

State of Idaho

Office of the Secretary of State

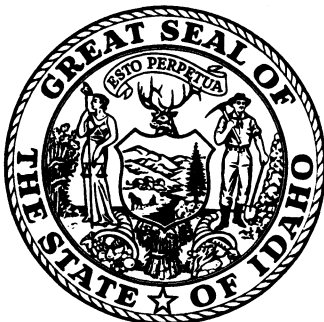
**CERTIFICATE OF AUTHORITY
OF
PLOOM, INC.**

File Number C 201473

I, BEN YSURSA, Secretary of State of the State of Idaho, hereby certify that an Application for Certificate of Authority, duly executed pursuant to the provisions of the Idaho Business Corporation Act, 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 Authority to transact business in this State and attach hereto a duplicate of the application for such certificate.

Dated: March 11, 2014



Ben Yursa
SECRETARY OF STATE

By

[Signature]



APPLICATION FOR CERTIFICATE OF AUTHORITY (For Profit)

(Instructions on Back of Application)

2014 MAR 11 AM 8:39

SECRETARY OF STATE
STATE OF IDAHO

The undersigned Corporation applies for a Certificate of Authority and states as follows:

- The name of the corporation is:
Ploom, Inc.
- The name which it shall use in Idaho is: Ploom, Inc.
- It is incorporated under the laws of: Delaware
- Its date of incorporation is: 03/12/2007
- The address of its principal office is:
660 Alabama Street, Floor 2, San Francisco, CA 94110
- The address to which correspondence should be addressed, if different from item 5, is:

- The street address of its registered office in Idaho is: 921 S. Orchard St., Suite G, Boise, ID 83705
and its registered agent in Idaho at that address is: InCorp Services, Inc.
- The names and respective business addresses of its directors and officers are:

Name	Title	Business Address
<u>James Monsees</u>	<u>CEO / Pres</u>	<u>660 Alabama St., San Francisco CA 94114</u>
<u>Adam Bowen</u>	<u>CTO</u>	<u>660 Alabama St., San Francisco CA 94114</u>
<u>Nicholas Prizker</u>	<u>Director</u>	<u>1518 N. Astor St., Chicago IL 60610</u>
<u>Riaz Valani</u>	<u>Director</u>	<u>100 Knightsbridge, London UK SW1X7LJ</u>
_____	_____	_____
_____	_____	_____

Dated: 2/19/14Signature: [Signature]Typed Name: James MonseesCapacity: CEO / Pres

[The signer must be a director or an officer of the corporation.]

Customer Acct # :

(if using pre-paid account)

Secretary of State use only

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forms\app\corporate\authority_profit.pmd
Revised 08/2005

Web Form:

C201473

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Delaware

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The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "PLOOM, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE THIRD DAY OF FEBRUARY, A.D. 2014.



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


Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 1106248

DATE: 02-03-14