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MEMBERSHIP CERTIFICATE

CERTIFICATE NUMBER: 1

Interest of Member

This instrument certifies that MATTHEW ARTHUR BELL (the "Member") is a member of **iCare Academic, LLC**, a limited liability company created under the laws of the state of Tennessee (the "Company"). The Member owns units representing financial and governance membership interests equal to *twenty-two and one-half percent (22.5%)* of all units issued in the Company.

Rights and Obligations of Member

The Company operates under an Operating Agreement dated March 1, 2009 (the "Operating Agreement"), and the rights and obligations of the Member are described in that document. The following, however, are some of the important rights of the Member:

- The Company is managed by directors, and as set forth in Article IX of the Operating Agreement, the Member has no right to participate in management of the Company or to act on behalf of the Company, except as otherwise provided in the Operating Agreement;
- As set forth in the Operating Agreement in Articles X and IX, respectively, the Member has the right to vote for the election of directors and to vote on management decisions referred to the members by the directors;
- As set forth in Article XIII of the Operating Agreement, the right of the Member to transfer all or part of his or her interest in the Company is restricted by the Operating Agreement, which among other things requires that the other members either consent to the transfer or the interest be tendered for sale to the Company and the other members before it is transferred to a third party; and
- As set forth in Articles VII and XVIII of the Operating Agreement and unless the members unanimously determine otherwise, the Member has the rights to share in distributions of cash or property made by the Company during the term of its existence or when it is wound up following its dissolution.

DATE: March 24, 2010

Tami Hodges Wyatt, Ph.D., RN, CNE
President of the Board of Directors
iCare Academic, LLC

MEMBERSHIP CERTIFICATE

CERTIFICATE NUMBER: 2

Interest of Member

This instrument certifies that CHAYAWAT INDRANOI (the "Member") is a member of **iCare Academic, LLC**, a limited liability company created under the laws of the state of Tennessee (the "Company"). The Member owns units representing financial and governance membership interests equal to *twenty-two and one-half percent (22.5%)* of all units issued in the Company.

Rights and Obligations of Member

The Company operates under an Operating Agreement dated March 1, 2009 (the "Operating Agreement"), and the rights and obligations of the Member are described in that document. The following, however, are some of the important rights of the Member:

- The Company is managed by directors, and as set forth in Article IX of the Operating Agreement, the Member has no right to participate in management of the Company or to act on behalf of the Company, except as otherwise provided in the Operating Agreement;
- As set forth in the Operating Agreement in Articles X and IX, respectively, the Member has the right to vote for the election of directors and to vote on management decisions referred to the members by the directors;
- As set forth in Article XIII of the Operating Agreement, the right of the Member to transfer all or part of his or her interest in the Company is restricted by the Operating Agreement, which among other things requires that the other members either consent to the transfer or the interest be tendered for sale to the Company and the other members before it is transferred to a third party; and
- As set forth in Articles VII and XVIII of the Operating Agreement and unless the members unanimously determine otherwise, the Member has the rights to share in distributions of cash or property made by the Company during the term of its existence or when it is wound up following its dissolution.

DATE: March 24, 2010

Tami Hodges Wyatt, Ph.D., RN, CNE
President of the Board of Directors
iCare Academic, LLC

MEMBERSHIP CERTIFICATE

CERTIFICATE NUMBER: 3

Interest of Member

This instrument certifies that XUEPING LI (the "Member") is a member of **iCare Academic, LLC**, a limited liability company created under the laws of the state of Tennessee (the "Company"). The Member owns units representing financial and governance membership interests equal to *twenty-two and one-half percent (22.5%)* of all units issued in the Company.

