



## State of California

Bill Jones  
Secretary of State

LLP-1

REGISTERED LIMITED LIABILITY PARTNERSHIP  
CERTIFICATE OF REGISTRATION

**IMPORTANT** - Read the instructions before completing the form.

This document is presented for filing pursuant to Section 15049(a) of the California Corporations Code.

## 1. Name of the registered limited liability partnership:

SHEPPARD, MULLIN, RICHTER &amp; HAMPTON LLP

(Name must end with "Registered Limited Liability Partnership", "Limited Liability Partnership", "LLP", "R.LLP", or "RLLP".)

## 2. Address of the principal office:

Address: 333 South Hope Street, 48th Floor

City: Los Angeles

State: CA

Zip Code: 90071

3. If the address entered in Item 2 is not located in California, enter the agent for service of process in this state:

Name:

n/a

Street address:

City:

State: CALIFORNIA

Zip Code:

## 4. Indicate the business the registered limited liability partnership shall engage: (check one)

☐

Practice of Public Accountancy

☒

Practice of Law

☐

Other Related: \_\_\_\_\_

## 5. By filing this Certificate of Registration (LLP-1) with the Secretary of State the partnership named above is registering as a registered limited liability partnership pursuant to Section 15049 of the California Corporations Code. (DO NOT ALTER)

## 6. Indicate whether the registered limited liability partnership is complying with the alternative security provisions set forth in Section 15052(a)(1)(C) or Section 15052(a)(2)(C).

☐

Yes. Attach Alternative Security Provision (LLP-3).

☒

No.

## 7. Delayed effective date, if any: (month/day/year)

## 8. If other matters are to be included in the Certificate of Registration (LLP-1) attach one or more separate pages.

Number of pages attached, if any:

## 9. It is hereby declared that I am the person who executed this instrument, which execution is my act and deed.

Signature of Authorized Partner

Carlton A. Varner

Type or Print Name of Authorized Partner

12/21/95

Date

Signature of Authorized Partner

Type or Print Name of Authorized Partner

Date

Signature of Authorized Partner

Type or Print Name of Authorized Partner

Date

## 10. RETURN ACKNOWLEDGMENT TO:

NAME

FIRM

ADDRESS

CITY/STATE

ZIP CODE

Samuel M. Livermore

Sheppard, Mullin, Richter &amp; Hampton LLP

Four Embarcadero Center, 17th Floor

San Francisco, CA 94111

THIS SPACE FOR FILING USE ONLY

LLP 201995355003

FILED

In the office of the Secretary of State  
of the State of California

DEC 21 1995

  
BILL JONES, Secretary of State
LLP-1  
Filing Fee \$70Approved by the Secretary of State  
995



## State of California

Bill Jones

Secretary of State

LLP-2

LIMITED LIABILITY PARTNERSHIP  
CERTIFICATE OF AMENDMENT**IMPORTANT**-Read the instructions before completing the form.

This document is presented for filing pursuant to Section 15050(a) of the California Corporations Code.

## 1. Name of registered limited liability partnership:

SHEPPARD, MULLIN, RICHTER &amp; HAMPTON LLP

## 2. File number:

LLP 201 995 355 003

3. Enter only the information in the Certificate of Registration (LLP-1) amended by filing this Certificate of Amendment (LLP-2).

## a. Name of registered limited liability partnership: \_\_\_\_\_

## b. Address of the principal office:

Address: \_\_\_\_\_

City: \_\_\_\_\_

State: \_\_\_\_\_

Zip Code: \_\_\_\_\_

c. If the address entered in Item 2 is not located in California, enter the agent for service of process in this state:

Name: \_\_\_\_\_

Street address: \_\_\_\_\_

City: \_\_\_\_\_

State: CALIFORNIA

Zip Code: \_\_\_\_\_

## d. Indicate the business the registered limited liability partnership shall engage: (check one)

☐

Practice of Public Accountancy

☐

Practice of Law

☐

Other Related: \_\_\_\_\_

## e. Delayed effective date, if any: (month/day/year) \_\_\_\_\_

## f. Indicate whether the registered limited liability partnership is complying with the alternative security provisions set forth in Section 15052(a)(1)(C) or Section 15052(a)(2)(C).

☒

Yes. Attach Alternative Security Provision (LLP-3).

☐

No.

## g. If other matters are to be included in the Certificate of Amendment (LLP-2) attach one or more separate pages.

Number of pages attached, if any: ☐4. It is hereby declared that I am the person who executed this instrument,  
which execution is my act and deed.

Signature of Authorized Partner

Samuel M. Livermore

Type or Print Name of Authorized Partner

4/2/96

Date

Signature of Authorized Partner

Type or Print Name of Authorized Partner

Date

Signature of Authorized Partner

Type or Print Name of Authorized Partner

Date

THIS SPACE FOR FILING USE ONLY

LLP 201995355003

FILED

In the office of the Secretary of State  
of the State of California

APR 04 1996

  
BILL JONES, Secretary of State

## 5. RETURN ACKNOWLEDGMENT TO:

NAME  
FIRM  
ADDRESS  
CITY/STATE  
ZIP CODE

Samuel M. Livermore  
Sheppard, Mullin, Richter & Hampton LLP  
Four Embarcadero Center, 17th Floor  
San Francisco, CA 94111



**State of California**  
**Bill Jones**  
**Secretary of State**

LLP-3

**LIMITED LIABILITY PARTNERSHIP  
 ALTERNATIVE SECURITY PROVISION**

**IMPORTANT** - Read the instructions before completing the form.

Transmittal form for evidencing compliance With Section 15052(a)(1)(c) or 15052(a)(2)(c) of the California Corporations Code.

1. ☒ Initial Filing. ☐ Annual Confirmation. Section 15052(c). ☐ Amendment. Section 15052(a)(2)(C)

The undersigned hereby confirms the following:

2. Name of domestic registered limited liability partnership or foreign limited liability partnership:

SHEPPARD, MULLIN, RICHTER & HAMPTON LLP

3. Jurisdiction of Organization:  
 California

4. Address of the principal office:

Address: 333 South Hope Street, 48th Floor

City: Los Angeles

State: CA

Zip Code: 90071

5. The domestic registered limited liability partnership or foreign limited liability partnership: (check one)

☐ renders accountancy services and chooses to satisfy the requirements of Section 15052 by confirming, pursuant to Sections 15052(a)(1)(C) and 15052(c), that, as of the most recently completed fiscal year, the limited liability partnership had a net worth equal to or exceeding ten million dollars (\$10,000,000).

