

201217510221

LLC-5

Application to Register a Foreign Limited Liability Company (LLC)

To register an LLC from another state or country in California, fill out this form, and submit for filing along with:

- A \$70 filing fee,
- A certificate of good standing from the agency where your LLC was formed originally, and
- A separate, non-refundable \$15 service fee, if you drop off the completed form.

Important! LLCs in California may have to pay a minimum \$800 yearly tax to the Franchise Tax Board.

LLCs that provide professional services cannot register in California.

FILED In the Office of the Secretary of State of the State of California

JUN 14 2012

This Space For Office Use Only

For questions about this form, go to www.sos.ca.gov/business/be/filing-tips.htm

1 Name to be used for this LLC in California

Game Changer (Marine), LLC
proposed LLC name

The name must end with: "LLC," "L.L.C.," "Limited Liability Company," "Limited Liability Co.," "Ltd. Liability Co." or "Ltd. Liability Company;" and may not include: "bank," "trust," "trustee," "incorporated," "inc.," "corporation," or "corp.," "insurer," or "insurance company."

2 LLC History

a. If the proposed LLC name you listed above is different than the LLC name you use now (as listed on your certificate of good standing), list the complete LLC name used now:

Game Changer (San Francisco), LLC

b. Date your LLC was formed (MM, DD, YYYY): June 13, 2012

c. State or country where your LLC was formed: Delaware

d. Your LLC currently has powers and privileges to conduct business in the state or country listed above.

3 Service of Process

List a California resident or a qualified 1505 corporation in California that agrees to be your agent to accept service of process in case your LLC is sued. You may list any adult who lives in California. You may not list an LLC as your agent. Do not list an address if the agent is a 1505 corporation.

a. Agent's name: Frederick B. Craves

b. Agent's address: 750 Battery Street, Suite 400 San Francisco CA 94111
street address (if agent is not a corporation) city (no abbreviations) state zip

If the agent listed above has resigned or cannot be found or served after reasonable attempts, the California Secretary of State will be appointed the agent for service of process for your LLC.

4 LLC Address

a. List address for your LLC's headquarters:
750 Battery Street, Suite 400 San Francisco CA 94111
street address city (no abbreviations) state zip

b. List address for your LLC's main office in California, if any:
750 Battery Street, Suite 400 San Francisco CA 94111
street address city (no abbreviations) state zip

5 Read and sign below:

I declare that I am the person who signed this form, and that I am authorized to do so under the laws of the state or country where this LLC was formed.

Signature of Frederick B. Craves
Sign here
Frederick B. Craves
Print your name here

6/13/12
Date
Managing Member
Your business title

Make check/money order payable to: Secretary of State

We can give you up to 2 free certified copies of your filed form if you submit up to 2 completed copies of this form (with all attachments).

By Mail

Secretary of State
Business Entities, P.O. Box 944228
Sacramento, CA 94244-2280

Drop-Off

Secretary of State
1500 11th St., 3rd Floor
Sacramento, CA 95814

Delaware

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The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "GAME CHANGER (SAN FRANCISCO), 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 FOURTEENTH DAY OF JUNE, A.D. 2012.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "GAME CHANGER (SAN FRANCISCO), LLC" WAS FORMED ON THE THIRTEENTH DAY OF JUNE, A.D. 2012.


AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE NOT BEEN ASSESSED TO DATE.

5169790 8300

120738075

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




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 9643172

DATE: 06-14-12

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