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File #: 0004557168

Date Filed: 1/6/2022 12:18:00 PM

THE NOOK ONLINE, LLC
STATEMENT OF CONVERSION

FROM AN

IDAHO LIMITED LIABILITY COMPANY

TO A

DELAWARE CORPORATION

January 5, 2022

The Nook Online, LLC, an Idaho limited liability company (the “**Converting Entity**”), hereby files this Statement of Conversion (this “**Statement**”) under and pursuant to Section 30-22-405 of the Idaho Code and hereby certifies as follows:

1. The name of the Converting Entity is “The Nook Online, LLC”, and it is a for-profit domestic limited liability company.
2. The Converting Entity was formed on September 14, 2018, pursuant to a certificate of organization filed with the Secretary of State of the State of Idaho.
3. The Converting Entity has been converted from an Idaho limited liability company to a corporation existing under the laws of the State of Delaware (the “**Converted Entity**”) in accordance with Section 30-22-401, *et seq.*, of the Idaho Code and the relevant provisions of the Delaware Limited Liability Company Act (the “**Conversion**”).
4. The name of the Converted Entity is “Kahilla, Inc.”.
5. The address of the registered agent to whom a copy of process shall be mailed to by the Secretary of State of the State of Idaho is c/o The Corporation Trust Company, Corporation Trust Center, 1209 Orange Street, Wilmington, New Castle County, Delaware 19801.
6. The Conversion, and a Plan of Conversion, has been approved in accordance with Sections 30-22-403 and 30-22-405 of the Idaho Code.
7. This Statement and the Conversion shall be effective upon filing with the Secretary of State of the State of Idaho.

[Signature Page Follows]

IN WITNESS WHEREOF, the undersigned has executed this Statement on the date first set forth above.

THE NOOK ONLINE, LLC

Kimberly D. Havens

Kimberly Havens, Manager