

**STATEMENT OF INCORPORATOR
IN LIEU OF ORGANIZATIONAL MEETING
OF
THE ENVIRONMENTAL EXCHANGE, INC.**

The certificate of incorporation of The Environmental Exchange, Inc. having been filed in the office of the Secretary of State of the State of Delaware on July 23, 2021, the undersigned, being the sole incorporator named in said certificate, does hereby state that the following actions were taken on this day for the purpose of organizing the corporation pursuant to Section 108(c) of the General Corporation Law of the State of Delaware:

i) By-laws for the regulation of the affairs of the corporation were adopted by the undersigned incorporator and were ordered inserted in the minute book immediately following the copy of the Certificate of Incorporation and before this instrument.

ii) The following persons were elected the initial directors of the corporation to hold office until their respective successors are elected and qualified or until their earlier resignation or removal:

Michael MacGregor

Dan Scarbrough

Dated: July 23, 2021



Kristen A. Baracy