

EXHIBIT A -- CERTIFICATE OF FORMATION

CERTIFICATE OF FORMATION

OF

X5 OPCO LLC

This Certificate of Formation of X5 OpCo LLC (the "Company"), dated October 10, 2014, is being duly executed and filed by Margaret J. Forristall, as an authorized person, to form a limited liability company under the Delaware Limited Liability Company Act (6 Del. C. § 18-101, et seq.).

First. The name of the limited liability company formed hereby is X5 OpCo LLC.

Second. The address of the registered office of the Company in the State of Delaware is Corporation Service Company, 2711 Centerville Road, Suite 400, Wilmington, DE 19808.

Third. The name and address of the registered agent for service of process on the Company in the State of Delaware is Corporation Service Company, 2711 Centerville Road, Suite 400, Wilmington, DE 19808.

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Formation as of the date first written above.


Margaret J. Forristall, Authorized Person

Delaware

The First State

Page 1

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 AMENDMENT OF "X5 OPCO LLC", CHANGING
ITS NAME FROM "X5 OPCO LLC" TO "MAGNA5 LLC", FILED IN THIS
OFFICE ON THE TWELFTH DAY OF SEPTEMBER, A.D. 2016, AT 1:15
O'CLOCK P.M.



5619562 8100
SR# 20165740245

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

A handwritten signature in black ink, appearing to read "JB", is written over a horizontal line. Below the line, the text "Jeffrey W. Bullock, Secretary of State" is printed.

Jeffrey W. Bullock, Secretary of State

Authentication: 202974662
Date: 09-12-16

STATE OF DELAWARE
CERTIFICATE OF AMENDMENT

1. Name of Limited Liability Company: X5 OpCo LLC
2. The Certificate of Formation of the limited liability company is hereby amended as follows:

Article 1 of the Certificate of Formation is hereby amended and restated in its entirety to read as follows:

"1. The name of the limited liability company is Magna5 LLC."

IN WITNESS WHEREOF, the undersigned have executed this Certificate on the 11th day of September, A.D. 2016.

By: 
Authorized Person(s)

Name: John London

Print or Type

Delaware

The First State

Page 1

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "MAGNA5 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 EIGHTEENTH DAY OF DECEMBER, A.D. 2020.

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



5619562 8300

SR# 20208695950

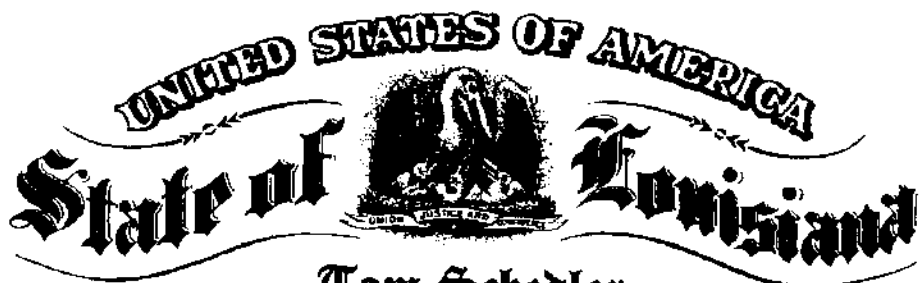
You may verify this certificate online at corp.delaware.gov/authver.shtml

A handwritten signature in black ink, appearing to read "JB", is written over a horizontal line. Below the line, the text "Jeffrey W. Bullock, Secretary of State" is printed.

Authentication: 204362743

Date: 12-18-20

EXHIBIT B -- FOREIGN CORPORATION AUTHORIZATION



Tom Schedler
SECRETARY OF STATE

As Secretary of State of the State of Louisiana I do hereby Certify that

the Application Form for Certificate of Authority of

MAGNAS LLC

Domiciled at WILMINGTON, DELAWARE,

Was filed and recorded in this Office on October 03, 2016.

Thus authorizing the limited liability company to exercise the same rights and privileges accorded similar domestic limited liability companies, subject to the provisions of R. S. Title 12, Chapter 22, Part VIII.

In testimony whereof, I have hereunto set my hand and caused the Seal of my Office to be affixed at the City of Baton Rouge on,

October 4, 2016

Secretary of State

CL 42411273Q



Certificate ID: 10754172#AEG62

To validate this certificate, visit the following web site, go to **Business Services**, **Search for Louisiana Business Filings**, **Validate a Certificate**, then follow the instructions displayed.
www.sos.la.gov

Tom Schedler
SECRETARY OF STATE

October 4, 2016

State of Louisiana
Secretary of State



COMMERCIAL DIVISION
225.925.4704

Administrative Services
225.932.5317 Fax
Corporations
225.932.5314 Fax
Uniform Commercial Code
225.932.5318 Fax

The attached document of MAGNAS LLC was received and filed on October 3, 2016.

CL42411273Q