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06/26/2017	201717701088	AMENDMENT TO ARTICLES (AMD)	50.00	0.00	0.00	0.00	0.00

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SQUIRES PATTON BOGGS (US) LLP  
 ATTN:GENENIA BELLNER  
 41 S. HIGH ST.,SUITE 2000  
 COLUMBUS, OH 43215

# STATE OF OHIO CERTIFICATE

Ohio Secretary of State, Jon Husted  
 362623

It is hereby certified that the Secretary of State of Ohio has custody of the business records for

OCLC, INC.

and, that said business records show the filing and recording of:

Document(s)

AMENDMENT TO ARTICLES

Effective Date: 06/23/2017

Document No(s):

201717701088



United States of America  
 State of Ohio  
 Office of the Secretary of State

Witness my hand and the seal of the  
 Secretary of State at Columbus, Ohio this  
 26th day of June, A.D. 2017.

*Jon Husted*  
 Ohio Secretary of State



Form 541 Prescribed by:  
**JON HUSTED**  
OHIO SECRETARY OF STATE

Toll Free: (877) SOS-FILE (877-767-3453)  
Central Ohio: (614) 468-3910  
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Mail this form to one of the following:  
Regular Filing (non expedite)  
P.O. Box 1329  
Columbus, OH 43216  
Expedite Filing (Two business day processing time.  
Requires an additional \$100.00)  
P.O. Box 1390  
Columbus, OH 43216

### Certificate of Amendment (Nonprofit, Domestic Corporation) Filing Fee: \$50

**Check the appropriate box:**

Amendment to existing Articles of Incorporation by Members pursuant to Ohio Revised Code section 1702.38(C) (128-AMD)

Amended and Restated Articles by Members pursuant to Ohio Revised Code section 1702.38(D) or by Directors pursuant to Ohio Revised Code section 1702.38(E) (126-AMAN) - The following articles supersede the existing articles and all amendments thereto.

**Complete the following information:**

Name of Corporation

Charter Number

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2017 JUN 23 PM 1:04  
CLIENT SERVICE CENTER

**A copy of the resolution of amendment must be attached to this document.**

Note: If amended and restated articles were adopted, amended articles must set forth all provisions required in original articles other than with respect to the initial directors pursuant to Ohio Revised Code section 1702.38(A). In the case of adoption of the resolution by the directors, a statement of the basis for such adoption shall be provided.


**Required**

Must be signed by an authorized officer of the Corporation pursuant to the Ohio Revised Code section 1702.38(G).

If authorized representative is an individual, then they must sign in the "signature" box and print their name in the "Print Name" box.

If authorized representative is a business entity, not an individual, then please print the business name in the "signature" box, an authorized representative of the business entity must sign in the "By" box and print their name in the "Print Name" box.

OCLC Online Computer Library Center, Inc.  
Signature

  
By (if applicable)

JULIE PRESAS  
Print Name

Signature

By (if applicable)

Print Name

**ATTACHMENT  
TO  
CERTIFICATE OF AMENDMENT  
TO THE AMENDED ARTICLES OF INCORPORATION  
OF  
OCLC ONLINE COMPUTER LIBRARY CENTER, INC.**

The Board of Trustees (the "Board") of OCLC Online Computer Library Center, Inc. (the "Corporation"), in accordance with the Corporation's current articles of incorporation, code of regulations and applicable law, adopted by written consent the following resolutions approving an amendment to the Corporation's Amended Articles of Incorporation as attached hereto as Annex A (the "First Amendment"):

WHEREAS, the Board deems it to be advisable and in the best interests of the Corporation to change the name of the Corporation to OCLC, Inc. (the "Name Change") to better effectuate its corporate purposes; and

WHEREAS, the Board deems it advisable and in the best interests of the Corporation to (i) amend the Corporation's Amended Articles of Incorporation, in such form as attached hereto as Annex A (the "First Amendment") to effect the Name Change, (ii) amend the Corporation's Code of Regulations to reflect the Name Change, and (iii) authorize the amendment of all other instruments, internal policies, charters and similar documents to reflect the Name Change;

NOW, THEREFORE, BE IT RESOLVED, that the Name Change is hereby authorized, adopted and approved in all respects;

RESOLVED FURTHER, that the First Amendment is hereby adopted and approved in all respects;

RESOLVED FURTHER, that the Chair, Vice Chair, President & CEO, Secretary of the Corporation, or any other such officer designated by any of the foregoing in writing (each, an "Authorized Officer") be, and each of them hereby is, authorized to execute, deliver and file a Certificate of Amendment with the Secretary of State of Ohio and to pay any fees related to such filing consistent with the foregoing resolutions;

RESOLVED FURTHER, that any Authorized Officer is authorized to execute any amendment, supplement or modification to any instrument, document or agreement to which the Corporation is a party in order to reflect the Name Change, including, but not limited to, executing amendments or modifications to the Corporation's Code of Regulations, internal policies, charters and all similar documents or instruments; and

RESOLVED FINALLY, that all acts and things of any of the aforementioned Authorized Officers, which acts would have been authorized by the foregoing resolutions except that such acts were taken prior to the adoption of such resolutions, are hereby severally ratified, confirmed, approved, and adopted as acts in the name of and on behalf of the Corporation.

\* \* \* \* \*

Annex A

FIRST AMENDMENT TO  
AMENDED ARTICLES OF INCORPORATION  
OF  
OCLC Online Computer Library Center, Inc.

Pursuant to Section 1702.38 of the Ohio Revised Code, OCLC Online Computer Library Center, Inc. hereby amends its Amended Articles of Incorporation as follows:

Article FIRST is hereby amended and restated in its entirety to read as follows:

FIRST. The name of the corporation shall be OCLC, Inc. (the "Corporation").

\* \* \* \* \*