

For Office Use Only

-FILED-

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FOREIGN REGISTRATION STATEMENT

Title 30, Chapter 21, Idaho Code

Base Filing fee: \$100.00 + \$20.00 for manual processing (form must be typed).

1. The name of the entity is: nThrive, 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 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 |
| <input type="checkbox"/> 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:

200 North Point Center East, Suite 600, Alpharetta, GA 30022

(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:

(Address)

8. Name and street address of registered agent in Idaho:

Corporation Service Company 12550 W. Explorer Drive, Suite 100, Boise, ID 83713

(Name and Address)

9. The name, capacity, and mailing address of at least one governor:

See attached list

(Name) (Capacity) (Address)

(Name) (Capacity) (Address)

Secretary of State use only

Typed Name: Daniel J. Mulligan

Signature:

Capacity: Vice President and Secretary

nThrive, Inc.

Officers:

J. Joel Hackney, Jr., Chief Executive Officer
Dennis Norman, Chief Financial Officer
Scott Helfrich, Chief Client Officer
Barry Murash, Chief Transformation Officer
Sloan Clardy, President, Technology Solutions
Brenda Cline, President, Service Solutions
Nicole Guido, Senior Vice President & General Manager, West
Cris Hartigan, Senior Vice President & General Manager, Northeast
Charles Rackley, Senior Vice President & General Manager, Mid America
Amy Sebero, Senior Vice President & General Manager, Southeast
Daniel J. Mulligan, Vice President & Secretary
Lance Culbreth, Vice President, Treasurer & Assistant Secretary
Chad Payne, Vice President & Treasurer
Jen Do, Vice President & Assistant Secretary
Natalie Gray, Vice President & Assistant Secretary
DeAnna Herrin, Vice President & Assistant Secretary
Christopher Logsdon, Vice President & Secretary
Heather Swift, Vice President & Secretary

Directors:

Russell Gehrett
William Pruellage
Dane Derbyshire
J. Joel Hackney, Jr.
Dennis Norman
Nido Qubein
Peter Foss
Ellen Zane

All officers and directors are located at 200 North Point Center East, Suite 600, Alpharetta, GA 30022

Delaware

The First State

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I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "NTHRIVE, 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 EIGHTEENTH DAY OF MARCH, A.D. 2020.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

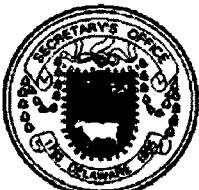
AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "NTHRIVE, INC." WAS INCORPORATED ON THE TWENTY-THIRD DAY OF JUNE, A.D. 2015.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.

5772427 8300

SR# 20202223303

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



Jeffrey W. Bullock, Secretary of State

Authentication: 202611681

Date: 03-18-20