

M200000069750

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

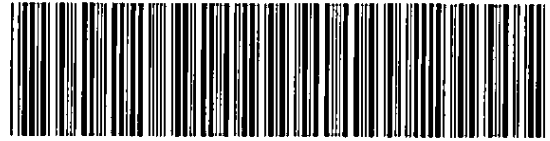
(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

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800370281668

FILED

2021 AUG -9 AM 8:55

SECRETARY OF STATE  
TALLAHASSEE, FL

RECEIVED

2021 AUG -9 PM 4:16

CLERK OF SUPERIOR COURT  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

CORPORATION SERVICE COMPANY  
1201 Hays Street  
Tallahassee, FL 32301  
Phone: 850-558-1500

ACCOUNT NO. : I20000000195

REFERENCE : 948315 4332362

AUTHORIZATION :

COST LIMIT : \$25.00



ORDER DATE : August 6, 2021

ORDER TIME : 2:49 PM

ORDER NO. : 948315-010

CUSTOMER NO: 4332362

FOREIGN FILINGS

NAME: PHANTOM EFX, LLC

☐ CORPORATE  
☐ LIMITED PARTNERSHIP  
☒ LIMITED LIABILITY COMPANY

XXXX AMENDMENT

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

☐ CERTIFIED COPY  
☒ PLAIN STAMPED COPY  
☐ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Alexxis Weiland -- EXT# 61592

EXAMINER: \_\_\_\_\_

**APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY TO FILE  
AMENDMENT TO CERTIFICATE OF AUTHORITY TO TRANSACT  
BUSINESS IN FLORIDA**

**SECTION I (1-4 must be completed)**

1. Name of limited liability Company as it appears on the records of the Florida Department of

State: Phantom EFX, LLC

Enter new principal office address, if applicable: \_\_\_\_\_

(Principal office address  
MUST BE A STREET ADDRESS)

Enter new mailing address, if applicable: \_\_\_\_\_

(Mailing address  
MAY BE A POST OFFICE BOX)

2. The Florida document number of this limited liability company is: M20000009750

3. Jurisdiction of its organization: Nevada

4. Date authorized to do business in Florida: October 29, 2020

**SECTION II (5-9 complete only the applicable changes)**

5. New name of the limited liability company: SciPlay Games, LLC  
(must contain "Limited Liability Company," "L.L.C.," or "LLC.")

(If name unavailable, enter alternate name adopted for the purpose of transacting business in Florida and attach a copy of the written consent of the managers or managing members adopting the alternate name. The alternate name must contain "Limited Liability Company," "L.L.C.," or "LLC.")

6. If amending the registered agent and/or registered officer address on our records, enter the name of the new registered agent and/or the new registered office address here:

Name of New Registered Agent: \_\_\_\_\_

New Registered Office Address: \_\_\_\_\_

Enter Florida Street Address

Florida

City

Zip Code

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

*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 as provided for in Chapter 605, F.S. Or, if this document is being filed to merely reflect a change in the registered office address, I hereby confirm that the limited liability company has been notified in writing of this change.*

If Changing Registered Agent, Signature of New Registered Agent

FILED  
2021 AUG -9 AM 8:55  
SECRETARY OF STATE  
TALLAHASSEE, FL

7. If the amendment changes the jurisdiction of organization, indicate new jurisdiction:

8. If the amendment changes person, title or capacity in accordance with 605.0902 (1)(e), 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"/> Remove
_____	_____	_____	<input type="checkbox"/> Add
_____	_____	_____	<input type="checkbox"/> Remove

9. Attached is a certificate, if required: no more than 90 days old, evidencing the aforementioned amendment(s), duly authenticated by the official having custody of records in the jurisdiction under the law of which this entity is organized.

\_\_\_\_\_  
Signature of the authorized representative

Michael C. Eklund, Secretary

\_\_\_\_\_  
Typed or printed name of signee

Filing Fee: \$25.00

**BARBARA K. CEGAVSKE**  
*Secretary of State*

**KIMBERLEY PERONDI**  
*Deputy Secretary for  
Commercial Recordings*

**STATE OF NEVADA**



**OFFICE OF THE  
SECRETARY OF STATE**

*Commercial Recordings Division  
202 N. Carson Street  
Carson City, NV 89701  
Telephone (775) 684-5708  
Fax (775) 684-7138  
  
North Las Vegas City Hall  
2250 Las Vegas Blvd North, Suite 400  
North Las Vegas, NV 89030  
Telephone (702) 486-2880  
Fax (702) 486-2888*

**Certified Copy**

07/06/2021 06:50:21 AM

**Work Order** W2021070600043 - 1438058  
**Number:**  
**Reference Number:** 20211582477  
**Through Date:** 07/06/2021 06:50:21 AM  
**Corporate Name:** SciPlay Games, LLC

The undersigned filing officer hereby certifies that the attached copies are true and exact copies of all requested statements and related subsequent documentation filed with the Secretary of State's Office, Commercial Recordings Division listed on the attached report.