☒ renders legal services and chooses to satisfy the requirements of Section 15052 by entering into a written agreement signed by the partner(s) in accordance with Section 15052(a)(2)(C). Attach the written agreement, or any amendments thereto, to this form.

6. It is hereby declared that I am the person who executed this instrument, which execution is my act and deed.

Sam M. Livemore  
 Signature of Authorized Person or Partner

Samuel M. Livemore 4/2/96  
 Type or Print Name of Authorized Person or Partner Date

THIS SPACE FOR FILING USE ONLY

LLP 90198355003

**FILED**

In the office of the Secretary of State  
 of the State of California

APR 04 1996

Bill Jones  
 BILL JONES, Secretary of State

7. RETURN ACKNOWLEDGMENT TO:

NAME Samuel M. Livemore  
 FIRM Sheppard, Mullin, Richter & Hampton LLP  
 ADDRESS Four Embarcadero Center, 17th Floor  
 CITY/STATE San Francisco, CA 94111  
 ZIP CODE

LLP-3

Approved by the Secretary of State  
 995

Exhibit A

## SHEPPARD, MULLIN, RICHTER &amp; HAMPTON LLP

Partner Guarantee  
of  
Security for Claims

By executing this Guarantee, or a supplement or amendment hereto, each Partner of Sheppard, Mullin, Richter & Hampton LLP (the "Partnership"), severally (but not jointly) agrees and guarantees to pay such Partner's Share (as defined below) of the difference, if any, from time-to-time, between (a) the maximum amount of security for claims against the Partnership, based upon acts, errors or omissions arising out of the practice of law, required for the Partnership under Section 15052(a)(2) of the California Corporations Code (the "Code"), and (b) the security for such claims otherwise provided by or on behalf of the Partnership in accordance with Section 15052(a)(2)(A) and/or Section 15052(a)(2)(B) of the Code (in all cases as such Sections of the Code may be amended or superseded from time to time).

For purposes of this Guarantee, a Partner's "Share" shall mean the percentage calculated by dividing the number of points held by such Partner at the relevant time by the total number of points held by all Partners at that time.

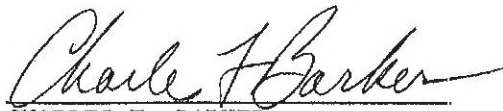
This Guarantee is intended to meet the requirements of Section 15052(a)(2)(C) of the Code, and shall be governed and interpreted in accordance with such Section. Payments shall be made hereunder to the extent (and only to the extent) required to satisfy the Partnership's security requirements under Section 15052(a)(2)(C) of the Code in order to maintain the Partnership's status as a "registered limited liability partnership" within the meaning of Section 15002(i) of the Code (as such Section may be amended or superseded from time-to-time).

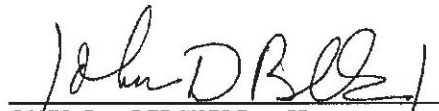
Each Partner, by executing this Guarantee (or a counterpart hereof or an amendment or supplement hereto) hereby designates and appoints each member of the Partnership's Executive Committee, from time-to-time, as his, her or its authorized representative and attorney-in-fact to execute any and all counterparts, amendments or supplements to this Guarantee which the Executive Committee may deem to be necessary or desirable in order to maintain the Partnership's status as a "registered limited liability partnership" within the meaning of Section 15002(i) of the Code (as such Section may be amended or superseded from time-to-time). This power of attorney and the authority conferred hereby are coupled with an interest, are granted by each of the undersigned, respectively, for so long as he, she or it is a Partner of the Partnership, and shall be irrevocable during such period.

This Guarantee may be executed in any number of counterparts, and by different partners on different counterparts, but all of such counterparts together shall constitute one and the same instrument.

IN WITNESS WHEREOF, this Guarantee has been duly executed by each Partner of the Partnership with original effect from December 21, 1995.

"Partners":

  
CHARLES F. BARKER

  
JOHN D. BERCHILD, JR.

  
ANTHONY J. BISHOP

  
KATHLEEN B. BLOCH

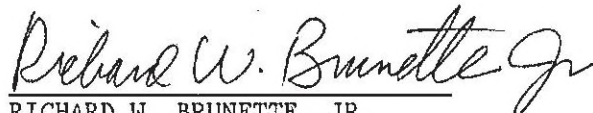
  
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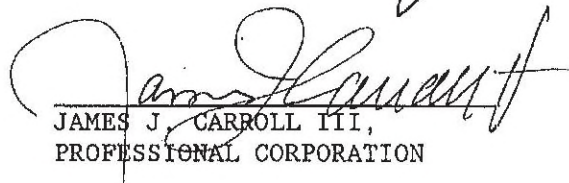
  
BARBARA L. BORDEN

  
DAVID M. BOSKO

  
LAWRENCE M. BRAUN

  
ARTHUR WM. BROWN, JR.

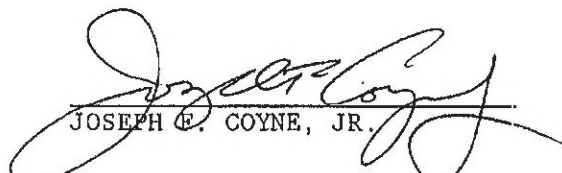
  
RICHARD W. BRUNETTE, JR.

  
JAMES J. CARROLL III,  
PROFESSIONAL CORPORATION

  
MICHAEL J. CHANGARIS

  
DENNIS M. CHILDS

  
JOHN D. COLLINS  
PROFESSIONAL CORPORATION

  
JOSEPH E. COYNE, JR.

  
ANDRE J. CRONTHALL

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\_\_\_\_\_  
JOHN D. BERCILD, JR.

