

PATENT ASSIGNMENT COVER SHEET

Electronic Version v1.1
 Stylesheet Version v1.2

EPAS ID: PAT2811191

SUBMISSION TYPE:	NEW ASSIGNMENT	
NATURE OF CONVEYANCE:	CHANGE OF NAME	
CONVEYING PARTY DATA		
	Name	Execution Date
	METHOD PRODUCTS, INC.	08/05/2013
RECEIVING PARTY DATA		
Name:	METHOD PRODUCTS, PBC	
Street Address:	637 COMMERCIAL STREET, SUITE 300	
City:	SAN FRANCISCO	
State/Country:	CALIFORNIA	
Postal Code:	94111	
PROPERTY NUMBERS Total: 1		
	Property Type	Number
	Application Number:	29453296
CORRESPONDENCE DATA		
Fax Number:	(202)371-2540	
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>		
Phone:	(202) 3712600	
Email:	solson@skgf.com, vballen@skgf.com	
Correspondent Name:	STERNE, KESSLER, GOLDSTEIN & FOX PLLC	
Address Line 1:	1100 NEW YORK AVENUE, N.W.	
Address Line 4:	WASHINGTON, DISTRICT OF COLUMBIA 20005	
ATTORNEY DOCKET NUMBER:	2644.0410000/TGD/SLO	
NAME OF SUBMITTER:	TRACY-GENE G. DURKIN #32,831	
SIGNATURE:	/Tracy Durkin/	
DATE SIGNED:	04/11/2014	
Total Attachments: 24		
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Delaware

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The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED ARE TRUE AND CORRECT COPIES OF ALL DOCUMENTS FILED FROM AND INCLUDING THE RESTATED CERTIFICATE OR A MERGER WITH A RESTATED CERTIFICATE ATTACHED OF "METHOD PRODUCTS, PBC" AS RECEIVED AND FILED IN THIS OFFICE.

THE FOLLOWING DOCUMENTS HAVE BEEN CERTIFIED:

RESTATED CERTIFICATE, FILED THE FIFTEENTH DAY OF SEPTEMBER, A.D. 2008, AT 12:47 O'CLOCK P.M.

CERTIFICATE OF CHANGE OF REGISTERED AGENT, FILED THE SIXTEENTH DAY OF OCTOBER, A.D. 2009, AT 12:02 O'CLOCK P.M.

CERTIFICATE OF AMENDMENT, FILED THE FIFTEENTH DAY OF NOVEMBER, A.D. 2010, AT 3:27 O'CLOCK P.M.


CERTIFICATE OF MERGER, FILED THE THIRTY-FIRST DAY OF AUGUST, A.D. 2012, AT 6:25 O'CLOCK P.M.

CERTIFICATE OF AMENDMENT, CHANGING ITS NAME FROM "METHOD PRODUCTS, INC." TO "METHOD PRODUCTS, PBC", FILED THE FIRST DAY OF AUGUST, A.D. 2013, AT 8 O'CLOCK A.M.

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Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 0639774

DATE: 08-05-13

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

PATENT
REEL: 032657 FRAME: 0781

RESTATED CERTIFICATE OF INCORPORATION

OF

METHOD PRODUCTS, INC.

Method Products, Inc., a Delaware Corporation (hereinafter referred to as the "Corporation"), hereby adopts this Restated Certificate of Incorporation pursuant to the provisions of Sections 242 and 245 of the General Corporation Law of the State of Delaware (the "DGCL").

1. The name of the Corporation is Method Products, Inc.
2. The original Certificate of Incorporation of the Corporation was filed with the Secretary of State of Delaware on September 30, 2003.
3. This Restated Certificate of Incorporation, which amends, restates and integrates the provisions of the Certificate of Incorporation, was duly approved by written consent of the required number of shares of outstanding stock of the Corporation pursuant to the provisions of Section 228 of the DGCL, and written notice pursuant to Section 228 of the DGCL has been given to those stockholders whose written consent has not been obtained.
4. The text of the Certificate of Incorporation is hereby amended and restated in its entirety to provide as herein set forth in full.

ARTICLE I

The name of the Corporation is Method Products, Inc.

ARTICLE II

The address of the Corporation's registered office in the state of Delaware is 1209 Orange Street, City of Wilmington, County of New Castle, Delaware 19801. The name of its registered agent at such address is The Corporation Trust Company.

ARTICLE III

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

ARTICLE IV

A. The Corporation is authorized to issue two classes of stock to be designated Common Stock and Preferred Stock. The total number of shares that the Corporation is authorized to issue is Seventy-One Million Nine Hundred Fifty-Six Thousand Seven Hundred

Forty-Three (71,956,743) shares, of which Forty-Seven Million Five Hundred Thousand (47,500,000) shares will be Common Stock, with a par value of \$0.0001 per share, and Twenty-Four Million Four Hundred Fifty-Six Thousand Seven Hundred Forty-Three (24,456,743) shares will be Preferred Stock, with a par value of \$0.0001 per share.

B. Four Million Four Hundred One Thousand Nine Hundred Seven (4,401,907) shares of the authorized shares of Preferred Stock are designated Series A Preferred Stock, with a par value of \$0.0001 per share ("Series A Preferred"); One Million Eight Hundred Seventy-One Thousand Seven Hundred Sixteen (1,871,716) shares are designated Series A-1 Preferred Stock, with a par value of \$0.0001 per share ("Series A-1 Preferred"); Four Million Seven Hundred Seventy-Six Thousand Nine Hundred Nineteen (4,776,919) shares are designated Series B Preferred Stock, with a par value of \$0.0001 per share ("Series B Preferred"); Four Million Seven Hundred Seventy-Six Thousand Nine Hundred Twenty-Two (4,776,922) shares are designated Series B-1 Preferred Stock, with a par value of \$0.0001 per share ("Series B-1 Preferred"); Three Hundred Fifty-Eight Thousand Two Hundred Seventy-One (358,271) shares are designated Series B-2 Preferred Stock, with a par value of \$0.0001 per share ("Series B-2 Preferred"); Six Million Seven Hundred Seventy-One Thousand Eight (6,771,008) shares are designated Series C Preferred Stock, with a par value of \$0.0001 per share ("Series C Preferred") and One Million Five Hundred Thousand (1,500,000) shares are designated Series D Preferred Stock, with a par value of \$0.0001 per share ("Series D Preferred"). The Series A Preferred, Series A-1 Preferred, Series B Preferred, Series B-1 Preferred, Series B-2 Preferred, Series C Preferred and Series D Preferred shall hereinafter be referred to collectively as the "Designated Preferred Stock."

