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(Requestor's Name)

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(City/State/Zip/Phone #)

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MAIL

(Business Entity Name)

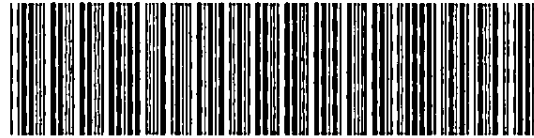
(Document Number)

Certified Copies _____

Certificates of Status _____

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SECRETARY OF STATE
TALLAHASSEE, FL

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: GREEN SCIENTIFIC LABS, LLC
Name of Foreign Limited Liability Company

Dear Sir or Madam:

The enclosed application, certificate and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to the following:

Michael Richmond

Name of Person

GREEN SCIENTIFIC LABS, LLC

Firm/Company

4001 SW 47 Ave S208

Address

Davie, FL 33314

City/State and Zip Code

FL@GREENSCIENTIFICLABS.COM

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

For further information concerning this matter, please call:

RAFAEL BOMBONATO

Name of Person

at (954) 696-7791

Area Code & Daytime Telephone Number

Mailing Address:

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

Street Address:

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

Enclosed is a check for the following amount:

- ☒ \$25 Filing Fee ☐ \$30 Filing Fee & Certificate of Status ☐ \$55 Filing Fee & Certified Copy ☐ \$60 Filing Fee, Certificate of Status & Certified Copy

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TALLAHASSEE, FL

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**APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY TO FILE
AMENDMENT TO CERTIFICATE OF AUTHORITY TO TRANSACT
BUSINESS IN FLORIDA**

SECTION I (1-4 must be completed)

1. Name of limited liability Company as it appears on the records of the Florida Department of

State: GREEN SCIENTIFIC LABS, LLC

Enter new principal office address, if applicable: _____

(Principal office address

MUST BE A STREET ADDRESS)

4001 SW 47 AVENUE S208, DAVIE FL 33314

Enter new mailing address, if applicable: _____

(Mailing address

MAY BE A POST OFFICE BOX)

2. The Florida document number of this limited liability company is: M18000004071

3. Jurisdiction of its organization: BROWARD

4. Date authorized to do business in Florida: 04/26/2018

SECTION II (5-9 complete only the applicable changes)

5. New name of the limited liability company: _____
(must contain "Limited Liability Company," "L.L.C.," or "LLC.")

(If name unavailable, enter alternate name adopted for the purpose of transacting business in Florida and attach a copy of the written consent of the managers or managing members adopting the alternate name. The alternate name must contain "Limited Liability Company," "L.L.C.," or "LLC.")

6. If amending the registered agent and/or registered officer address on our records, enter the name of the new registered agent and/or the new registered office address here:

Name of New Registered Agent: _____

New Registered Office Address: _____

Enter Florida Street Address

_____, Florida
City Zip Code

New Registered Agent's Signature, if changing Registered Agent:

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 as provided for in Chapter 605, F.S. Or, if this document is being filed to merely reflect a change in the registered office address, I hereby confirm that the limited liability company has been notified in writing of this change.

If Changing Registered Agent, Signature of New Registered Agent

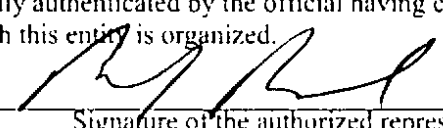
7. If the amendment changes the jurisdiction of organization, indicate new jurisdiction:

8. If the amendment changes person, title or capacity in accordance with 605.0902 (1)(e), indicate that change:

<u>Title/ Capacity</u>	<u>Name</u>	<u>Address</u>	<u>Type of Action</u>
<u>MGR</u>	<u>Crage, Paul</u>	<u>4001 SW 4th Ave #208, Davie, FL 33314</u>	<input type="checkbox"/> Add
			<input checked="" type="checkbox"/> Remove
<u>MGR</u>	<u>Bombonato, Rafael</u>	<u>4001 SW 4th Ave #208, Davie, FL 33314</u>	<input checked="" type="checkbox"/> Add
			<input type="checkbox"/> Remove
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SECRETARY OF STATE

9. Attached is a certificate, if required: no more than 90 days old, evidencing the aforementioned amendment(s), duly authenticated by the official having custody of records in the jurisdiction under the law of which this entity is organized.


