DOC ID ----> 201824201390

DATE	DOCUMENT ID	DESCRIPTION	FILING	EXPED	CERT	COPY
08/30/2018	201824201390	AMENDED/RESTATED ARTICLES (AMA)	50.00	300.00	0.00	0.00

Receipt

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

CT CORPORATION SYSTEM
4400 EASTON COMMONS WAY SUITE 125
ATTN: TIMOTHY ROBERSON
COLUMBUS, OH 43219

STATE OF OHIO
CERTIFICATE

Ohio Secretary of State, Jon Husted

343702

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

VERTIV CORPORATION

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

Document(s)

AMENDED/RESTATED ARTICLES

Document No(s):

201824201390

Effective Date: 08/30/2018

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 30th day of August, A.D. 2018.

Jon Husted

Ohio Secretary of State

DOC ID ----> 201824201390

Form 540 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

For screen readers, follow instructions located at this path.

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
(For-Profit, Domestic Corporation)
Filing Fee: $50
Form Must Be Typed

Check appropriate box:

☐ Amendment to existing Articles of Incorporation (125-AMDS)
☒ Amended and Restated Articles (122-AMAP) - The following articles supersede the existing articles and all amendments thereto.

Complete the following information:

Name of Corporation: LIEBERT CORPORATION

Charter Number: 343702

Check one box below and provide information as required:

☐ The articles are hereby amended by the **Incorporators**. Pursuant to Ohio Revised Code section 1701.70 (A), incorporators may adopt an amendment to the articles by a writing signed by them if initial directors are not named in the articles or elected and before subscriptions to shares have been received.

☐ The articles are hereby amended by the **Directors.** Pursuant to Ohio Revised Code section 1701.70(A), directors may adopt amendments if initial directors were named in articles or elected, but subscriptions to shares have not been received. Also, Ohio Revised Code section 1701.70(B) sets forth additional cases in which directors may adopt an amendment to the articles.

The resolution was adopted pursuant to Ohio Revised Code section 1701.70(B) (In this space insert the number 1 through 10 to provide basis for adoption.)

☒ The articles are hereby amended by the **Shareholders** pursuant to Ohio Revised Code section 1701.71.

☐ The articles are hereby amended and restated pursuant to Ohio Revised Code section 1701.72.

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A copy of the resolution of amendment is attached to this document.

Note: If amended articles were adopted, they must set forth all provisions required in original articles except that articles amended by directors or shareholders need not contain any statement with respect to initial stated capital. See Ohio Revised Code section 1701.04 for required provisions.

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 all incorporators, if amended by incorporators, or an authorized officer if amended by directors or shareholders, pursuant to Ohio Revised Code section 1701.73(B) and (C).

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.

Signature

Assistant Secretary

By (if applicable)

Barbara Velasco

Print Name

Signature

By

By (if applicable)

Print Name

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THIRD AMENDED AND RESTATED ARTICLES OF INCORPORATION OF LIEBERT CORPORATION

Pursuant to the Ohio General Corporation Law, the Second Amended and Restated Articles of Incorporation of Liebert Corporation (the "Company") are hereby amended and restated in their entirety as set forth below:

ARTICLE I
NAME

The name of the corporation is Vertiv Corporation.

ARTICLE II
PRINCIPAL OFFICE AND MAILING ADDRESS

The principal address and mailing address of the Company is located in Columbus, Franklin County, Ohio, or any other location as the Board of Directors may from time to time determine or the business of the Company may require.

ARTICLE III
CAPITAL STOCK

The number of shares of stock that the Company is authorized to issue is One Thousand (1,000) shares, par value $0.01 per share, of common stock (the "Common Stock"). Each issued and outstanding share of Common stock shall be entitled to one vote on each matter submitted to a vote at a meeting of the shareholders of the Company.

ARTICLE IV
PURPOSE

The purpose for which the Company is organized is to transact any lawful business.

ARTICLE V
REGISTERED OFFICE AND AGENT

The address of the registered office of the Company in the State of Ohio is 4400 Easton Commons Way, Suite 125, Columbus, Ohio 43219. The name of the Company's registered agent at such address is CT Corporation System.

ARTICLE VI
DATE AND MANNER OF ADOPTION

These Third Amended and Restated Articles of Incorporation were approved and adopted by the shareholders on August 6, 2018, and the number of votes cast for the amendment by the shareholders were sufficient for approval and adoption of the amendment.

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ARTICLE VII
INDEMNIFICATION

This Company shall indemnify and shall advance expenses on behalf of its officer or director to the full extent not prohibited by law in existence either now or hereafter.

IN WITNESS WHEREOF, the Assistant Secretary of the Company has executed these Third Amended and Restated Articles of Incorporation this 6th day of August, 2018.

LIEBERT CORPORATION

By: _____
Barbara Velasco
Assistant Secretary