

Delaware

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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 "DW SEF LLC", FILED IN THIS OFFICE ON THE SEVENTEENTH DAY OF JUNE, A.D. 2013, AT 5:06 O'CLOCK P.M.

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Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 0518409

DATE: 06-17-13

CERTIFICATE OF FORMATION

OF

DW SEF LLC

This Certificate of Formation is being executed as of June 17, 2013, for the purpose of forming a limited liability company pursuant to the Delaware Limited Liability Company Act 6 Del. C. § 18-101 *et seq.*

The undersigned being duly authorized to execute and file this Certificate does hereby certify as follows:

1. Name. The name of the limited liability company is DW SEF LLC (the “Company”).

2. Registered Office and Registered Agent. The Company’s registered office in the State of Delaware is located at 2711 Centerville Road, Suite 400, Wilmington, New Castle County, Delaware 19808. The registered agent of the Company for service of process at such address is Corporation Service Company.

3. Authorized Person. The name and address of the authorized person is Richard Goldstein, Fried, Frank, Harris, Shriver & Jacobson LLP, One New York Plaza, New York, New York 10004. The powers of the authorized person shall terminate upon the filing of this Certificate of Formation.

IN WITNESS WHEREOF, the undersigned has duly executed this Certificate of Formation as of the day and year first above written.

/s/ Richard Goldstein
Richard Goldstein
Authorized Person