

" Stone Peak Plum TopCo S.à r.l."
Société à responsabilité limitée
5, rue Guillaume Kroll, L-1882 Luxembourg

CONSTITUTION DE SOCIETE

du 9 juillet 2018

N° 1925/2018

In the year two thousand and eighteen, on the ninth day of July.

Before Maître **Henri HELLINCKX**, notary public residing at Luxembourg, Grand-Duchy of Luxembourg, undersigned.

Appears

"Stonepeak Plum 4, Ltd a limited company incorporated and existing under the laws of the British Virgin Islands, having its registered office at Commerce House, Whickhams Cay 1, P.O. Box 3140, Road Town, Tortola, VG 1110 British Virgin Islands, registered with the of Corporate Affairs of the British Virgin Islands under number 1845760 (the "Founder").

here represented by Régis Galiotto, notary's clerk, professionally residing in Luxembourg,

by virtue of a proxy given under private seal.

The beforesaid proxy, being initialled "*ne varietur*" by the appearing person and the undersigned notary, shall remain annexed to the present deed to be filed at the same time with the registration authorities.

The Founder has requested the notary to draw up the following by-laws of a “société à responsabilité limitée” which it declares to incorporate.

NAME - REGISTERED OFFICE – OBJECT - DURATION

Article one.- There is hereby formed a “*société à responsabilité limitée*”, limited liability company, governed by the present articles of incorporation and by current Luxembourg laws, especially the laws of August 10th, 1915 on commercial companies, as amended (the “Law”) and the present articles of association.

At any moment, a sole shareholder may join with one or more joint shareholders and, in the same way, the following shareholders may adopt the appropriate measures to restore the unipersonal character of the Company. As long as the Company remains with one sole shareholder, he exercises the powers devolved to the General Meeting of shareholders.

Article two.- The Company’s name is "**Stone Peak Plum TopCo S.à r.l.**".

Article three.- The object of the Company is the holding of participations, in any form whatsoever, in Luxembourg and foreign companies, or other business entities, the acquisition by purchase, subscription or in any other manner as well as the transfer by sale, exchange or otherwise of stock, bonds, debentures, notes and other securities of any kind, and the ownership, administration, development and management of its portfolio. The Company may also hold interests in partnerships and carry out its business through branches in Luxembourg or abroad.

The Company may borrow in any form and proceed by private placement to the issue of bonds and debentures. In a general fashion it may grant assistance (by way of loans, advances, guarantees or securities or otherwise) to companies or other enterprises in which the Company has an interest or which forms part of the group of companies to which the Company belongs, take any controlling and supervisory measures and carry out any operation which it may deem useful in the accomplishment and development of its purposes.

INTERIM DIVIDEND

Article twenty.- Notwithstanding the provisions of the article nineteen, the board of managers or the sole manager (as the case may be), may decide to pay interim dividends before the end of the current financial year, on the basis of a recent interim statement of accounts prepared by the board of managers or the sole manager itself (as the case may be), and showing that sufficient reserves are available for distribution, it being understood that the amount to be distributed may not exceed realised profits made since the end of the last financial year for which the annual accounts have been approved, plus any profits carried forward and sums drawn from reserves available for this purpose, less losses carried forward and any sums to be allocated to reserve pursuant to the requirements of the Law or of the Articles.

WINDING-UP - LIQUIDATION

Article twenty-one.- The liquidation will be carried out by one or more liquidators, physical or legal persons, appointed by the general meeting of shareholders which will specify their powers and fix their remuneration.

When the liquidation of the Company is closed, the assets of the Company will be attributed to the shareholders at the pro-rata of their participation in the share capital of the company.

A sole shareholder can decide to dissolve the Company and to proceed to its liquidation, assuming personally the payment of all the assets and liabilities, known or unknown of the Company.

APPLICABLE LAW

Article twenty-two.- The laws here above mentioned in article 1st shall apply in so far as these Articles do not provide for the contrary.

TRANSITORY MEASURES

Exceptionally the first financial year shall begin today and end on December 31, 2018.

SUBSCRIPTION – PAYMENT

All the 12,000 (twelve thousand) shares representing the capital have been entirely subscribed by **Stone Peak Plum 4, Ltd**, prenamed, and fully paid up in cash, therefore the amount of Euros 12,000 (twelve thousand

Euros) is as now at the disposal of the Company, proof of which has been duly given to the notary.

STATEMENT - COSTS

The notary executing this notarial deed declares that the conditions prescribed by articles 710-5 and 710-6 of the Law have been fulfilled and expressly bears witness to their fulfilment. Further, the notary executing this deed confirms that these Articles comply with the provisions of articles 420-15 and 710-7 of the Law.

The expenses, costs, remunerations and charges, in any form whatsoever, which shall be borne by the Company as a result of this deed are estimated to be approximately one thousand four hundred euros (EUR 1.400,-).

GENERAL MEETING

Immediately after the incorporation of the Company, the above-named person, representing the entirety of the subscribed capital and exercising the powers devolved to the meeting, passed the following resolutions:

1) Is appointed as A manager for an undetermined duration:

Mr Casey Crooks, [REDACTED], with professional address at [REDACTED], NY-10022 New-York.

2) Is appointed as A manager for an undetermined duration:

Ms Nao Maeda, [REDACTED], with professional address at [REDACTED], L-1445 Strassen, Luxembourg.

3) Is appointed as A manager for an undetermined duration:

Mr Michael Wengrofsky, [REDACTED], with professional address at [REDACTED], NY-10022 New-York.

4) Is appointed as B manager for an undetermined duration:

Mr Philippe Leclercq, [REDACTED], with professional address at [REDACTED] L-1882 Luxembourg.

5) Is appointed as B manager for an undetermined duration:

Ms Claire Heitzler, [REDACTED], with professional address at [REDACTED] Luxembourg.