\_\_\_\_\_  
ANTHONY J. BISHOP

\_\_\_\_\_  
*Kathleen B. Bloch*  
KATHLEEN B. BLOCH

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JOHN R. BONN

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BARBARA L. BORDEN

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DAVID M. BOSKO

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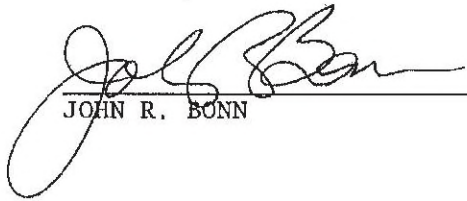
"Partners":

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CHARLES F. BARKER

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JOHN D. BERCHILD, JR.

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ANTHONY J. BISHOP

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BARBARA L. BORDEN

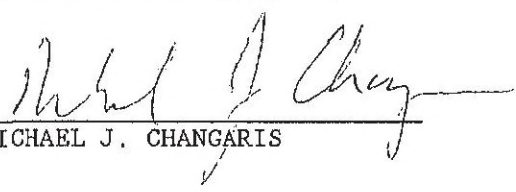
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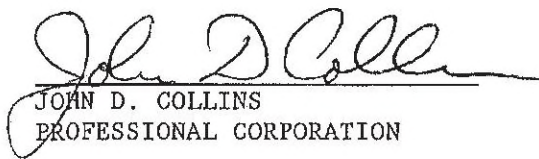
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RICHARD W. BRUNETTE, JR.

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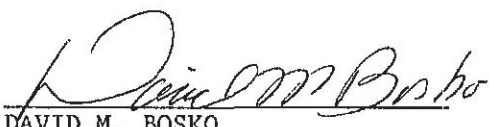
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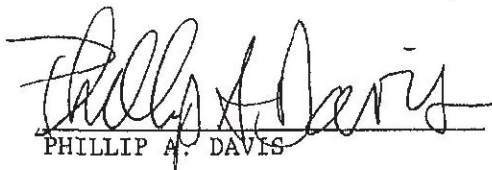
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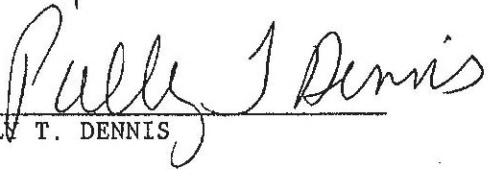
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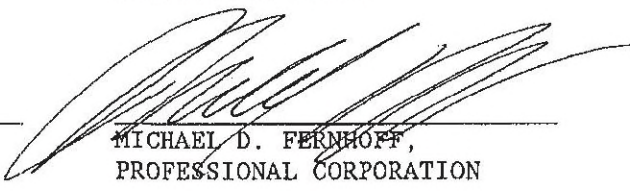
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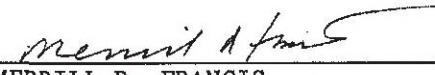
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FRANK FALZETTA

  
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MICHAEL D. FERNHOFF,  
PROFESSIONAL CORPORATION

  
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ROBERT B. FLAIG

  
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MERRILL R. FRANCIS,  
PROFESSIONAL CORPORATION

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DALE E. FREDERICKS

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GERALDINE A. FREEMAN

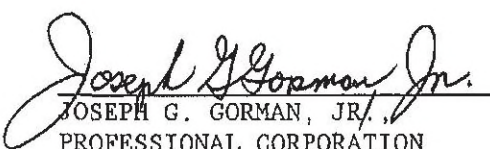
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PROFESSIONAL CORPORATION

  
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RANDOLPH B. GODSHALL

  
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GERALD N. GORDON

  
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PROFESSIONAL CORPORATION

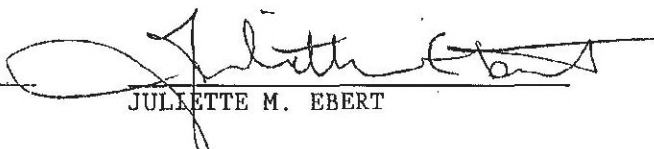
  
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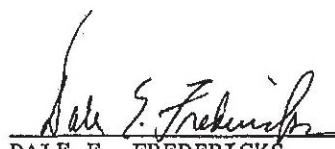
  
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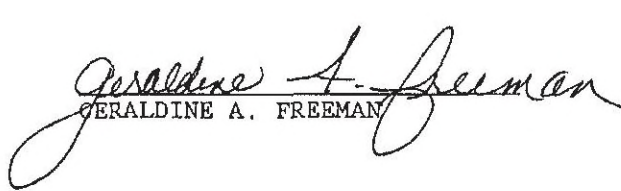
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MICHAEL D. FERNHOFF,  
PROFESSIONAL CORPORATION

ROBERT B. FLAIG

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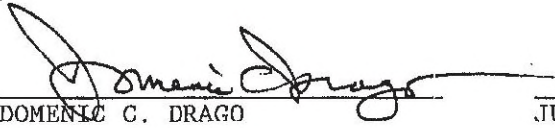
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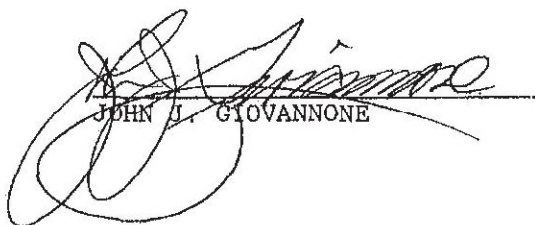
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GERALDINE A. FREEMAN

RICHARD M. FREEMAN,  
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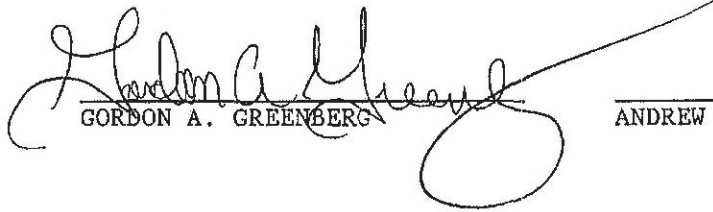
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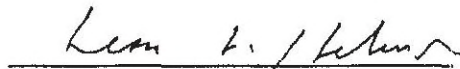
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GUY N. HALGREN

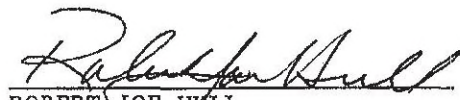
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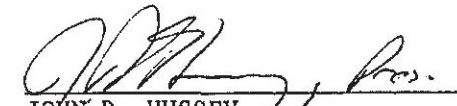
  
HAROLD E. HAMERSMITH

DOUGLAS R. HART

  
DON T. HIBNER, JR.

