

State of Idaho

Office of the Secretary of State

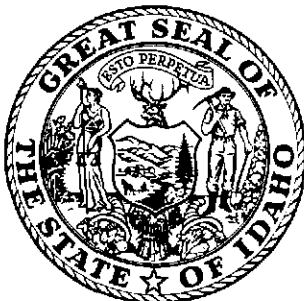
**CERTIFICATE OF REGISTRATION
OF
THE WATERCOOLER PROJECT, LLC**

File Number W 154140

I, LAWRENCE DENNEY, Secretary of State of the State of Idaho, hereby certify that an application for Foreign Registration Statement, duly executed pursuant to the provisions of the Idaho Uniform Business Organization Code, has been received in this office and is found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Registration to transact business in this State and attach hereto a duplicate of the application for such certificate.

Dated: July 23, 2015



Lawrence Denney
SECRETARY OF STATE

By *[Signature]*



FOREIGN REGISTRATION STATEMENT

Title 30, Chapter 21, Idaho Code

Base Filing fee: \$100.00.

Complete and submit the form in duplicate.

2015 JUL 23 PM 2:06

SECRETARY OF STATE
STATE OF IDAHO

- The name of the entity is: The Watercooler Project, LLC
- The name which it shall use in Idaho is: _____
- Select the type of entity you wish to register:

<input type="checkbox"/> Business Corporation	<input type="checkbox"/> General Partnership
<input type="checkbox"/> Nonprofit Corporation	<input type="checkbox"/> General Cooperative Association
<input type="checkbox"/> Limited Liability Partnership	<input type="checkbox"/> Limited Partnership (Including a limited liability limited partnership)
<input checked="" type="checkbox"/> Limited Liability Company	<input type="checkbox"/> Statutory Trust, Business Trust, or Common-law Business Trust
<input type="checkbox"/> Other: _____	
- Jurisdiction of formation: Delaware
- The address of its principal office is:

<u>3112 Los Feliz Boulevard</u>	<u>Los Angeles</u>	<u>CA</u>	<u>90039</u>
<small>(Number and Street)</small>	<small>(City)</small>	<small>(State)</small>	<small>(Zip Code)</small>
<u></u>	<u></u>	<u></u>	<u></u>
<small>(Apartment, Suite or P.O. Box only)</small>	<small>(City)</small>	<small>(State)</small>	<small>(Zip Code)</small>
- The address of its domestic principal office (if required by the laws of the jurisdiction of formation) is:

<u>160 Greentree Drive, Suite 101</u>	<u>Dover</u>	<u>DE</u>	<u>19904</u>
<small>(Number and Street)</small>	<small>(City)</small>	<small>(State)</small>	<small>(Zip Code)</small>
<u></u>	<u></u>	<u></u>	<u></u>
<small>(Apartment, Suite or P.O. Box only)</small>	<small>(City)</small>	<small>(State)</small>	<small>(Zip Code)</small>
- The mailing address to which correspondence should be addressed, if different from item 5, is:

<u></u>	<u></u>	<u></u>	<u></u>
<small>(Number and Street)</small>	<small>(City)</small>	<small>(State)</small>	<small>(Zip Code)</small>
<u></u>	<u></u>	<u></u>	<u></u>
<small>(Apartment, Suite or P.O. Box only)</small>	<small>(City)</small>	<small>(State)</small>	<small>(Zip Code)</small>
- Name and street address of registered agent in Idaho:

<u>National Registered Agents, Inc.</u>	<u>921 S. Orchard Street, Suite G</u>	<u>Boise</u>	<u>ID</u>	<u>83705</u>
<small>(Company)</small>	<small>(Address)</small>	<small>(City)</small>	<small>(State)</small>	<small>(Zip Code)</small>
<u></u>	<u></u>	<u></u>	<u></u>	<u></u>
<small>(Apartment, Suite or P.O. Box only)</small>	<small>(City)</small>	<small>(State)</small>	<small>(Zip Code)</small>	<small>(Zip Code)</small>
- The name, capacity, and mailing address of at least one governor:

<u>LocalConstruct Advisors, LLC</u>	<u>Manager</u>	<u>3112 Los Feliz Boulevard</u>	<u>Los Angeles</u>	<u>CA</u>	<u>90039</u>
<small>(Company)</small>	<small>(Capacity)</small>	<small>(Address)</small>	<small>(City)</small>	<small>(State)</small>	<small>(Zip Code)</small>
<u></u>	<u></u>	<u></u>	<u></u>	<u></u>	<u></u>
<small>(Apartment, Suite or P.O. Box only)</small>	<small>(City)</small>	<small>(State)</small>	<small>(Zip Code)</small>	<small>(Zip Code)</small>	<small>(Zip Code)</small>

Typed Name: Eric B. Shortz

Signature:

Capacity: Authorized Person

Secretary of State use only

IDAHO SECRETARY OF STATE

07/23/2015 05:00

CK: PREPAID CT: 221028 BH: 1485061

1@ 100.00 = 100.00 FOR REG ST #2

1@ 20.00 = 20.00 EXPEDITE C #3

W154140

Delaware

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The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "THE WATERCOOLER PROJECT, 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 EIGHTEENTH DAY OF JUNE, A.D. 2015.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "THE WATERCOOLER PROJECT, LLC" WAS FORMED ON THE EIGHTEENTH DAY OF JUNE, A.D. 2015.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE NOT BEEN ASSESSED TO DATE.

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




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 2480951

DATE: 06-18-15