C. Rights, Preferences and Privileges of Capital Stock. The rights, powers, preferences and privileges, and the qualifications, limitations and restrictions granted to or imposed on the Designated Preferred Stock or the holders thereof are as follows:

1. Dividend Rights.

(a) The holders of shares of any series of Designated Preferred Stock shall be paid dividends at the rate of 7% of such series' respective Original Issue Prices (as defined below) per annum prior and in preference to the payment of any dividend or other distribution upon the Common Stock only when, as, and if declared by the Board of Directors of the Corporation (the "Board"). Such dividends, if any, shall be non-cumulative.

(b) If, after all dividends in the full preferential amounts specified above have been paid or declared and set apart in any fiscal year of the Corporation, the Board shall declare additional dividends out of funds legally available therefor in that fiscal year, then such additional dividends shall be declared pro rata on the Common Stock and the Designated Preferred Stock, treating the Designated Preferred Stock as the greatest whole number of shares of Common Stock then issuable upon conversion of such Designated Preferred Stock pursuant to Subsection C.4 below.

(c) In the event that the Corporation shall have any declared and unpaid dividends outstanding immediately prior to conversion of shares of Designated Preferred Stock, the full amount of any such dividends shall be converted into Common Stock at the then

applicable Conversion Price (as defined below) upon conversion of such shares of Designated Preferred Stock.

2. Liquidation Preference. In the event of a Liquidation Event (as defined below), whether voluntary or involuntary, distributions or payments to the stockholders of the Corporation shall be made in the following manner:

(a) The holders of record of Series C Preferred and Series D Preferred (collectively, the "Senior Preferred") shall be entitled to receive Proceeds (as defined below) prior and in preference to any distribution or payment of Proceeds to the holders of Common Stock and any series of Designated Preferred Stock (other than the Senior Preferred), in an amount per share of the Senior Preferred held by them equal to the Original Issue Price (as defined below) for such series of Senior Preferred Stock, adjusted to reflect stock splits, stock dividends, reclassifications, combinations, consolidations, recapitalizations and the like (collectively, "Recapitalizations"), plus all declared but unpaid dividends, if any, on such shares to the date of distribution (the "Senior Preferred Liquidation Preference"). If, upon the occurrence of such event, the Proceeds thus distributed among the holders of the Senior Preferred shall be insufficient to permit the payment to such holders of the full Senior Preferred Liquidation Preference, then the entire Proceeds shall be distributed ratably among the holders of the Senior Preferred in proportion to the full preferential amount that each such holder is otherwise entitled to receive under this Subsection (a).

(b) After the Senior Preferred Liquidation Preference has been paid in full, the holders of the Series of Designated Preferred Stock (not including the Senior Preferred) shall be entitled to receive pro rata the remaining Proceeds, prior and in preference to any distribution or payment of the remaining Proceeds to the holders of Common Stock, in an amount per share of such Designated Preferred Stock held by them equal to the Original Issue Price (as adjusted for Recapitalizations) for each such series of Designated Preferred Stock, plus all declared but unpaid dividends (collectively, the "Series A/B Liquidation Preference"). If, upon the occurrence of such event, the remaining Proceeds thus distributed among the holders of such Designated Preferred Stock shall be insufficient to permit the payment to such holders of the full Series A/B Liquidation Preference, then the entire remaining Proceeds shall be distributed ratably among the holders of such Designated Preferred Stock in proportion to the full preferential amount that each such holder is otherwise entitled to receive under this Subsection (b).

(c) After payment in full of the Senior Preferred Liquidation Preference and the Series A/B Liquidation Preference, the remaining Proceeds, if any, shall be distributed or paid pro rata to the holders of the Common Stock and the Designated Preferred Stock, treating the Designated Preferred Stock as the greatest whole number of shares of Common Stock then issuable upon conversion of such Designated Preferred Stock pursuant to Subsection C.4 below.

(d) For purposes hereof, a Liquidation Event shall mean (i) the closing of the sale, transfer or other disposition of all or substantially all of the Corporation's assets, (ii) the consummation of the merger or consolidation of the Corporation with or into another entity (except a merger or consolidation in which the holders of capital stock of the Corporation

immediately prior to such merger or consolidation continue to hold at least 50% of the voting power of the capital stock of the Corporation or the surviving or acquiring entity), (iii) the closing of the transfer (whether by merger, consolidation or otherwise), in one transaction or a series of related transactions, to a person or group of affiliated persons (other than an underwriter of the Corporation's securities), of the Corporation's securities if, after such closing, such person or group of affiliated persons would hold 50% or more of the outstanding voting stock of the Corporation (or the surviving or acquiring entity) or (iv) a liquidation, dissolution or winding up of the Corporation; provided, however, that a transaction shall not constitute a Liquidation Event if its sole purpose is to change the state of the Corporation's incorporation or to create a holding company that will be owned in substantially the same proportions by the persons who held the Corporation's securities immediately prior to such transaction. "Proceeds" shall mean any distribution or payment of any assets or funds of the Corporation, or payment of any type of consideration, or assets or funds of the Corporation legally available for distribution, to the stockholders of the Corporation in connection with a Liquidation Event.