Document Number	Description	Number of Pages
20211488566	Articles of Merger - 05/27/2021	4



Certified By: Electronically Certified  
Certificate Number: B202107061806420  
You may verify this certificate  
online at <http://www.nvsos.gov>

Respectfully,

A handwritten signature in cursive script that reads "Barbara K. Cegavske".

BARBARA K. CEGAVSKE  
Nevada Secretary of State



BARBARA K. CEGAVSKE  
Secretary of State  
202 North Carson Street  
Carson City, Nevada 89701-4201  
(775) 684-5708  
Website: [www.nvsos.gov](http://www.nvsos.gov)  
[www.nvsilverflume.gov](http://www.nvsilverflume.gov)

Filed in the Office of <i>Barbara K. Cegavske</i> Secretary of State State Of Nevada	Business Number E0581872018-9 Filing Number 20211488566 Filed On 5/27/2021 12:29:00 PM Number of Pages 4
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ABOVE SPACE IS FOR OFFICE USE ONLY

## Articles of Conversion/Exchange/Merger

### NRS 92A.200 and 92A.205

This filing completes the following: ☐ Conversion ☐ Exchange ☒ Merger

TYPE OR PRINT - USE DARK INK ONLY - DO NOT HIGHLIGHT

**1. Entity Information:**  
(Constituent, Acquired  
or Merging)

Entity Name:

SciPlay Holding Company, LLC

Jurisdiction: Nevada

Entity Type\*: Limited Liability Company

*If more than one entity being acquired or merging please attach additional page.*

**2. Entity Information:**  
(Resulting, Acquiring  
or Surviving)

Entity Name:

Phantom EFX, LLC

Jurisdiction: Nevada

Entity Type\*: Limited Liability Company

**3. Plan of Conversion,  
Exchange or Merger:**  
(select one box)

- ☐ The entire plan of conversion, exchange or merger is attached to these articles.
- ☒ The complete executed plan of conversion is on file at the registered office or principal place of business of the resulting entity. The entire plan of exchange or merger is on file at the registered office of the acquiring corporation, limited-liability company or business trust, or at the records office address if a limited partnership, or other place of business of the acquiring entity (NRS 92A.200).
- ☐ The complete executed plan of conversion for the resulting domestic limited partnership is on file at the records office required by NRS 88.330. (Conversion only)

**4. Approval:**  
(If more than one entity  
being acquired or  
merging please attach  
additional approval  
page.)

**Exchange/Merger:**

Owner's approval (NRS 92A.200) (options a, b or c must be used for each entity)

- ☐ A. Owner's approval was not required from the:
- ☐ Acquired/merging
  - ☐ Acquiring/surviving
- ☒ B. The plan was approved by the required consent of the owners of:
- ☐ Acquired/merging
  - ☒ Acquiring/surviving
- ☐ C. Approval of plan of exchange/merger for Nevada non-profit corporation (NRS 92A.160):
- Non-profit Corporations only: The plan of exchange/merger has been approved by the directors of the corporation and by each public officer or other person whose approval of the plan of merger is required by the articles of incorporation of the domestic corporation.
- ☐ Acquired/merging
  - ☐ Acquiring/surviving

SciPlay Holding Company, LLC

Name of acquired/merging entity

Phantom EFX, LLC

Name of acquiring/surviving entity

**5. Effective Date and  
Time: (Optional)**

Date: 05/31/2021

Time:

(must not be later than 90 days after the certificate is filed)



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Secretary of State  
202 North Carson Street  
Carson City, Nevada 89701-4201  
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### NRS 92A.200 and 92A.205

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TYPE OR PRINT - USE DARK INK ONLY - DO NOT HIGHLIGHT

#### 4. Approval

##### Continued:

(If more than one entity being acquired or merging please attach additional approval page.)

##### Exchange/Merger:

Owner's approval (NRS 92A.200) (options a, b or c must be used for each entity)

- ☐ A. Owner's approval was not required from the:
- ☐ Acquired/merging
  - ☐ Acquiring/surviving
- ☒ B. The plan was approved by the required consent of the owners of:
- ☒ Acquired/merging
  - ☐ Acquiring/surviving
- ☐ C. Approval of plan of exchange for Nevada non-profit corporation (NRS 92A.160):
- Non-profit Corporations only: The plan of exchange/merger has been approved by the directors of the corporation and by each public officer or other person whose approval of the plan of merger is required by the articles of incorporation of the domestic corporation.
- ☐ Acquired/merging
  - ☐ Acquiring/surviving

SciPlay Holding Company, LLC

Name of acquired/merging entity

Phantom EFX, LLC

Name of acquiring/surviving entity

#### 4. Approval

##### Continued:

(If more than one entity being acquired or merging please attach additional approval page.)

