

**CERTIFICATE OF WITHDRAWAL OF AUTHORITY TO
TRANSACTION BUSINESS IN FLORIDA**

The name of the limited liability company as currently filed with the Florida Department of State:
WATER ISLAND CAPITAL, LLC

The document number of the limited liability company is M14000005403.

This limited liability company was organized under the laws of Delaware.

The date this limited liability registered with the Department of State is July 30, 2014.

This limited liability company is withdrawing its certificate of authority in this state.

The effective date of the certificate of withdrawal is March 7, 2016.

Signature: MIKE COSTNATINI

Electronic Signature of Authorized Representative