

F14000003988

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

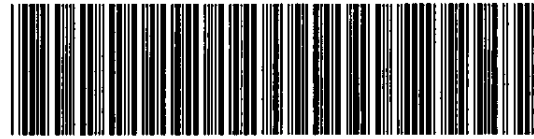
(Business Entity Name)

(Document Number)

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2017 MAR 23 PM 4:13
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Name ch8

MAR 23 2017
I ALBRITTON

COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: VMTurbo, Inc
Name of Corporation

DOCUMENT NUMBER: F14000003988

The enclosed Amendment and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

J.Q. Newton Davis
Name of Contact Person

Turbonomic, Inc
Firm/Company

500 Boylston Street, 7th Floor
Address

Boston, MA 02116
City/State and Zip Code

marie.epstein@turbonomic.com
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Marie Epstein at (617) 417-2317
Name of Contact Person Area Code & Daytime Telephone Number

Enclosed is a check for the following amount:

- | | | | |
|---|---|--|---|
| <input type="checkbox"/> \$35.00 Filing Fee | <input type="checkbox"/> \$43.75 Filing Fee & Certificate of Status | <input type="checkbox"/> \$43.75 Filing Fee & Certified Copy (Additional copy is enclosed) | <input type="checkbox"/> \$52.50 Filing Fee, Certificate of Status & Certified Copy (Additional copy is enclosed) |
|---|---|--|---|

Mailing Address:
Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address:
Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301



FLORIDA DEPARTMENT OF STATE
Division of Corporations

February 21, 2017

J.Q. NEWTON DAVIS
VMTURBO, INC.
500 BOYLSTON STREET - 7TH FLOOR
BOSTON, MA 02116

SUBJECT: VMTURBO, INC.
Ref. Number: F14000003988

We have received your document for VMTURBO, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

You failed to make the correction(s) requested in our previous letter.

A certificate or a document of similar import evidencing the amendment must be submitted with the application. The certificate should be authenticated as of a date not more than 90 days prior to delivery of the application to the Department of State by the Secretary of State or other official having custody of the records in the jurisdiction under the laws of which it is incorporated, formed, or organized. A translation of the certificate, under oath or affirmation of the translator, must be attached to a certificate which is not in English.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6050.

Irene Albritton
Regulatory Specialist II

Letter Number: 917A00003391



FLORIDA DEPARTMENT OF STATE
Division of Corporations

January 12, 2017

J.Q. NEWTON DAVIS
VMTURBO, INC.
500 BOYLSTON STREET - 7TH FLOOR
BOSTON, MA 02116

SUBJECT: VMTURBO, INC.
Ref. Number: F14000003988

We have received your document for VMTURBO, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The application/form submitted does not meet the requirements of this office; please complete the attached application/form.

A certificate or a document of similar import evidencing the amendment must be submitted with the application. The certificate should be authenticated as of a date not more than 90 days prior to delivery of the application to the Department of State by the Secretary of State or other official having custody of the records in the jurisdiction under the laws of which it is incorporated, formed, or organized. A translation of the certificate, under oath or affirmation of the translator, must be attached to a certificate which is not in English.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6050.

Irene Albritton
Regulatory Specialist II

Letter Number: 017A00000766

PROFIT CORPORATION
APPLICATION BY FOREIGN PROFIT CORPORATION TO FILE AMENDMENT TO
APPLICATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA
(Pursuant to s. 607.1504, F.S.)

SECTION I
(1-3 MUST BE COMPLETED)

F14000003988

(Document number of corporation (if known))

FILED
2017 MAR 23 PM 4:18
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. VMTurbo, Inc
(Name of corporation as it appears on the records of the Department of State)
2. Delaware 3. 09/22/2014
(Incorporated under laws of) (Date authorized to do business in Florida)

SECTION II
(4-7 COMPLETE ONLY THE APPLICABLE CHANGES)

4. If the amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of incorporation? 08/15/2016

5. Turbonomic, Inc
(Name of corporation after the amendment, adding suffix "corporation," "company," or "incorporated," or appropriate abbreviation, if not contained in new name of the corporation)

(If new name is unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)


6. If the amendment changes the period of duration, indicate new period of duration.

(New duration)

7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.