3. Voting Rights.

(a) Except as otherwise required by law or provided herein, the holders of Common Stock issued and outstanding shall have one vote for each share of Common Stock and the holders of Designated Preferred Stock shall be entitled to the number of votes per share equal to the number of shares of Common Stock into which each share of Designated Preferred Stock is convertible as of the record date for determination of the stockholders entitled to vote on such matters, or, such votes to be counted together with all other shares of capital stock of the Corporation having general voting power and not separately as a class.

(b) The Board shall consist of five (5) directors. Holders of a majority of the outstanding shares of Series A Preferred and Series A-1 Preferred, voting together as a single series, shall be entitled to elect one (1) member of the Board. The holders of Series B Preferred and Series B-1 Preferred, voting together as a single series, shall be entitled to elect one (1) member of the Board. The holders of Series C Preferred, voting as a separate series, shall be entitled to elect one (1) member of the Board. The holders of Common Stock and Designated Preferred Stock, voting together as one single class on an as-converted basis, shall be entitled to elect all remaining members of the Board. Notwithstanding the provisions of Section 223(a)(1) and 223(a)(2) of the General Corporation Law, any vacancy, including newly created directorships resulting from any increase in the authorized number of directors or amendment of this Restated Certificate of Incorporation, and vacancies created by removal or resignation of a director, may be filled by a majority of the directors then in office, though less than a quorum, or by a sole remaining director, and the directors so chosen shall hold office until the next annual election and until their successors are duly elected and qualified, unless sooner displaced; provided, however, that where such vacancy occurs among the directors elected by the holders of a class or series of stock, the holders of shares of such class or series may override the Board's action to fill such vacancy by (i) voting for their own designee to fill such vacancy at a meeting of the Corporation's stockholders or (ii) written consent, if the consenting stockholders hold a sufficient number of shares to elect their designee. Any director may be removed during his or her term of office, either with or without cause, by, and only by, the affirmative vote of the holders of a majority of the shares of the class or series of stock entitled to elect such director or directors, given either at a special meeting of such stockholders duly called for that purpose or

pursuant to a written consent of stockholders, and any vacancy thereby created may be filled by the holders of that class or series of stock represented at the meeting or pursuant to written consent.

4. Conversion. The holders of Designated Preferred Stock shall have conversion rights as follows (the "Conversion Rights"):

(a) Right to Convert. Each holder of Designated Preferred Stock may, at any time, upon surrender to the Corporation of the certificates therefor at the principal office of the Corporation or at such other place as the Corporation shall designate, convert all or any part of such holder's shares of Designated Preferred Stock into shares of Common Stock, without the payment of any additional consideration by the holder thereof. Each share of Designated Preferred Stock shall be convertible into that number of fully paid and non-assessable shares of Common Stock as will be determined by dividing the applicable Original Issue Price (as defined below) by the Conversion Price in effect at the time of the conversion. The Original Series A Issue Price shall be \$0.2936 and the initial Series A Conversion Price shall be \$0.2936 per share, subject to adjustment as hereinafter provided. The Original Series A-1 Issue Price shall be \$0.4061 and the initial Series A-1 Conversion Price shall be \$0.4061 per share, subject to adjustment as hereinafter provided. The Original Series B Issue Price and the Original Series B-1 Issue Price shall be \$0.8374 and the initial Series B Conversion Price and the Series B-1 Conversion Price shall be \$0.8374 per share, subject to adjustment as hereinafter provided. The Original Series B-2 Issue Price shall be \$1.5662 and the initial Series B-2 Conversion Price shall be \$1.5662, subject to adjustment as hereinafter provided. The Original Series C Issue Price shall be \$1.5662 and the initial Series C Conversion Price shall be \$1.5662 per share, subject to adjustment as hereinafter provided. The Original Series D Issue Price shall be \$4.00 per share and the initial Series D Conversion Price shall be \$4.00 per share, subject to adjustment as hereinafter provided. The Original Series A Issue Price, the Original Series A-1 Issue Price, the Original Series B Issue Price, the Original Series B-1 Issue Price, the Original Series B-2 Issue Price, the Original Series C Issue Price and the Original Series D Issue Price shall each be referred to herein as the "Original Issue Price" and shall collectively be referred to herein as the "Original Issue Prices." The Series A Conversion Price, the Series A-1 Conversion Price, the Series B Conversion Price, the Series B-1 Conversion Price, the Series B-2 Conversion Price, the Series C Conversion Price and the Series D Conversion Price shall each be referred to herein as the "Conversion Price" and shall collectively be referred to herein as the "Conversion Prices."

(b) Automatic Conversion of Preferred Stock. Each share of Designated Preferred Stock shall automatically and immediately be converted into shares of Common Stock at the then applicable Conversion Price for such Series of Designated Preferred Stock upon the closing of a firm commitment underwritten public offering pursuant to an effective registration statement under the Securities Act of 1933, as amended, provided that the aggregate gross proceeds to the Corporation of such offering equal or exceed Fifteen Million Dollars (\$15,000,000). Each share of a particular Series of Designated Preferred Stock shall automatically and immediately be converted into shares of Common Stock at the applicable Conversion Price for such Series of Designated Preferred Stock, upon the earlier to occur of (i) the date more than 90% of the originally issued shares of such series of Designated Preferred

Stock have been voluntarily converted or (ii) the date of a vote or written consent of the holders of a majority of the then outstanding shares of such series of Designated Preferred Stock.

