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Florida Department of State
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To:
Division of Corporations
Fax Number : (850) 617-6383

From:
Account Name : Vcorp Services, LLC
Account Number : 126080000067
Phone : (945) 425-0077
Fax Number : (845) 818-3588

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DEPARTMENT OF
DIVISION OF CORPORATIONS
TALLAHASSEE

Foreign Limited Liability Company
Clever Training Operating Co, LLC Protected Series D

Certificate of Status	0
Certified Copy	0
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Estimated Charge	\$125.00

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5/23/18 JCS

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APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 605.0902, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN LIMITED LIABILITY COMPANY TO TRANSACT BUSINESS IN THE STATE OF FLORIDA:

1. Clever Training Operating Co, LLC Protected Series D
(Name of Foreign Limited Liability Company; must include "Limited Liability Company," "LLC," or "LLC.")
2. Delaware
(Jurisdiction under the law of which foreign limited liability company is organized)
3. 82-5505470
(FEI number, if applicable)
4. _____
(Date first transacted business in Florida, if prior to registration)
(See sections 605.0904 & 605.0905, F.S. to determine penalty liability)
5. 10360 72nd St, Seminole, FL 33777
(Street Address of Principal Office)
6. 10360 72nd St, Seminole, FL 33777
(Mailing Address)

7. Name and street address of Florida registered agent: (P.O. Box NOT acceptable)

Name: Vcorp Services, LLC
Office Address: 5011 South State Road 7, Suite 105
Davie, Florida 3314
(City) (Zip code)

Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

[Signature]
(Registered agent's signature)

8. The name, title or capacity and address of the person(s) who has/have authority to manage is/are:

Title or Capacity:	Name and Address:	Title or Capacity:	Name and Address:
Manager	Clever Training Acquisitions, LLC 10360 72nd St, Suite 101 Seminole, FL 33777		

(Use attachments if necessary)

9. Attached is a certificate of existence, no more than 90 days old, duly authenticated by the official having custody of records in the jurisdiction under the law of which it is organized. (If the certificate is in a foreign language, a translation of the certificate under oath of the translator must be submitted)

10. This document is executed in accordance with section 605.0203 (1) (b), Florida Statutes. I am aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.

[Signature]
Signature of an authorized person

BRANDON OARR-MONTANO
Typed or printed name of signer

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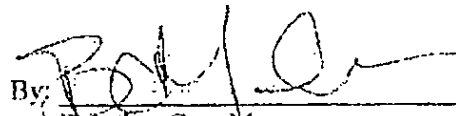
**AMENDED AND RESTATED
CERTIFICATE OF FORMATION
OF**

CLEVER TRAINING OPERATING CO, LLC

Clever Training Operating Co, LLC (the "Company"), a limited liability Company organized and existing under the Delaware Limited Liability Company Act (the "DLCA"), hereby certifies as follows:

- A. The original Certificate of Formation was filed with the Delaware Secretary of State on May 8, 2018.
- B. The Certificate of Formation of the Company is hereby amended and restated to read in its entirety as set forth in the Amended and Restated Certificate of Formation (the "Restated Certificate") attached as Annex A hereto and incorporated herein by reference.
- C. The Restated Certificate in the form attached hereto as Annex A has been duly adopted, executed and filed in accordance with the provisions of Section 18-208 of the DLCA.

IN WITNESS WHEREOF, the undersigned has duly executed this Amended and Restated Certificate of Formation on behalf of the Company as of May 16, 2018.

By: 
Brandon Carr-Montano
Authorized Person.

State of Delaware
Secretary of State
Division of Corporations
Delivered 01:02 PM 05/18/2018
FILED 01:02 PM 05/18/2018
SR 20183976955 -- File Number 6876232

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ANNEX A
**AMENDED AND RESTATED
CERTIFICATE OF FORMATION
OF**

CLEVER TRAINING OPERATING CO, LLC

FIRST: The name of the limited liability company (the "Company") is:

Clever Training Operating Co, LLC

SECOND: The address of the registered office in the State of Delaware is located at 1013 Centre Road, Suite 403-B, in the City of Wilmington, County of New Castle, Zip Code 19805. The name of the Registered Agent at such address upon whom process against this Company may be served is Vcorp Services, LLC.

THIRD: Notice is hereby given that, pursuant to Section 18-215(b) of the Delaware Limited Liability Company Act, the Company has or may establish one or more designated series and that the debts, liabilities, obligations and expenses incurred, contracted for or otherwise existing with respect to a particular series of the Company shall be enforceable against the assets of such series only and not against the assets of the Company generally or any other series thereof, and, unless otherwise provided in the limited liability company agreement of the Company, none of the debts, liabilities, obligations and expenses incurred, contracted for or otherwise existing with respect to the Company generally or any other series thereof shall be enforceable against the assets of such series.

FOURTH: The series established by the Company may be referred to as Clever Training Operating Co, LLC Protected Series A; Clever Training Operating Co, LLC Protected Series B; etc., or any other method that reasonably describes the particular series relevant to an intended transaction.

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Delaware

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I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "CLEVER TRAINING OPERATING CO, 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 EIGHTEENTH DAY OF MAY, A.D. 2018.

AND I DO HEREBY FURTHER CERTIFY THAT THE AFORESAID "CLEVER TRAINING OPERATING CO, LLC" IS A SERIES LIMITED LIABILITY COMPANY.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "CLEVER TRAINING OPERATING CO, LLC" WAS FORMED ON THE EIGHTH DAY OF MAY, A.D. 2018.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE BEEN ASSESSED TO DATE.

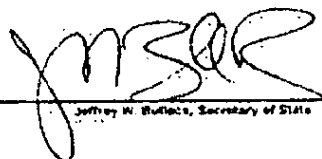
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You may verify this certificate online at corp.delaware.gov/authver.shtml


Jeffrey W. Bullock, Secretary of State

Authentication: 202725206

Date: 05-18-18

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