

**CERTIFICATE OF AMENDMENT TO
AMENDED AND RESTATED CERTIFICATE OF INCORPORATION OF
SPACE EXPLORATION TECHNOLOGIES CORP.**

February 17, 2022

SPACE EXPLORATION TECHNOLOGIES CORP., a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware (the "DGCL"), hereby certifies as follows:

FIRST: The name of the Corporation is Space Exploration Technologies Corp. (the "Corporation"). The original certificate of incorporation of the Corporation was filed with the Secretary of State of the State of Delaware on March 14, 2002 under the name Space Exploration Technologies Corp. The Amended and Restated Certificate of Incorporation of the Corporation (the "Certificate") was filed with the Secretary of State of the State of Delaware on August 4, 2020.

SECOND: This Amendment (the "Amendment") to the Certificate was duly adopted in accordance with Section 228 and Section 242 of the DGCL by the holders of a majority of the issued and outstanding shares of stock of the Corporation entitled to vote thereon.

THIRD: Article IV(A) of the Certificate is hereby amended by deleting Article IV(A) in its entirety and inserting in its place a new Article IV(A) to read as follows:

(A) Classes of Stock. The Corporation is authorized to issue four classes of stock to be designated, respectively, "**Class A Common Stock**," "**Class B Common Stock**," "**Class C Common Stock**" and "**Preferred Stock**." The total number of shares which the Corporation is authorized to issue is four billion one hundred ninety-eight million seventy-three thousand (4,198,073,000) shares, each with a par value of \$0.001 per share. Two billion four hundred twenty-six million four hundred thirty thousand (2,426,430,000) shares shall be Class A Common Stock, one billion sixty-five million (1,065,000,000) shares shall be Class B Common Stock, five hundred million (500,000,000) shares shall be Class C Common Stock and two hundred six million six hundred forty-three thousand (206,643,000) shares shall be Preferred Stock. As used in this Amended and Restated Certificate of Incorporation, "**Common Stock**" shall refer collectively to the Class A Common Stock, the Class B Common Stock and the Class C Common Stock, each as applicable.

Immediately upon the effectiveness of the Amendment (the "**Effective Time**"): (i) each one (1) share of the Corporation's Class A Common Stock "**Old Class A Common Stock**," par value \$0.001 per share issued and outstanding at the Effective Time shall automatically be changed into, reclassified and converted into ten (10) validly issued, fully paid and non-assessable shares of Class A Common Stock; (ii) each one (1) share of the Corporation's Class B Common Stock "**Old Class B Common Stock**" par value \$0.001 per share issued and outstanding at the Effective Time shall automatically be changed into, reclassified and converted into ten (10) validly issued, fully paid and non-assessable shares of Class B Common Stock; and

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Secretary of State
Division of Corporations
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(iii) each one (1) share of the Corporation's Class C Common Stock "**Old Class C Common Stock,**" par value \$0.001 per share issued and outstanding at the Effective Time shall automatically be changed into, reclassified and converted into ten (10) validly issued, fully paid and non-assessable shares of Class C Common Stock, in each case automatically and without any further action on the part of this corporation or the holder thereof (the actions in the preceding clauses (i) to (iii) collectively, the "**Forward Stock Split**"). Any stock certificate that, immediately prior to the Effective Time, represented shares of Old Class A Common Stock, Old Class B Common Stock, or Old Class C Common Stock shall, from and after the Effective Time, automatically and without the necessity of presenting the same for exchange, be deemed to represent that number of shares of Class A Common Stock, Class B Common Stock, or Class C Common Stock, as the case may be, into which such shares of Old Class A Common Stock, Old Class B Common Stock, or Old Class C Common Stock, as applicable, shall have been changed into, reclassified and converted pursuant to the Forward Stock Split.

(Signature page follows)

IN WITNESS WHEREOF, the Corporation has caused the Amendment to be duly executed in its name and on behalf of the Corporation by an authorized officer as of the date set forth above.

SPACE EXPLORATION TECHNOLOGIES CORP.



Elon Musk, Chief Executive Officer

(Signature page to Certificate of Amendment)