

AMENDED AND RESTATED
CERTIFICATE OF FORMATION
OF
SIEMENS CAPITAL COMPANY LLC

The undersigned, Jonathan Falk, being the General Counsel and Secretary of SIEMENS CAPITAL COMPANY LLC, a limited liability company organized and existing under the laws of the State of Delaware (the "Company"), and in accordance with the provisions of the Limited Liability Company Act of the State of Delaware, DOES HEREBY CERTIFY that the following is a complete amendment and restatement of the Certificate of Formation of the Company as follows:

FIRST: The name of the Company is SIEMENS CAPITAL COMPANY LLC.

Siemens Aktiengesellschaft ("Siemens AG"), the ultimate parent of the Company, has granted the Company permission to use the "Siemens" name within the Company's name. Upon written notice to the Company, Siemens AG and its legal successor or authorized agents may revoke such permission at any time and for any reason or no reason. In addition, the Company's right to use the name "Siemens" within its name shall immediately terminate without need for Siemens AG to provide written notice in the event that Siemens AG ceases to hold (directly or indirectly) more than fifty (50) percent of the equity interests and voting rights of the Company. For purposes of the preceding sentence, Siemens AG shall be deemed to hold an indirect holding of more than fifty (50) percent if more than fifty (50) percent of the outstanding equity interests and voting rights are held at each separate holding level between Siemens AG and the Company (including by one or more Siemens entities).

If the permission is revoked or otherwise terminated, the Company and the members shall take all appropriate actions to cause the name of the Company to be changed within a period of ninety (90) days following such revocation or termination. No successor name of the Company may contain either the "Siemens" name or a title that could be confused therewith or that is otherwise similar thereto or any reference suggesting that the Company is associated with the Siemens group or its organization.

Neither the Company nor any of its members shall be entitled to any compensation in the event that the Company's right to use the "Siemens" name is revoked or terminated.

SECOND: The address of the registered office of the Company in the State of Delaware is 1209 Orange Street, in the City of Wilmington, County of New Castle, 19801. The name of the registered agent of the Company at such address is The Company Trust Company.

THIRD: The purpose of the Company is to exercise any lawful purpose or power and to engage in any lawful act or activity for which a corporation may be organized under the Delaware Limited Liability Company Act.

FOURTH: The following provisions are inserted for the management of the business and for the conduct of the affairs of the Company, and for further definition, limitation and regulation of the powers of the Company and of its managers and members:

(a) The number of managers of the Company shall be such as from time to time shall be fixed by, or in the manner provided in, the Bylaws. Election of managers need not be by ballot unless the Bylaws so provide.

(b) In furtherance and not in limitation of the powers conferred by the laws of the State of Delaware, the board of managers is expressly authorized to adopt, amend or repeal the Bylaws of the Company.

(c) In addition to the powers and authorities hereinbefore or by statute expressly conferred upon them, the managers are hereby empowered to exercise all such powers and do all such acts and things as may be exercised or done by the Company; subject, nevertheless, to the provisions of the statutes of Delaware, of this Certificate, and to any bylaw from time to time made by the members; provided, however, that no bylaw so made shall invalidate any prior act of the managers which would have been valid if such bylaw had not been made.

FIFTH: The liability of a manager of the Company to the Company or its members for monetary damages for breach of fiduciary duty as a manager shall be limited or eliminated to the fullest extent permitted by applicable law. Any repeal or modification of this Article FIFTH by the members of the Company shall not adversely affect any right or protection of a manager of the Company existing at the time of such repeal or modification.

SIXTH: Whenever a compromise or arrangement is proposed between the Company and its creditors or any class of them and/or between the Company and its members or any class of them, any court of equitable jurisdiction within the State of Delaware may, on the application in a summary way of the Company or of any creditor or stockholder thereof or on the application of any receiver or receivers appointed for the Company under § 291 of Title 8 of the Delaware Code or on the application of trustees in dissolution or of any receiver or receivers appointed for the Company under § 279 of Title 8 of the Delaware Code order a meeting of the creditors or class of creditors, and/or of the members or class of members of the Company, as the case may be, to be summoned in such manner as the said court directs. If a majority in number representing three-fourths (3/4th) in value of the creditors or class of creditors, and/or of the members or class of members of the Company, as the case may be, agree to any compromise or arrangement and to any reorganization of the Company as a consequence of such compromise or arrangement, the said compromise or arrangement and the said reorganization shall, if sanctioned by the court to which the said application has been made, be binding on all the creditors or class of creditors, and/or on all the members or class of members, of the Company, as the case may be, and also on the Company.

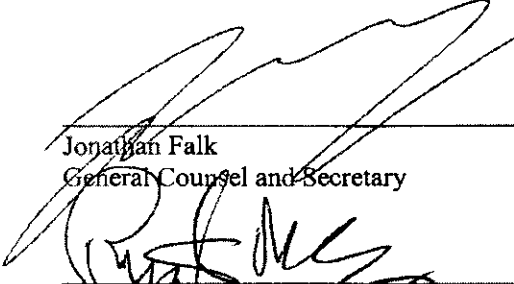
SEVENTH: The Company reserves the right to amend and repeal any provision contained in this Amended and Restated Certificate of Formation in the manner prescribed by the laws of the State of Delaware. All rights herein conferred are granted subject to this reservation.

EIGHTH: The Company shall have perpetual existence. Titles and captions of or in this Amended and Restated Certificate of Formation are inserted only as a matter of convenience and for reference and in no way define, limit, extend or describe the scope of this Amended and Restated Certificate of Formation or the intent of any of its provisions.

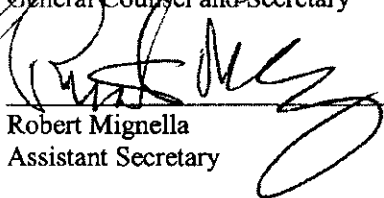
This Amended and Restated Certificate of Formation has been approved by the Board of Managers of the Company and duly adopted by the members of the Company in accordance with the Delaware Limited Liability Company Act.

DULY EXECUTED and delivered by the General Counsel and Secretary of the Company, under seal, for the purpose of completely amending and restating the Certificate of Formation of the Company under the laws of the State of Delaware, and who does hereby certify that the facts stated in this Amended and Restated Certificate of Formation are true, all as of the 8th day of September, 2011.

SIEMENS CAPITAL COMPANY LLC



Jonathan Falk
General Counsel and Secretary



Robert Mignella
Assistant Secretary