##### Exchange/Merger:

Owner's approval (NRS 92A.200) (options a, b or c must be used for each entity)

- ☐ A. Owner's approval was not required from the:
- ☐ Acquired/merging
  - ☐ Acquiring/surviving
- ☐ B. The plan was approved by the required consent of the owners of:
- ☐ Acquired/merging
  - ☐ Acquiring/surviving
- ☐ C. Approval of plan of exchange for Nevada non-profit corporation (NRS 92A.160):
- Non-profit Corporations only: The plan of exchange/merger has been approved by the directors of the corporation and by each public officer or other person whose approval of the plan of merger is required by the articles of incorporation of the domestic corporation.
- ☐ Acquired/merging
  - ☐ Acquiring/surviving

Name of acquired/merging entity

Name of acquiring/surviving entity



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## Articles of Conversion/Exchange/Merger

NRS 92A.200 and 91A.205

**6. Forwarding  
Address for Service  
of Process:**  
(Conversion and Mergers  
only, if resulting/surviving  
entity is foreign)

Name		Country	
Care of:			
Address		City	State Zip/Postal Code

**7. Amendment, if any,  
to the articles or  
certificate of the  
surviving entity. (NRS  
92A.200):**  
(Merger only) \*\*

Article 1 of the Articles of Organization of the Surviving Entity is hereby amended to read as follows:

"The name of the limited liability company is SciPlay Games, LLC."

\*\* Amended and restated articles may be attached as an exhibit or integrated into the articles of merger. Please entitle them "Restated" or "Amended and Restated," accordingly. The form to accompany restated articles prescribed by the secretary of state must accompany the amended and/or restated articles. Pursuant to NRS 92A.180 (merger of subsidiary into parent - Nevada parent owning 90% or more of subsidiary), the articles of merger may not contain amendments to the constituent documents of the surviving entity except that the name of the surviving entity may be changed.

**8. Declaration:**  
(Exchange and  
Merger only)

**Exchange:**

☐ The undersigned declares that a plan of exchange has been adopted by each constituent entity (NRS 92A.200).

**Merger: (Select one box)**

☒ The undersigned declares that a plan of merger has been adopted by each constituent entity (NRS 92A.200).

☐ The undersigned declares that a plan of merger has been adopted by the parent domestic entity (NRS 92A.180).

**9. Signature  
Statement: (Required)**

☐ **Conversion:**

A plan of conversion has been adopted by the constituent entity in compliance with the law of the jurisdiction governing the constituent entity.

Signatures - must be signed by:

1. If constituent entity is a Nevada entity: an officer of each Nevada corporation; all general partners of each Nevada limited partnership or limited-liability limited partnership; a manager of each Nevada limited-liability company with managers or one member if there are no managers; a trustee of each Nevada business trust; a managing partner of a Nevada limited-liability partnership (a.k.a. general partnership governed by NRS chapter 87).

2. If constituent entity is a foreign entity: must be signed by the constituent entity in the manner provided by the law governing it.

Name of constituent entity





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## Articles of Conversion/Exchange/Merger

### NRS 92A.200 and 91A.205

9. Signature  
Statement  
Continued: (Required)

☐ **Exchange:**

Signatures - Must be signed by: An officer of each Nevada corporation; All general partners of each Nevada limited partnership; All general partners of each Nevada limited-liability limited partnership; A manager of each Nevada limited-liability company with managers or a member if there are no Managers; A trustee of each Nevada business trust (NRS 92A.230)

Unless otherwise provided in the certificate of trust or governing instrument of a business trust, an exchange must be approved by all the trustees and beneficial owners of each business trust that is a constituent entity in the exchange.

The articles of exchange must be signed by each foreign constituent entity in the manner provided by the law governing it (NRS 92A.230). Additional signature blocks may be added to this page or as an attachment, as needed.

☒ **Merger:**

Signatures - Must be signed by: An officer of each Nevada corporation; All general partners of each Nevada limited partnership; All general partners of each Nevada limited-liability limited partnership; A manager of each Nevada limited-liability company with managers or one member if there are no managers; A trustee of each Nevada business trust (NRS 92A.230).

The articles of merger must be signed by each foreign constituent entity in the manner provided by the law governing it (NRS 92A.230). Additional signature blocks may be added to this page or as an attachment, as needed.

10. Signature(s):  
(Required)

SciPlay Holding Company, LLC

Name of acquired/merging entity

X

Signature (Exchange/Merger)

Chief Financial Officer 05/27/2021

Title

Date

If more than one entity being acquired or merging please attach additional page of information and signatures.

Phantom EFX, LLC

Name of acquiring/surviving entity

X

Signature (Exchange/Merger)

Chief Financial Officer 05/27/2021

Title

Date

X

Signature of Constituent Entity (Conversion)

Title

Date

Please include any required or optional information in space below:  
(attach additional page(s) if necessary)