(New jurisdiction)

8. Attached is a certificate or document of similar import, evidencing the amendment, authenticated not more than 90 days prior to delivery of the application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the laws of which it is incorporated.



(Signature of a director, president or other officer - if in the hands of a receiver or other court appointed fiduciary, by that fiduciary)

J.Q. Newton Davis

(Typed or printed name of person signing)

VP & General Counsel

(Title of person signing)

Delaware

The First State

Page 1

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF
DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT
COPY OF THE CERTIFICATE OF AMENDMENT OF "VMTURBO, INC.",
CHANGING ITS NAME FROM "VMTURBO, INC." TO "TURBONOMIC, INC.",
FILED IN THIS OFFICE ON THE FIFTEENTH DAY OF AUGUST, A.D. 2016,
AT 10:34 O`CLOCK A.M.



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 in a small font.

4630415 8100
SR# 20171670572

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

Authentication: 202164207
Date: 03-08-17

State of Delaware
Secretary of State
Division of Corporations
Delivered 10:34 AM 08/15/2016
FILED 10:34 AM 08/15/2016
SR 20165356895 - File Number 4630415

SECOND CERTIFICATE
OF AMENDMENT OF
FOURTH AMENDED AND RESTATED CERTIFICATE OF
INCORPORATION OF
VMTURBO, INC.

(Pursuant to Sections 242 of the
General Corporation Law of the
State of Delaware)

VMTurbo, Inc., a corporation organized and existing under and by virtue of the provisions of the General Corporation Law of the State of Delaware (the "General Corporation Law")

DOES HEREBY CERTIFY:

1. The name of the corporation is VMTurbo, Inc. The Certificate of Incorporation of the corporation was originally filed with the Secretary of State of the State of Delaware on December 5, 2008. The Amended and Restated Certificate of incorporation was filed with the Secretary of State of the State of Delaware on February 23, 2009. The Second Amended and Restated Certificate of Incorporation was filed with the Secretary of State of the State of Delaware on November 17, 2011 and the Certificate of Amendment to the Second Amended and Restated Certificate of Incorporation was filed with the Secretary of State of the State of Delaware on March 8, 2012. The Third Amended and Restated Certificate of Incorporation was filed with the Secretary of State of the State of Delaware on March 1, 2013; the Certificate of Amendment to the Third Amended and Restated Certificate of Incorporation was filed with the Secretary of State of the State of Delaware on September 24, 2013; and the Second Certificate of Amendment to the Third Amended and Restated Certificate of Incorporation was filed with the Secretary of State of the State of Delaware on April 8, 2014. The Fourth Amended and Restated Certificate of Incorporation was filed with the Secretary of State of the State of Delaware on December 2, 2014 and the Certificate of Amendment to the Fourth Amended and Restated Certificate of Incorporation was filed with the Secretary of State of the State of Delaware on July 15, 2015 (such certificate of incorporation, as amended, the "Fourth Amended and Restated Certificate of Incorporation").

2. That the Board of Directors duly adopted resolutions proposing to further amend the Fourth Amended and Restated Certificate of Incorporation of the corporation, declaring said amendment to be advisable and in the best interests of this corporation and its stockholders, which resolutions setting forth the proposed amendments are as follows:

"NOW, THEREFORE, BE IT RESOLVED, that the Fourth Amended and Restated Certificate of Incorporation of the Corporation be and hereby is amended by deleting Article

FIRST in its entirety and inserting the following in lieu thereof:

FIRST. The name of the corporation is Turbonomic, Inc. (the 'Corporation')."

3. That approval of the foregoing amendment is not required by the requisite number of shares of this corporation pursuant to Section 242 of the General Corporation Law.

4. That this Second Certificate of Amendment of the Fourth Amended and Restated Certificate of Incorporation, which amends the provisions of this corporation's Certificate of Incorporation, has been duly adopted in accordance with Section 242 of the General Corporation Law.

[REMAINDER OF PAGE INTENTIONALLY LEFT BLANK]

IN WITNESS WHEREOF, this Certificate of Amendment of the Fourth Amended and Restated Certificate of Incorporation has been executed by a duly authorized officer of this corporation on this 15th day of August, 2016.

/s/ J. Benjamin H. Nye

J. Benjamin H. Nye
Chief Executive Officer