

ARTICLES OF ORGANIZATION
For use by DOMESTIC LIMITED LIABILITY COMPANY

Pursuant to the provisions of Act 23, Public Acts of 1993, the undersigned executes the following Articles:

Article I

The name of the limited liability company is:

365 HEALTH DIAGNOSTICS, LLC

Article II

Unless the articles of organization otherwise provide, all limited liability companies formed pursuant to 1993 PA 23 have the purpose of engaging in any activity within the purposes for which a limited liability company may be formed under the Limited Liability Company Act of Michigan. You may provide a more specific purpose:

Article III

The duration of the limited liability company if other than perpetual is:

PERPETUAL

Article IV

The street address of the registered office of the limited liability company and the name of the resident agent at the registered office (P.O. Boxes are not acceptable):

1. Agent Name: RANAJIT MUKHERJEE
2. Street Address: 22260 GARRISON ST.
Apt/Suite/Other:
City: DEARBORN
State: MI Zip Code: 48124

3. Registered Office Mailing Address:

- P.O. Box or Street Address: 22260 GARRISON ST.
Apt/Suite/Other:
City: DEARBORN
State: MI Zip Code: 48124

Article V

(Insert any desired additional provision authorized by the Act; attach additional pages if needed.)

ONE OR MORE MANAGERS SHALL MANAGE THE LIMITED LIABILITY COMPANY. A MANAGER OF THE LIMITED LIABILITY COMPANY SHALL NOT BE PERSONALLY LIABLE TO THE LIMITED LIABILITY COMPANY OR ITS MEMBERS FOR MONETARY DAMAGES FOR A BREACH OF ANY DUTIES ESTABLISHED IN SECTION 404 THE MICHIGAN LIMITED LIABILITY ACT, MCL §450.4101, ET. SEQ. (THE "ACT"), EXCEPT FOR THE LIABILITY OF A MANAGER FOR ANY OF THE FOLLOWING:

(I) THE RECEIPT OF A FINANCIAL BENEFIT TO WHICH THE MANAGER IS NOT ENTITLED; (II) LIABILITY UNDER SECTION 308 OF THE ACT; (III) A KNOWING VIOLATION OF LAW; OR (IV) AN ACT OR OMISSION OCCURRING PRIOR TO THE EFFECTIVE DATE OF THESE ARTICLES OF ORGANIZATION. IN THE EVENT THE ACT IS HEREAFTER AMENDED TO AUTHORIZE ACTION BY THE LIMITED LIABILITY COMPANY TO FURTHER ELIMINATE OR LIMIT THE PERSONAL LIABILITY OF MANAGERS, THEN THE LIABILITY OF A MANAGER OF THE LIMITED LIABILITY COMPANY SHALL BE ELIMINATED OR LIMITED TO THE FULLEST EXTENT PERMITTED BY THE ACT, SO AMENDED. ANY REPEAL, MODIFICATION OR ADOPTION OF ANY PROVISION IN THESE ARTICLES OF ORGANIZATION INCONSISTENT WITH THIS ARTICLE V OR THE OPERATING AGREEMENT OF THE LIMITED LIABILITY COMPANY SHALL NOT ADVERSELY AFFECT ANY RIGHT OR PROTECTION OF A MANAGER OF THE LIMITED LIABILITY COMPANY EXISTING AT THE TIME OF SUCH REPEAL, MODIFICATION OR ADOPTION.

TO THE EXTENT PERMITTED BY THE ACT AND SUBJECT TO ALL OF THE OTHER PROVISIONS OF THIS ARTICLE V, THE LIMITED LIABILITY COMPANY SHALL INDEMNIFY ANY PERSON WHO WAS OR IS A PARTY TO, OR IS THREATENED TO BE MADE A PARTY TO, ANY THREATENED, PENDING, OR COMPLETED ACTION, SUIT, OR PROCEEDING, WHETHER CIVIL, CRIMINAL, ADMINISTRATIVE, OR INVESTIGATIVE, FORMAL OR INFORMAL (OTHER THAN AN ACTION BY OR IN THE RIGHT OF THE LIMITED LIABILITY COMPANY), BY REASON OF THE FACT THAT THE PERSON IS OR WAS A MANAGER OF THE LIMITED LIABILITY COMPANY, OR, WHILE SERVING AS A MANAGER OF THE LIMITED LIABILITY COMPANY, IS OR WAS SERVING AT THE REQUEST OF THE LIMITED LIABILITY COMPANY AS A DIRECTOR, OFFICER, PARTNER, TRUSTEE, EMPLOYEE, OR AGENT OF ANOTHER FOREIGN OR DOMESTIC CORPORATION, PARTNERSHIP, JOINT VENTURE, TRUST, OR OTHER ENTERPRISE, WHETHER FOR PROFIT OR NOT, AGAINST EXPENSES (INCLUDING ACTUAL AND REASONABLE ATTORNEY FEES), JUDGMENTS, PENALTIES, FINES, AND AMOUNTS PAID IN SETTLEMENT ACTUALLY AND REASONABLY INCURRED BY SUCH PERSON IN CONNECTION WITH SUCH ACTION, SUIT, OR PROCEEDING, IF THE PERSON ACTED IN GOOD FAITH AND IN A MANNER THE PERSON REASONABLY BELIEVED TO BE IN OR NOT OPPOSED TO THE BEST INTERESTS OF THE LIMITED LIABILITY COMPANY OR ITS MEMBERS, AND WITH RESPECT TO ANY CRIMINAL ACTION OR PROCEEDING, IF THE PERSON HAD NO REASONABLE CAUSE TO BELIEVE SUCH PERSON'S CONDUCT WAS UNLAWFUL. THE TERMINATION OF ANY ACTION, SUIT, OR PROCEEDING BY JUDGMENT, ORDER, SETTLEMENT, CONVICTION, OR ON A PLEA OF NOLO CONTENDERE OR ITS EQUIVALENT, SHALL NOT, OF ITSELF, CREATE A PRESUMPTION THAT THE PERSON DID NOT ACT IN GOOD FAITH AND IN A MANNER THAT THE PERSON REASONABLY BELIEVED TO BE IN OR NOT OPPOSED TO THE BEST INTERESTS OF THE LIMITED LIABILITY COMPANY OR ITS MEMBERS AND, WITH RESPECT TO ANY CRIMINAL ACTION OR PROCEEDING, HAD REASONABLE CAUSE TO BELIEVE THAT SUCH PERSON'S CONDUCT WAS UNLAWFUL.

