

Page 1

Delaware 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 INCORPORATION OF "CSC IPM

ACQUISITION, INC.", FILED IN THIS OFFICE ON THE THIRTEENTH DAY

OF JUNE, A.D. 2018, AT 9:15 O'CLOCK P.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.

A CONTRACTOR OF THE PARTY OF TH

6931015 8100 SR# 20185140622

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

Jeffrey W. Bullock, Secretary of State

Authentication: 202881481

Date: 06-14-18

State of Delaware
Secretary of State
Division of Corporations
Delivered 09:15 PM 06/13/2018
FILED 09:15 PM 06/13/2018
SR 20185140622 - File Number 6931015

CERTIFICATE OF INCORPORATION

OF

CSC IPM ACQUISITION, INC.

- 1. Name. The name of the Corporation is CSC IPM Acquisition, Inc.
- 2. <u>Registered Office and Agent.</u> The address of the Corporation's registered office in the State of Delaware is The Corporation Trust Company, Corporation Trust Center, 1209 Orange Street, Wilmington, New Castle County, DE 19801. The name of the Corporation's registered agent at such address is The Corporation Trust Company.
- 3. <u>Purpose</u>. The purposes for which the Corporation is formed are to engage in any lawful act or activity for which corporations may be organized under the General Corporation Law of Delaware and to possess and exercise all of the powers and privileges granted by such law and any other law of Delaware.
- 4. <u>Authorized Capital</u>. The aggregate number of shares of stock which the Corporation shall have authority to issue is One Hundred (100) shares, all of which are of one class and are designated as Common Stock and each of which has a par value of \$0.01.
- 5. <u>Incorporator</u>. The name and mailing address of the incorporator are James C. Davis, Dechert LLP, 1095 Avenue of the Americas, New York, NY 10036.
- 6. <u>Bylaws</u>. The board of directors of the Corporation is authorized to adopt, amend or repeal the bylaws of the Corporation, except as otherwise specifically provided therein.
- 7. <u>Elections of Directors</u>. Elections of directors need not be by written ballot unless the bylaws of the Corporation shall so provide.
- 8. <u>Right to Amend.</u> The Corporation reserves the right to amend any provision contained in this Certificate as the same may from time to time be in effect in the manner now or hereafter prescribed by law, and all rights conferred on stockholders or others hereunder are subject to such reservation.
- 9. <u>Limitation on Liability</u>. Subject to the indemnification provisions in the bylaws of the Corporation, the directors of the Corporation shall be entitled to the benefits of all limitations on the liability of directors generally that are now or hereafter become available under the General Corporation Law of Delaware. Without limiting the generality of the foregoing, no director of the Corporation shall be liable to the Corporation or its stockholders for monetary damages for breach of fiduciary duty as a director, except for liability (i) for any breach of the director's duty of loyalty to the Corporation or its stockholders, (ii) for acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law, (iii) under

Section 174 of the Delaware General Corporation Law, or (iv) for any transaction from which the director derived an improper personal benefit. Any repeal or modification of this Section 9 shall be prospective only, and shall not affect, to the detriment of any director, any limitation on the personal liability of a director of the Corporation existing at the time of such repeal or modification.

10. <u>Business Combinations with Interested Stockholders.</u> The Corporation elects not to be governed by Section 203 of the Delaware General Corporation Law.

Dated: June 13, 2018

/s/ James C. Davis

James C. Davis, Incorporator