JAMES BLYTHE HODGE,  
PROFESSIONAL CORPORATION

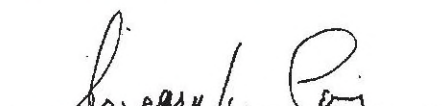
  
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PROFESSIONAL CORPORATION

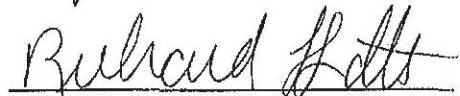
  
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PROFESSIONAL CORPORATION

BRENT R. LILJESTROM

SAMUEL M. LIVERMORE

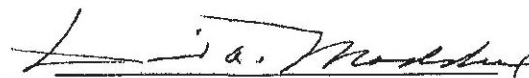
  
JAMES A. LONERGAN

  
GREGORY A. LONG

  
RICHARD L. LOTTS,  
PROFESSIONAL CORPORATION

JAMES M. LOWY

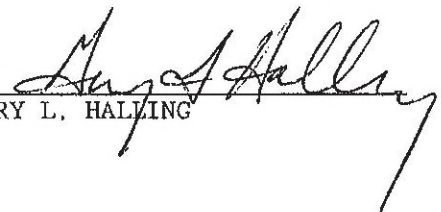
CHARLES H. MacNAB, JR.

  
DAVID A. MADDUX,  
PROFESSIONAL CORPORATION

GORDON A. GREENBERG

ANDREW J. GUILFORD

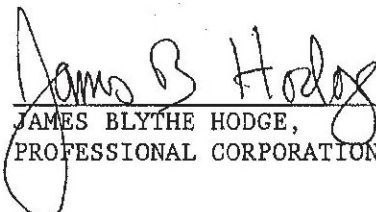
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GARY L. HALVING

HAROLD E. HAMERSMITH

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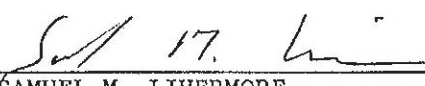
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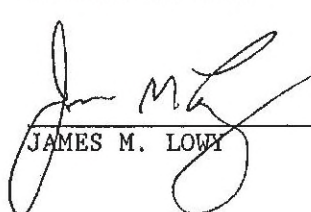
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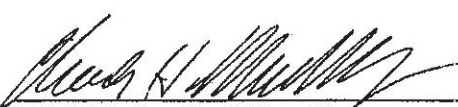
  
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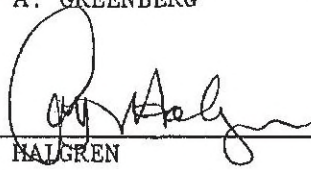
  
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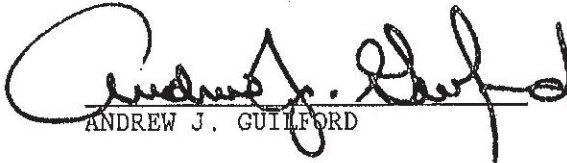
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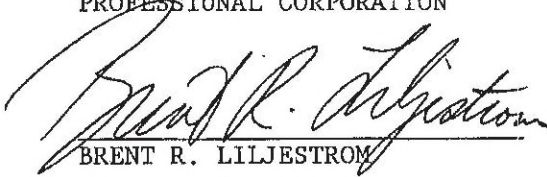
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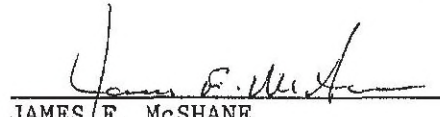
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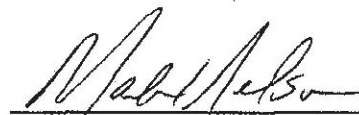
  
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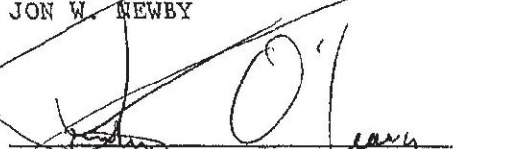
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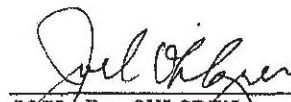
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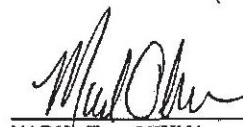
  
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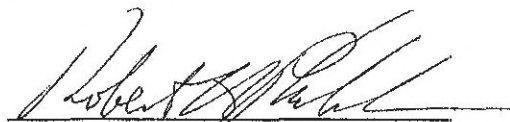
  
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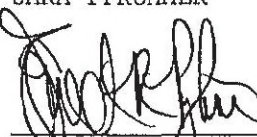
  
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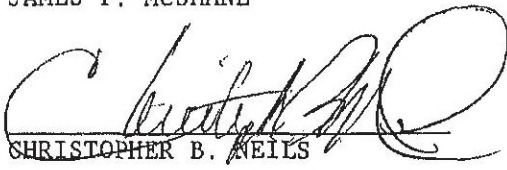
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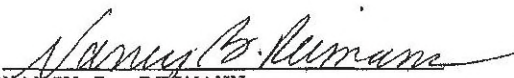
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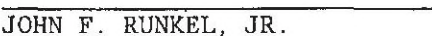
  
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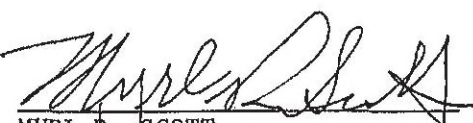
  
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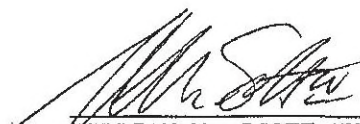
  