Rights and Obligations of Member

The Company operates under an Operating Agreement dated March 1, 2009 (the "Operating Agreement"), and the rights and obligations of the Member are described in that document. The following, however, are some of the important rights of the Member:

- The Company is managed by directors, and as set forth in Article IX of the Operating Agreement, the Member has no right to participate in management of the Company or to act on behalf of the Company, except as otherwise provided in the Operating Agreement;
- As set forth in the Operating Agreement in Articles X and IX, respectively, the Member has the right to vote for the election of directors and to vote on management decisions referred to the members by the directors;
- As set forth in Article XIII of the Operating Agreement, the right of the Member to transfer all or part of his or her interest in the Company is restricted by the Operating Agreement, which among other things requires that the other members either consent to the transfer or the interest be tendered for sale to the Company and the other members before it is transferred to a third party; and
- As set forth in Articles VII and XVIII of the Operating Agreement and unless the members unanimously determine otherwise, the Member has the rights to share in distributions of cash or property made by the Company during the term of its existence or when it is wound up following its dissolution.

DATE: March 24, 2010

Tami Hodges Wyatt, Ph.D., RN, CNE
President of the Board of Directors
iCare Academic, LLC

MEMBERSHIP CERTIFICATE

CERTIFICATE NUMBER: 4

Interest of Member

This instrument certifies that TAMI HODGES WYATT (the "Member") is a member of **iCare Academic, LLC**, a limited liability company created under the laws of the state of Tennessee (the "Company"). The Member owns units representing financial and governance membership interests equal to *twenty-two and one-half percent (22.5%)* of all units issued in the Company.

Rights and Obligations of Member

The Company operates under an Operating Agreement dated March 1, 2009 (the "Operating Agreement"), and the rights and obligations of the Member are described in that document. The following, however, are some of the important rights of the Member:

- The Company is managed by directors, and as set forth in Article IX of the Operating Agreement, the Member has no right to participate in management of the Company or to act on behalf of the Company, except as otherwise provided in the Operating Agreement;
- As set forth in the Operating Agreement in Articles X and IX, respectively, the Member has the right to vote for the election of directors and to vote on management decisions referred to the members by the directors;
- As set forth in Article XIII of the Operating Agreement, the right of the Member to transfer all or part of his or her interest in the Company is restricted by the Operating Agreement, which among other things requires that the other members either consent to the transfer or the interest be tendered for sale to the Company and the other members before it is transferred to a third party; and
- As set forth in Articles VII and XVIII of the Operating Agreement and unless the members unanimously determine otherwise, the Member has the rights to share in distributions of cash or property made by the Company during the term of its existence or when it is wound up following its dissolution.

DATE: March 24, 2010

Matthew Arthur Bell, BSN, RN
Director, Registered Agent
iCare Academic, LLC

MEMBERSHIP CERTIFICATE

CERTIFICATE NUMBER: 5

Interest of Member

This instrument certifies that the UNIVERSITY OF TENNESSEE RESEARCH FOUNDATION (the "Member") is a member of **iCare Academic, LLC**, a limited liability company created under the laws of the state of Tennessee (the "Company"). The Member owns units representing financial and governance membership interests equal to *ten percent (10%)* of all units issued in the Company.

Rights and Obligations of Member

The Company operates under an Operating Agreement dated March 1, 2009 (the "Operating Agreement"), and the rights and obligations of the Member are described in that document. The following, however, are some of the important rights of the Member:

- The Company is managed by directors, and as set forth in Article IX of the Operating Agreement, the Member has no right to participate in management of the Company or to act on behalf of the Company, except as otherwise provided in the Operating Agreement;
- As set forth in the Operating Agreement in Articles X and IX, respectively, the Member has the right to vote for the election of directors and to vote on management decisions referred to the members by the directors;
- As set forth in Article XIII of the Operating Agreement, the right of the Member to transfer all or part of his or her interest in the Company is restricted by the Operating Agreement, which among other things requires that the other members either consent to the transfer or the interest be tendered for sale to the Company and the other members before it is transferred to a third party; and
- As set forth in Articles VII and XVIII of the Operating Agreement and unless the members unanimously determine otherwise, the Member has the rights to share in distributions of cash or property made by the Company during the term of its existence or when it is wound up following its dissolution.

DATE: March 24, 2010

Tami Hodges Wyatt, Ph.D., RN, CNE
President of the Board of Directors
iCare Academic, LLC