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Division of Corporations

Fax Number : (850)617-6383

From:

Account Name : CORPORATE CREATIONS INTERNATIONAL INC.

Account Number: 110432003053 : (561)694-8107 Phone : (561)214-8442 Fax Number

Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.

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Foreign Limited Liability Company USA Rare Earth Technologies, LLC

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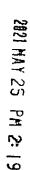
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APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 605.0002, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN LIMITED HABILITY COMPANYTO TRANSACT BUSINESS IN THE STATE OF FLORIDA:

I. USA Rare Earth Technol (Name of Foreign)	ologies, LLC Limited Liability Company, must include "Limited	d Liability Company."	"L.L.C.," or "LLC.")	
(If name unavailable, enter alternate n	ance adopted for the purpose of transacting business in FI	lorida. The alternate name	must include "Limited Liability Con	npany.""LL.C," or "LLC.")
Delaware 2. (Jurisdiction under the law of wh	nich foreign limited liability contrainy is organized)	3	(FEI number, if applic	cable)
4	(Date first transacted business in Flurida, if powr to (See sections 605,0904 & 605,0905, F.S. to determ	registration) ine penalty liability)		
1700 S MacDill Ave, Stc. 340		1700 S M	lacDill Ave, Stc. 340	
5. Street Address of Principal Office)		6. (Mailin	ng Address)	
Tampa, FL 33629		Tampa, F	1. 33629	
7. Name and street addres	s of Florida registered agent: (P.O. Box	: <u>NOT</u> acceptable)	2821 HAY 2
Name:	David Kronenfeld			SERVE S
Office Address:	1700 S MacDill Ave, Stc. 340			3180 31818 51.8 3
	Tampa	F	33629 Iorida	
	(City)		(Zip code)	

Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated limited liability company 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.

/s/ Caitlin Lazarus Caitlin Lazarus, Attorney-in-Fact

8. For initial indexing purposes, list names, title or capacity and addresses of the primary members/managers or persons authorized to manage [up to six (6) total]:

Title or Capacity:	Name and Address:	Title or Capacity	<u>v:</u>	Name an	d Addres	<u>s:</u>	
■Manager	Name: USA Rare Earth, LLC	□Manager	Name:		<u> </u>	-	
□Member	Address: 1700 S MacDill Ave, Ste. 340	□Member	Address:				
□Authorized	Tampa, FL 33629	□Authorized		_	<u> </u>		
Person		Person			<u></u>	·	
Other	Other	□Other		□Oiher_	<u></u>		•
□Manager	Name:	□Manager	Name:				
□Member	Address:	□Member	Address:	<u> </u>			-
□Authorized		□Authorized	4n				
Person		Person		······································	`` ;	- 22	-
□Other	□Other	□Other		□Other_	EASSET ASSET	1 HAY 25	- `- ş
□Manager	Name:	□Manager	Name:			70	
□Member	Address:	□Member	Address:	<u> </u>		<u>—</u>	<u>. </u>
□Authorized		□Authorized			~	<u> </u>	-
Person		Person					-
□Other	□Other	Other	_ 	Other			-

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.

- 9. Attached is a certificate of existence, no more than 90 days old, duly authenticated by the official having custody of records in the jurisdiction under the law of which it is organized. (If the certificate is in a foreign language, a translation of the certificate under oath of the translator must be submitted)
- 10. This document is executed in accordance with section 605.0203 (1) (b), Florida Statutes. I am aware that any 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.

/s/ Caitlin Lazarus		
Signature of an authorized person		
Caitlin Lazarus, Attorney-in-F	act	
	Typed or printed name of signee	

Delaware The First State

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I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF

DELAWARE, DO HEREBY CERTIFY "USA RARE EARTH TECHNOLOGIES, LLC" IS

DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD

STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS

OFFICE SHOW, AS OF THE TWENTY-FIFTH DAY OF MAY, A.D. 2021.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "USA RARE EARTH TECHNOLOGIES, LLC" WAS FORMED ON THE THIRTEENTH DAY OF JULY, A.D. 2020.

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

Authentication: 203287536

Date: 05-25-21