

CERTIFICATE OF FORMATION

OF

CNBC LLC

The undersigned, an authorized natural person, in order to form a limited liability company under and pursuant to the provisions of the Delaware Limited Liability Company Act, hereby certifies that:

1. The name of the limited liability company is CNBC LLC.
2. The assigned registered office of the limited liability company is 1209 Orange Street, Wilmington, New Castle County, Delaware 19801.
3. The name of the assigned registered agent of the limited liability company is The Corporation Trust Company.
4. The Certificate of Formation shall be effective upon the filing with the Secretary of State of the State of Delaware.

I, the undersigned, as an authorized person, for the purpose of forming a limited liability company pursuant to the Limited Liability Company Act of the State of Delaware, do make this certificate, hereby declaring and certifying that this is my act and deed and the facts herein stated are true, and accordingly have hereunto set my hand this 20th day of Jan., 2011.

/s/ Gabriela Kornzweig

Gabriela Kornzweig

An authorized person

STATE OF DELAWARE
CERTIFICATE OF AMENDMENT CHANGING ONLY THE
REGISTERED OFFICE OR REGISTERED AGENT OF A
LIMITED LIABILITY COMPANY

The limited liability company organized and existing under the Limited Liability Company Act of the State of Delaware, hereby certifies as follows:

1. The name of the limited liability company is CNBC LLC.
2. **Effective January 1, 2015**, the Registered Office of the limited liability company in the State of Delaware is changed to 1201 N. Market Street, Suite 1000 (street), in the City of Wilmington, Zip Code 19801. The name of the Registered Agent at such address upon whom process against this limited liability company may be served is Enterprise Corporate Services LLC.

By: /s/ Gabriela Kornzweig
Authorized Person

Name: Gabriela Kornzweig, Authorized Person
Print or Type