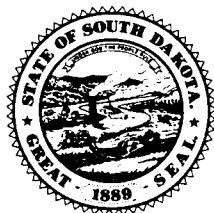


State of South Dakota



OFFICE OF THE SECRETARY OF STATE

Certificate of Authority Foreign LLC

ORGANIZATIONAL ID# FL044367

I, Shantel Krebs, Secretary of State of the State of South Dakota, hereby certify that the Certificate of Authority of

BIBLIOTHECA, LLC

duly signed and verified, have been received in this office and are 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 Certificate of Authority.



IN TESTIMONY WHEREOF,
I have hereunto set my hand and
affixed the Great Seal of the
State of South Dakota, at Pierre,
the Capital, this 06/03/2016.

Shantel Krebs

Shantel Krebs
Secretary of State

6/3/2016 1:37:50 PM

Change ID: 1345308

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

APPLICATION FOR CERTIFICATE OF AUTHORITY FOREIGN LIMITED LIABILITY COMPANY

Please Type or Print Clearly in Ink

Please submit one Original and one Photocopy

FILING FEE: \$750 payable to SECRETARY OF STATE

RECEIVED

JUN 03 2016

S.D. SEC. OF STATE

Filed this 3 day of June 2016
Shantal Krebs
SECRETARY OF STATE

Telephone # _____

FAX # _____

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 organizational records in the state or country under whose law it is organized.

1. The name of the company is Bibliotheca, LLC

The name must include limited liability company, limited company or the abbreviation L.L.C., LLC, L.C. or LC. Limited may be abbreviated as Ltd. and company may be abbreviated as Co.

2. The name of the state or country under whose laws it is organized is Delaware

3. The period of its duration perpetual

4. The address of its principal office (this is the address of the executive offices of the corporation).

3169 HOLCOMB BRIDGE ROAD, SUITE 200 NORCROSS GA 30071
Street Address City State ZIP+4

Mailing Address (Optional) City State ZIP+4

5. The South Dakota Registered Agent name Corporation Service Company

503 South Pierre Street, Pierre, SD 57501

Street Address or Rural Route Box Number in This State and City State ZIP+4

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

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

CR000003

6. Please check one:

☐

The company is member managed.

☒

The company is manager managed.

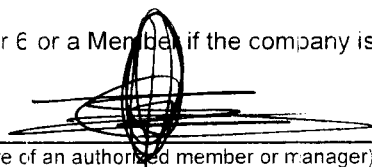
If this company is manager managed, please state the name and address of each manager.

Joseph A. Coalla	3169 HOLCOMB BRIDGE ROAD, STE 200	NORCROSS	GA	30071
Manager	Street Address	City	State	ZIP+4
Manager	Street Address	City	State	ZIP+4
Manager	Street Address	City	State	ZIP+4

7. Whether one or more of the members of the company are to be liable for its debts and obligations under a provision similar to SDCL 47-34A-303 (c)

The application must be signed by a Manager so stated in question number 6 or a Member if the company is member managed.

Dated _____


(Signature of an authorized member or manager)

JOSEPH A. COALLA
(Printed Name)

Manager
(Title)

By signing this form, you agree to have both the fee and the form processed electronically. A fee of up to \$40 will be assessed for returned payments.

Delaware

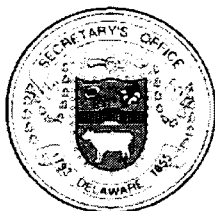
The First State

Page 1

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "BIBLIOTHECA, LLC" IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE FIRST DAY OF JUNE, A.D. 2016.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "BIBLIOTHECA, LLC" WAS FORMED ON THE TWENTY-SECOND DAY OF MARCH, A.D. 2011.

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



4957183 8300

SR# 20164226410

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

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

Authentication: 202415315

Date: 06-01-16



South Dakota Secretary of State
SHANTEL KREBS

Return To: CSC .
1180 AVENUE OF THE AMERICAS SUITE 210
NEW YORK , NY 10036

From: Secretary of State Shantel Krebs
Corporations Division

Filing Date: 06/03/2016

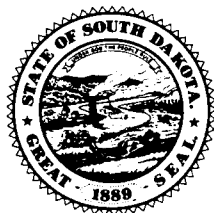
Re: BIBLIOTHECA, LLC (FL044367)
Certificate of Authority

The documents on behalf of BIBLIOTHECA, LLC have been received and filed. Attached is the Certificate along with a receipt for the filing fee of \$750.00. Below is a summary of the transaction.

Remitter	Address	Amount Paid
CSC .	1180 AVENUE OF THE AMERICAS SUITE 210 NEW YORK , NY 10036	\$750.00
Total:		\$750.00

Description	Invoice Date	Qty	Receipt #	Subtotal
Certificate of Authority	06/03/2016	1	422791	\$750.00
Total:				\$750.00

State of South Dakota



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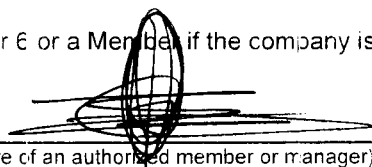
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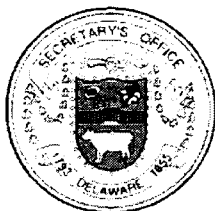
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