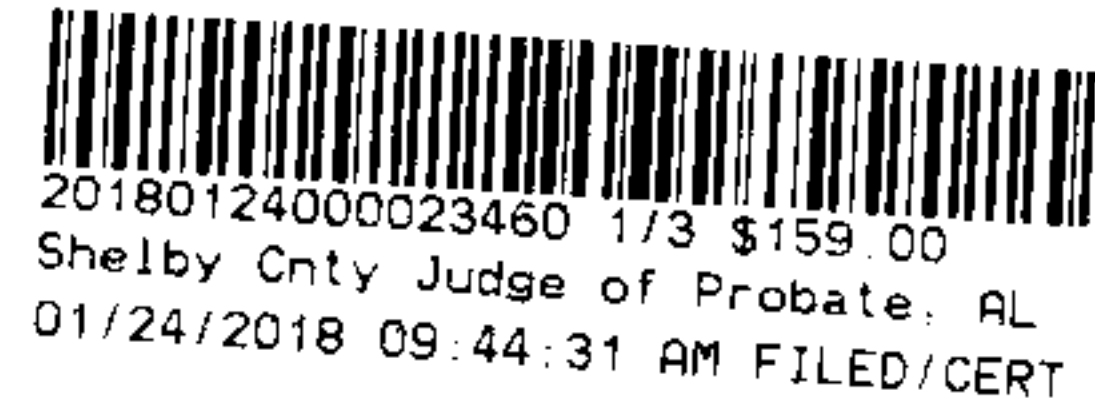


STATE OF ALABAMA  
COUNTY OF SHELBY

STATEMENT OF DISSOLUTION  
OF  
MATTHEW MEDICAL, INC.



Pursuant to the provisions of *Ala. Code (1975) § 10A-2-14.03*, the undersigned company submits the following Statement of Dissolution.

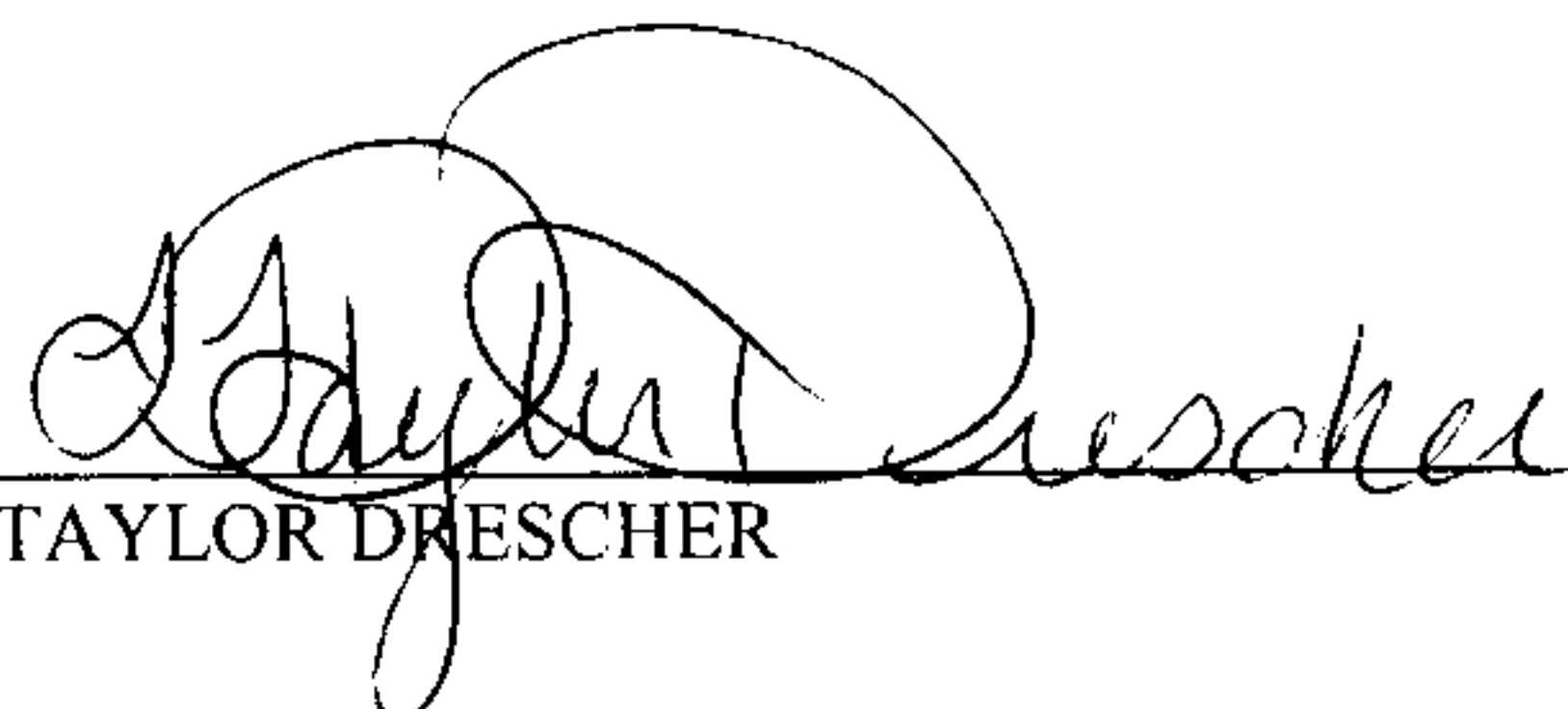
1. The name of the company is **MATTHEW MEDICAL, INC.**, (the "Company").
2. The Company was organized on August 15, 1989, in Shelby County, Alabama, under the name ALTS Medical, Inc. The legal name of the Company was changed on April 23, 2009.
3. The dissolution of the Company was authorized on the 31 day of December, 2017.
4. The dissolution of the Company was approved by written consent of the Shareholders, a copy of which is attached hereto as Exhibit "A."


