

Delaware

PAGE 1

The First State

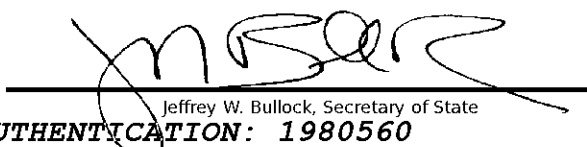
I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF INCORPORATION OF "MAPS PUBLIC BENEFIT CORPORATION", FILED IN THIS OFFICE ON THE NINETEENTH DAY OF DECEMBER, A.D. 2014, AT 6:41 O'CLOCK P.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE KENT COUNTY RECORDER OF DEEDS.

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Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 1980560

DATE: 12-22-14

STATE of DELAWARE
CERTIFICATE of INCORPORATION
of
MAPS PUBLIC BENEFIT CORPORATION

First: The name of this corporation is MAPS Public Benefit Corporation.

Second: The address of this corporation's registered office in the State of Delaware is 3500 South DuPont Highway, City of Dover, County of Kent, Delaware 19901, and the name of this corporation's registered agent at such address is Incorporating Services, Ltd.

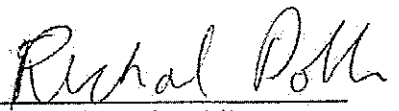
Third: This corporation is organized under the Delaware General Corporation Law ("DGCL") as a public benefit corporation. This corporation may engage in any lawful act or activity for which a public benefit corporation may be organized under the DGCL. Without limiting the foregoing, the special purpose of the corporation is to balance social benefits with profits in developing, promoting, and facilitating the careful medical and legal uses of psychedelics, marijuana, and other approaches to modifying consciousness, for the benefit of the public.

Fourth: The amount of the total stock of this corporation is authorized to issue is ten thousand (10,000) shares of common stock with \$0.0001 par value per share.

Fifth: The name and mailing address of the incorporator is: Richard Doblin, 1215 Mission Street, Santa Cruz, California 95060.

Sixth: To the fullest extent permitted by the DGCL, as now in effect or as may hereafter be amended, no director of this corporation shall be personally liable to this corporation or to its members for monetary damages for any breach of fiduciary duty as a director. Any repeal or modification of any of the foregoing provision of this Article Sixth shall not adversely affect any right or protection of a director or former director existing at the time of such repeal or modification. Furthermore, any disinterested failure by a director to satisfy Section 365 of the DGCL shall not, for the purposes of Sections 102(b)(7) or 145 of the DGCL, constitute an act or omission not in good faith, or a breach of such director's duty of loyalty.

I, the undersigned, for the purpose of forming a corporation under the laws of the State of Delaware, do make, file and record this Certificate, and do certify that the facts herein stated are true, and I have accordingly signed this Certificate on December 19, 2014.


Richard Doblin