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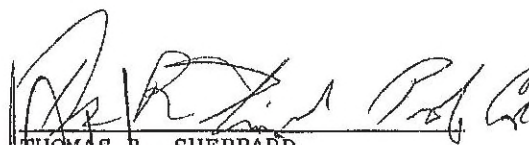
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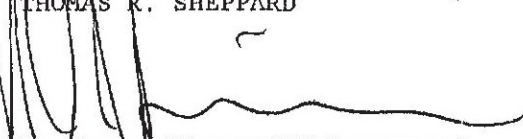
  
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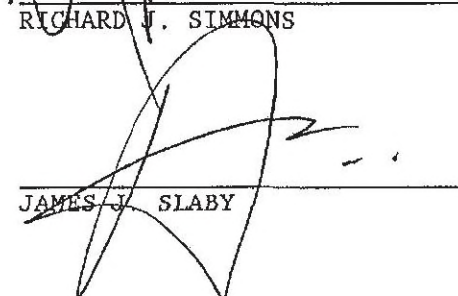
  
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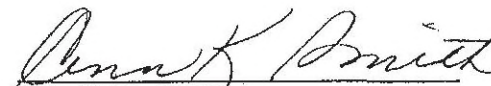
  
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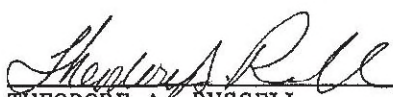
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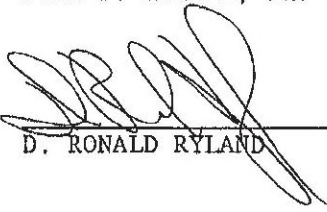
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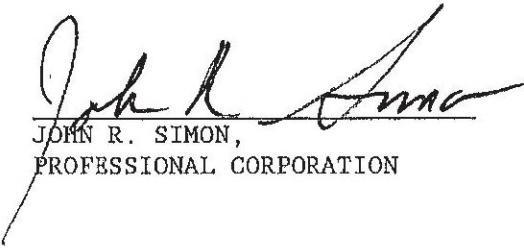
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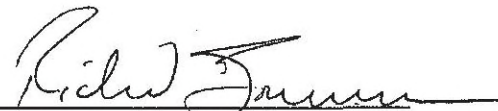
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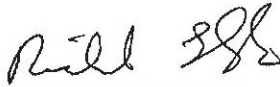
  
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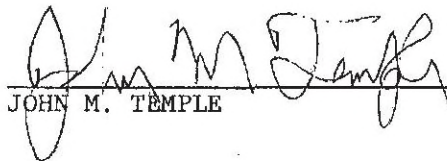
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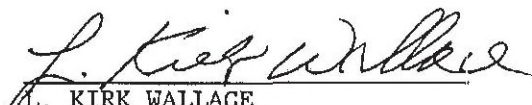
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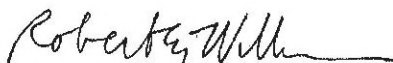
  
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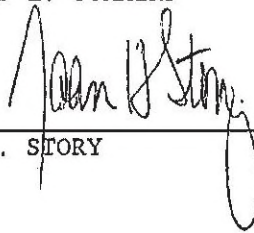
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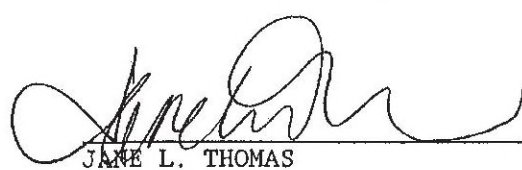
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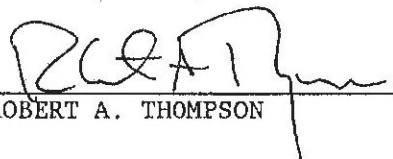
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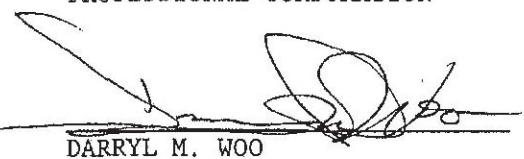
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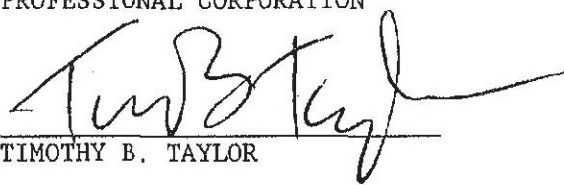
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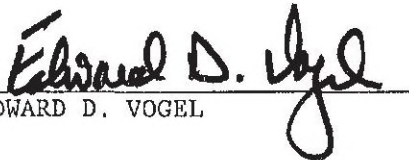
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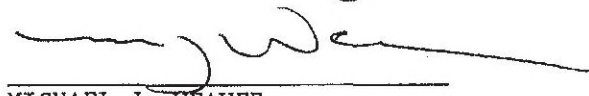
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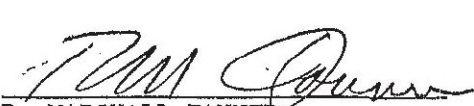
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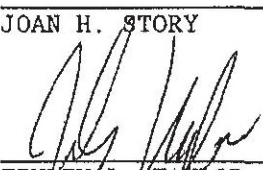
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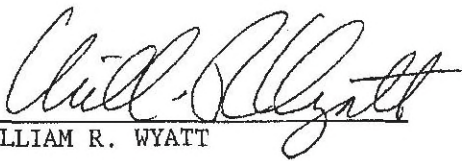
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State of California  
Bill Jones  
Secretary of State

LLP-3

LIMITED LIABILITY PARTNERSHIP  
ALTERNATIVE SECURITY PROVISION

**IMPORTANT** - Read the instructions before completing the form.

Transmittal form for evidencing compliance With Section 15052(a)(1)(c) or 15052(a)(2)(c) of the California Corporations Code.

