

Filing Fee: \$50.00

ID Number: 795340



STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

Office of the Secretary of State
Corporations Division
148 W. River Street
Providence, Rhode Island 02904-2615

BUSINESS CORPORATION

CERTIFICATE OF CORRECTION

RECEIVED
SECRETARY OF STATE
CORPORATIONS DIV
2014 OCT 23 PM 3:16

Pursuant to the provisions of Section 7-1.2-105 of the General Laws of Rhode Island, 1956, as amended, the undersigned corporation hereby submits the following Certificate of Correction:

1. The name of the corporation is:
Teespring, Inc.
2. The document to be corrected is Certificate of Conversion to a Non-Rhode Island Entity
3. The document being corrected was originally filed on November 21, 2013
4. Specify the inaccurate record of the corporate action or the defective or erroneous execution, seal or acknowledgement:
the Certificate of Conversion is an inaccurate record of the corporate action therein referred to
because the conversion was approved by only a majority of the shareholders of the corporation
on November 20, 2013, and, therefore, was not duly approved as required under Section 7-1.2-1008
of the General Laws of Rhode Island, 1956, as amended, which provides that a conversion
must be approved by unanimous consent of the shareholders.
5. The corrected portion of the document states as follows:
the attached Certificate of Conversion is identical to the form filed with the Rhode Island Secretary of State
on November 20, 2013 (but for the signatures and date); however, the statement set forth in Section 1(e)
is now true and correct because the conversion has since been approved by unanimous consent of the
shareholders as required under Section 7-1.2-1008 of the General Laws of Rhode Island, 1956, as amended.
6. The document attached to this certificate is the corrected document.
7. This Certificate of Correction shall be effective upon filing unless a specified date is provided which shall be no later than the 90th day after the date of this filing _____

Under penalty of perjury, I declare and affirm that I have examined this Certificate of Correction, including any accompanying attachments, and that all statements contained herein are true and correct.

Date: October 23, 2014

Signature of Authorized Officer of the Corporation

Walker Williams, President

Type or Print Name of Authorized Officer

FILED

OCT 23 2014

By

234983

A.A. 3:46 p.m.

Filing Fee: \$50.00

ID # 795340



STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

Office of the Secretary of State
Division of Business Services
148 W. River Street
Providence, Rhode Island 02904-2615

CERTIFICATE OF CONVERSION TO A NON-RHODE ISLAND ENTITY

Teespring, Inc.

(Insert full name of the entity following the conversion)

SECTION I: TO BE COMPLETED BY ALL CONVERTING ENTITIES

Pursuant to the applicable provisions of the Rhode Island General Laws, 1956, as amended, the undersigned (*check one box only*):

☐ Limited Liability Company or ☒ Business Corporation

submits the following Certificate of Conversion for the purpose of converting to a non-Rhode Island Entity (*check one box only*):

☐ "Other entity" or ☒ Business Corporation or ☐ Sole Proprietorship or
☐ Partnership (General, Limited, or Limited Liability Partnership) or ☐ Limited Liability Company

a. The name of the converting entity filing this Certificate of Conversion is:
Teespring, Inc.

If the entity's name has been changed, the name under which it was originally organized:
Originally organized as WBEA, LLC

b. The date on which the converting entity was first created, formed, or otherwise came into being is:
Originally organized as WBEA, LLC on 07/28/2011

c. The jurisdiction to which the entity is converting is: Delaware

d. The name of the entity following the conversion is: Teespring, Inc.

e. This conversion has been approved in the manner provided for in §§ 7-1.2-1008 and 7-16.5.2(e) of the Rhode Island General Laws, 1956, as amended.

f. The converting entity revokes the authority of its registered/resident agent in this state to accept service of process, and consents that service of process in any action, suit, or proceeding based upon any cause of action arising in this state during the time the entity was authorized to transact business in this state may subsequently be made on the entity by service thereof on the Secretary of State of the State of Rhode Island, to which the converting entity irrevocably appoints the Secretary of State as its agent to accept such service of process.

g. The address to which the Secretary of State may mail a copy of any process against the entity that is served on the Secretary of State:
Reavis Cianciolo LLC, 55 Dorrance Street, Suite 200, Providence, RI 02903

h. The future date or time certain of the conversion is: November 22, 2013

FILED

OCT 23 2014
By 243983
A.A.

SECTION II: TO BE COMPLETE BY ALL CONVERTING ENTITIES

Under penalty of perjury, I/we declare and affirm that I/we have examined this Certificate of Conversion, including any accompanying attachments, and that all statements contained herein are true and correct.

Date: October 23, 2014

Print Name of Other Entity

OR

Print Name of Partnership

By: _____
Signature of Authorized Person

By: _____
Signature of Partner

By: _____
Signature of Authorized Person

By: _____
Signature of Partner

By: _____
Signature of Partner

Teespring, Inc.

Print Name of Corporation

OR

Print Name of Sole Proprietorship

By: Walker Williams
Signature of Authorized Person
Walker Williams, President

By: _____
Signature of Sole Proprietor

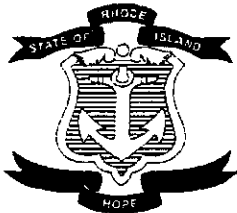
By: Ryan Rotond
Signature of Authorized Person
Ryan Rotond, Secretary

OR

Print Name of Limited Liability Company

By: _____
Signature of Authorized Person

By: _____
Signature of Authorized Person



STATE OF RHODE ISLAND AND
PROVIDENCE PLANTATIONS
DEPARTMENT OF ADMINISTRATION
DIVISION OF TAXATION
ONE CAPITOL HILL
PROVIDENCE, RI 02908

MARCUS HOWELL
55 DORRANCE STREET STE 200
PROVIDENCE, RI 02903

2013 NOV 21 PM 1:12
STATE OF RHODE ISLAND
DIVISION OF TAXATION

LETTER OF GOOD STANDING

It appears from our records that **TEESPRING INC** has filed all the required returns due to be filed and paid all taxes indicated thereon and is in good standing with this Division as of **11/22/2013** regarding any liability under the Rhode Island Business Corporation Tax Law.

This letter is issued pursuant to the request of the above named corporation for the purpose of:

RE-DOMESTICATION

Very truly yours,

David M. Sullivan
Tax Administrator

Steven A. Cobb, Chief Revenue Agent
Office Audit and Discovery

32615514:10450789
DLN: 0205567001