

EXHIBIT A

SOUTH DAKOTA CERTIFICATE OF AUTHORITY TO TRANSACT BUSINESS
(Attached)

State of South Dakota



OFFICE OF THE SECRETARY OF STATE

Department of State

United States of America, ☐
Secretary's Office ☐
State of South Dakota ☐

This is to certify that the attached instrument of writing is a true, correct and examined copy of the Certificate of Authority for **X5 OPCO LLC** filed in this office on **FL043431**.



IN TESTIMONY WHEREOF, I have hereunto set my hand and caused to be affixed the Great Seal of the state of South Dakota, in Pierre, the Capitol City, this day October 29, 2015.

Shantel Krebs

Shantel Krebs
Secretary of State

Fees: \$20

State of South Dakota



OFFICE OF THE SECRETARY OF STATE

Certificate of Authority

Foreign LLC

ORGANIZATIONAL ID# FL043431

I, Shantel Krebs, Secretary of State of the State of South Dakota, hereby certify that the Certificate of Authority of

X5 OPCO LLC

duly signed and verified, have been received in this office and are found to conform to law.

ACCORDINGLY, and by virtue of the authority vested in me by law, I hereby issue this Certificate of Authority and attach hereto a duplicate of the Certificate of Authority.



IN TESTIMONY WHEREOF,
I have hereunto set my hand and
affixed the Great Seal of the
State of South Dakota, at Pierre,
the Capital, this 04/24/2015.

Shantel Krebs

Shantel Krebs
Secretary of State

4/26/2015 6:03:33 AM
Change ID: 1245984

Secretary of State Office
500 E Capitol Ave
Pierre, SD 57501
(605)773-4845

**APPLICATION FOR
CERTIFICATE OF AUTHORITY
FOREIGN LIMITED LIABILITY COMPANY**

Please Type or Print Clearly in Ink

Please submit one Original and one Photocopy

FILING FEE: \$750 payable to SECRETARY OF STATE

RECEIVED

APR 24 2015

S.D. SEC. OF STATE

Filed this 24th day of April 2015
Shel Krebs

Telephone # _____
FAX # _____

Application must be accompanied by a one page original certificate of existence issued by the Secretary of State or other official having custody of the organizational records in the state or country under whose law it is organized.

1. The name of the company is X5 OpCo LLC

The name must include limited liability company, limited company or the abbreviation L.L.C., LLC, L.C. or LC. Limited may be abbreviated as Ltd. and company may be abbreviated as Co.

2. The name of the state or country under whose laws it is organized is DELAWARE

3. The period of its duration PERPETUAL

4. The address of its principal office (this is the address of the executive offices of the corporation).

1301 5th Ave, Suite 2301	SEATTLE	WA	98101
Street Address	City	State	ZIP+4

Mailing Address (Optional)	City	State	ZIP+4
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5. The South Dakota Registered Agent name Corporation Service Company

503 South Pierre Street, Pierre, SD 57501			
Street Address or Rural Route Box Number in This State and	City	State	ZIP+4

Mailing Address in This State, if Different from Street Address	City	State	ZIP+4
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When listing a Commercial Registered Agent, please state their CRA #.
This number can be obtained from the Commercial Registered Agent.

CR000003

6. Please check one:

- ☒ The company is member managed.
☐ The company is manager managed.

If this company is manager managed, please state the name and address of each manager.

Manager	Street Address	City	State	ZIP+4
Manager	Street Address	City	State	ZIP+4
Manager	Street Address	City	State	ZIP+4


7. Whether one or more of the members of the company are to be liable for its debts and obligations under a provision similar to SDCL 47-34A-303 (c)

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The application must be signed by a Manager so stated in question number 6 or a Member if the company is member managed.

Dated 4/22/15

By signing this form, you agree to have both the fee and the form processed electronically. A fee of up to \$40 will be assessed for returned payments.


(Signature of an authorized member or manager)

Grey Forrest
(Printed Name)

member
(Title)

Foreign certificate of authority April 2012

Delaware

PAGE 1

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "X5 OPCO 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 TWENTY-THIRD DAY OF APRIL, A.D. 2015.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "X5 OPCO LLC" WAS FORMED ON THE TENTH DAY OF OCTOBER, A.D. 2014.


AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE NOT BEEN ASSESSED TO DATE.

5619562 8300

150555975

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




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 2316890

DATE: 04-23-15



South Dakota Secretary of State
SHANTEL KREBS

Return To: PERSON ENTERPRISES LLC
326 N MADISON AVE
PIERRE, SD 57501

From: Secretary of State Shantel Krebs
Corporations Division

Filing Date: 04/24/2015

Re: X5 OPCO LLC (FL043431)
Certificate of Authority

The documents on behalf of X5 OPCO LLC have been received and filed. Attached is the Certificate along with a receipt for the filing fee of \$800.00. Below is a summary of the transaction.

Remitter	Address	Amount Paid
CORPORATION SERVICE COMPANY	2711 CENTERVILLE RD STE 400 WILMINGTON, DE 19808	\$800.00
Total:		\$800.00

Description	Invoice Date	Qty	Receipt #	Subtotal
Certificate of Authority	04/26/2015	1	296524	\$750.00
Expedited	04/26/2015	1	296524	\$50.00
Refunds	04/26/2015	1	296524	\$.00
Total:				\$800.00