

Delaware

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The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "BERGAMO ACQUISITION CORP." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE FIRST DAY OF MARCH, A.D. 2012.


AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "BERGAMO ACQUISITION CORP." WAS INCORPORATED ON THE TWENTY-FIRST DAY OF APRIL, A.D. 1997.

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

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Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 9402057

DATE: 03-01-12

STATE OF DELAWARE
SECRETARY OF STATE
DIVISION OF CORPORATIONS
FILED 09:00 AM 04/22/1997
971128224 - 2742559

CERTIFICATE OF INCORPORATION
OF
BERGAMO ACQUISITION CORP.

ARTICLE I
Name of Corporation

The name of this corporation is Bergamo Acquisition Corp.

ARTICLE II
Registered Office and Agent

The address of the registered office of the corporation in the State of Delaware is 1013 Centre Road in the City of Wilmington, County of New Castle, and the name of its registered agent at that address is Corporation Service Company.

ARTICLE III
Purpose

The purpose of the corporation is to engage in any lawful act or activity for which corporations may be organized under the General Corporation Law of Delaware.

ARTICLE IV
Authorized Capital Stock

This Corporation is authorized to issue two classes of shares designated respectively "Common Stock" and "Preferred Stock" and referred to herein as Common Stock or Common Shares and Preferred Stock or Preferred Shares, respectively. The total number of shares of Common Stock this Corporation is authorized to issue is 20,000,000 and each such share shall have a par value of \$.001, and the total number of shares of Preferred Stock this corporation is authorized to issue is 10,000,000 and each such share shall have a par value of \$.001. The Preferred Shares may be issued from time to time in one or more series. The Board of Directors is authorized to fix the number of shares of any series of Preferred Shares and to determine the designation of any such series. The Board of Directors is also authorized to determine or alter the rights, preferences, privileges and restrictions granted to or imposed upon any privileges and restrictions granted to or imposed upon any wholly unissued series of Preferred Shares and, within the limits and restrictions stated in any resolution or resolutions of the Board of Directors originally fixing the number of shares constituting any series, to increase or decrease (but not below the number of shares of any such series then outstanding) the number of shares of any series subsequent to the issue of shares of that series.

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ARTICLE V
Incorporator

The incorporator is Danilo Cacciamatta, 19100 Von Karman Avenue, Third Floor, Irvine, California 92612.

ARTICLE VI
Limitation of Director Liability

To the fullest extent permitted by the Delaware General Corporation Law as the same exists or may hereafter be amended, a director of this corporation shall not be liable to the corporation or its stockholders for monetary damages for breach of fiduciary duty as a director.

ARTICLE VII
Perpetual Existence

The corporation is to have perpetual existence.

ARTICLE VIII
Stockholder Meetings

Meetings of stockholders may be held within or without the State of Delaware, as the bylaws may provide. The books of the corporation may be kept (subject to any provision contained in the statutes) outside the State of Delaware at such place or places as may be designated from time to time by the board of directors or in the bylaws of the corporation.

ARTICLE IX
Bylaws

In furtherance and not in limitation of the powers conferred by statute, the board of directors is expressly authorized to make, repeal, alter, amend and rescind the bylaws of this corporation, subject to any limitations expressed in such bylaws.

ARTICLE X
Amendment of Certificate of Incorporation

The corporation reserves the right to amend, alter, change or repeal any provision contained in this Certificate of Incorporation, in the manner now or hereafter prescribed by statute, and all rights conferred on stockholders herein are granted subject to this reservation.

FROM :

06/09/2004 09:00 9497066060

PHONE NO. :

HADDAN & ZEPFEL LLP

Jun. 05 2006 06:17AM P7

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(1)

I, the undersigned, being the sole incorporator hereinbefore named, for the purpose of forming a corporation pursuant to the General Corporation Law of the State of Delaware, do make, file and record this Certificate, hereby declaring and certifying under penalty of perjury that this is my act and deed and the facts herein stated are true, and accordingly have hereunto set my hand.

Dated: April 17, 1997


Danilo Cacciamatta, Incorporator

From: dealroomresults <dealroomresults@cscinfo.com>
To: hillardherzog <hillardherzog@bergamocorp.com>
Subject: Your CSC Order Status Has Changed
Date: Wed, Dec 5, 2012 1:00 pm

Corporation Service Company ®

Hilliard,

This email is to inform you of changes in the status of your current orders with CSC. Only the orders that have changed status are included in this alert. To view the results of all orders and retrieve documents, visit [CSC DealRoom Results](#) or select the Document Id Link below.

Entity/Subject Name	Juris	Service	New Status	Matter#	Order ID	Doc ID
BERGAMO ACQUISITION CORP.	DE - Secretary Of State	Good Standing Certificate	Document Retrieved	Not Provided	443638.5	2975028

CSC DealRoom includes electronic email alerts, electronic delivery of orders placed through CSC, and dashboard management of orders - all fully integrated with CSC's collaboration and document management platform for deal, matter, and closing management.

CSC DealRoom Results provides a new and fully user customizable view of all orders placed with CSC, including:

- electronic images of all order results
- customizable email status alerts
- instant links to your orders grid
- highlights of critical matters that need attention
- fully user customizable grid view of the data important to you
- search, sorting and storage of all order documents and data for six months

You may customize the frequency of these alerts messages, including the ability to select a specific delivery frequency by service offering. Please click on this link to access our [DealRoom Result Delivery Preferences](#).

This message is an alert service only. Please do not reply to this message. If you require assistance with a specific order, please contact your Customer Service Representative.

Thank you for using Corporation Service Company

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