



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

June 28, 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 2,500 shares in BioNanovations Corporation for \$25,000.00.

Thank you,

A handwritten signature in black ink, appearing to read "Charleson Bell", written in a cursive style.

Charleson Bell, President and CEO