

# State of Idaho

Office of the Secretary of State

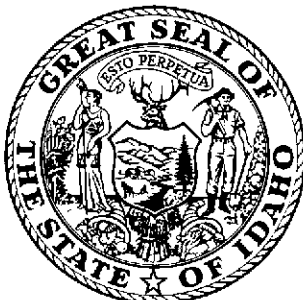
**CERTIFICATE OF REGISTRATION  
OF  
CEP AMERICA LLC**

File Number W 160861

I, LAWERENCE 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: January 12, 2016



*Lawrence Denney*  
SECRETARY OF STATE

By *Christina L.*



# FOREIGN REGISTRATION STATEMENT

Title 30, Chapter 21, Idaho Code

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

Complete and submit the form in duplicate.

**FILED EFFECTIVE**

2016 JAN 12 AM 10:34

SECRETARY OF STATE  
STATE OF IDAHO

1. The name of the entity is: CEP America, LLC
  2. The name which it shall use in Idaho is: CEP America, LLC  
(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 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

☐ Other: \_\_\_\_\_  
(Use "Other" only if your foreign entity type is not listed above, and enter the type here.)
  4. Jurisdiction of formation: Delaware  
(Provide the domestic jurisdiction where the entity was formed)
  5. The address of its principal office is:  
2100 Powell Street Suite 900, Emeryville, CA 94608  
(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:  
2100 Powell Street Suite 900, Emeryville, CA 94608  
(Street Address)  
\_\_\_\_\_  
(Mailing Address, if different)
  7. The mailing address to which correspondence should be addressed, if different from item 5, is:  
\_\_\_\_\_  
(Address)
  8. The name of the registered agent and street address of registered agent in Idaho:  
Registered Agent Solutions, Inc. 921 S. Orchard, Suite G, Boise, ID 83705  
(Name) (Address)
  9. The name, capacity, and mailing address of at least one governor:
 

<u>Theo Koury, MD</u>	<u>COO</u>	<u>2100 Powell Street, Suite 900, Emeryville, CA 94608</u>
(Name)	(Capacity)	(Address)
<u>Manager</u>		
(Name)	(Capacity)	(Address)
- Signature:
- Typed Name: Theo Koury, MD
- Capacity: COO Manager

Secretary of State use only

IDAHO SECRETARY OF STATE

01/12/2016 05:00

CK:100175 CT:312899 BH:1508420  
1@ 100.00 = 100.00 FOR REG ST #2

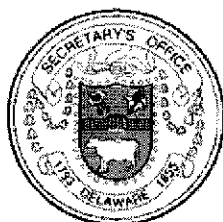
W160861

# Delaware

The First State

Page 1

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF  
DELAWARE, DO HEREBY CERTIFY "CEP AMERICA 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 SECOND DAY OF JANUARY, A.D. 2016.



4760519 8300

SR# 20151612652

You may verify this certificate online at [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)

A handwritten signature in black ink, appearing to read "JB", is written over a horizontal line. Below the line, the text "Jeffrey W. Bullock, Secretary of State" is printed.

Authentication: 201600376

Date: 01-02-16