

Secretary of State Office
500 E Capitol Ave
Pierre, SD 57501
(605)773-4845
corpinfo@state.sd.us

**APPLICATION FOR AMENDED
CERTIFICATE OF AUTHORITY
FOREIGN BUSINESS CORPORATION**
SDCL 47-1A-1604

FILING FEE: \$250
Make check payable to SECRETARY OF STATE

FILING INSTRUCTIONS: A foreign corporation authorized to transact business in this state must obtain an amended certificate of authority if it changes 1) Its corporate name; 2) The period of its duration; or 3) The state or country of its incorporation, or any information concerning its registered agent.

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.

1. The Name and Business ID of the corporation is:

ZenPayroll, Inc.

FB180331

Name (Note: This must be the exact corporate name as registered.)

Business ID

2. The amended corporate name is:

Gusto, Inc.

Note: The name must include the term corporation, incorporated, company, limited or the applicable abbreviation.

3. The name of the state or other jurisdiction under whose laws it is incorporated: Delaware

4. The date of its incorporation: 11/18/2011

5. The period of its duration: Perpetual

6. The address of the principal executive office (business address).

525 20th St.

San Francisco

CA

94107

Actual Street Address

City

State

ZIP+4

Mailing Address, if Different from Street Address

City

State

ZIP+4

ARFS@incserv.com

Email Address (Optional)

7. The South Dakota Registered Agent's name

South Dakota law permits the registered agent to be either: A) a noncommercial registered agent (this may be an individual), B) a commercial registered agent, or C) an office holder. Complete only one below, either (a) or (b) or (c).

- (a) The South Dakota Noncommercial Registered Agent's name

Actual Street Address in this State

City

State

ZIP+4

Mailing Address in this State, if Different from Street Address

City

State

ZIP+4

Email Address (Optional)

(b) When listing a Commercial Registered Agent, please state their CRA#. This number can be obtained from the Commercial Registered Agent.

Incorporating Services, Ltd.

CR000021

Commercial Registered Agent Name

CRA#

(c) Title of the office or other position with the corporation _____

Business Office's Actual Street Address in this State City State ZIP+4

Mailing Address in this State, if Different from Street Address City State ZIP+4

Email Address (Optional)

8. The names and usual business addresses of its principal officers and directors. Place a check mark next to the name if the principal officer serves as a director.

☐	Joshua Reeves	c/o Gusto 525 20th St.	San Francisco	CA	94107
	President	Street Address	City	State	ZIP+4
☐					
	Vice President	Street Address	City	State	ZIP+4
☐	Edward Kim	c/o Gusto 525 20th St.	San Francisco	CA	94107
	Secretary	Street Address	City	State	ZIP+4
☐	Edward Kim	c/o Gusto 525 20th St.	San Francisco	CA	94107
	Treasurer	Street Address	City	State	ZIP+4
☒	Mark London	c/o Gusto 525 20th St.	San Francisco	CA	94107
	Director	Street Address	City	State	ZIP+4
☒	Hemant Taneja	c/o Gusto 525 20th St.	San Francisco	CA	94107
	Director	Street Address	City	State	ZIP+4
☒	Anne Raimondi	c/o Gusto 525 20th St.	San Francisco	CA	94107
	Director	Street Address	City	State	ZIP+4

The application must be signed by an authorized officer of the corporation.

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).

Dated 6/23/2021

Signature of an authorized person

Email _____
(Optional)

Joshua Reeves

Printed Name

President and CEO

Title

Delaware

The First State

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I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "GUSTO, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWENTY-SECOND DAY OF JULY, A.D. 2021.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "GUSTO, INC." WAS INCORPORATED ON THE EIGHTEENTH DAY OF NOVEMBER, A.D. 2011.

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



5068365 8300

SR# 20212776233

You may verify this certificate online at corp.delaware.gov/authver.shtml

A handwritten signature in black ink, appearing to read "JWB", is written over a horizontal line. Below the line, the text "Jeffrey W. Bullock, Secretary of State" is printed.

Authentication: 203739193

Date: 07-22-21

B0187-0479 07/23/2021 11:09AM Rec'd by SD SOS

State of South Dakota

Office of the Secretary of State

Amended Certificate of Authority

Foreign Business Corporation

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

ZENPAYROLL, INC. changing its name to

Gusto, Inc.

BUSINESS ID# FB180331

with an effective date of: July 23, 2021, 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 Amended Certificate of Authority and attach hereto a duplicate of the Application for an Amended 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, July 23, 2021.

Steve Barnett

Steve Barnett
Secretary of State

07/23/2021 12:11 PM



OFFICE OF THE SECRETARY OF STATE

STEVEN J. BARNETT, SECRETARY OF STATE

JASON LUTZ, DEPUTY SECRETARY OF STATE

Gusto, Inc.
525 20TH STREET
SAN FRANCISCO, CA 94107

July 23, 2021

Filing Acknowledgment

Please review the filing information below and notify our office immediately of any discrepancies.

Business ID : FB180331
Status: Good Standing
Filing Type: Business Corporation - Foreign
Amendment Type: Articles of Amendment
Filed Date: 07/23/2021 11:09 AM

Steve Barnett
Secretary of State
State of South Dakota

Field Name	Changed From	Changed To
Filing Name	ZENPAYROLL, INC.	Gusto, Inc.