Signature of the authorized representative

Michael Richmond
Typed or printed name of signee

Filing Fee: \$25.00

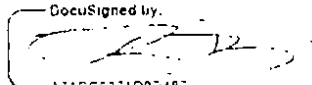
CONSENT TO ACT AS AN OFFICER

TO: Green Scientific Labs Holdings Inc. (the "Company")

I hereby consent to act as the interim Chief Executive Officer of the Company and certify that I am not disqualified under Sections 124* and 141(3)** of the Business Corporations Act (British Columbia). My consent is to be effective as of this date and is to remain effective until revoked.

Dated as of August 1, 2022.

RAFAEL BOMBONATO
(Name)
954-696-7791
(Telephone Number)
rafael@greenscientificlabs.com
(E-mail)

DocuSigned by:

474BC6371D02487
(Signature)

<u>DELIVERY ADDRESS**</u>	<u>MAILING ADDRESS</u>
<u>4001 SW 47th Ave, Suite 208</u>	<u>4001 SW 47th Ave, Suite 208</u>
<u>Davie, FL, USA 33314</u>	<u>Davie, FL, USA 33314</u>

****DELIVERY ADDRESS** means, for an office, the location of that office identified by an address that describes a unique and identifiable location that is accessible to the public during statutory business hours for the delivery of records, but does not include a post office box.

The delivery address must be for the office at which the individual can usually be served with records between 9 a.m. and 4 p.m. on business days. If there is no office at which the individual can usually be served with records during these hours, use the individual's residence address.

***PERSONS DISQUALIFIED AS DIRECTORS**

Section 124 of the *Business Corporations Act* (British Columbia)

- (1) A person must not become or act as a director of a company unless that person is an individual who is qualified to do so.
- (2) An individual is not qualified to become or act as a director of a company if that individual is
 - (a) under the age of 18 years;
 - (b) found by a court, in Canada or elsewhere, to be incapable of managing the individual's own affairs;
 - (c) an undischarged bankrupt; or
 - (d) convicted in or out of British Columbia of an offence in connection with the promotion, formation or management of a corporation or unincorporated business, or of an offence involving fraud, unless:
 - (i) the court orders otherwise;
 - (ii) 5 years have elapsed since the last to occur of
 - (A) the expiration of the period set for suspension of the passing of sentence without a sentence having been passed;
 - (B) the imposition of a fine;
 - (C) the conclusion of the term of any imprisonment; and
 - (D) the conclusion of the term of any probation imposed; or
 - (iii) a pardon was granted or issued, or a record suspension was ordered, under the *Criminal Records Act* (Canada) and the pardon or record suspension, as the case may be, has not been revoked or ceased to have effect.

****PERSONS DISQUALIFIED AS OFFICERS**

Section 141(3) of the *Business Corporations Act* (British Columbia) provides that an "individual who is not qualified under section 124 to become or act as a director of a company is not qualified to become or act as an officer of the company"

Section 426(3) of the *Business Corporations Act* (British Columbia) provides that "an individual who acts as a director of a company and who, under section 124(2), is not qualified to act as a director of a company commits an offence".

