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Articles of Merger - Multi Entity Merger

Secretary of State - Corporation Division - 255 Capitol St. NE, Suite 151 - Salem, OR 97310-1327 - sos.oregon.gov/business - Phone: (503) 986-2200

FILED: DEC 27, 2023
OREGON SECRETARY OF STATE

30568398-25680583

REGISTRY NUMBER: 305683-98

CONCENTRIC SKY, LLC **MER**

In accordance with Oregon Revised Statute 192.410-192.490, the information on this application is public We must release this information to all parties upon request and it will be posted on our website.

Please Type or Print Legibly in **Black** Ink. Attach Additional Sheet if Necessary.

1. NAMES AND TYPES OF THE ENTITIES PROPOSING TO MERGE:

NAME:	ENTITY TYPE:	REGISTRY NUMBER:
Concentric Sky, LLC	Limited Liability Company	305683-98
Instructure, Inc.	Corporation	892124-93

2. NAME AND TYPE OF SURVIVING ENTITY: Instructure, Inc., a Delaware corporation

Check here if there is a name change in the plan of merger.

3. OREGON CORPORATION AND LIMITED LIABILITY REQUIREMENT:

X Oregon Corporations and Limited Liability Companies must include the Principal Place of Business and Individual with Direct Knowledge. Include it in your document or attach an information change form.

4. SELECT ONE OF THE FOLLOWING:

A copy of the plan of merger is attached.

OR:

X The plan of merger is on file at the address of the surviving entity.

Address 6330 South 3000 East, Suite 700

City Salt Lake City State UT Zip Code 84121

A copy will be provided upon request to any owner, member or shareholder at no cost.

If the plan of merger amends the articles of organization/incorporation, attach the restated articles of the surviving entity.

X State effective date and time in plan of merger if other than when these articles are filed: December 22, 2023

5. The plan of merger was duly authorized and approved by each entity that is a party to the merger:

X A copy of the vote required by each entity is attached.

OR:

__ Shareholder approval was not required.

6. EXECUTION: (Must be signed by an officer or director for a corporation, a member or manager for a limited liability company, a general partner for a limited partnership, or a partner for a limited liability partnership.)

I declare as an authorized signer, under penalty of perjury, that this document does not fraudulently conceal, obscure, alter, or otherwise misrepresent the identity of any person including officers, directors, employees, members, managers or agents. This filing has been examined by me and is, to the best of my knowledge and belief, true, correct and complete. Making false statements in this document is against the law and may be penalized by fines, imprisonment, or both.

Signature: DocuSigned by: Matt Kaminer 01EECDCD2625400...

Printed Name: Matthew A. Kaminer

Title: Executive Vice President and Secretary

CONTACT NAME: (To resolve questions with this filing)

Kathryn Shelton

PHONE NUMBER: (Include area code)

801-933-7375

FEES

Nonprofit Required Processing Fee	$50
Domestic Required Processing Fee	$100
Foreign Required Processing Fee	$275

Processing Fees are nonrefundable. Please make check payable to "Corporation Division".
Free copies are available at sos.oregon.gov/business using the Business Name Search program.

30568398

ATTACHMENT

TO

OREGON ARTICLES OF MERGER

5. The plan of merger was duly authorized and approved by each entity that is a party to the merger:

Instructure, Inc.:

Instructure, Inc., a Delaware corporation owns all of the issued and outstanding ownership interests of Concentric Sky, LLC, a Oregon limited liability company. Under Section 264 of the Delaware General Corporation Law, the board of directors of Instructure, Inc. was required to approve the merger. The board of directors of Instructure, Inc., acting by written consent dated December 13, 2023, unanimously approved the merger of Concentric Sky, LLC with and into Instructure, Inc., which approval was sufficient under Delaware law to approve the rnerger.

Concentric Sky, LLC:

Under Section 63.487 of the Oregon Revised Statutes on Limited Liability Companies, a majority vote of the members is required to approve the merger. The manager and sole member of Concentric Sky, LLC, acting by a joint action by written consent dated December 13, 2023, approved the merger of Concentric Sky, LLC with and into Instructure, Inc., which consent was sufficient under Oregon law to approve the merger.

