



State of Rhode Island and Providence Plantations  
**Department of State - Business Services Division**

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 R.I. DEPARTMENT OF STATE  
 BUSINESS DIV.  
 2017 FEB 13 PM 4: 04

**Articles of Organization**  
**DOMESTIC Limited Liability Company**

→ Filing Fee: \$150.00

Pursuant to the provisions of RIGL 7-16, the following Articles of Organization are adopted for the limited liability company to be organized hereby:

1. The name of the limited liability company is:		
ZLG LLC		
2. The name and address of the initial resident agent/office in Rhode Island is:		
Name <b>Dr. Ziya L. Gokaslan</b>		
Street Address (NOT a P.O. Box) <b>Rhode Island Hospital, Department of Neurosurgery, 593 Eddy Street - APC 6</b>		
City/Town <b>Providence</b>	State <b>RHODE ISLAND</b>	Zip Code <b>02903</b>
3. Under the terms of these Articles of Organization and any written operating agreement made or intended to be made, the limited liability company is intended to be treated for purposes of federal income taxation as (check ONE box):		
<input type="checkbox"/> partnership or <input type="checkbox"/> a corporation or <input checked="" type="checkbox"/> disregarded as an entity separate from its member		
4. The address of the principal office of the limited liability company if it is determined at the time of organization:		
Street Address <b>121 Nayatt Road</b>		
City/Town <b>Barrington</b>	State <b>RI</b>	Zip Code <b>02806</b>
5. The limited liability company has the purpose of engaging in any lawful business, and shall have perpetual existence until dissolved or terminated in accordance with RIGL 7-16, unless a more limited purpose or duration is set forth in Section 6 of these Articles of Organization.		

**MAIL TO:**  
 Division of Business Services  
 148 W. River Street, Providence, Rhode Island 02904-2615  
 Phone: (401) 222-3040  
 Website: www.sos.ri.gov

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A. A. 4:04pm.  
 FORM 400 - Revised: 09/2016

6. Additional provisions, if any, not inconsistent with law, which the member(s) elect to have set forth in these Articles of Organization, including, but not limited to, any limitation of the purpose(s) or duration for which the limited liability company is formed, and any other provision which may be included in an operating agreement:

**See Exhibit A attached hereto and made a part hereof.**

Check this box to indicate attachment.

7. The Limited Liability Company is to be managed by:

You **MUST** check one box:

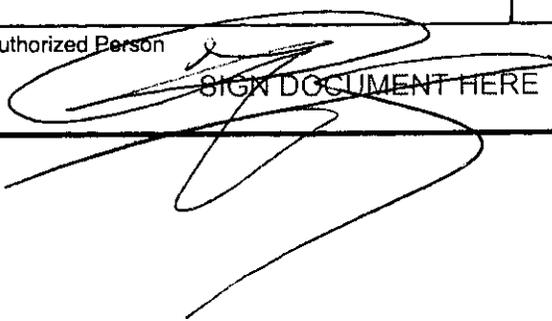
- Its member(s) (If you have checked this box, skip to Section 8. **Do not** fill out the chart below.)
- One (1) or more manager(s) (If the limited liability company has manager(s) at the time of the filing of these Articles of Organization, state the name and address of each manager below.)

MANAGER	ADDRESS

8. Date when these Articles of Organization will be effective: **CHECK ONLY ONE BOX**

- Date received (Upon filing)
- Later effective date (Date must be no more than 30 days from the day of filing) \_\_\_\_\_

*Under penalty of perjury, I declare and affirm that I have examined these Articles of Organization, including any accompanying attachments, and that all statements contained herein are true and correct.*

Name of Authorized Person <b>Dr. Ziya L. Gokasian</b>	Address <b>121 Nayatt Road</b>	
City/Town <b>Barrington</b>	State <b>RI</b>	Zip Code <b>02806</b>
Signature of Authorized Person  <b>SIGN DOCUMENT HERE</b>		Date <b>2/10/17</b>

## EXHIBIT A

1. Any action required to be taken at a meeting of Members, or any other action which may be taken at a meeting of Members, may be taken without a meeting if a consent in writing, setting forth the action so taken, shall be signed by all Members entitled to vote with respect to the subject matter thereof.

2. No Member shall have personal liability to the Company or to its Members for monetary damages for breach of such Member's duty as a Member, provided that this provision shall not eliminate or limit the liability of such Member: (i) for any breach of the Member's duty of loyalty to the Company or to its Members; (ii) for acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law; (iii) under §7-16-32 of the Rhode Island Limited Liability Company Act; or (iv) for any transaction from which the Member derived an improper personal benefit.

3. The ownership of the Company is subject to transfer restrictions contained in its Operating Agreement and copies thereof are on file at the registered office of the Company. Membership interests of the Company are transferable only upon compliance with the provisions of said transfer restriction.

4. The purposes for which this limited liability company is formed are as follows: (a) to provide consulting, Scientific Advisory Board, and similar services in the medical and scientific fields (particularly in the areas of neurosurgical spine research, development, care, advice, and study), (b) to have and exercise all powers now and hereafter conferred by the laws of the State of Rhode Island on limited liability companies formed pursuant to the Limited Liability Company Act, and (c) to do any and all things necessary, convenient, or incidental to the foregoing.



State of Rhode Island and Providence Plantations  
**Department of State | Office of the Secretary of State**  
**Nellie M. Gorbea**, *Secretary of State*

I, NELLIE M. GORBEA, Secretary of State of the State of Rhode Island  
and Providence Plantations, hereby certify that this document, duly executed in  
accordance with the provisions of Title 7 of the General Laws of Rhode Island, as  
amended, has been filed in this office on this day:

A handwritten signature in blue ink, appearing to read "Nellie M. Gorbea". The signature is fluid and cursive, written in a professional style.

Nellie M. Gorbea  
*Secretary of State*