1. ☐ Initial Filing. ☐ Annual Confirmation. Section 15052(c). ☒ Amendment. Section 15052(a)(2)(C)

The undersigned hereby confirms the following:

2. Name of domestic registered limited liability partnership or foreign limited liability partnership:

SHEPPARD, MULLIN, RICHTER & HAMPTON LLP

3. Jurisdiction of Organization:  
California

4. Address of the principal office:

Address: 333 South Hope Street, 48th Floor

City: Los Angeles

State: CA

Zip Code: 90071

5. The domestic registered limited liability partnership or foreign limited liability partnership: (check one)

☐ renders accountancy services and chooses to satisfy the requirements of Section 15052 by confirming, pursuant to Sections 15052(a)(1)(C) and 15052(c), that, as of the most recently completed fiscal year, the limited liability partnership had a net worth equal to or exceeding ten million dollars (\$10,000,000).

☒ renders legal services and chooses to satisfy the requirements of Section 15052 by entering into a written agreement signed by the partner(s) in accordance with Section 15052(a)(2)(C). Attach the written agreement, or any amendments thereto, to this form.

6. It is hereby declared that I am the person who executed this instrument, which execution is my act and deed.

*Sam M. Livermore*  
Signature of Authorized Person or Partner

Samuel M. Livermore 4/3/96  
Type or Print Name of Authorized Person or Partner Date

THIS SPACE FOR FILING USE ONLY

LLP 201995355003

FILED

In the office of the Secretary of State  
of the State of California

APR 04 1996

*Bill Jones*  
BILL JONES, Secretary of State

7. RETURN ACKNOWLEDGMENT TO:

NAME [ Samuel M. Livermore ]  
FIRM [ Sheppard, Mullin, Richter & Hampton ]  
ADDRESS [ Four Embarcadero Center, 17th Floor ]  
CITY/STATE [ San Francisco, CA 94111 ]  
ZIP CODE [ ]

LLP-1

Approved by the Secretary of State  
9/95

Exhibit A

SHEPPARD, MULLIN, RICHTER & HAMPTON LLP

Partner Guarantee  
of  
Security for Claims

By executing this Guarantee, or a supplement or amendment hereto, each Partner of Sheppard, Mullin, Richter & Hampton LLP (the "Partnership"), severally (but not jointly) agrees and guarantees to pay such Partner's Share (as defined below) of the difference, if any, from time-to-time, between (a) the maximum amount of security for claims against the Partnership, based upon acts, errors or omissions arising out of the practice of law, required for the Partnership under Section 15052(a)(2) of the California Corporations Code (the "Code"), and (b) the security for such claims otherwise provided by or on behalf of the Partnership in accordance with Section 15052(a)(2)(A) and/or Section 15052(a)(2)(B) of the Code (in all cases as such Sections of the Code may be amended or superseded from time to time).

For purposes of this Guarantee, a Partner's "Share" shall mean the percentage calculated by dividing the number of points held by such Partner at the relevant time by the total number of points held by all Partners at that time.

This Guarantee is intended to meet the requirements of Section 15052(a)(2)(C) of the Code, and shall be governed and interpreted in accordance with such Section. Payments shall be made hereunder to the extent (and only to the extent) required to satisfy the Partnership's security requirements under Section 15052(a)(2)(C) of the Code in order to maintain the Partnership's status as a "registered limited liability partnership" within the meaning of Section 15002(i) of the Code (as such Section may be amended or superseded from time-to-time).

Each Partner, by executing this Guarantee (or a counterpart hereof or an amendment or supplement hereto) hereby designates and appoints each member of the Partnership's Executive Committee, from time-to-time, as his, her or its authorized representative and attorney-in-fact to execute any and all counterparts, amendments or supplements to this Guarantee which the Executive Committee may deem to be necessary or desirable in order to maintain the Partnership's status as a "registered limited liability partnership" within the meaning of Section 15002(i) of the Code (as such Section may be amended or superseded from time-to-time). This power of attorney and the authority conferred hereby are coupled with an interest, are granted by each of the undersigned, respectively, for so long as he,

she or it is a Partner of the Partnership, and shall be irrevocable during such period.

This Guarantee may be executed in any number of counterparts, and by different partners on different counterparts, but all of such counterparts together shall constitute one and the same instrument.

IN WITNESS WHEREOF, this Guarantee has been duly executed by each Partner of the Partnership with original effect from January 1, 1996.

*Carl A. Varner*

Carlton A. Varner, as Attorney-In-Fact for  
all the Partners identified on Schedule A  
hereto

*Robert S. Beall*

ROBERT S. BEALL

*John A. Yacovelle III*

JOHN A. YACOVELLE III

*Steven W. Cardoza*

STEVEN W. CARDOZA

*Ryan D. McCortney*

RYAN D. MCCORTNEY

*Alan H. Martin*

ALAN H. MARTIN

*Scott F. Roybal*

SCOTT F. ROYBAL

*M. Elizabeth McDaniel*

M. ELIZABETH MCDANIEL

*Mark E. Slater*

MARK E. SLATER

*Mark A. Spitzer*

MARK A. SPITZER

*William V. Whelan*

WILLIAM V. WHELAN

*Perry J. Viscounty*

PERRY J. VISCOUNTY

SCHEDULE A

CHARLES F. BARKER  
 JOHN D. BERCHILD, JR.  
 ANTHONY J. BISHOP  
 KATHLEEN B. BLOCH  
 JOHN R. BONN  
 BARBARA L. BORDEN  
 DAVID M. BOSKO  
 LAWRENCE M. BRAUN  
 ARTHUR WM. BROWN, JR.  
 RICHARD W. BRUNETTE, JR.  
 JAMES J. CARROLL III, PROFESSIONAL CORPORATION  
 MICHAEL J. CHANGARIS  
 DENNIS M. CHILDS  
 JOHN D. COLLINS, PROFESSIONAL CORPORATION  
 JOSEPH F. COYNE, JR.  
 ANDRE J. CRONTHALL  
 JOSEPH A. DARRELL  
 PHILLIP A. DAVIS  
 DEAN A. DEMETRE  
 POLLY T. DENNIS  
 DOMENIC C. DRAGO  
 JULIETTE M. EBERT  
 FRANK FALZETTA  
 MICHAEL D. FERNHOFF, PROFESSIONAL CORPORATION  
 ROBERT B. FLAIG  
 MERRILL R. FRANCIS, PROFESSIONAL CORPORATION  
 DALE E. FREDERICKS  
 GERALDINE A. FREEMAN  
 RICHARD M. FREEMAN, PROFESSIONAL CORPORATION  
 MARSHA D. GALINSKY  
 JOHN J. GIOVANNONE  
 RANDOLPH B. GODSHALL  
 GERALD N. GORDON  
 JOSEPH G. GORMAN, JR., PROFESSIONAL CORPORATION  
 GORDON A. GREENBERG  
 ANDREW J. GUILFORD  
 GUY N. HALGREN  
 GARY L. HALLING  
 HAROLD E. HAMERSMITH  
 DOUGLAS R. HART  
 DON T. HIBNER, JR.  
 JAMES BLYTHE HODGE, PROFESSIONAL CORPORATION

