

CERTIFICATE OF INCORPORATION
OF
HACCHE USA RETAIL LTD

ARTICLE 1

The name of the corporation is Hacche USA Retail Ltd.

ARTICLE 2

The address of the corporation's registered office in the State of Delaware is Corporation Service Company, 2711 Centerville Rd., Suite 400, in the city of Wilmington, County of New Castle. The name of its registered agent at such address is The Corporation Service Company.

ARTICLE 3

The purpose of the corporation is to engage in any lawful act or activity for which corporations may be organized under the General Corporation Law of Delaware.

ARTICLE 4

The total number of shares of capital stock which the corporation shall have authority to issue is one thousand (1,000) shares of Common Stock, par value \$0.01 per share.

ARTICLE 5

The name and mailing address of the sole incorporator is:

NAME

Ruth Ballinger

MAILING ADDRESS

9 Geralds Way
Chalford, Stroud
Gloucestershire, England GL6 8FJ
United Kingdom

ARTICLE 6

In furtherance and not in limitation of the powers conferred by statute, the board of directors is expressly authorized to adopt, amend or repeal the bylaws of the corporation; provided, however, that such authorization shall not divest the stockholders of the power or limit the power of the stockholders to adopt, amend or repeal the bylaws of the corporation.

ARTICLE 7

Meetings of stockholders may be held within or without the State of Delaware, as the bylaws of the corporation may provide. The books of the corporation may be kept outside the State of Delaware at such place or places as may be designated from time to time by the board of directors or in the bylaws of the corporation. Election of directors need not be by written ballot unless the bylaws of the corporation so provide.

ARTICLE 8

The corporation shall have the power to indemnify its directors, officers, employees or agents to the full extent permitted by the General Corporation Law of the State of Delaware as now in force or hereafter amended.

ARTICLE 9

No director shall be liable to the corporation or its stockholders for monetary damages for breach of fiduciary duty as a director except as provided for in Section 102(b)(7) of the General Corporation Law of the State of Delaware as now in force or as hereafter amended. Any repeal or modification of this Article shall not adversely affect any right or protection of a director of the corporation existing at the time of such repeal or modification.

ARTICLE 10


The corporation reserves the right to amend, alter, change or repeal any provision contained in this certificate of incorporation in the manner now or hereafter prescribed by the laws of the State of Delaware, and all rights and powers conferred upon stockholders herein are granted subject to this reservation.

ARTICLE 11

This Certificate of Incorporation shall be effective upon its filing date, pursuant to Section 103(d) of the General Corporation Law of the State of Delaware.

[Signature page follows]

IN WITNESS WHEREOF, the undersigned, for the purpose of forming a corporation under the laws of the State of Delaware, does make, file and record this Certificate, and does certify that the facts herein stated are true, and I have accordingly hereunto set my hand this 15th day of November, 2018.



Name: Ruth Ballinger
Title: Sole Incorporator