

F14000005443

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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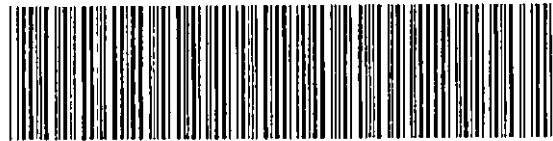
(Business Entity Name)

(Document Number)

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SEP 11 2020

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DIVISION OF CORPORATIONS

Name Change

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**CORPORATE
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CORP AMEND

RUBICON PROJECT BELL, INC.

(CORPORATE NAME AND DOCUMENT #)

(CORPORATE NAME AND DOCUMENT #)

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(CORPORATE NAME AND DOCUMENT #)

(CORPORATE NAME AND DOCUMENT #)

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DIVISION OF CORPORATIONS
20 SEP 19 AM 10:16

**SPECIAL
INSTRUCTIONS:**

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)

F14000005443

(Document number of corporation (if known))

1. Rubicon Project Bell, Inc.
(Name of corporation as it appears on the records of the Department of State)
2. Delaware 3. 12/23/2014
(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? 08/12/2020
5. Magnite Bell, 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. If amending the registered agent and/or registered office address in Florida, enter the name of the new registered agent and/or the new registered office address:

Name of New Registered Agent _____

(Florida street address)

New Registered Office Address: _____, Florida _____
(City) (Zip Code)

New Registered Agent's Signature, if changing Registered Agent:

I hereby accept the appointment as registered agent. I am familiar with and accept the obligations of the position.

Signature of New Registered Agent, if changing

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9. If the amendment changes person, title or capacity in accordance with 607.1504 (4), indicate that change:

<u>Title/ Capacity</u>	<u>Name</u>	<u>Address</u>	<u>Type of Action</u>
_____	_____	_____	<input type="checkbox"/> Add
		_____	<input type="checkbox"/> Remove
_____	_____	_____	<input type="checkbox"/> Add
		_____	<input type="checkbox"/> Remove
_____	_____	_____	<input type="checkbox"/> Add
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_____	_____	_____	<input type="checkbox"/> Add
		_____	<input type="checkbox"/> Remove
_____	_____	_____	<input type="checkbox"/> Add
		_____	<input type="checkbox"/> Remove

0. 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)

AARON SALTZ
(Typed or printed name of person signing)

General Counsel and Corporate Secretary
(Title of person signing)

FILING FEE \$35.00

Delaware

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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 "RUBICON PROJECT BELL, INC.", CHANGING ITS NAME FROM "RUBICON PROJECT BELL, INC." TO "MAGNITE BELL, INC.", FILED IN THIS OFFICE ON THE TWELFTH DAY OF AUGUST, A.D. 2020, AT 5:41 O'CLOCK P.M.



5629351 8100
SR# 20206718121

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

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.

Jeffrey W. Bullock, Secretary of State

Authentication: 203458435
Date: 08-12-20

State of Delaware
Secretary of State
Division of Corporations
Delivered 05:41 PM 08/12/2020
FILED 05:41 PM 08/12/2020
SR 20206718121 - File Number 5629351

**CERTIFICATE OF AMENDMENT
OF THE
CERTIFICATE OF INCORPORATION
OF
RUBICON PROJECT BELL, INC.**

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

Rubicon Project Bell, Inc. (the "Corporation"), a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware (the "General Corporation Law"), does hereby certify:

FIRST: That the name of the Corporation is Rubicon Project Bell, Inc., and that the Corporation was originally incorporated pursuant to the General Corporation Law on October 28, 2014.

SECOND: That the Board of Directors of the Corporation duly adopted resolutions proposing to amend the Certificate of Incorporation of the Corporation, and declaring such amendment to be advisable and fair to, and in the best interests of, the Corporation and its stockholders, which resolution setting forth the proposed amendment is as follows:

RESOLVED FURTHER, that Article I of the Certificate of Incorporation be amended to read in its entirety as follows:

The name of the Corporation (the "Corporation") is: Magnite Bell, Inc.

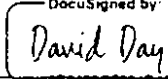
* * * * *

THIRD: That this Certificate of Amendment of the Certificate of Incorporation of the Corporation 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 Certificate of Incorporation of Rubicon Project Bell, Inc. has been executed by a duly authorized officer of the Corporation on August 12, 2020.

RUBICON PROJECT BELL, INC.

By:  _____
Name: David Day
Title: President and Treasurer