Corporation/Limited Liability Company - Information Change

Secretary of State - Corporation Division - 255 Capitol St. NE, Suite 151 - Salem, OR 97310-1327 - sos.oregon.gov/business - Phone: (503) 986-2200
Please Type or Print Legibly in **Black** ink. Attach Additional Sheet if Necessary. Fax: (503) 378-4381

REGISTRY NUMBER: 305683-98

ENTITY TYPE: (X) DOMESTIC ( ) FOREIGN

In accordance with Oregon Revised Statute 192.410-192.490, the information on this application is public record. We must release this information to all parties upon request and it will be posted on our website.

For office use only

1. NAME OF CORPORATION OR LIMITED LIABILITY COMPANY:

INSTRUCTURE, INC.

Complete only the sections that you are updating.

2. BUSINESS ACTIVITY

3. PRINCIPAL PLACE OF BUSINESS: (Street Address)

6330 South 3000 East, Suite 700

Salt Lake City, Utah 84121

4. THE REGISTERED AGENT HAS BEEN CHANGED TO:

5. REGISTERED AGENT'S PUBLICLY AVAILABLE ADDRESS:

Must be an Oregon Street Address, which is identical to the registered agent's office.

6. ADDRESS WHERE THE DIVISION MAY MAIL NOTICES:

6330 South 3000 East, Suite 700

Salt Lake City, UT 84121

7. THE NEW REGISTERED AGENT HAS CONSENTED TO THIS APPOINTMENT. The entity has been notified in writing of this change.

8. THE STREET ADDRESS OF THE NEW REGISTERED OFFICE AND THE BUSINESS ADDRESS OF THE REGISTERED AGENT ARE IDENTICAL.

9. INDIVIDUAL WITH DIRECT KNOWLEDGE (Names and Addresses)
List the name and address of at least one individual who is a director, or controlling shareholder of the corporation (member or manager of the LLC) or an authorized representative with direct knowledge of the operations and business activities of the corporation or LLC.

Matthew A. Kaminer

6330 South 300 East, Suite 700

Salt Lake City, UT 84121

10. NAME(S) AND ADDRESS(ES)OF CORPORATE OFFICERS OR LLC MEMBERS/MANAGERS

- **Business and Professional Corporations** list the name and address of one President and one Secretary (ORS 60.787, ORS 62.455, ORS 554.315).
- **Nonprofit Corporations** list the name and address of one President and one Secretary. Nonprofit Corporations that are Public Benefit list the name and address of one Treasurer (ORS 65.371).
- **Limited Liability Companies** list the names and addresses of the managers for a manager-managed limited liability company or the name and address of at least one member for a member-managed limited liability company (ORS 63.787). Please attach a separate sheet of paper if needed.
- **If making changes to this section, list all current names and addresses. This replaces what is currently on the record.**

PRESIDENT OR **OWNER(S) (MEMBERS):** (Names and Addresses)	**SECRETARY** OR **MANAGER(S):** (Names and Addresses)	**TREASURER - NONPROFIT ONLY:** (Name and Address)
Matthew A. Kaminer	Matthew A. Kaminer	
6330 South 3000 East, Suite 700	6330 South 300 East, Suite 700	
Salt Lake City, UT 84121	Salt Lake City, UT 84121	

11. EXECUTION: I declare as an authorized signer, under penalty of perjury, that this document does not fraudulently conceal, obscure, alter, or otherwise misrepresent the identity of any person including officers, directors, employees, members, managers or agents. This filing has been examined by me and is, to the best of my knowledge and belief, true, correct and complete. Making false statements in this document is against the law and may be penalized by fines, imprisonment, or both.

SIGNATURE:	**PRINTED NAME:**	**TITLE:**
Matt Kaminer	Matthew A. Kaminer	Executive VP and Secretary

CONTACT NAME: (To resolve questions with this filing)

Kathryn Shelton

PHONE NUMBER: (Include area code)

801-933-7375

FEES

No Processing Fee

Free copies are available at sos.oregon.gov/business using the Business Name Search program.