

State of Idaho

Office of the Secretary of State

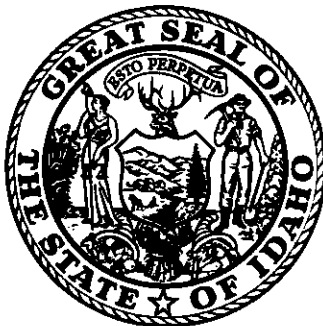
**CERTIFICATE OF AUTHORITY
OF
PREZIO HEALTH, INC.**

File Number C 198142

I, BEN YSURSA, Secretary of State of the State of Idaho, hereby certify that an Application for Certificate of Authority, duly executed pursuant to the provisions of the Idaho Business Corporation Act, has been received in this office and is found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Authority to transact business in this State and attach hereto a duplicate of the application for such certificate.

Dated: April 16, 2013



Ben Yursa
SECRETARY OF STATE

By *[Signature]*



APPLICATION FOR CERTIFICATE OF AUTHORITY (For Profit)

(Instructions on Back of Application)

2013 APR 16 AM 8:58

The undersigned Corporation applies for a Certificate of Authority and states as follows:

SECRETARY OF STATE
STATE OF IDAHO

1. The name of the corporation is:
PREZIO Health, Inc.
2. The name which it shall use in Idaho is: PREZIO Health, Inc.
3. It is incorporated under the laws of: Delaware
4. Its date of incorporation is: 10/25/10
5. The address of its principal office is:
1650 Research Drive, Suite 250, Troy, MI 48083
6. The address to which correspondence should be addressed, if different from item 5, is:

7. The street address of its registered office in Idaho is: 921 S Orchard St, Suite G, Boise, ID 83705
and its registered agent in Idaho at that address is: CT Corporation System
8. The names and respective business addresses of its directors and officers are:

Name	Title	Business Address
<u>Dennis Streppa</u>	<u>CEO</u>	<u>1650 Research Dr, Troy, MI 48083</u>
<u>Bill Dircks</u>	<u>CFO</u>	<u>1650 Research Dr, Troy, MI 48083</u>
<u>Benjamin Magnano</u>	<u>Director</u>	<u>1650 Research Dr, Troy, MI 48083</u>
<u>Thomas Hodge</u>	<u>Director</u>	<u>1650 Research Dr, Troy, MI 48083</u>
<u>Steven Bailey</u>	<u>Director</u>	<u>1650 Research Dr, Troy, MI 48083</u>

Dated: 4/19/13

Signature: *William Dircks*

Typed Name: William Dircks

Capacity: CFO
[The signer must be a director or an officer of the corporation.]

Customer Acct # : _____
(If using pre-paid account)

Secretary of State use only

IDAHO SECRETARY OF STATE
04/16/2013 05:00
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Revised 02/2005

Delaware

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The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "PREZIO HEALTH, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWENTY-THIRD DAY OF MARCH, A.D. 2013.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

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Jeffrey W. Bullock, Secretary of State

AUTHENTICATION: 0313594

DATE: 03-26-13