

State of Idaho

Office of the Secretary of State

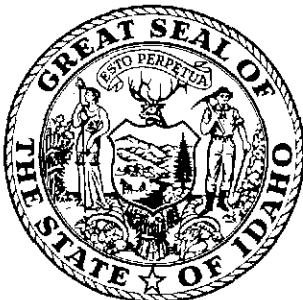
**CERTIFICATE OF AUTHORITY
OF
PANDORA ECOMM, LLC**

File Number W 150298

I, LAWRENCE DENNEY, 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 Uniform Limited Liability 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: April 13, 2015



Lawrence Denney
SECRETARY OF STATE

By

[Signature]



APPLICATION FOR CERTIFICATE OF AUTHORITY FOR FOREIGN LIMITED LIABILITY COMPANY

(Instructions on back of application)

2015 APR 13 PM 2:21

SECRETARY OF STATE
STATE OF IDAHO

1. The name of the limited liability company is:

Pandora Ecomm, LLC

2. If the name of the limited liability company is not permissible or is not available in Idaho, the name the foreign limited liability company will use in Idaho is:

3. The jurisdiction under whose laws the limited liability company is formed is: MD

4. The name and complete street address of the registered agent in Idaho is:

Corporation Service Company

12550 W. Explorer Drive, Suite 100, Boise, ID 83713

5. The street and mailing address of the limited liability company's principal office is:

250 West Pratt Street 18th Floor Baltimore, MD 21201

Street Address

SAME

Mailing Address, if different

6. The street and mailing address of the limited liability company's office in the jurisdiction under whose laws it is organized is:

250 West Pratt Street 18th Floor Baltimore, MD 21201

Street Address

SAME

Mailing Address, if different

7. The name and mailing address of at least one member or manager:

Pandora Jewelry, LLC

250 West Pratt Street 18th Floor Baltimore, MD 21201

8. The mailing address for future correspondence:

250 West Pratt Street 18th Floor Baltimore, MD 21201

9. Signature of a manager, member or authorized person.

Signature

Matthew Scott

Typed Name

Secretary of State use only

IDAHO SECRETARY OF STATE

04/13/2015 05:00

CK:PREPAID CT:1157 BH:1470658
1@ 100.00 = 100.00 REGFORGLLC #2
1@ 20.00 = 20.00 EXPEDITE C #3


W 150298

STATE OF MARYLAND
Department of Assessments and Taxation

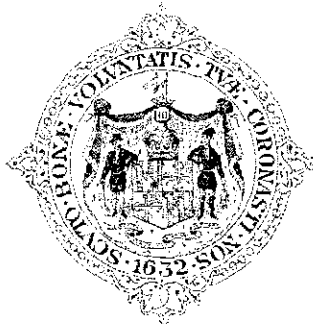
I, PAUL B. ANDERSON OF THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF THE STATE OF MARYLAND, DO HEREBY CERTIFY THAT THE DEPARTMENT, BY LAWS OF THE STATE, IS THE CUSTODIAN OF THE RECORDS OF THIS STATE RELATING TO LIMITED LIABILITY COMPANIES, OR THE RIGHTS OF LIMITED LIABILITY COMPANIES TO TRANSACT BUSINESS IN THIS STATE, AND THAT I AM THE PROPER OFFICER TO EXECUTE THIS CERTIFICATE.

I FURTHER CERTIFY THAT PANDORA ECOMM, LLC, REGISTERED AUGUST 21, 2014, IS A LIMITED LIABILITY COMPANY EXISTING UNDER AND BY VIRTUE OF THE LAWS OF THE STATE OF MARYLAND, AND THAT THE LIMITED LIABILITY COMPANY IS AT THE TIME OF THIS CERTIFICATE IN GOOD STANDING TO TRANSACT BUSINESS.

IN WITNESS WHEREOF, I HAVE HEREUNTO SUBSCRIBED MY SIGNATURE AND AFFIXED THE SEAL OF THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND AT BALTIMORE ON THIS APRIL 09, 2015.



Paul B. Anderson
Charter Division



301 West Preston Street, Baltimore, Maryland 21201
Telephone Balto. Metro (410) 767-1340 / Outside Balto. Metro (888) 246-5941
MRS (Maryland Relay Service) (800) 735-2258 TT/Voice
Fax (410) 333-7097