(c) Mechanics of Conversion. No fractional shares of Common Stock shall be issued upon conversion of any shares of Designated Preferred Stock. In lieu of any fractional shares to which the holder would otherwise be entitled, the Corporation shall pay cash equal to such fraction multiplied by the then fair market value of the Common Stock as determined by the Board. Other than an automatic conversion pursuant to Subsection C.4(b) above, before any holder of Designated Preferred Stock shall be entitled to convert the same into full shares of Common Stock, such holder shall surrender the certificate or certificates therefor, duly endorsed, at the office of the Corporation or of any transfer agent for the Designated Preferred Stock, and shall give written notice to the Corporation at such office that such holder elects to convert the same. The Corporation shall, as soon as practicable thereafter, issue and deliver at such office to such holder a certificate or certificates for the whole number of shares of Common Stock to which such holder shall be entitled, together with a check payable to the holder in the amount of any cash amounts payable as the result of a conversion into fractional shares of Common Stock. Such conversion shall be deemed to have been made immediately prior to the close of business on the date of surrender of the shares of Designated Preferred Stock to be converted, and the person or persons entitled to receive the whole shares of Common Stock issuable upon such conversion shall be treated for all purposes as the record holder or holders of such whole shares of Common Stock on such date. If the conversion is in connection with an underwritten offering of securities registered pursuant to the Securities Act of 1933, as amended, the conversion may, at the option of any holder tendering Designated Preferred Stock for conversion, be conditioned upon the closing with the underwriters of the sale of securities pursuant to such offering, in which event the persons entitled to receive the Common Stock upon conversion of the Designated Preferred Stock shall not be deemed to have converted such Designated Preferred Stock until immediately prior to the closing of such sale of securities. If the conversion is in connection with the Automatic Conversion provisions of Subsection C.4(b) above, such conversion shall be deemed to have been made on the conversion date described in the stockholder consent or agreement approving such conversion, and the persons entitled to receive shares of Common Stock issuable upon such conversion shall be treated for all purposes as the record holders of such shares of Common Stock as of such date.

(d) Conversion Price Adjustments for Certain Dilutive Issuances, Splits and Combinations.

(i) The respective Conversion Prices shall be subject to adjustment from time to time as follows:

(1) In the event the Corporation, at any time after the filing of this Certificate, shall issue Additional Stock (as defined below), without consideration or for a consideration per share less than any Conversion Price in effect on the date of and immediately prior to such issue, then such Conversion Price shall be adjusted to a price determined by multiplying such Conversion Price by a fraction, the numerator of which shall be the number of shares of Common Stock outstanding immediately prior to such issuance plus the number of shares of Common Stock that the aggregate consideration received by the Corporation for such Additional Stock would purchase at such Conversion Price effective immediately prior

to such issuance, and the denominator of which shall be the number of shares of Common Stock outstanding immediately prior to such issuance plus the number of such shares of Additional Stock so issued. For the purpose of the above calculation, the number of shares of Common Stock outstanding immediately prior to such issuance shall be calculated on a fully diluted, as converted, basis (without regard to whether securities are vested or unvested, contingent, exercisable or not yet exercisable), as if all shares of Designated Preferred Stock and all Convertible Securities (as defined below) had been fully converted into shares of Common Stock immediately prior to such issuance and any outstanding warrants, options or other rights for the purchase of shares of capital stock of the Corporation or Convertible Securities had been fully exercised immediately prior to such issuance (and the resulting securities fully converted into shares of Common Stock, if so convertible) as of such date, but not including in such calculation any additional shares of Common Stock issuable with respect to any Series of Designated Preferred Stock, Convertible Securities, or outstanding options, warrants or other rights for the purchase of shares of stock or Convertible Securities, solely as a result of the adjustment of the respective Conversion Prices (or other conversion ratios) resulting from the issuance of Additional Stock causing the adjustment in question. For purposes of this Subsection C.4(d), "Convertible Securities" shall mean any evidences of indebtedness, shares (other than Common Stock and Designated Preferred Stock) or other securities convertible into or exchangeable for Common Stock.

(2) No adjustment of any Conversion Price shall be made in an amount less than one one-hundredth of one cent (\$0.0001) per share, provided that any adjustments that are not required to be made by reason of this sentence shall be carried forward and shall be either taken into account in any subsequent adjustment made prior to three (3) years from the date of the event giving rise to the adjustment being carried forward, or shall be made at the end of three (3) years from the date of the event giving rise to the adjustment being carried forward, and upon such adjustment the Conversion Price shall be rounded up or down to the nearest one one-hundredth of one cent (\$0.0001). Except to the limited extent provided for in Subsections C.4(d)(i)(5)(iii) and C.4(d)(i)(5)(iv), no adjustment of any Conversion Price pursuant to this Subsection C.4(d)(i) shall have the effect of increasing the Conversion Price above the Conversion Price in effect immediately prior to such adjustment.

(3) In the case of the issuance of Additional Stock for cash, the consideration shall be deemed to be the amount of cash paid therefor before deducting any discounts, commissions or other expenses allowed, paid or incurred by the Corporation for any underwriting or otherwise in connection with the issuance and sale thereof.

(4) In the case of the issuance of Additional Stock for a consideration in whole or in part other than cash, the consideration other than cash shall be deemed to be the fair market value thereof as determined in good faith by the Board.

(5) In the case of the issuance of options to purchase or rights to subscribe for Common Stock, securities by their terms convertible into or exchangeable for Common Stock or options to purchase or rights to subscribe for such convertible or exchangeable securities, the following provisions shall apply for purposes of determining the number of shares of Additional Stock issued and the consideration paid therefor:

(i) The aggregate maximum number of shares of Common Stock deliverable upon exercise (whether or not then exercisable, but without taking into account potential antidiluting adjustments) of such options to purchase or rights to subscribe for Common Stock shall be deemed to have been issued at the time such options or rights were issued and for a consideration equal to the consideration (determined in the manner provided in Article IV, Subsections C.4(d)(i)(3) and C.4(d)(i)(4)), if any, received by the Corporation upon the issuance of such options or rights plus the minimum exercise price provided in such options or rights for the Common Stock covered thereby.

