

**Commonwealth of Kentucky**  
**Michael G. Adams, Secretary of State**

P104

0761412  
Michael G. Adams  
KY Secretary of State  
Received and Filed  
9/9/2022 2:08:05 PM  
Fee receipt: \$40.00

Michael G. Adams  
Secretary of State  
P. O. Box 718  
Frankfort, KY 40602-0718  
(502) 564-3490  
<http://www.sos.ky.gov>

**Certificate of Withdrawal**

**WFE**

Pursuant to the provisions of KRS 14A.9-060, the foreign business entity executes the following certificate of withdrawal:

1. The name of the foreign business entity is: **ZOVIO INC**
2. The state or country of formation is Delaware
3. The Secretary of State may forward to the business entity at the following street address any process served on the Secretary of State and commits to notify the Secretary of State of any future changes to this address.  
  
**1811 EAST NORTHROP BLVD., CHANDLER, AZ, 85286**
4. The business entity is not transacting business in the Commonwealth and surrenders its authority to transact business in the Commonwealth.
5. The business entity revokes the authority of its registered agent to accept service of process on its behalf and appoints the Secretary of State as its agent for service of process in any proceeding based on a cause of action arising during the time it was authorized to transact business in the Commonwealth. The business entity shall notify the Secretary of State in the future of any change in its mailing address.

I declare under penalty of perjury under the laws of the state of Kentucky that the foregoing is true and correct.

<b>Signature</b>	Matthew Mitchell
<b>Title</b>	SVP, Secretary & General Counsel
<b>Date</b>	9/9/2022