

State of Idaho

Office of the Secretary of State

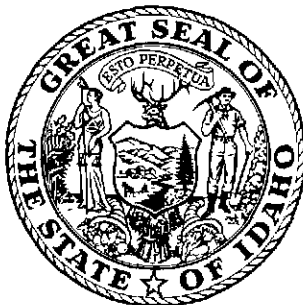
**CERTIFICATE OF REGISTRATION
OF
HUDSON & MARSHALL AUCTION SERVICES, INC.**

File Number C 215938

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: December 4, 2017



Lawrence Denney
SECRETARY OF STATE

By _____

John Paul



FOREIGN REGISTRATION STATEMENT

Title 30, Chapter 21, Idaho Code

Filing fee: \$100 typed, \$120 not typed

Complete and submit the form in duplicate.

2017 DEC -4 AM 9:40

SECRETARY OF STATE
STATE OF IDAHO

1. The name of the entity is: Hudson & Marshall Auction Services, Inc.
2. The name which it shall use in Idaho is: _____
(Enter a name here, only if you are required to adopt an alternate name)
3. Select the type of entity you wish to register:

<input checked="" 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 type="checkbox"/> Limited Liability Company	<input type="checkbox"/> Statutory Trust, Business Trust, or Common-law Business Trust
- ☐ Other: _____
(Use "Other" only if your foreign entity type is not listed above, and enter the type here.)
4. Jurisdiction of formation: Texas
(Provide the domestic jurisdiction where the entity was formed)
5. The address of its principal office is:
14785 Preston Rd Ste 1150, Dallas, TX 75254
(Street Address)

(Mailing Address, if different)
6. The address of its domestic principal office (if required by the laws of the jurisdiction of formation) is:

(Street Address)

(Mailing Address, if different)
7. The mailing address to which correspondence should be addressed, if different from item 5, is:
c/o MGM Lovejoy, 3210 El Camino Real Ste 200, Irvine, CA 92602
(Address)
8. Name and street address of registered agent in Idaho:
C T Corporation System 921 S Orchard S Ste G, Boise, ID 83705
(Name) (Address)
9. The name, capacity, and mailing address of at least one governor:

<u>Trixy R. Castro</u>	<u>CEO</u>	<u>14785 Preston Rd Ste 1150, Dallas, TX 75254</u>
(Name)	(Capacity)	(Address)
<u>Angela Yadegar</u>	<u>EVP/CFO</u>	<u>14785 Preston Rd Ste 1150, Dallas, TX 75254</u>
(Name)	(Capacity)	(Address)

Typed Name: Madeline G. M. Lovejoy

Signature: _____

Capacity: Assistant Vice President

Secretary of State use only

IDAHO SECRETARY OF STATE

12/04/2017 05:00

CK:1001987282 CT:349185 BH:1614549

1@ 100.00 = 100.00 FOR REG ST #2

C215938



Office of the Secretary of State

Certificate of Fact

The undersigned, as Secretary of State of Texas, does hereby certify that the document, Certificate of Conversion for HUDSON & MARSHALL AUCTION SERVICES, INC. (file number 801613843), a Domestic For-Profit Corporation, was filed in this office on June 18, 2012.

It is further certified that the entity status in Texas is in existence.

In testimony whereof, I have hereunto signed my name officially and caused to be impressed hereon the Seal of State at my office in Austin, Texas on September 18, 2017.



A handwritten signature in black ink, appearing to read "R. Pablos".

Rolando B. Pablos
Secretary of State