(ii) The aggregate maximum number of shares of Common Stock deliverable upon conversion of or in exchange (whether or not then convertible or exchangeable, but without taking into account potential antidiluting adjustments) for any such convertible or exchangeable securities or upon the exercise of options to purchase or rights to subscribe for such convertible or exchangeable securities and subsequent conversion or exchange thereof shall be deemed to have been issued at the time such securities were issued or such options or rights were issued for a consideration equal to the consideration, if any, received by the Corporation for any such securities and related options or rights (excluding any cash received on account of accrued interest or accrued dividends) plus the minimum additional consideration, if any, to be received by the Corporation upon conversion or exchange of such securities or the exercise of any related options or rights (the consideration in each case to be determined in the manner provided in Article IV, Subsections C.4(d)(i)(3) and C.4(d)(i)(4)).

(iii) In the event of any change in the number of shares of Common Stock deliverable or in the consideration payable to the Corporation upon exercise of such options or rights or upon conversion of or in exchange for such convertible or exchangeable securities, including, but not limited to, a change resulting from the antidilution provisions thereof, the Conversion Prices, to the extent in any way affected by or computed using such options, rights or securities, shall be recomputed to reflect such change, but no further adjustment shall be made for the actual issuance of Common Stock or any payment of such consideration upon the exercise of any such options or rights or the conversion or exchange of such securities.

(iv) Upon the expiration of any such options or rights, the termination of any such rights to convert or exchange or the expiration of any options or rights related to such convertible or exchangeable securities, the Conversion Prices, to the extent in any way affected by or computed using such options, rights or securities or options or rights related to such securities, shall be recomputed to reflect the issuance of only the number of shares of Common Stock (and convertible or exchangeable securities that remain in effect) actually issued upon the exercise of such options or rights, upon the conversion or exchange of such securities or upon the exercise of the options or rights related to such securities.

(v) The number of shares of Additional Stock deemed issued, and the consideration deemed paid therefor pursuant to Subsections C.4(d)(i)(5)(i) and C.4(d)(i)(5)(ii), shall be appropriately adjusted to reflect any change, termination or expiration of the type described in either Subsections C.4(d)(i)(5)(iii) or C.4(d)(i)(5)(iv).

(ii) "Additional Stock" shall mean any shares of Common Stock issued (or deemed to have been issued pursuant to Subsection C.4(d)(i)(5)) by the Corporation, other than Common Stock:

(1) issued pursuant to a transaction described in Subsection C.4(d)(iii) below;

(2) issuable or issued to employees, consultants, officers or directors of the Corporation directly or pursuant to a stock purchase or a stock option plan or agreement approved by the Board;

(3) issued upon conversion of Designated Preferred Stock;

(4) issued upon the exercise or conversion of convertible notes or warrants outstanding on the date any shares of Series D Preferred are first issued;

(5) issued or issuable in a public offering in connection with which all outstanding shares of Designated Preferred Stock will be converted into Common Stock;

(6) issued as a dividend or distribution on any Series of Designated Preferred Stock;

(7) issued or issuable upon exercise of warrants issued to strategic partners and vendors who are approved by the Board;

(8) in connection with any transaction for which adjustment is made pursuant to Subsections C.4(e) or C.4(f) hereof; or

(9) issued or deemed issued pursuant to Subsection C.4(d)(i)(5) as a result of a decrease in any Conversion Price resulting from the operation of Subsection C.4(d).

(iii) In the event the Corporation should at any time or from time to time fix a record date for the effectuation of a split or subdivision of the outstanding shares of Common Stock or the determination of holders of Common Stock entitled to receive a dividend or other distribution payable in additional shares of Common Stock or other securities or rights convertible into, or entitling the holder thereof to receive directly or indirectly, additional shares of Common Stock (hereinafter referred to as "Common Stock Equivalents") without payment of any consideration by such holder for the additional shares of Common Stock or the Common Stock Equivalents (including the additional shares of Common Stock issuable upon conversion or exercise thereof), then, as of such record date (or the date of such dividend distribution, split or subdivision if no record date is fixed), the then applicable Conversion Prices shall be appropriately decreased so that the number of shares of Common Stock issuable on conversion of each share of such series shall be increased in proportion to such increase of the

aggregate of shares of Common Stock outstanding and those issuable with respect to such Common Stock Equivalents.

(iv) If the number of shares of Common Stock outstanding is decreased by a combination of the outstanding shares of Common Stock, then, following the record date of such combination, the then applicable Conversion Prices shall be appropriately increased so that the number of shares of Common Stock issuable on conversion of such Designated Preferred Stock shall be decreased in proportion to such decrease in outstanding shares.

(e) **Recapitalizations.** If at any time or from time to time there shall be a recapitalization of the Common Stock (other than a subdivision, combination or merger or sale of assets transaction provided for elsewhere in this Subsection C.4 or C.2), provision shall be made so that the holders of Designated Preferred Stock, if any shares thereof remaining outstanding thereafter, shall thereafter be entitled to receive upon conversion of such Designated Preferred Stock the number of shares of stock or other securities or property of the Corporation or otherwise, to which a holder of Common Stock deliverable upon conversion would have been entitled on such recapitalization. In any such case, appropriate adjustment shall be made in the application of the provisions of this Subsection C.4 with respect to the rights of the holders of Designated Preferred Stock after the recapitalization, if any shares thereof remaining outstanding thereafter, to the end that the provisions of this Subsection C.4(e) (including adjustment of the applicable Conversion Price then in effect and the number of shares purchasable upon conversion of Designated Preferred Stock) shall be applicable after that event as nearly equivalent as may be practicable.

