



COMMONWEALTH OF KENTUCKY
MICHAEL G. ADAMS, SECRETARY OF STATE

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Michael G. Adams
Kentucky Secretary of State
 Received and Filed:
 10/15/2024 2:23 PM
 Fee Receipt: \$90.00

Division of Business Filings

P.O. Box 718
 Frankfort, KY 40602
 (502) 564-3490
www.sos.ky.gov

Certificate of Authority
 (Foreign Business Entity)

FBE

Pursuant to the provisions of KRS 14A – 030 the undersigned hereby applies for authority to transact business in Kentucky on behalf of the entity named below and, for that purpose, submits the following statements:

1. The entity is a:
- | | | | | |
|---------------------|-------------------------------------|----------------------------------|--------------------------|--|
| profit corporation | <input type="checkbox"/> | nonprofit corporation | <input type="checkbox"/> | professional limited liability company |
| business trust | <input checked="" type="checkbox"/> | limited liability company | <input type="checkbox"/> | statutory trust |
| limited partnership | <input type="checkbox"/> | ltd cooperative association | <input type="checkbox"/> | public benefit corporation |
| non-profit llc | <input type="checkbox"/> | professional service corporation | <input type="checkbox"/> | other |

2. The name of the entity is Siena Merger Sub LLC

(The name must be identical to the name on record with the Secretary of State.)

3. The name of the entity to be used in Kentucky is (if applicable):

(Only provide if "real name" is unavailable for use; otherwise, leave blank.)

4. The state or country under whose law the entity is organized is Delaware

5. The date of organization is 8/20/2024 and the period of duration is Perpetual

(If left blank, duration is considered perpetual.)

6. The mailing address of the entity's principal office is

222 Berkeley Street, 5th Floor

Street Address

Boston

City

MA

State

02116

Zip Code

7. The street address of the entity's registered office in Kentucky is

306 W. Main Street, Suite 512

Street Address (No P.O. Box Numbers)

Frankfort

City

KY

State

40601

Zip Code

and the name of the registered agent at that office is C T Corporation System

8. The names and business addresses of the entity's representatives (secretary, officers and directors, managers, trustees or general partners):

Paul Liberman

Name

222 Berkeley Street, 5th Floor

Street or P.O. Box

Boston

City

MA

State

02116

Zip Code

Alan Ellingson

Name

222 Berkeley Street, 5th Floor

Street or P.O. Box

Boston

City

MA

State

02116

Zip Code

Name

Street or P.O. Box

City

State

Zip Code

9. If a professional service corporation, all the individual shareholders, not less than one half (1/2) of the directors, and all of the officers other than the secretary and treasurer are licensed in one or more states or territories of the United States or District of Columbia to render a professional service described in the statement of purposes of the corporation.

10. I certify that, as of the date of filing this application, the above-named entity validly exists under the laws of the jurisdiction of its formation.

11. If a limited partnership, it elects to be a limited liability limited partnership. Check the box if applicable:

12. If a limited liability company, check box if manager-managed: ☒

13. This application will be effective upon filing.

Docusign by:

PAUL LIBERMAN

Paul Liberman, President and CEO

Printed Name & Title

10/11/2024

Date

Signature of Authorized Representative

I, C T Corporation System,

Type/Print Name of Registered Agent

consent to serve as the registered agent on behalf of the business entity.

By: C T Corporation System

Signature of Registered Agent

Madonna Cuddihy, Assistant Secretary

Printed Name

Title

10/14/2024

Date

Delaware

The First State

Page 1

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF
DELAWARE, DO HEREBY CERTIFY "SIENA MERGER SUB 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 TWENTY-FOURTH DAY OF SEPTEMBER, A.D. 2024.

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



4759198 8300

SR# 20243768454

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: 204467260

Date: 09-24-24