ROBERT JOE HULL, PROFESSIONAL CORPORATION  
 JOHN D. HUSSEY, PROFESSIONAL CORPORATION  
 BRENT R. LILJESTROM  
 SAMUEL M. LIVERMORE  
 JAMES A. LONERGAN  
 GREGORY A. LONG  
 RICHARD L. LOTTS, PROFESSIONAL CORPORATION  
 JAMES M. LOWY  
 CHARLES H. MacNAB, JR.  
 DAVID A. MADDUX, PROFESSIONAL CORPORATION  
 PAUL S. MALINGAGIO  
 DAVID J. McCARTY  
 CHARLES E. McCORMICK  
 JAMES F. McSHANE  
 JAMES J. MITTERMILLER  
 CHRISTOPHER B. NEILS  
 MARK L. NELSON  
 GARY J. NEVOLO  
 JON W. NEWBY  
 KATHYLEEN A. O'BRIEN  
 PRENTICE L. O'LEARY, PROFESSIONAL CORPORATION  
 STEPHEN J. O'NEIL  
 JOEL R. OHLGREN  
 MARK T. OKUMA  
 T. WILLIAM OPDYKE  
 JOHN R. PENNINGTON  
 JOSEPH E. PETRILLO  
 SARA PFROMMER  
 ROBERT H. PHILIBOSIAN  
 FRED R. PUGLISI  
 KENT R. RAYGOR  
 NANCY B. REIMANN  
 PAUL M. REITLER, PROFESSIONAL CORPORATION  
 MARK RIERA  
 JACK H. RUBENS  
 JOHN F. RUNKEL, JR.  
 THEODORE A. RUSSELL  
 D. RONALD RYLAND  
 JAMES L. SANDERS  
 MYRL R. SCOTT, PROFESSIONAL CORPORATION  
 WILLIAM M. SCOTT IV  
 PIERCE T. SELWOOD, PROFESSIONAL CORPORATION

THOMAS R. SHEPPARD, PROFESSIONAL  
CORPORATION  
RANDAL B. SHORT  
RICHARD J. SIMMONS  
JOHN R. SIMON, PROFESSIONAL  
CORPORATION  
JAMES J. SLABY  
ANN KANE SMITH  
DIANNE BAQUET SMITH  
RICHARD L. SOMMERS  
RICHARD L. STONE  
JOAN H. STORY  
R. MARSHALL TANNER  
FINLEY L. TAYLOR, PROFESSIONAL  
CORPORATION  
STEPHEN C. TAYLOR, PROFESSIONAL  
CORPORATION  
TIMOTHY B. TAYLOR  
JOHN M. TEMPLE  
JANE L. THOMAS  
ROBERT A. THOMPSON  
CARLTON A. VARNER, PROFESSIONAL  
CORPORATION  
VICTOR A. VILAPLANA  
EDWARD D. VOGEL  
L. KIRK WALLACE  
MICHAEL J. WEAVER, PROFESSIONAL  
CORPORATION  
ROBERT E. WILLIAMS  
DARRYL M. WOO  
ROY G. WUCHITECH  
WILLIAM R. WYATT



## State of California

Bill Jones  
Secretary of State

LLP-2

LIMITED LIABILITY PARTNERSHIP  
CERTIFICATE OF AMENDMENT

**IMPORTANT-Read the instructions before completing the form.**

This document is presented for filing pursuant to Section 15050(a) of the California Corporations Code.

1. Name of registered limited liability partnership:

Sheppard, Mullin, Richter & Hampton, LLP

2. File number:

201995355003

3. Enter only the information in the Certificate of Registration (LLP-1) amended by filing this Certificate of Amendment (LLP-2).

a. Name of registered limited liability partnership: \_\_\_\_\_

b. Address of the principal office:

Address: \_\_\_\_\_

City: \_\_\_\_\_

State: \_\_\_\_\_

Zip Code: \_\_\_\_\_

c. If the address entered in Item 2 is not located in California, enter the agent for service of process in this state:

Name: \_\_\_\_\_

Street address: \_\_\_\_\_

City: \_\_\_\_\_

State: CALIFORNIA

Zip Code: \_\_\_\_\_

d. Indicate the business the registered limited liability partnership shall engage: (check one)

☐

Practice of Public Accountancy

☐

Practice of Law

☐

Other Related: \_\_\_\_\_

e. Delayed effective date, if any: (month/day/year) \_\_\_\_\_

f. Indicate whether the registered limited liability partnership is complying with the alternative security provisions set forth in Section 15052(a)(1)(C) or Section 15052(a)(2)(C).

☐

Yes. Attach Alternative Security Provision (LLP-3).

☐

No.

g. If other matters are to be included in the Certificate of Amendment (LLP-2) attach one or more separate pages.

Number of pages attached, if any:

1

4. It is hereby declared that I am the person who executed this instrument, which execution is my act and deed.

Carlton A. Varner  
Signature of Authorized Partner

Carlton A. Varner

Type or Print Name of Authorized Partner Date

\_\_\_\_\_  
Signature of Authorized Partner

\_\_\_\_\_  
Type or Print Name of Authorized Partner Date

\_\_\_\_\_  
Signature of Authorized Partner

\_\_\_\_\_  
Type or Print Name of Authorized Partner Date

5. RETURN ACKNOWLEDGMENT TO:

NAME  
FIRM  
ADDRESS  
CITY/STATE  
ZIP CODE

Michael J. Changaris, Esquire  
Sheppard, Mullin, Richter & Hampton, LLP  
501 West Broadway, Suite 1900  
San Diego, California 92101

THIS SPACE FOR FILING USE ONLY

LLP 201995355003

**FILED**

In the office of the Secretary of State  
of the State of California

JAN 16 1997

Bill Jones  
BILL JONES, Secretary of State

LLP-1  
Filing Fee \$30

Approved by the Secretary of State  
9/95

ATTACHMENT TO LIMITED LIABILITY PARTNERSHIP  
CERTIFICATE OF AMENDMENT

Sheppard, Mullin, Richter & Hampton, LLP hereby elect, in accordance with the provisions of California Corporations Code Section 16955.5, to not be subject to the provisions of the Revised Uniform Partnership Act of 1994. Such election has been made by the vote of the partners of the partnership possessing a majority of the interests of the partners in the current profits of the partnership.



