

STATEMENT OF CONVERSION

OF

GURU EXAMINER LLC
(an Idaho limited liability company)

TO

CHATTERQUANT INC.
(a Delaware corporation)

July 26, 2022

Pursuant to Section 30-22-405 of the Idaho Model Entity Transaction Act (the “*Idaho Code*”), the undersigned adopts this Statement of Conversion of Guru Examiner LLC, an Idaho limited liability company (the “*Converting Entity*”) to ChatterQuant Inc., a Delaware corporation (the “*Converted Entity*”):

1. The Converting Entity is a limited liability company that was formed in the state of Idaho on March 8, 2021 and the name of the Converting Entity immediately prior to the filing of this Statement of Conversion was Guru Examiner LLC.
2. The Converted Entity is a corporation organized under the laws of the state of Delaware and the name of the Converted Entity, as set forth in its certificate of incorporation filed in accordance with Section 265 of the Delaware General Corporation Law (the “*DGCL*”), is ChatterQuant Inc.
3. A plan of conversion was approved by the Converting Entity in accordance with Section 30-22-403 of the Idaho Code.
4. The mailing address of the Converted Entity is 3103 S Lakewood Way, Boise ID 83706. The name and address of the registered agent is The Corporation Trust Company, 1209 Orange Street, Corporation Trust Center, Wilmington, Delaware 19801.
5. Attached hereto as **Exhibit A** is a Certificate of Conversion filed in accordance with Section 265 of the DGCL.

[Signature Page Follows]

For Office Use Only

-FILED-


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B06966-90662 08/01/2022 10:05 AM Received by ID Secretary of State Lawrence Denney

IN WITNESS WHEREOF, the undersigned has executed this statement of conversion as of the date first set forth above.

GURU EXAMINER LLC

By:  778DDC49B1D6453...

Name: Christian Perry
Its: Manager

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Exhibit A

Certificate of Conversion

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STATE OF DELAWARE

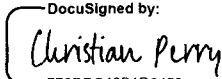
CERTIFICATE OF CONVERSION FROM A LIMITED LIABILITY COMPANY TO A CORPORATION PURSUANT TO SECTION 265 OF THE DELAWARE GENERAL CORPORATION LAW

This Certificate of Conversion of **Guru Examiner LLC** (the “**Limited Liability Company**”) has been duly executed and is being filed by the Limited Liability Company to convert the Limited Liability Company from an Idaho limited liability company to a Delaware corporation pursuant to Section 265 of the Delaware General Corporation Law.

1. The jurisdiction where the Limited Liability Company first formed is Idaho.
2. The jurisdiction immediately prior to filing this Certificate of Conversion is Idaho.
3. The date the Limited Liability Company first formed is March 8, 2021.
4. The name of the Limited Liability Company prior to filing this Certificate of Conversion is Guru Examiner LLC.
5. The name of the Corporation as set forth in the Certificate of Incorporation is ChatterQuant Inc.

IN WITNESS WHEREOF, the undersigned, being duly authorized to sign on behalf of the converting Limited Liability Company has executed this Certificate of Conversion on this 26th day of July 2022.

Guru Examiner LLC,
an Idaho limited liability company

By: 
Christian Perry, Manager