

July 8, 2014

Gary Stevenson  
Memphis Biomed Ventures Tennessee I, LLC  
17 West Pontotoc, Suite 101  
Memphis, TN 38103

Dear Mr. Stevenson:

Pursuant to the Stock Purchase Agreement entered into as of March 28, 2014, by Memphis Biomed Venture Ventures Tennessee I, LLC, and certain investors, Memphis Biomed Ventures Tennessee I has purchased 567,000 shares in Complex, Inc. for \$1,000,000.00.

Best regards,

A handwritten signature in blue ink, appearing to read "Brian Austin", with a long horizontal flourish extending to the right.

Brian Austin  
President & CEO  
Complex, Inc.