(f) **Capital Reorganization, Merger or Sale of Assets.** If at any time or from time to time there shall be a capital reorganization of the Common Stock (other than a subdivision, combination, reclassification or exchange of shares provided for elsewhere in this Subsection C.4) or a merger or consolidation of the Corporation with or into another corporation, or the sale of all or substantially all of the Corporation's properties and assets to any other person, (other than a merger, consolidation or asset sale that constitutes a Liquidation Event) then, as a part of such reorganization, merger, consolidation or sale, provision shall be made so that the holders of Designated Preferred Stock, if any shares thereof remaining outstanding thereafter, shall thereafter be entitled to receive upon conversion of Designated Preferred Stock, the number of shares of stock or other securities or property of the Corporation, or of the successor corporation resulting from such merger, consolidation or sale, to which such holder of Designated Preferred Stock would have been entitled on such capital reorganization, merger, consolidation, or sale if the Designated Preferred Stock had converted into shares of Common Stock immediately prior to such reorganization, merger, consolidation or sale.

(g) **Other Distributions.** In the event the Corporation shall declare a distribution payable in securities of other persons, evidences of indebtedness issued by the Corporation or other persons, assets (excluding cash dividends) or options or rights not referred to in Subsection C.4(d)(iii), then, in each such case for the purpose of this Subsection C.4(g), the holders of the Designated Preferred Stock shall be entitled to a proportionate share of any such distribution as though they were the holders of the number of shares of Common Stock of the Corporation into which their shares of Designated Preferred Stock are convertible as of the

record date fixed for the determination of the holders of Common Stock of the Corporation entitled to receive such distribution.

5. Protective Provisions. So long as at least an aggregate of 2,000,000 shares of Designated Preferred Stock are outstanding, and subject to any additional voting rights required by applicable law, the Corporation shall not (by amendment, merger, consolidation or otherwise), without the affirmative vote of the holders of record of at least two-thirds (2/3) of the outstanding shares of Designated Preferred Stock voting as a single class on an as-converted basis:

- (a) amend or modify this Restated Certificate of Incorporation;
- (b) alter or change the rights, preferences or privileges of any series of Designated Preferred Stock materially and adversely;
- (c) create any new series of Preferred Stock;
- (d) increase the number of authorized shares of Designated Preferred Stock;
- (e) effect a Liquidation Event;
- (f) redeem, purchase or otherwise acquire (or pay into or set aside for a sinking fund for such purpose) any share or shares of Common Stock; provided, however, that this restriction shall not apply to the repurchase of shares of Common Stock from (i) employees, officers, directors, consultants or other persons performing services for the Corporation or any subsidiary pursuant to agreements under which the Corporation has the option to repurchase such shares upon the occurrence of certain events, such as the termination of employment or service, or pursuant to a right of first refusal or (ii) from existing or former employees or stockholders of the Corporation not subject to a right of first refusal or co-sale provided in the Fifth Amended and Restated Investors' Rights Agreement, as amended, among the Corporation and the parties thereto;
- (g) increase the authorized number of directors of the Corporation; or
- (h) declare a distribution or dividend on the Common Stock or Preferred Stock.

6. No Reissuances of Preferred Stock. No share or shares of Designated Preferred Stock acquired by the Corporation by reason of purchase, conversion or otherwise shall be reissued, and all such shares shall be returned to the status of undesignated shares of Designated Preferred Stock.

7. Amendment. The Corporation reserves the right to amend, alter, change or repeal any provision contained in this Restated Certificate of Incorporation, in the manner now or hereafter prescribed by statute, and all rights conferred upon stockholders herein are granted subject to this reservation.

ARTICLE V

Except to the extent that the Delaware General Corporation Law, as it now exists or as it may hereafter be amended, prohibits the elimination or limitation of liability of directors for breaches of fiduciary duty, no director of the Corporation shall be personally liable to the Corporation or its stockholders for monetary damages for any breach of fiduciary duty as a director, notwithstanding any provision of law imposing such liability. No amendment to or repeal of this Article and no adoption of any other provision of this Restated Certificate of Incorporation inconsistent with this Article shall apply to or have any effect on the liability or alleged liability of any director of the Corporation for or with respect to any acts or omissions of such director occurring prior to such amendment, repeal or adoption.

ARTICLE VI

The Corporation shall, to the fullest extent permitted by Section 145 of the Delaware General Corporation Law, as it now exists or as it may hereafter be amended, indemnify each person who was or is a party or is threatened to be made a party to any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative or investigative, by reason of the fact that he is or was, or has agreed to become, a director or officer of the Corporation, or, while a director or officer of the Corporation is or was serving, or has agreed to serve, at the request of the Corporation, as a director, officer, trustee, employee or agent of, or in a similar capacity with, another corporation, partnership, joint venture, trust or other enterprise (including any employee benefit plan) (all such persons being referred to hereafter as an "Indemnitee"), or by reason of any action alleged to have been taken or omitted in such capacity, against all expenses (including attorneys' fees), judgments, fines and amounts paid in settlement actually and reasonably incurred by or on behalf of an Indemnitee in connection with such action, suit or proceeding and any appeal therefrom.

The indemnification rights provided in this Article (i) shall not be deemed exclusive of any other rights to which an Indemnitee may be entitled under any law, agreement or vote of stockholders or disinterested directors or otherwise, and (ii) shall inure to the benefit of the heirs, executors and administrators of the Indemnitees. The Corporation may, to the extent authorized from time to time by the Board, grant indemnification rights to other employees or agents of the Corporation or other persons serving the Corporation and such rights may be equivalent to, or greater or less than, those set forth in this Article.

Any amendment, repeal or modification of the foregoing provisions of this Article VI shall not adversely affect any right or protection of a director, officer, agent, or other person existing at the time of, or increase the liability of any director of the Corporation with respect to any acts or omissions of such director, officer or agent occurring prior to, such amendment, repeal or modification.

ARTICLE VII

Meetings of stockholders may be held within or without the State of Delaware, as the Bylaws may provide. The books of the Corporation may be kept (subject to any provision

contained in the statutes) outside of the State of Delaware at such place or places as may be designated from time to time by the Board or in the Bylaws of the Corporation.

ARTICLE VIII

In furtherance and not in limitation of the powers conferred by statute, the Board is expressly authorized to make, alter, amend or repeal the Bylaws of the Corporation.