TO THE EXTENT PERMITTED BY THE ACT AND SUBJECT TO ALL OF THE OTHER PROVISIONS OF THIS ARTICLE V, THE LIMITED LIABILITY COMPANY SHALL INDEMNIFY ANY PERSON WHO WAS OR IS A PARTY TO, OR IS THREATENED TO BE MADE A PARTY TO, ANY THREATENED, PENDING, OR COMPLETED ACTION OR SUIT BY OR IN THE RIGHT OF THE LIMITED LIABILITY COMPANY TO PROCURE A JUDGMENT IN ITS FAVOR BY REASON OF THE FACT THAT THE PERSON IS OR WAS A MANAGER OF THE LIMITED LIABILITY COMPANY OR, WHILE SERVING AS A MANAGER OF THE LIMITED LIABILITY COMPANY, IS OR WAS SERVING AT THE REQUEST OF THE LIMITED LIABILITY COMPANY AS A DIRECTOR, OFFICER, PARTNER, TRUSTEE, EMPLOYEE, OR AGENT OF ANOTHER FOREIGN OR DOMESTIC CORPORATION, PARTNERSHIP, JOINT VENTURE, TRUST, OR OTHER ENTERPRISE, WHETHER FOR PROFIT OR NOT, AGAINST EXPENSES (INCLUDING ACTUAL AND REASONABLE ATTORNEY FEES) AND AMOUNTS PAID IN SETTLEMENT ACTUALLY AND REASONABLY INCURRED BY THE PERSON IN CONNECTION WITH THE ACTION OR SUIT, IF THE PERSON ACTED IN GOOD FAITH AND IN A MANNER THE PERSON REASONABLY BELIEVED TO BE IN OR NOT OPPOSED TO THE BEST INTERESTS OF THE LIMITED LIABILITY COMPANY OR ITS MEMBERS; HOWEVER, INDEMNIFICATION SHALL NOT BE MADE FOR ANY CLAIM, ISUE, OR MATTER IN WHICH THE PERSON HAS BEEN FOUND LIABLE TO THE MEMBERS UNLESS AND ONLY TO THE EXTENT THAT THE COURT IN WHICH THE ACTION OR SUIT WAS BROUGHT HAS DETERMINED ON APPLICATION THAT, DESPITE THE ADJUDICATION OF LIABILITY BUT IN VIEW OF ALL CIRCUMSTANCES OF THE CASE, THE PERSON IS FAIRLY AND REASONABLY ENTITLED TO INDEMNIFICATION FOR THE REASONABLE EXPENSES INCURRED.

Signed this 27th Day of November, 2018 by the organizer(s):

Signature	Title	Title if "Other" was selected
Keith J. Soltis	Attorney In Fact	

By selecting ACCEPT, I hereby acknowledge that this electronic document is being signed in accordance with the Act. I further certify that to the best of my knowledge the information provided is true, accurate, and in compliance with the Act.

Decline Accept

MICHIGAN DEPARTMENT OF LICENSING AND REGULATORY AFFAIRS
FILING ENDORSEMENT

This is to Certify that the ARTICLES OF ORGANIZATION

for

365 HEALTH DIAGNOSTICS, LLC

ID Number: 802259369

received by electronic transmission on November 27, 2018 ***, is hereby endorsed.***

Filed on November 27, 2018, ***by the Administrator.***

The document is effective on the date filed, unless a subsequent effective date within 90 days after received date is stated in the document.



In testimony whereof, I have hereunto set my hand and affixed the Seal of the Department, in the City of Lansing, this 27th day of November, 2018.

Julia Dale, Director

Corporations, Securities & Commercial Licensing Bureau