DOC ID ----> 201807402734

DATE	DOCUMENT ID	DESCRIPTION	FILING	EXPED	CERT	COPY
03/16/2018	201807402734	Conversion Within SOS Records (CVS)	99.00	0.00	0.00	0.00

Receipt

This is not a bill. Please do not remit payment.

BRIGGS AND MORGAN, P.A.
KERRI RIECHERS
80 SOUTH 8TH ST., #2200
MINNEAPOLIS, MN 55402

STATE OF OHIO
CERTIFICATE

Ohio Secretary of State, Jon Husted
1853041

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

NELSON WORLDWIDE, LLC

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

Document(s)	Document No(s):
Conversion Within SOS Records	**201807402734**

Effective Date: 03/02/2018

CHANGE BUSINESS TYPE FOR. PROFIT LIM. LIAB. CO.

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 16th day of March, A.D. 2018.

Jon Husted

Ohio Secretary of State

DOC ID ----> 201807402734

Form 700 Prescribed by:
JON HUSTED
OHIO SECRETARY OF STATE
Toll Free: (877) SOS-FILE (877-767-3453)
Central Ohio: (614) 466-3910
www.OhioSecretaryofState.gov
busserv@OhioSecretaryofState.gov
File online or for more information: www.OHBusinessCentral.com

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

2018 MAR 8 AM 10:52

Certificate for Conversion for Entities Converting Within or Off the Records of the Ohio Secretary of State

Filing Fee: $99
Form Must Be Typed

(CHECK ONLY ONE (1) BOX)

(1) ☒ **Converting Within The Records of the Ohio Secretary of State**

(2) ☐ **Converting Off The Records of the Ohio Secretary of State**
(187-VXX)

Name of the converting entity: Nelson Worldwide, Inc.

Jurisdiction of Formation: Pennsylvania

Charter/Registration Number: 1853041

2018 FEB 12 PM 12:19

The converting entity is a:
(Check Only (1) One Box)

- ☐ Domestic Corporation (For-Profit or Nonprofit)
- ☒ Foreign Corporation (For-Profit or Nonprofit)
- ☐ Domestic Nonprofit Limited Liability Company
- ☐ Foreign Nonprofit Limited Liability Company
- ☐ Domestic For-Profit Limited Liability Company
- ☐ Foreign For-Profit Limited Liability Company
- ☐ Partnership
- ☐ Domestic Limited Partnership
- ☐ Foreign Limited Partnership
- ☐ Domestic Limited Liability Partnership
- ☐ Foreign Limited Liability Partnership

The converting entity hereby states that it has complied with all laws in the jurisdiction under which it exists and that those laws permit the conversion.

OH091 - 9/29/2015 Wolters Kluwer Online

DOC ID ----> 201807402734

Name of the converted entity: Nelson Worldwide, LLC

Jurisdiction of Formation: Pennsylvania

The converted entity is a:
(Check Only (1) One Box)

- ☐ Domestic Corporation (For-Profit)
- ☐ Foreign Corporation (For-Profit or Nonprofit)
- ☐ Domestic Nonprofit Limited Liability Company
- ☐ Foreign Nonprofit Limited Liability Company
- ☐ Domestic For-Profit Limited Liability Company
- ☒ Foreign For-Profit Limited Liability Company
- ☐ Partnership
- ☐ Domestic Limited Partnership
- ☐ Foreign Limited Partnership
- ☐ Domestic Limited Liability Partnership
- ☐ Foreign Limited Liability Partnership

Effective Date **(Optional)**: _____ **(The conversion is effective upon the filing of this certificate or on a later date specified in the certificate)**

Name and address of the person or entity that will provide a copy of the declaration of conversion upon written request.

Nelson Worldwide, LLC
Name

226 Walnut Street, Philadelphia, PA 19106
Mailing Address

Philadelphia
City

PA
State

19106
Zip Code

Required information that must accompany conversion certificate if box 2 is checked

If the converting entity is a domestic or foreign entity that will not be licensed in Ohio, provide the name and address of the statutory agent upon whom any process, notice or demand may be served.

Name of Statutory Agent

Mailing Address

City

Ohio
State

Zip Code

See instructions for additional filing requirements if
(1) the conversion creates a new domestic entity,
(2) the converted entity is a foreign entity that desires to transact business in Ohio; or
(3) if a domestic corporation or foreign corporation licensed in Ohio is the converting entity.

DOC ID ----> 201807402734

IN WITNESS WHEREOF, the conversion is authorized on behalf of the converting entity and that each person signing the certificate of conversion is authorized to do so.

Required
Must be signed by an authorized representative.

Maureen Sandoval
Signature

By (if applicable)

Maureen Sandoval
Print Name

Signature

By (if applicable)

Print Name

Signature

By (if applicable)

Print Name

OH091 - 9/29/2015 Wolters Kluwer Online

DOC ID ----> 201807402734

Complete the information in this section.

AFFIDAVIT

In lieu of dissolution releases from various governmental authorities.

Nelson Worldwide, Inc.

Name of Corporation

The undersigned, being first duly sworn, declares that on the dates indicated below, each of the named state governmental agencies was advised IN WRITING of the scheduled date of filing of the Certificate and was advised IN WRITING of the acknowledgement by the corporation of the applicability of the provisions of section 1701.95 of the ORC.

