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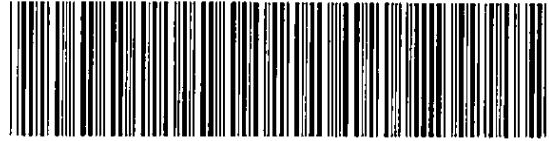
(Business Entity Name)

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115 N CALHOUN ST., STE. 4  
TALLAHASSEE, FL 32301  
P: 866.625.0838  
F: 866.625.0839  
COGENCYGLOBAL.COM

Account#: I20000000088  
If there are any issues  
please contact Patrice at  
850-202-9071

Date: 01/18/2024

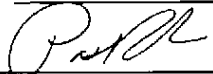
Name: Patrice Rush

Reference #: 2239119

Entity Name: UBY USA INC.

- ☒ Articles of Incorporation/Authorization to Transact Business
- ☐ Amendment
- ☐ Change of Agent
- ☐ Reinstatement
- ☐ Conversion
- ☐ Merger
- ☐ Dissolution/Withdrawal
- ☐ Fictitious Name
- ☐ Other Please provide certified copy upon filing

Authorized Amount: \$78.75

Signature: 



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Signature: 

## **ARTICLES OF INCORPORATION**

**OF**

**UBY USA INC.**

### **ARTICLE I**

The name of the corporation is **UBY USA INC.** (hereinafter called the “**Corporation**”).

### **ARTICLE II**

The address of the principal office and mailing address of the Corporation is:

2 South Biscayne Boulevard – Suite 2000  
One Biscayne Tower  
MIAMI, FL 33131

### **ARTICLE III**

To transact any or all lawful business for which corporations may be incorporated under the Florida Business Corporation Act as it now exists or may hereafter be amended or supplemented including (i) any engineering activity involving consultancy, development, expert measurements, research, training and monitoring, particularly in the fields of acoustics, vibration, soil investigation, structural and geotechnical analysis, and adaptation to climate change; (ii) the design, development, publication, acquisition, installation, marketing, operation and maintenance of all types of products, services, hardware, software and databases relating in particular to the environment, productivity, health, safety, remote monitoring of equipment, structural monitoring, materials, asset management and sustainability in the field of infrastructure construction and operation; and (iii) all financial, commercial, industrial, securities and property transactions that may be directly or indirectly related to the specified corporate purpose or to any similar or related purposes, likely to promote its extension or development.

### **ARTICLE IV**

The Corporation shall have the authority to issue One Thousand (1,000) shares of Common Stock having no par value. Each issued and outstanding share of Common Stock shall be entitled to one vote on each matter submitted to a vote at a meeting of the shareholders.

**ARTICLE V**

The street address of the Corporation's initial registered office is 115 North Calhoun Street, Suite 4, Tallahassee, Florida 32301 and the name of its initial registered agent at such office is Cogency Global, Inc.

**ARTICLE VI**

The name of the Incorporator is UBY, a simplified joint stock company organized under the laws of France and the address of the Incorporator is 24, Avenue Hoche, 75008 Paris – France.

**IN WITNESS WHEREOF**, the undersigned, being the Incorporator named above, for the purpose of forming a corporation pursuant to the Florida Business Corporation Act of the State of Florida has signed these Articles of Incorporation this 17<sup>th</sup> day of January, 2024.

UBY, as the Incorporator

A handwritten signature in black ink that reads "Marie-Luce GODINOT". To the left of the signature is a small black square icon containing a white checkmark.

\_\_\_\_\_  
Marie-Luce GODINOT, its President

**CERTIFICATE OF ACCEPTANCE BY  
REGISTERED AGENT**

Pursuant to the provisions of Section 607.0501 of the Florida Business Corporation Act, the undersigned submits the following statement in accepting the designation as registered agent and registered office of **UBY USA INC.**, a Florida corporation (the "Corporation"), in the Corporation's articles of incorporation:

Having been named as registered agent and to accept service of process for the Corporation at the registered office designated in the Corporation's articles of incorporation, the undersigned accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties, and the undersigned is familiar with and accepts the obligations of its position as registered agent.

**IN WITNESS WHEREOF**, the undersigned has executed this Certificate this 17<sup>th</sup> day of January, 2024.

COGENCY GLOBAL, INC., Registered Agent

By: /s/Eric Hood  
Name: Eric Hood  
Title: Assistant Secretary