

**AMENDMENT NO. 1 TO  
LIMITED LIABILITY COMPANY AGREEMENT  
OF  
VSP VENTURES MANAGEMENT SERVICES LLC,  
a Delaware limited liability company**

This Amendment No. 1 to the Limited Liability Company Agreement (this “**Amendment**”) of **VSP VENTURES MANAGEMENT SERVICES LLC**, a Delaware limited liability company formerly known as VSP Ventures LLC (the “**Company**”), is executed effective as of July 5, 2019 (the “**Effective Date**”) by the undersigned member, VSP Labs, Inc., a Delaware corporation (the “**Member**”), as permitted by Section 22 of the Limited Liability Company Agreement of the Company dated as of March 18, 2019 (the “**Operating Agreement**”).

RECITALS

A. The Member desires to amend the Operating Agreement to change the name of the Company to “**VSP Ventures Management Services LLC.**”

B. Section 22 of the Operating Agreement provides that all amendments to the Operating Agreement must be in writing and signed by the Member.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the undersigned, intending to be legally bound, hereby agrees as follows:

1. Amendment of Section 2 of the Operating Agreement. Section 2 of the Operating Agreement is hereby amended and restated in its entirety as follows:

“**Name.** The name of the Company is “VSP VENTURES MANAGEMENT SERVICES LLC.” The business of the Company may be conducted under that name, or such other name or names as the Manager deems appropriate. The Manager shall make all appropriate filings on behalf of the Company to enable the Company to conduct or continue to conduct business under an assumed name or a different name, and to secure the Company’s proprietary rights to such a name.”

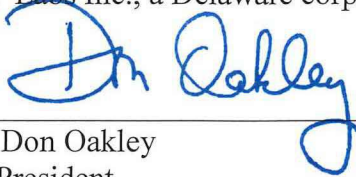
2. Continuing Effect of Operating Agreement. Except as provided in this Amendment, the Operating Agreement shall remain in full force and effect in accordance with the terms thereof.

*[Signature page follows]*

IN WITNESS WHEREOF, the undersigned have executed this Amendment No. 1 to the Limited Liability Agreement of VSP Ventures Management Services LLC effective as of the date first written above.

**MEMBER:**

VSP Labs Inc., a Delaware corporation



By: Don Oakley  
Its: President