

EXHIBIT 1

CERTIFICATE OF AUTHORITY TO TRANSACT BUSINESS

# State of South Dakota

## Office of the Secretary of State

### Certificate of Authority

Foreign Business Corporation

I, **Steve Barnett**, Secretary of State of the State of South Dakota, hereby certify that the Application for Certificate of Authority to transact business in this state for

**Clear Rate Communications, Inc.**

BUSINESS ID# FB187606

with an effective date of: September 14, 2020, duly signed and verified, pursuant to the provisions of the South Dakota Corporation Acts, has been received in this office and is found to conform to law.

**ACCORDINGLY**, and by virtue of the authority vested in me by law, I hereby issue this Certificate of Authority and attach hereto a duplicate of the Application for Certificate of Authority.



**IN TESTIMONY WHEREOF**, I have hereunto set my hand and caused to be affixed the Great Seal of the State of South Dakota, in Pierre, the Capital City, this day, September 14, 2020.

*Steve Barnett*

**Steve Barnett**  
Secretary of State

09/14/2020 10:02 AM



FB187606

# APPLICATION FOR CERTIFICATE OF AUTHORITY

Secretary of State  
500 E. Capitol Ave  
Pierre, SD 57501-5070  
(605) 773-4845

FOREIGN BUSINESS CORPORATION  
SDCL 47-1A-1501, 1503

Filing Fee: \$750  

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Total Fee: \$750

Please Type or Print Clearly in Ink  
Please submit one Original  
Make payable to the SECRETARY OF STATE

Application must be accompanied by a one page **Original Certificate of Existence** issued by the Secretary of State or other official having custody of the corporate records in the state or other jurisdiction under whose law it is incorporated.

- The name of the Corporation: **Clear Rate Communications, Inc.**
- If the name is unavailable for use in this state, a corporate name that satisfies the requirements of § 47-1A-1506 to 47-1A-1506.4, inclusive:

**Clear Rate Communications, Inc.**

- The name of the state or other jurisdiction under whose laws it is incorporated: **MICHIGAN**

- The date of incorporation: **April 4, 2001**

- The period of duration of incorporation: **Perpetual**

If the document is not to be effective upon filing by the Secretary of State, the delayed effective date is: \_\_\_\_\_

- The address of its principal office (this is the address of the executive offices of the company):

Actual Street Address  
**2600 W. BIG BEAVER ROAD, SUITE 450  
TROY, MI 48084**

Mailing Address  
**2600 W. BIG BEAVER ROAD, SUITE 450  
TROY, MI 48084**

- If the jurisdiction under which the company is formed requires the company to maintain an office in that jurisdiction then provide for that office:

Actual Street Address  
**2600 W. BIG BEAVER ROAD, SUITE 450  
TROY, MI 48084**

Mailing Address  
**2600 W. BIG BEAVER ROAD, SUITE 450  
TROY, MI 48084**

- The South Dakota Registered Agent's Name:

South Dakota law permits the registered agent to be either a (a) noncommercial registered agent, (b) a commercial registered agent, or (c) an office holder.

(b) The South Dakota Commercial Registered Agent's name & CRA#

CRA: **CORPORATION SERVICE COMPANY (0000003)**

Actual Street Address in this State  
**503 S PIERRE ST  
PIERRE, SD 57501-4522**

Mailing Address in this State

BU152-6305 09/14/2020 10:02AM Rec'd by SD SOS



BU152-6306 09/14/2020 10:02AM Rec'd by SD SOS

9. The names and usual business addresses of its principal officers.

Title	Name	Address
President	Thane Namy Clear Rate Communications, Inc.	2600 W. Big Beaver Road, Suite 450, Troy, MI 48084
Vice President	Sam Namy	2600 W. Big Beaver Road, Suite 450, Troy, MI 48084
Treasurer	Sam Namy	2600 W. Big Beaver Road, Suite 450, Troy, MI 48084
Secretary	Sam Namy	2600 W. Big Beaver Road, Suite 450, Troy, MI 48084

10. The names and usual business addresses of its directors.

Name	Address
Thane Namy	2600 W. Big Beaver Road, Suite 450, Troy, MI 48084
Sam Namy	2600 W. Big Beaver Road, Suite 450, Troy, MI 48084

11. Beneficial Owners (optional): A beneficial owner is a person who has or in some manner controls an equity security. Please consult an attorney for legal advice if you have any questions concerning this entry. Any question under this heading is considered a request for legal advice and the secretary of state's office is, by statute, not permitted, to provide legal advice.

12. The foreign corporation shall deliver with the completed application an Original Certificate of Existence or a document of similar import, duly authenticated by the Secretary of State or other official having custody of corporate records in the state or other jurisdiction under whose law it is incorporated.

No person may execute this report knowing it is false in any material respect. Any violation may be subject to a civil and/or criminal penalty (SDCL 47-1A-129; 22-39-36).

09/14/2020  
Dated

*Sam Namy*  
Signature of an Authorized Person

Email (Optional)

Sam Namy  
Printed Name

State of South Dakota  
Office of the Secretary of State

Certificate of Authority

Foreign Business Corporation

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