ARTICLE IX

In connection with repurchases by the Corporation of its Common Stock from employees, officers, directors, advisors, consultants or other persons performing services for the Corporation or any subsidiary pursuant to agreements under which the Corporation has the option to repurchase such shares at cost upon the occurrence of certain events, such as the termination of employment, Sections 502 and 503 of the California Corporations Code shall not apply in whole or in part with respect to such repurchases.

The undersigned declare under penalty of perjury under the laws of the State of Delaware that the matters set forth herein are true and correct as of their own knowledge.

Dated: 9/15/08

/s/ Dan Swander
Dan Swander, President

Dated: 9/15/08

/s/ Andrea Freedman
Andrea Freedman, Secretary

CERTIFICATE OF CHANGE OF LOCATION OF REGISTERED OFFICE
AND OF REGISTERED AGENT

It is hereby certified that:

1. The name of the corporation (hereinafter called the "Corporation") is
METHOD PRODUCTS, INC.
2. The registered office of the Corporation within the State of Delaware is hereby
changed to 160 Greentree Drive, Suite 101, City of Dover 19904, County of Kent.
3. The registered agent of the Corporation within the State of Delaware is hereby
changed to National Registered Agents, Inc., the business office of which is identical with the
registered office of the corporation as hereby changed.
4. The Corporation has authorized the changes hereinbefore set forth by
resolution of its Board of Directors.

Signed on: 9/18/09



Andrea Freedman
Secretary

State of Delaware
Secretary of State
Division of Corporations
Delivered 02:15 PM 10/16/2009
FILED 12:02 PM 10/16/2009
SRV 090941520 - 3710482 FILE

**CERTIFICATE OF AMENDMENT OF
RESTATED CERTIFICATE OF INCORPORATION OF
METHOD PRODUCTS, INC.**

METHOD PRODUCTS, INC., a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware (the "Corporation"), hereby certifies that:

FIRST: The name of the Corporation is **METHOD PRODUCTS, INC.**

SECOND: The date on which the Certificate of Incorporation of the Corporation was originally filed with the Secretary of State of the State of Delaware is September 30, 2003

THIRD: The Board of Directors of the Corporation, acting in accordance with the provisions of Sections 141 and 242 of the General Corporation Law of the State of Delaware, adopted resolutions amending its Certificate of Incorporation as follows:

The first sentence of Article IV(C)(3)(b) shall be amended and restated to read in its entirety as follows:

"(b) The number of directors which shall constitute the whole Board of Directors shall be fixed by the Board of Directors in the manner provided in the Bylaws."

FOURTH: Thereafter pursuant to a resolution of the Board of Directors, this Certificate of Amendment was submitted to the stockholders of the Corporation for their approval, and was duly adopted in accordance with the provisions of Section 242 of the General Corporation Law of the State of Delaware.

IN WITNESS WHEREOF, the Corporation has caused this Certificate of Amendment to be signed by its President and attested to by its Secretary this 12th day of November, 2010.

METHOD PRODUCTS, INC.

By: 

Drew Fraser, President

ATTEST:


Andrea Freedman, Secretary

CERTIFICATE OF MERGER
of
MACGYVER MERGER INC.
and
METHOD PRODUCTS, INC.

Pursuant to the provisions of Section 251 of the General Corporation Law of the State of Delaware, Method Products, Inc. hereby certifies that:

FIRST: The name and state of incorporation of each of the constituent corporations of the merger are as follows:

<u>Name</u>	<u>State of Incorporation</u>
MacGyver Merger Inc.	Delaware
Method Products, Inc.	Delaware

SECOND: An Agreement and Plan of Merger, dated as of August 10, 2012 among the constituent corporations and Ecover US Holdings Inc. (the "Merger Agreement"), has been approved, adopted, certified, executed, and acknowledged by each of the constituent corporations in accordance with Section 251(c) of the General Corporation Law of the State of Delaware.

THIRD: That the name of the surviving corporation of the merger is Method Products, Inc.

FOURTH: That the certificate of incorporation of Method Products, Inc., as amended and restated hereby, shall be the certificate of incorporation of the surviving corporation. The certificate of incorporation will be amended and restated to read in its entirety as set forth on Exhibit A hereto.

FIFTH: The executed Merger Agreement between the constituent corporations is on file at an office of the surviving corporation, the address of which is as follows:

Method Products, Inc.
607 Commercial Street, Suite 600
San Francisco, CA 94111

SIXTH: A copy of the Merger Agreement will be furnished by the surviving corporation, on request and without cost, to any stockholder of either of the constituent corporations.

SEVENTH: The effective time of the merger herein certified shall be 5:00 p.m. Pacific Time on August 31, 2012.

IN WITNESS WHEREOF, Method Products, Inc. has caused this Certificate of Merger
to be duly executed by an authorized officer and delivered on August 31, 2012.

METHOD PRODUCTS, INC.

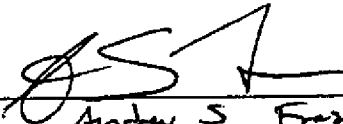

By: Andrew S. Fraz
Its: Pres + CEO

EXHIBIT A

AMENDED AND RESTATED

CERTIFICATE OF INCORPORATION

OF

METHOD PRODUCTS, INC.

ARTICLE I

Name

The name of the corporation is Method Products, Inc.

ARTICLE II

Purpose

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 III

Authorized Capital

The total number of shares of stock which the corporation shall have authority to issue is five thousand (5,000) shares of Common Stock of \$0.0001 par value, which shall be the only class of shares of this Corporation.

ARTICLE IV

Limitation on Director Liability

Except to the extent that the Delaware General Corporation Law, as it now exists or as it may hereafter be amended, prohibits the elimination or limitation of liability of directors for breaches of fiduciary duty, no director of the Corporation shall be personally liable to the Corporation or its stockholders for monetary damages for any breach of fiduciary duty as a director, notwithstanding any provision of law imposing such liability. No amendment to or repeal of this Article and no adoption of any other provision of this Certificate of Incorporation inconsistent with this Article shall apply to or have any effect on the liability or alleged liability

of any director of the Corporation for or with respect to any acts or omissions of such director occurring prior to such amendment, repeal or adoption.