**State of California**  
**Secretary of State**

**LIMITED LIABILITY PARTNERSHIP  
ALTERNATIVE SECURITY PROVISION**

**FILED** *CV*  
In the office of the Secretary of State  
of the State of California

SEP 21 2005

Corrected file # is:  
201995355003

**IMPORTANT – Read instructions before completing this form.**

This Space For Filing Use Only

1. ☐ INITIAL FILING (No filing fee is required.) ☒ ANNUAL CONFIRMATION (A \$30 filing fee is required.)

**THE UNDERSIGNED HEREBY CONFIRMS THE FOLLOWING:**

**FILE NUMBER, IF ANY**

2. CALIFORNIA SECRETARY OF STATE FILE NUMBER, IF ANY  
20199535503

**ENTITY NAME**

3. NAME OF THE REGISTERED LIMITED LIABILITY PARTNERSHIP OR FOREIGN LIMITED LIABILITY PARTNERSHIP  
SHEPPARD, MULLIN, RICHTER & HAMPTON LLP

**JURISDICTION**

4. JURISDICTION WHERE THE PARTNERSHIP IS ORGANIZED  
CALIFORNIA

**PRINCIPAL OFFICE ADDRESS** (Do not abbreviate the name of the city.)

- |                                |                         |          |
|--------------------------------|-------------------------|----------|
| 5. ADDRESS                     | CITY AND STATE          | ZIP CODE |
| 333 S. Hope Street, 48th floor | Los Angeles, California | 90071    |

**STATEMENT PURSUANT TO SECTION 16956** (The following statement is required by statute and may not be altered.)

6. The registered or foreign limited liability partnership chooses to satisfy the requirements of section 16956 by confirming, pursuant to section 16956(a)(1)(D), 16956(a)(2)(D), or 16956(a)(3)(D) and pursuant to section 16956(c), that, as of the most recently completed fiscal year, the partnership had a net worth equal to or exceeding ten million dollars (\$10,000,000) in the case of a partnership providing accountancy services, fifteen million dollars (\$15,000,000) in the case of a partnership providing legal services, or ten million dollars (\$10,000,000) in the case of a partnership providing architectural services.

**EXECUTION**

7. I DECLARE I AM THE PERSON WHO EXECUTED THIS INSTRUMENT, WHICH EXECUTION IS MY ACT AND DEED.

Carlton A. Varner  
SIGNATURE OF AUTHORIZED PERSON EXECUTING THIS FORM

September 20, 2005  
DATE

CARLTON A. VARNER  
TYPE OR PRINT NAME OF AUTHORIZED PERSON EXECUTING THIS FORM

PARTNER  
TITLE OF AUTHORIZED PERSON EXECUTING THIS FORM

**8. RETURN TO:**

|            |                                         |
|------------|-----------------------------------------|
| NAME       | ROBERT ZUBER, EXECUTIVE DIRECTOR        |
| FIRM       | SHEPPARD, MULLIN, RICHTER & HAMPTON LLP |
| ADDRESS    | 333 S. HOPE STREET, 48TH FLOOR          |
| CITY/STATE | LOS ANGELES, CALIFORNIA                 |
| ZIP CODE   | 90071                                   |



## State of California Secretary of State

### LIMITED LIABILITY PARTNERSHIP AMENDMENT TO REGISTRATION

A \$30.00 filing fee must accompany this form  
IMPORTANT – Read Instructions before completing this form.

**FILED**  
in the office of the Secretary of State  
of the State of California

JAN 25 2007

This Space For Filing Use Only

1. Secretary of State File Number: 201995355003 2. Name of registered limited liability partnership or foreign limited liability partnership: Sheppard Mullin Richter & Hampton LLP

3. COMPLETE ONLY THE SECTIONS WHERE INFORMATION IS BEING CHANGED. ADDITIONAL PAGES MAY BE ATTACHED IF NECESSARY.

A. Registered limited liability partnership or foreign limited liability partnership name.

B. The address of the principal office:

Address

City

State

Zip Code

C. The name of the Agent for Service of Process: D. Ronald Ryland

D. If an individual, California address of the Agent for Service of Process:

Address Sheppard Mullin Richter & Hampton LLP

City Four Embarcadero Center, 17th Floor

City San Francisco

State CA

Zip Code 94111

E. The business in which the limited liability partnership shall engage: (Check One)

☐ Practice of Architecture

☐ Practice of Public Accountancy

☐ Practice of Law

☐ Related

F. Indicate whether the limited liability partnership is complying with the alternative security provisions.

☐ YES. Attach Alternative Security Provision (LLP-3).

☐ NO

G. Other matters to be included in this Amendment to Registration. Attach additional pages, if necessary.

4. Total number of pages attached, if any:

5. Declaration: It is hereby declared that I am the person who executed this instrument, which execution is my act and deed.

Signature of Authorized Partner

D. Ronald Ryland

1/18/07

Type or Print Name of Authorized Partner Date

Signature of Authorized Partner

Type or Print Name of Authorized Partner Date

6. RETURN TO:

NAME

FIRM

ADDRESS

CITY/STATE

ZIP CODE

D. Ronald Ryland

Sheppard Mullin Richter & Hampton LLP

Four Embarcadero Center, 17th Floor

San Francisco, CA 94111



I hereby certify that the foregoing  
transaction(s) 29 page(s)  
is a full, true and correct copy of the  
original record in the custody of the  
California State Auditor's office.

JUL 18 2011

Date: 

  
DEBRA BOWEN, Secretary of State