

Delaware

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The First State

I, _____, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THAT "EBSCO INTERNATIONAL, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE NOT HAVING BEEN CANCELLED OR DISSOLVED SO FAR AS THE RECORDS OF THIS OFFICE SHOW AND IS DULY AUTHORIZED TO TRANSACT BUSINESS.

THE FOLLOWING DOCUMENTS HAVE BEEN FILED:

CERTIFICATE OF INCORPORATION, FILED THE NINETEENTH DAY OF JUNE, A.D. 1981, AT 4 O`CLOCK P.M.

CERTIFICATE OF AMENDMENT, CHANGING ITS NAME FROM "ESS OVERSEAS, INC." TO "EBSCO INTERNATIONAL, INC.", FILED THE TWELFTH DAY OF FEBRUARY, A.D. 1992, AT 10 O`CLOCK A.M.

CERTIFICATE OF CHANGE OF REGISTERED AGENT, FILED THE TWENTY-SIXTH DAY OF SEPTEMBER, A.D. 2006, AT 1:43 O`CLOCK P.M.

CERTIFICATE OF CHANGE OF REGISTERED AGENT, FILED THE THIRTIETH DAY OF NOVEMBER, A.D. 2010, AT 4:26 O`CLOCK P.M.

CERTIFICATE OF CHANGE OF REGISTERED AGENT, FILED THE SECOND DAY OF FEBRUARY, A.D. 2015, AT 2:33 O`CLOCK P.M.



916792 8310

SR# 20242362624

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

Authentication: 203540425

Date: 05-23-24

Delaware

The First State

AND I DO HEREBY FURTHER CERTIFY THAT THE AFORESAID
CERTIFICATES ARE THE ONLY CERTIFICATES ON RECORD OF THE
AFORESAID CORPORATION, "EBSCO INTERNATIONAL, INC."

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE
BEEN FILED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "EBSCO
INTERNATIONAL, INC." WAS INCORPORATED ON THE NINETEENTH DAY OF
JUNE, A.D. 1981.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES
HAVE BEEN PAID TO DATE.



916792 8310

SR# 20242362624

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

Authentication: 203540425

Date: 05-23-24

CERTIFICATE OF INCORPORATION

OF

ESS OVERSEAS, INC.

1. The name of the corporation is:

ESS OVERSEAS, INC.

2. The address of its registered office in the State of Delaware is 100 West Tenth Street in the City of Wilmington, County of New Castle. The name of its registered agent at such address is The Corporation Trust Company.

3. The nature of the business or purposes to be conducted or promoted is to engage in any lawful act or activity for which corporations may be organized under the General Corporation Law of Delaware.

4. The total number of shares of stock which the corporation shall have authority to issue is One Hundred (100) and the par value of each of such shares is Ten Dollars (\$10.00) amounting in the aggregate to One Thousand Dollars (\$1,000.00).

5. The board of directors is authorized to make, alter or repeal the by-laws of the corporation. Election of directors need not be by ballot.

6. The name and mailing address of the incorporator is:

**100 West Tenth Street
Wilmington, Delaware 19801**

I, THE UNDERSIGNED, being the incorporator hereinbefore named, for the purpose of forming a corporation pursuant to the General Corporation Law of Delaware, do make this certificate, hereby declaring and certifying that this is my act and deed and the facts herein stated are true, and accordingly have hereunto set my hand this 19th day of June, 1981.

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CERTIFICATE OF AMENDMENT
OF
CERTIFICATE OF INCORPORATION
OF
ESS OVERSEAS, INC.

In accordance with the provisions of Sections 103 and 242 of the General Corporation Law of the State of Delaware, ESS Overseas, Inc., a corporation organized and existing under the laws of the State of Delaware, does hereby certify as follows:

1. That the board of directors of said corporation, by the unanimous written consent of its members, adopted a resolution proposing and declaring advisable the following amendment to the Certificate of Incorporation of said corporation.

RESOLVED, that the Certificate of Incorporation of ESS Overseas, Inc., as heretofore filed shall, upon the filing and recording of this Certificate of Amendment, be amended by amending Article I to read as follows:

"1. The name of the corporation is EBSCO International, Inc."

2. That in lieu of a meeting and vote of stockholders, the stockholders have given unanimous consent to said amendment in accordance with the provisions of Section 228 of the General Corporation Law of the State of Delaware.

3. That such amendment has been duly adopted in accordance with the provisions of Section 242 and 228 of the General Corporation Law of the State of Delaware.

IN WITNESS WHEREOF, said ESS Overseas, Inc. has caused this certificate to be signed by _____, its Chairman of the Board of Directors, its corporate seal hereunto affixed, and attested by _____, its Secretary, as of the 31st day of January, 1992.

ESS OVERSEAS. INC.

By _____

Its Chairman of the Board of Directors

ATTEST:

By _____

Its Secretary

**CERTIFICATE OF CHANGE OF LOCATION OF REGISTERED OFFICE
AND OF REGISTERED AGENT
OF
EBSCO INTERNATIONAL, INC.**

It is hereby certified that:

1. The name of the corporation (hereinafter called the "corporation") is:

EBSCO INTERNATIONAL, INC.

2. The registered office of the corporation within the State of Delaware is hereby changed to 2711 Centerville Road, Suite 400, City of Wilmington 19808, County of New Castle.

3. The registered agent of the corporation within the State of Delaware is hereby changed to Corporation Service Company, the business office of which is identical with the registered office of the corporation as hereby changed.

4. The corporation has authorized the changes hereinbefore set forth by resolution of its Board of Directors.

Signed on 20 Sept, 2006

Title: Vice President

**STATE OF DELAWARE
CERTIFICATE OF CHANGE
OF REGISTERED AGENT AND/OR
REGISTERED OFFICE**

The Board of Directors of EBSCO International, Inc.,
a Delaware Corporation, on this 23rd day of
November, A.D. 2010, do hereby resolve and order that the
location of the Registered Office of this Corporation within this State be, and the
same hereby is 160 Greentree Drive, Suite 101
Street, in the City of Dover,
County of Kent Zip Code 19904.

The name of the Registered Agent therein and in charge thereof upon whom
process against this Corporation may be served, is National Registered Agents, Inc.

The Corporation does hereby certify that the foregoing is a true copy of a
resolution adopted by the Board of Directors at a meeting held as herein stated.

IN WITNESS WHEREOF, said Corporation has caused this certificate to be
signed by an authorized officer, the 23rd day of November,
A.D., 2010.

By: _____
Authorized Officer

Name: _____
Print or Type

Title: Asst. Secretary

STATE OF DELAWARE
CERTIFICATE OF CHANGE OF REGISTERED AGENT
AND/OR REGISTERED OFFICE

The corporation organized and existing under the General Corporation Law of the State of Delaware, hereby certifies as follows:

1. The name of the corporation is EBSCO INTERNATIONAL, INC.
2. The Registered Office of the corporation in the State of Delaware is changed to 2711 Centerville Road, Suite 400
(street), in the City of Wilmington, DE
County of New Castle Zip Code 19808. The name of the
Registered Agent at such address upon whom process against this Corporation may be
served is Corporation Service Company
3. The foregoing change to the registered office/agent was adopted by a resolution of
the Board of Directors of the corporation.

By: _____
Authorized Officer

Name: _____
Print or Type