**RESOLUTIONS OF
THE BOARD OF DIRECTORS OF
GREEN SCIENTIFIC LABS HOLDINGS INC.**

August 1, 2022

The undersigned, constituting at least a majority of the Board of Directors (the "Board") of Green Scientific Labs Holdings Inc., a corporation existing under the *Business Corporations Act* (British Columbia) (the "Company"), pursuant to the Company's Amended and Restated Articles (the "Articles") and provisions of the *Business Corporations Act* (British Columbia) (the "Act"), do hereby consent to, adopt and order the following resolutions in lieu of holding a formal meeting, waive any notice and direct the actions contained in these resolutions be filed with the records of the Company:

Resignation of Paul Crago and Appointment of Rafael Bombonato

WHEREAS, effective July 29, 2022, Paul Crago ("Crago") resigned (i) as the Chief Executive Officer of the Company, (ii) as a member of the Board, and (iii) from any and all other positions with the Company and/or its subsidiaries (collectively, (i) – (iii), the "Positions");

[REDACTED]

WHEREAS, the Board has reviewed the qualifications, credentials and experience of Rafael Bombonato ("Bombonato") and has determined that it is in the best interest of the Company to appoint Bombonato as the interim Chief Executive Officer of the Company;

WHEREAS, Bombonato has executed that certain Consent to Act as an Officer, dated as of the date hereof and attached hereto as Exhibit A, consenting to act as an officer of the Company and confirming that he not disqualified to serve as an officer of the Company.

NOW, THEREFORE, BE IT RESOLVED, that, the Board does hereby accept Crago's resignation from the Positions and does hereby appoint Bombonato as the interim Chief Executive Officer of the Company, to have such duties as directed by the Board from time to time;

[REDACTED]

FURTHER RESOLVED, that after giving effect to the foregoing, the directors of the Company are:

Michael Richmond (Chairman)

Ed Murray
Olivier Centner

FURTHER RESOLVED, that any proper officer or director of the Company or any authorized signatory of the Company (each an "Authorized Officer"), be, and hereby is, authorized, empowered and directed, in the name and on behalf of the Company, to take any action and to prepare, file, execute, perform and deliver or cause to be delivered all documents, agreements, applications, certificates, letters, press releases or other instruments, including, but not limited to those required by any appropriate Canadian securities regulatory authority, as such Authorized Officer shall determine to be necessary, advisable or appropriate to carry out the purpose of the aforementioned resolutions, such determination to be conclusively evidenced by the execution or filing of such documents, agreements, applications, certificates, letters, press releases or other instruments or the taking of any such action:

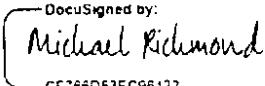
FURTHER RESOLVED, that all prior actions and agreements undertaken by the Company and each Authorized Officer, including those actions by agents, advisors or representatives, in the name of and on behalf of the Company, in connection with the foregoing resolutions prior to the adoption of these resolutions be, and hereby are, adopted, approved and ratified by the Company in their entirety; and be it

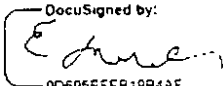
FURTHER RESOLVED, that these resolutions may be signed in as many counterparts as may be necessary, and any signature may be written, printed, scanned, stamped, or otherwise mechanically reproduced or may be an electronic signature or a digital signature created via a medium or a technology that ensures the authenticity and integrity of such signature including, without limitation, DocuSign and any counterpart may be delivered by means of electronic communication producing a printed copy, each of which so signed shall be deemed to be an original, and such counterparts together shall constitute one and the same instrument and notwithstanding the date of execution shall be deemed to bear the date set forth above.

[Signature Page Follows]

IN WITNESS WHEREOF, the undersigned, being all of the directors of the Company, hereby sign the foregoing resolutions in accordance with the provisions of the *Business Corporations Act* (British Columbia) as of the date first written above.

BOARD:

By:  DocuSigned by:
CF766D53EC96422
Michael Richmond

By:  DocuSigned by:
0D605EFEB19B4AF
Ed Murray

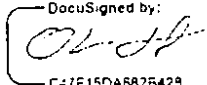
By:  DocuSigned by:
C47F15DA682B429
Olivier Centner

EXHIBIT A

CONSENT TO ACT AS AN OFFICER

See attached.