IN WITNESS WHEREOF, the undersigned have hereunto signed and sealed this instrument.

Executed on this the 31 day of December, 2017.

SHAREHOLDERS:

  
ANDREW HOWELL

  
TAYLOR DRESCHER

Notary  


Exp:  
2-8-2021

STATE OF Alabama  
COUNTY OF Jefferson

I, a Notary Public in and for the above said state and county, do hereby certify that before me **Andrew Howell** personally appeared, who, being by me first duly sworn, declared that he is a Shareholder of Matthew Medical, Inc., that he signed the foregoing instrument as Shareholder of the said company, and that the statements contained in the document are true.

Given under my hand and seal this the 31 day of December, 2017.

[Notarial Seal]



NOTARY PUBLIC

My Commission Expires: 2.8.2021

STATE OF Alabama  
COUNTY OF Jefferson

I, a Notary Public in and for the above said state and county, do hereby certify that before me **Taylor Drescher** personally appeared, who, being by me first duly sworn, declared that she is a Shareholder of Matthew Medical, Inc., that she signed the foregoing instrument as Shareholder of the said company, and that the statements contained in the document are true.

Given under my hand and seal this the 31 day of December, 2017.


[Notarial Seal]



NOTARY PUBLIC

My Commission Expires: 2.8.2021

*This Instrument Prepared By:*  
Kevin D. Heard  
HEARD, ARY & DAURO, LLC  
303 Williams Avenue SW  
Park Plaza, Suite 921  
Huntsville, Alabama 35801  
PH: (256) 535-0817

  
20180124000023460 2/3 \$159.00  
Shelby Cnty Judge of Probate, AL  
01/24/2018 09:44:31 AM FILED/CERT

**ACTION BY UNANIMOUS WRITTEN CONSENT OF THE  
SHAREHOLDERS OF MATTHEW MEDICAL, INC.**

The undersigned, constituting the Shareholders of Matthew Medical, Inc., an Alabama Corporation (the "Company"), hereby waive any and all notice required by the Articles of Organization, the Bylaws, and the Alabama Business Corporation Law, and consent to the adoption by written consent of the following resolutions:

**RESOLVED**, that the shareholders of the Company, hereby approve and authorize, pursuant to *Ala. Code (1975) § 10A-2-14.02*, the dissolution of the Company.

