

Additions underscored
Deletions [bracketed]

**THIRD AMENDED AND RESTATED
CERTIFICATE OF INCORPORATION OF
CHX HOLDINGS, INC.**

* * * * *

ARTICLE XIV

EFFECTIVE TIME

This Third Amended and Restated Certificate of Incorporation shall be effective at ●, Eastern Standard Time, on ●, 201[8]9.

IN WITNESS WHEREOF, the Corporation has caused this Third Amended and Restated Certificate of Incorporation to be executed by its duly authorized officer on ●, 201[8]9.

CHX HOLDINGS, INC.

By: _____