

DO NOT WRITE ABOVE THIS LINE; RESERVED FOR ACC USE ONLY.

**ARTICLES OF AMENDMENT
TO APPLICATION FOR AUTHORITY**

Read the Instructions C115i

1. **ENTITY NAME** – give the exact name of the corporation as currently shown in A.C.C. records:

IBM Ocean US, Inc.

***** CHECK THE BOX NEXT TO EACH CHANGE BEING MADE AND ***
*** COMPLETE THE REQUESTED INFORMATION FOR THAT CHANGE. *****

2. ☒ **NAME CHANGE - NAME IN STATE OR COUNTRY OF INCORPORATION** (Foreign Name) – enter the exact NEW name of the foreign corporation:

Kyndryl, Inc.

*** If the new name is not available for use in Arizona or if a corporate identifier must be added to it for use in Arizona, complete number 3 below (complete both number 2 and number 3); otherwise leave number 3 blank.

3. ☐ **NAME CHANGE - NAME USED IN ARIZONA (ENTITY NAME)** – identify the name the foreign corporation is changing by checking 3.1 or 3.2 (check only one), and follow the instructions:

- 3.1 ☐ Name in state or country of incorporation, *with a corporate identifier added* to it – Enter the NEW name in number 3.3 below.

- 3.2 ☐ Fictitious name (check this *only if* the foreign corporation's name in its state or country of incorporation is not available for use in Arizona) – Enter the NEW name in number 3.3 below.

- 3.3 If you checked 3.1 or 3.2, enter or print the NEW name to be used in Arizona:

4. ☐ **FOREIGN DOMICILE CHANGE** – list the NEW domicile state or country: _____

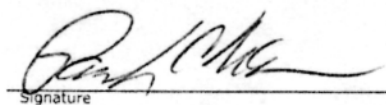
Give the NEW **physical or street address** (not a P.O. Box) of the foreign corporation required to be maintained in its new state or country of incorporation, or, if not so required, of the foreign corporation's statutory or registered agent in its new state or country of incorporation:

Attention (optional)		
Address 1		
Address 2 (optional)		
City	State or Province	Zip
Country		

5. ☐ **DURATION CHANGE** – the NEW duration or life period of the foreign corporation is (check only one):
- ☐ Perpetual.
- ☐ Ends on this **date:** _____ enter a date).

6. ☐ **AMENDMENT PURSUANT TO A.R.S. § 10-1504(B)(4)** – see Instructions C115i.

SIGNATURE: By my signature below, I acknowledge *under penalty of law* that this document together with any attachments is submitted in compliance with Arizona law.


Signature

Pamela McMinn
Printed Name

4/26/21
Date

REQUIRED – check only one:

<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
I am the Chairman of the Board of Director of the corporation filing this document.	I am a duly-authorized Officer of the corporation filing this document.	I am a duly authorized Bankruptcy trustee , receiver, or other court-appointed fiduciary for the corporation filing this document.	I am a incorporator , directors have not been selected or the corporation has not been formed.

Expedited or Same Day/Next Day services are available for an additional fee – see Instructions or Cover sheet for prices.

Filing Fee: \$25.00 (regular processing)
All fees are nonrefundable - see Instructions.

Mail: Arizona Corporation Commission - Examination Section
1300 W. Washington St., Phoenix, Arizona 85007
Fax: 602-542-4100

Please be advised that A.C.C. forms reflect only the **minimum** provisions required by statute. You should seek private legal counsel for those matters that may pertain to the individual needs of your business. All documents filed with the Arizona Corporation Commission are **public record** and are open for public inspection. If you have questions after reading the Instructions, please call 602-542-3026 or (within Arizona only) 800-345-5819.

Delaware

The First State

Page 1

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "IBM OCEAN US, INC.", CHANGING ITS NAME FROM "IBM OCEAN US, INC." TO "KYNDRYL, INC.", FILED IN THIS OFFICE ON THE NINETEENTH DAY OF APRIL, A.D. 2021, AT 1:30 O'CLOCK P.M.



4340346 8100
SR# 20211465605

You may verify this certificate online at corp.delaware.gov/authver.shtml

A handwritten signature in black ink, appearing to read "JWB", 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: 203065884
Date: 04-27-21

State of Delaware
Secretary of State
Division of Corporations
Delivered 01:30 PM 04/19/2021
FILED 01:30 PM 04/19/2021
SR 20211348625 - File Number 4340346

**AMENDMENT
TO THE
CERTIFICATE OF INCORPORATION
OF
IBM OCEAN US, INC.**

(Pursuant to Section 242 of the
General Corporation Law of the State of Delaware)

IBM Ocean US, Inc., a corporation organized and existing under and by virtue of the provisions of the General Corporation Law of the State of Delaware (the "**General Corporation Law**"),

DOES HEREBY CERTIFY:

1. That the name of this corporation is IBM Ocean US, Inc. (the "**Corporation**"), and that the Corporation filed its Certificate of Incorporation with the Secretary of State of the State of Delaware on December 4, 2020 (the "**Certificate of Incorporation**").

2. Article First of the Certificate of Incorporation of the Corporation is hereby amended and restated in its entirety as follows:


"The name of the corporation (hereinafter called the "**Corporation**") is Kyndryl, Inc."

* * *

3. That this Amendment of the Certificate of Incorporation, which amends the provisions of this corporation's Certificate of Incorporation (as previously amended), has been duly adopted in accordance with Section 242 of the General Corporation Law.

[Signature Page Follows]

IN WITNESS WHEREOF, this Amendment of the Certificate of Incorporation has been executed by duly authorized officers of this corporation on this 19th day of April, 2021.

By: 
Name: Pamela McMinn
Title: Assistant Secretary