Agency	Date Notified	Agency	Date Notified
Ohio Bureau of Workers' Compensation 30 W. Spring Street Columbus, Ohio 43215 *Only required for domestic for-profit corporations		Ohio Job & Family Services Status and Liability Section Data Correspondence Control **Fax:** 614-752-4811 **Phone:** 614-466-2319 **Overnight:** P.O. Box 182413 Columbus, OH 43218-2413 **Regular:** P.O. Box 182413 Columbus, OH 43218-2413	2-27-18
Agency	**Date Notified**		
Ohio Department of Taxation Taxpayer Services Division/Tax Release Unit PO Box 182382 Columbus, OH 43218-2382 Dissolution@tax.state.oh.us *Complete this date notified field only if the corporation is a domestic non-profit corporation or foreign corporation. [see* note below]	2-27-18	☒ The corporation is not required to pay or the department of taxation has not assessed any personal property tax.	

*Note: Domestic for-profit corporations must submit with this filing a Certificate of Tax Clearance issued by the Ohio Department of Taxation.

Note: This affidavit must be signed by one or more persons executing the certificate or by an officer of the corporation.

Signature [signature] Title Chief Financial Officer

Anthony Manuelli
Name

226 Walnut Street
Mailing Address

Philadelphia — City
PA — State
19106 — Zip Code

Sworn to and subscribed in my presence on February 7, 2018
Date

Seal

COMMONWEALTH OF PENNSYLVANIA
NOTARIAL SEAL
KATHLEEN McPEAK EASTMAN, Notary Public
City of Philadelphia, Phila. County
My Commission Expires August 29, 2021

[signature]
Notary Public

Commission Expires 8/29/21
Date

DH091 - 9/29/2015 Wolters Kluwer Online

DOC ID ----> 201807402734

AFFIDAVIT OF PERSONAL PROPERTY

State of Pennsylvania

County of Philadelphia

Anthony Manuelli
Name of Officer

Chief Financial Officer
Title of Officer

of

Nelson Worldwide, Inc.
Name of Corporation

and that this affidavit is made in compliance with Section 1703.17(C)(4) of the Ohio Revised Code.

That above-named corporation: (Check one (1) of the following)

- ☒ Has no personal property in any county in Ohio
- ☐ Is the type required to pay personal property taxes to state authorities only
- ☐ Has personal property in the following county (ies)

Signature: [signature]

Title: Chief Financial Officer

Sworn to and subscribed in my presence on Date 2/7/18

Seal

[signature]
Notary Public

Expiration date of Notary Public's Commission Date 8/29/21

COMMONWEALTH OF PENNSYLVANIA
NOTARIAL SEAL
KATHLEEN McPEAK EASTMAN, Notary Public
City of Philadelphia, Phila. County
My Commission Expires August 29, 2021

COMMONWEALTH OF PENNSYLVANIA
NOTARIAL SEAL
KATHLEEN McPEAK EASTMAN, Notary Public
City of Philadelphia, Phila. County
My Commission Expires August 29, 2021

3H091 - 9/29/2015 Wolters Kluwer Online

DOC ID ----> 201807402734

Form 533B Prescribed by:

JON HUSTED
OHIO SECRETARY OF STATE

Toll Free: (877) SOS-FILE (877-767-3453)
Central Ohio: (614) 466-3910
www.OhioSecretaryofState.gov
busserv@OhioSecretaryofState.gov
File online or for more information: www.OHBusinessCentral.com

Mail this form to one of the following:

Regular Filing (non expedite)
P.O. Box 670
Columbus, OH 43216

Expedite Filing (Two business day processing time. Requires an additional $100.00)
P.O. Box 1390
Columbus, OH 43216

2018 MAR -2 AM 10:52
2018 FEB 12 PM 12:19

Registration of a Foreign Limited Liability Company

Filing Fee: $99

Form Must Be Typed

CHECK ONLY ONE (1) BOX

(1) ☒ Registration of a Foreign For-Profit Limited Liability Company
(106-LFA)
ORC 1705

Jurisdiction of Formation: Pennsylvania

Date of Formation: 12/21/1978

(2) ☐ Registration of a Foreign Nonprofit Limited Liability Company
(106-LFA)
ORC 1705

Jurisdiction of Formation:

Date of Formation:

Name of Limited Liability Company in its jurisdiction of formation

Nelson Worldwide, LLC

Name under which the foreign limited liability company desires to transact business in Ohio (if different from its name in its jurisdiction of formation) is:

Nelson Worldwide, LLC

Name must include one of the following words or abbreviations: "limited liability company," "limited," "LLC," "L.L.C.," "ltd.," or "ltd"

The address to which interested persons may direct requests for copies of the limited liability company's operating agreement, bylaws, or other charter documents of the company is:

Nelson Worldwide, LLC
Name

226 Walnut Street
Mailing Address

Philadelphia	PA	19106
City	State	ZIP Code

OH092 - 04/17/2017 Wolters Kluwer Online

DOC ID ----> 201807402734

The limited liability company hereby appoints the following as its agent upon whom process against the limited liability company may be served in the state of Ohio. The name and complete address of the agent is

Corporation Service Company

Name

50 West Broad Street, Suite 1330

Mailing Address

Columbus	Ohio	43215
City	State	ZIP Code

The limited liability company irrevocably consents to service of process on the agent listed above as long as the authority of the agent continues, and to service of process upon the Ohio Secretary of State if:

a. an agent is not appointed, or
b. an agent is appointed but the authority of that agent has been revoked, or
c. the agent cannot be found or served after the exercise of reasonable diligence.

By signing and submitting this form to the Ohio Secretary of State, the undersigned hereby certifies that he or she has the requisite authority to execute this document.

Required
Must be signed by an authorized representative.

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.

Maureen Sandoval
Signature

By (if applicable)

Maureen Sandoval
Print Name

Signature

By (if applicable)

Print Name

Signature

By (if applicable)

Print Name

OH092 - 04/17/2017 Wolters Kluwer Online