

**S&DC-S/N** **Statement and Designation by Foreign Corporation**

To qualify a corporation from another state or country to transact intrastate business in California, fill out this form, and submit for filing along with:

- A **\$100** filing fee (for a foreign stock corporation) or **\$30** filing fee (for a foreign nonprofit corporation), and
- A certificate of good standing, issued within the last six (6) months by the agency where the corporation was formed. **Note:** If the corporation is a nonprofit, the certificate of good standing also must indicate the corporation is a nonprofit or nonstock corporation.
- A separate, non-refundable **\$15** service fee also must be included, if you **drop off** the completed form.

**Important!** Corporations in California may have to pay a minimum \$800 yearly tax to the California Franchise Tax Board. For more information, go to <https://www.ftb.ca.gov>.

**FILED**  
 Secretary of State  
 State of California  
 1pc MAY 02 2014

This Space For Office Use Only

For questions about this form, go to [www.sos.ca.gov/business/be/filing-tips.htm](http://www.sos.ca.gov/business/be/filing-tips.htm).

**Corporate Name** (List the exact name of the corporation, as shown in the certificate of good standing. If the name of the corporation is not available for use in the State of California, the corporation must qualify under an assumed name. E.g., "[list the exact name] which will do business in California as [list the proposed assumed name].") For general corporate name requirements and restrictions in California, go to [www.sos.ca.gov/business/be/name-availability.htm](http://www.sos.ca.gov/business/be/name-availability.htm).)

① adjust Inc.

**Corporate History**

② State or foreign country where this corporation was formed: DE *which will do*

**Service of Process** (List a California resident or an active 1505 corporation in California that agrees to be your agent to accept service of process in case your corporation is sued. You may list any adult who lives in California. You may **not** list your own corporation as the agent. **Do not** list an address if the agent is a 1505 corporation as the address for service of process is already on file.)

③ a. CORPORATION Service Company doing business in California  
 Agent's Name as CSB - lawyers incorporating Service  
 CA

b. \_\_\_\_\_  
 Agent's Street Address (if agent is **not** a corporation) - Do not list a P.O. Box City (no abbreviations) State Zip

The corporation named in Item 1 above irrevocably consents to service of process directed to it upon the agent designated above, and to service of process on the California Secretary of State if that agent or that agent's successor is no longer authorized to act or cannot be found at the address given.

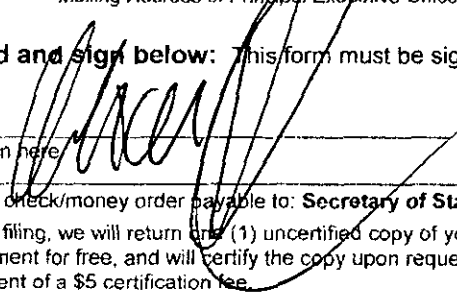
**Corporate Addresses**

④ a. 25 Taylor Street, San Francisco, CA, 94102  
 Street Address of Principal Executive Office - Do not list a P.O. Box City (no abbreviations) State Zip

b. \_\_\_\_\_  
 Street Address of Principal Office in California, if any - Do not list a P.O. Box City (no abbreviations) State Zip

c. \_\_\_\_\_  
 Mailing Address of Principal Executive Office, if different from 4a or 4b City (no abbreviations) State Zip

**Read and sign below:** This form must be signed by an officer of the foreign corporation.

Sign here  Christian Henschel CEO  
 Print your name here Your business title

Make check/money order payable to: <b>Secretary of State</b>	<b>By Mail</b>	<b>Drop-Off</b>
Upon filing, we will return one (1) uncertified copy of your filed document for free, and will certify the copy upon request and payment of a \$5 certification fee.	Secretary of State Business Entities, P.O. Box 944260 Sacramento, CA 94244-2600	Secretary of State 1500 11th Street, 3rd Floor Sacramento, CA 95814

# Delaware

*The First State*


I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "ADJUST INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE SIXTH DAY OF FEBRUARY, A.D. 2014.



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You may verify this certificate online  
at [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)

  
Jeffrey W. Bullock, Secretary of State  
AUTHENTICATION: 1117269

DATE: 02-06-14