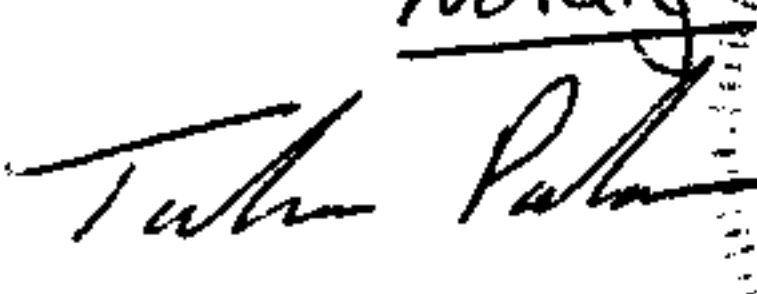
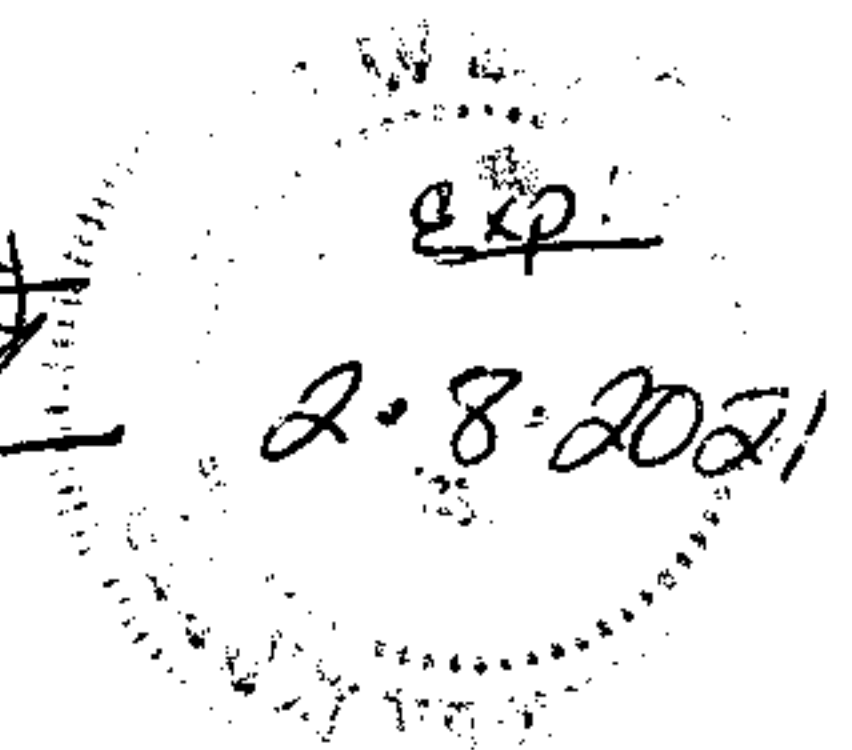
**RESOLVED**, that the Company's shareholders, directors, officers and agents are hereby authorized and directed to take all actions necessary to effect such dissolution of the Company.


IN WITNESS WHEREOF, the undersigned have signed this instrument on or about this the 31 day of December, 2017.

**SHAREHOLDERS:**

  
\_\_\_\_\_  
ANDREW HOWELL

  
\_\_\_\_\_  
TAYLOR DRESCHER

Notary  
  


  
20180124000023460 3/3 \$159.00  
Shelby Cnty Judge of Probate, AL  
01/24/2018 09:44:31 AM FILED/CERT