassee
2415 N. Monroe Street, Suite 810
Tallahassee, FL 32303

MAILING ADDRESS:

Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Enclosed is a check for the following amount:

Please make check payable to: **FLORIDA DEPARTMENT OF STATE**

☐ \$70.00 Filing Fee

☐ \$78.75 Filing Fee &
Certificate of Status

☐ \$78.75 Filing Fee &
Certified Copy

☐ \$87.50 Filing Fee,
Certificate of Status &
Certified Copy

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT
BUSINESS IN FLORIDA**

*IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO
REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.*

1. MP Materials Corp.
(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION,"
"Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp.")

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. Delaware 3. 84-4465489
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 01/24/2020 5. _____
(Date of incorporation) (Date of duration, if other than perpetual)

6. 12/26/2022
(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 1700 S. Pavilion Center Dr., Ste. 800, Las Vegas, NV 89135
(Principal office street address)

(Current mailing address, if different)

8. Name and street address of Florida registered agent: (P.O. Box NOT acceptable)

Name: C T Corporation System
Office Address: 1200 South Pine Island Road
Plantation FL 33324
(City) (Zip code)

2024 OCT 11 PM 1:00

9. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Sandra Zwijack, Assistant Secretary

By: _____

(Registered agent's signature)

10. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

11. For initial indexing purposes, list names, titles and addresses of the primary officers and/or directors [up to six (6) total]:

A. DIRECTORS

☒ Chairman Name: James Litinsky
☐ Vice Chairman Address: 1700 S. Pavilion Center Dr.
☐ Director Ste. 800
☐ President Las Vegas, NV 89135
☐ Vice President _____
☐ Secretary ☐ Treasurer
☒ Other CEO ☐ Other _____

☐ Chairman Name: Michael Rosenthal
☐ Vice Chairman Address: 1700 S. Pavilion Center Dr.
☐ Director Ste. 800
☐ President Las Vegas, NV 89135
☐ Vice President _____
☐ Secretary ☐ Treasurer
☒ Other COO ☐ Other _____

☐ Chairman Name: Ryan Corbett
☐ Vice Chairman Address: 1700 S. Pavilion Center Dr.
☐ Director Ste. 800
☐ President Las Vegas, NV 89135
☐ Vice President _____
☐ Secretary ☐ Treasurer
☒ Other CFO ☐ Other _____

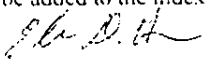
☐ Chairman Name: Elliot Hoops
☐ Vice Chairman Address: 1700 S. Pavilion Center Dr.
☐ Director Ste. 800
☐ President Las Vegas, NV 89135
☐ Vice President _____
☒ Secretary ☐ Treasurer
☒ Other General Counsel ☐ Other _____

☐ Chairman Name: John Pourciau
☐ Vice Chairman Address: 1700 S. Pavilion Center Dr.
☐ Director Ste. 800
☐ President Las Vegas, NV 89135
☐ Vice President _____
☐ Secretary ☒ Treasurer
☐ Other _____ ☐ Other _____

☐ Chairman Name: General (Ret.) Richard Myers
☐ Vice Chairman Address: 1700 S. Pavilion Center Dr.
☒ Director Ste. 800
☐ President Las Vegas, NV 89135
☐ Vice President _____
☐ Secretary ☐ Treasurer
☐ Other _____ ☐ Other _____

*See next sheet for additional directors

Important Notice: Use an attachment to report more than six (6). The attachment will be imaged for reporting purposes only. Non-indexed individuals may be added to the index when filing your Florida Department of State Annual Report form.

12. 
Signature of Director or Officer

The officer or director signing this document (and who is listed in number 11 above) affirms that the facts stated herein are true and that he or she is aware that false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.

13. Elliot D. Hoops, General Counsel & Secretary
(Typed or printed name and capacity of person signing application)

Application by Foreign Corporation for Authorization to Transact Business in Florida

Question 11 (continued)

Additional Directors:

Andrew McKnight, Director
1700 S. Pavilion Center Dr., Ste. 800
Las Vegas, NV 89135

Randall Weisenburger, Director
1700 S. Pavilion Center Dr., Ste. 800
Las Vegas, NV 89135

Maryanne Lavan, Director
1700 S. Pavilion Center Dr., Ste. 800
Las Vegas, NV 89135

Connie Duckworth, Director
1700 S. Pavilion Center Dr., Ste. 800
Las Vegas, NV 89135

Arnold Donald, Director
1700 S. Pavilion Center Dr., Ste. 800
Las Vegas, NV 89135

Delaware

The First State

Page 1

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "MP MATERIALS CORP." 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 TENTH DAY OF OCTOBER, A.D. 2024.

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

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



7816095 8300

SR# 20243921475

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

A handwritten signature of Jeffrey W. Bullock in black ink, written over a horizontal line. Below the line, the text "Jeffrey W. Bullock, Secretary of State" is printed.

Jeffrey W. Bullock, Secretary of State

Authentication: 204605787

Date: 10-10-24