



Charleson S. Bell
President, BioNanovations Corporation
20 South Dudley Street, Suite 900, Lab 460
Memphis, TN 38103

September 21, 2012

Gary Stevenson
Memphis Biomed Ventures Tennessee I, LLC
17 West Pontotoc Ave, Ste 200
Memphis, TN 38103

Dear Mr. Stevenson,

Pursuant to the Stock Purchase Agreement entered into as of May 12, 2012, by and Memphis Biomed Ventures Tennessee I, LLC, and certain investors, Memphis Biomed Ventures Tennessee I, LLC has purchased 3,167 shares in BioNanovations Corporation for \$50,000.00.

Thank you,

A handwritten signature in black ink, appearing to read "Charleson Bell". The signature is fluid and cursive, with a long, sweeping underline that extends to the left.

Charleson Bell, President and CEO