ARTICLE V

Indemnification of Directors

The Corporation shall, to the fullest extent permitted by Section 145 of the Delaware General Corporation Law, as it now exists or as it may hereafter be amended, indemnify each person who was or is a party or is threatened to be made a party to any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative or investigative, by reason of the fact that he is or was, or has agreed to become, a director or officer of the Corporation, or, while a director or officer of the Corporation is or was serving, or has agreed to serve, at the request of the Corporation, as a director, officer, trustee, employee or agent of, or in a similar capacity with, another corporation, partnership, joint venture, trust or other enterprise (including any employee benefit plan) (all such persons being referred to hereafter as an "Indemnitee"), or by reason of any action alleged to have been taken or omitted in such capacity, against all expenses (including attorneys' fees), judgments, fines and amounts paid in settlement actually and reasonably incurred by or on behalf of an Indemnitee in connection with such action, suit or proceeding and any appeal therefrom.

The indemnification rights provided in this Article (i) shall not be deemed exclusive of any other rights to which an Indemnitee may be entitled under any law, agreement or vote of stockholders or disinterested directors or otherwise, and (ii) shall inure to the benefit of the heirs, executors and administrators of the Indemnitees. The Corporation may, to the extent authorized from time to time by the Board, grant indemnification rights to other employees or agents of the Corporation or other persons serving the Corporation and such rights may be equivalent to, or greater or less than, those set forth in this Article.

Any amendment, repeal or modification of the foregoing provisions of this Article V shall not adversely affect any right or protection of a director, officer, agent, or other person existing at the time of, or increase the liability of any director of the Corporation with respect to any acts or omissions of such director, officer or agent occurring prior to, such amendment, repeal or modification.

ARTICLE VI

Amendments to Certificate of Incorporation

The Corporation reserves the right to alter, amend, 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. All rights conferred are granted subject to this reservation.

ARTICLE VII

Number of Directors

This Corporation shall have at least one (1) director, the actual number to be fixed in accordance with the Bylaws.

ARTICLE VIII

Election of Directors

The directors need not be elected by written ballot unless required by the bylaws of the Corporation.

ARTICLE IX

Amendments to Bylaws

In furtherance and not in limitation of the powers conferred by the laws of the State of Delaware, the board of directors of the corporation is expressly authorized to adopt, amend or repeal the bylaws of the corporation.

ARTICLE X

Registered Office and Registered Agent

The address of the registered office of the Corporation in the State of Delaware is located at 615 South DuPont Highway, Dover, County of Kent, Delaware 19901 and the name of the registered agent at that address is National Corporate Research, Ltd.

**CERTIFICATE OF AMENDMENT
TO AMENDED AND RESTATED CERTIFICATE OF INCORPORATION
OF**

METHOD PRODUCTS, INC.

**TO ELECT PUBLIC BENEFIT CORPORATION STATUS UNDER
DELAWARE GENERAL CORPORATION LAW SUBCHAPTER XV**

The undersigned, being the duly authorized President of Method Products, Inc., a corporation organized under the Delaware General Corporation Law (the "**Corporation**") certifies that:

1. The name of the Corporation is Method Products, Inc.
2. The Amended and Restated Certificate of Incorporation of the Corporation was filed with the Secretary of State on August 31, 2012 (the "**Certificate of Incorporation**").
3. The heading of the Certificate of Incorporation is amended to read as follows:

AMENDED AND RESTATED

CERTIFICATE OF INCORPORATION OF

METHOD PRODUCTS, PBC

**A PUBLIC BENEFIT CORPORATION FORMED UNDER
DELAWARE GENERAL CORPORATION LAW SUBCHAPTER XV**

4. Article I of the Certificate of Incorporation is amended to read as follows:

ARTICLE I

Name

The name of the corporation is:

Method Products, PBC

5. Article II of the Certificate of Incorporation is amended to read as follows:

ARTICLE II

Purpose - Public Benefit Corporation

The Corporation shall have a specific public benefit purpose of creating a material positive impact on society and the environment, taken as a whole, as assessed against a third-party standard, from the business and operations of the Corporation. The Corporation may

engage in any lawful act or activity for which corporations may be organized under the General Corporation Law of Delaware. ("DGCL")

6. Article IV of the Certificate of Incorporation is amended to read as follows:

ARTICLE IV

Limitation on Director Liability

Except to the extent that the DGCL, as it now exists or as it may hereafter be amended, prohibits the elimination or limitation of liability of directors for breaches of fiduciary duty, no director of the Corporation shall be personally liable to the Corporation or its stockholders for monetary damages for any breach of fiduciary duty as a director, notwithstanding any provision of law imposing such liability. Any disinterested failure to satisfy DGCL § 365 shall not, for the purposes of DGCL § 102(b)(7) or DGCL § 145, constitute an act or omission not in good faith, or a breach of the duty of loyalty. No amendment to or repeal of this Article and no adoption of any other provision of this Certificate of Incorporation inconsistent with this Article shall apply to or have any effect on the liability or alleged liability of any director of the Corporation for or with respect to any acts or omissions of such director occurring prior to such amendment, repeal or adoption.

7. The amendments to the Corporation's Certificate of Incorporation herein certified were duly adopted and have been consented to in writing by the Board of Directors and the sole stockholder in accordance with the provisions of Sections 228 and 242 of the Delaware General Corporation Law.

IN WITNESS WHEREOF, said Corporation has caused this Certificate of Amendment to be duly executed by its duly authorized officer this 29th day of July __, 2013.

METHOD PRODUCTS, INC.

By: 
Name: Andrew Fraser
Its: President