

Delaware

Page 1

The First State

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 FORMATION OF "MEMX SUBCO LLC", FILED IN THIS OFFICE ON THE SEVENTH DAY OF MAY, A.D. 2019, AT 2:14 O`CLOCK P.M.




Jeffrey W. Bullock, Secretary of State

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SR# 20193615492

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State of Delaware
Secretary of State
Division of Corporations
Delivered 02:14 PM 05/07/2019
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SR 20193615492 - File Number 7407574

STATE OF DELAWARE
LIMITED LIABILITY COMPANY
CERTIFICATE OF FORMATION
OF
MEMX SUBCO LLC

The undersigned hereby executes this Certificate of Formation of MEMX SubCo LLC (the "Company"), for the purpose of forming a limited liability company pursuant to the Delaware Limited Liability Company Act.

First: The name of the Company is MEMX SubCo LLC.

Second: The address of the registered office of the Company in the State of Delaware is 1209 Orange Street, Corporation Trust Center, Wilmington, Delaware 19801 (New Castle County). The name of its registered agent at such address is The Corporation Trust Company.

IN WITNESS WHEREOF, the undersigned, an authorized person of the Company, has caused this Certificate of Formation to be duly executed as of the 7th day of May, 2019.

By: /s/ Jonathan Kellner
Name: Jonathan Kellner
Title: Authorized Person