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State of Rhode Island
Department of State - Business Services Division**Application for Certificate of Authority**

FOREIGN Business Corporation

→ Filing Fee: \$310.00 minimum

Pursuant to the provisions of RIGL 7-1.2-1405, the undersigned foreign corporation hereby applies for a Certificate of Authority to transact business in the State of Rhode Island, and for that purpose submits the following statement:

1. The name of the corporation is: Lenoss Medical, Inc.		
2. It is incorporated under the laws of: Delaware		
3. The name, if different, which it elects to use in Rhode Island is: (a) If the name of the corporation in its jurisdiction of incorporation does not contain the word "corporation", "company", "incorporated", or "limited," or an abbreviation thereof, then list the name of the corporation with the addition of one of the above corporate endings for use in Rhode Island: (b) If the corporate name is not available in Rhode Island, then set forth below the fictitious name under which the corporation will qualify and transact business in Rhode Island as stated in the "Fictitious Business Name Statement" to be filed with this application:		
4. The date of its incorporation is: October 31, 2020 And the period of its duration is: CHECK ONE BOX ONLY <input checked="" type="checkbox"/> Perpetual (on-going) <input type="checkbox"/> Date certain for dissolution _____		
5. The address of its principal office is: 495 Hope Street, #13 Bristol, RI 02809		
6. The name and address of the initial registered agent/office in Rhode Island: Agent Name Douglas G. Gray, Esq. Street Address (NOT a P.O. Box) c/o Locke Lord LLP, 2800 Financial Plaza City/Town Providence State RHODE ISLAND Zip Code 02903		

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


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FORM 150 Revised 08/2020

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<p>7. The purpose or purposes which it proposes to pursue in the transaction of business in Rhode Island are:</p> <p style="padding-left: 40px;">To design, develop, manufacture, and sell biological implant and surgical instrument solutions for human orthopedic applications and to transact any other lawful activities permitted under the Rhode Island Business Corporation Act.</p>																							
<p>8. (a) The names and respective addresses of its directors (optional, unless directors are required under the laws of the state or country of which it is incorporated):</p> <table border="1" style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th style="width: 35%;">NAME</th> <th style="width: 65%;">ADDRESS</th> </tr> </thead> <tbody> <tr> <td>Dominique D. Messerli</td> <td>25 Poppasquash Road, Bristol, RI 02809</td> </tr> <tr> <td> </td> <td> </td> </tr> <tr> <td> </td> <td> </td> </tr> <tr> <td> </td> <td> </td> </tr> </tbody> </table> <p style="text-align: right;">Check the box to indicate an attachment <input type="checkbox"/></p>				NAME	ADDRESS	Dominique D. Messerli	25 Poppasquash Road, Bristol, RI 02809																
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<p>8. (b) The names and respective addresses of its principal officers (mandatory if directors are not required under the laws of the state or country of which it is incorporated):</p> <table border="1" style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th style="width: 15%;">OFFICE</th> <th style="width: 35%;">NAME</th> <th style="width: 50%;">ADDRESS</th> </tr> </thead> <tbody> <tr> <td>XXXXXXXXXX Chief Executive Officer</td> <td>Dominique D. Messerli</td> <td>25 Poppasquash Road, Bristol, RI 02809</td> </tr> <tr> <td>VICE PRESIDENT</td> <td> </td> <td> </td> </tr> <tr> <td>TREASURER</td> <td> </td> <td> </td> </tr> <tr> <td>SECRETARY</td> <td>Douglas G. Gray, Esq.</td> <td>c/o Locke Lord LLP, 2800 Financial Plaza, Providence, RI 02903</td> </tr> </tbody> </table> <p style="text-align: right;">Check the box to indicate an attachment <input type="checkbox"/></p>				OFFICE	NAME	ADDRESS	XXXXXXXXXX Chief Executive Officer	Dominique D. Messerli	25 Poppasquash Road, Bristol, RI 02809	VICE PRESIDENT			TREASURER			SECRETARY	Douglas G. Gray, Esq.	c/o Locke Lord LLP, 2800 Financial Plaza, Providence, RI 02903					
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<p>9. The aggregate number of shares which it has authority to issue; itemized by classes, par value of shares, shares without par value, and series, if any, within a class, is:</p> <table border="1" style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th style="width: 20%;">NUMBER OF SHARES</th> <th style="width: 30%;">CLASS</th> <th style="width: 20%;">SERIES</th> <th style="width: 30%;">PAR VALUE OR STATE NO PAR VALUE</th> </tr> </thead> <tbody> <tr> <td>200,000</td> <td>Class A Voting Common Stock</td> <td>Class A Voting Common</td> <td>\$0.001</td> </tr> <tr> <td>60,000</td> <td>Class B Non-voting Common Stock</td> <td>Class B Non-voting Common</td> <td>\$0.001</td> </tr> <tr> <td>100,000</td> <td>Preferred Stock</td> <td>—</td> <td>\$0.001</td> </tr> <tr> <td> </td> <td> </td> <td> </td> <td> </td> </tr> </tbody> </table>				NUMBER OF SHARES	CLASS	SERIES	PAR VALUE OR STATE NO PAR VALUE	200,000	Class A Voting Common Stock	Class A Voting Common	\$0.001	60,000	Class B Non-voting Common Stock	Class B Non-voting Common	\$0.001	100,000	Preferred Stock	—	\$0.001				
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100,000	Preferred Stock	—	\$0.001																				
<p>10. An estimate, as a percentage, of the proportion that the estimated value of the property of the corporation to be located within this state during the following year bears to the value of all property of the corporation to be owned during the following year, wherever located. (Note: Percentage obtained from worksheet.)</p> <p style="text-align: center;">100 %</p>																							
<p>11. An estimate, as a percentage, of the proportion of the gross amount of business to be transacted by the corporation at or from places of business in Rhode Island during the following year compared to the gross amount thereof which will be transacted by the corporation during the following year. (Note: Percentage obtained from worksheet.)</p> <p style="text-align: center;">100 %</p>																							

12. This application must be accompanied by a <u>Certificate of Good Standing/Letter of Status</u> from the state or country of formation dated within 60 days of the date of this filing.	
13. Date when the Certificate of Authority will be effective: CHECK ONE BOX ONLY	
<input checked="checked" type="checkbox"/> Date received (Upon filing)	
<input type="checkbox"/> Later effective date (Date must be no more than 90 days from the date of filing) _____	
Under penalty of perjury, I declare and affirm that I have examined this Application for Certificate of Authority, including any accompanying attachments, and that all statements contained herein are true and correct.	
Type or Print Name of Authorized Officer Dominique D. Messerli, Chief Executive Officer	Date November 2, 2020
Signature of Authorized Officer of the Corporation 	

If you have any questions, please call us at (401) 222-3040, Monday through Friday, between 8:30 a.m. and 4:30 p.m., or email corporations@sos.ri.gov.

FORM 150 - Revised 02/2020

Delaware

The First State

Page 1

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF
DELAWARE, DO HEREBY CERTIFY "LEMOSS MEDICAL, 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 THIRD DAY OF NOVEMBER, A.D. 2020.

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



6398980 8300

SR# 20208188704

You may verify this certificate online at corp.delaware.gov/authver.shtml

A handwritten signature in black ink, appearing to read "JB", is written over a horizontal line. Below the line, the text "Jeffrey W. Bullock, Secretary of State" is printed in a small font.

Authentication: 203996625

Date: 11-03-20



State of Rhode Island

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,
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:

November 05, 2020 12:19 PM

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

Nellie M. Gorbea
Secretary of State

