

Exhibit 11b-1

- (1) Articles and Incorporation of Bako Pathology Holdings Corp**
- (2) Bylaws of Bako Pathology Holdings Corp**

Delaware

Page 1

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF INCORPORATION OF "BAKO PATHOLOGY HOLDINGS CORP.", FILED IN THIS OFFICE ON THE TWENTY-FOURTH DAY OF NOVEMBER, A.D. 2015, AT 11:15 O`CLOCK A.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.



Jeffrey W. Bullock, Secretary of State

5887278 8100
SR# 20151059090

You may verify this certificate online at corp.delaware.gov/authver.shtml

Authentication: 10484184
Date: 11-24-15

HCMO – InformDx-Bako 001540

CERTIFICATE OF INCORPORATION
OF
BAKO PATHOLOGY HOLDINGS CORP.

FIRST: The name of the Corporation is Bako Pathology Holdings Corp. (the "Corporation").

SECOND: The address of the registered office of the Corporation in the State of Delaware is c/o Corporation Service Company, 2711 Centerville Road, Suite 400, in the City of Wilmington, County of New Castle, Delaware 19808. The name of the registered agent of the Corporation in the State of Delaware at such address is Corporation Service Company.

THIRD: The purpose of the Corporation is to engage in any lawful act or activity for which corporations may be organized under the General Corporation Law of the State of Delaware (the "DGCL"), as it now exists or may hereafter be amended and supplemented.

FOURTH: The total number of shares of stock which the Corporation shall have authority to issue is 1,000 shares, having a par value of \$0.01 per share. The Corporation shall be permitted to have fractional shares.

FIFTH: At the time a director is added to the Board of Directors in accordance with the DGCL and the by-laws of the Corporation (the "By-Laws"), the stockholders of the Corporation shall, in a resolution adopted by the stockholders (whether by written action or by vote), specify the number of votes, or a formula for determining the number of votes, such director shall have on any matter brought before the Board of Directors, which such number of votes may be greater than or less than those of certain other directors. In the absence of any such specification in such stockholders' resolution, such director shall have one (1) vote on any matter brought before the Board of Directors.

SIXTH: The name and mailing address of the incorporator is:

George Lofaso
Latham & Watkins LLP
885 Third Avenue
New York, New York 10022

SEVENTH: The personal liability of the directors of the Corporation is hereby eliminated to the fullest extent permitted by paragraph (7) of subsection (b) of Section 102 of the DGCL, as the same may be amended and supplemented. Any repeal or modification of this Article Sixth shall not adversely affect any right or protection of a director of the Corporation existing immediately prior to such repeal or modification.

EIGHTH: From time to time any of the provisions of this certificate of incorporation may be amended, altered or repealed, and other provisions authorized by the laws
HCMO – InformDx-Bako 001541

of the State of Delaware at the time in force may be added or inserted in the manner and at the time prescribed by said laws, and all rights at any time conferred upon the stockholders of the Corporation by this certificate of incorporation are granted subject to the provisions of this Article Seventh.

NINTH: In furtherance and not in limitation of the rights, powers, privileges and discretionary authority granted or conferred by the DGCL or other statutes or laws of the State of Delaware, the Board of Directors is expressly authorized to make, alter, amend or repeal the By-Laws, without any action on the part of the stockholders, but the stockholders may make additional By-Laws and may alter, amend or repeal any By-Law whether adopted by them or otherwise. The Corporation may in its By-Laws confer powers upon its Board of Directors in addition to the foregoing and in addition to the powers and authorities expressly conferred upon the Board of Directors by applicable law.

[Signature page follows]

I, THE UNDERSIGNED, being the sole incorporator hereinbefore named, for the purpose of forming a corporation pursuant to the DGCL, do make this certificate, herein declaring and certifying that this is my act and deed and the facts herein stated are true, and accordingly have hereunto set my hand this 24th day of November, 2015.

/s/ George Lofaso
George Lofaso

Confidential
samyung.han@lw.com
2025-11-23 23:13:00 +0000

Exhibit 11b-1

(1) Articles of Organization of Bakotic Pathology Associates LLC

STATE OF GEORGIA

Secretary of State

Corporations Division
313 West Tower
2 Martin Luther King, Jr. Drive
Atlanta, Georgia 30334-1530

Certified Copy

I, Brian P. Kemp, Secretary of the State of Georgia, do hereby certify under the seal of my office that the attached documents are true and correct copies of documents filed under the name of

BAKOTIC PATHOLOGY ASSOCIATES, L.L.C.

Domestic Limited Liability Company

Said entity was formed in the jurisdiction set forth above and has filed in the Office of Secretary of State on the 1st day of June, 2007 its certificate of limited partnership, articles of incorporation, articles of association, articles of organization or application for certificate of authority to transact business in Georgia. This Certificate is issued pursuant to Title 14 of the Official Code of Georgia Annotated and is prima-facie evidence of the existence or nonexistence of the facts stated herein.



WITNESS my hand and official seal of the City of Atlanta and the State of Georgia on 24th day of October, 2011

A handwritten signature in black ink, appearing to read "B. P. Kemp".

Brian P. Kemp
Secretary of State

Control No. 07047936

STATE OF GEORGIA

Secretary of State

Corporation Division

315 West Tower

#2 Martin Luther King, Jr. Dr.

Atlanta, Georgia 30334-1530

CERTIFICATE OF ORGANIZATION

I, Karen C Handel, the Secretary of State and the Corporations Commissioner of the State of Georgia, hereby certify under the seal of my office that

Bakotic Pathology Associates, L.L.C.

a Domestic Limited Liability Company

has been duly organized under the laws of the State of Georgia on **June 7, 2007** by the filing of articles of organization in the Office of the Secretary of State and by the paying of fees as provided by Title 14 of the Official Code of Georgia Annotated.



WITNESS my hand and official seal of the City of Atlanta and the State of Georgia on June 7, 2007

A handwritten signature in black ink, appearing to read "Karen C Handel".

Karen C Handel
Secretary of State

HCMO – InformDx-Bako 001560

June 07, 2007

**ARTICLES OF ORGANIZATION
FOR GEORGIA LIMITED LIABILITY COMPANY**

The name of the Limited Liability Company is:

Bakotic Pathology Associates, L.L.C.

The principal mailing address of the Limited Liability Company is:

310 Greenleaf Terrace
Thomasville, GA 31792

The Registered Agent is:

Wayne Lawrence Bakotic
310 Greenleaf Terrace
Thomasville, GA 31792

County:

The name and address of each organizer(s) are:

Wayne Lawrence Bakotic
310 Greenleaf Terrace
Thomasville, GA 31792

The optional provisions are:

No optional provisions.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization on the date set forth below.

Signature(s):

Organizer, Wayne Lawrence Bakotic

Date:

June 07, 2007

Confidential
samyung.han@lw.com
2025-11-23 23:07:59 +0000

Exhibit 11b-1

- (1) Articles of Incorporation for BPA Holding Corp**
- (2) Bylaws for BPA Holding Corp**

Delaware

PAGE 1

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF INCORPORATION OF "BPA HOLDING CORP.", FILED IN THIS OFFICE ON THE TWENTY-FIFTH DAY OF OCTOBER, A.D. 2011, AT 1:08 O'CLOCK P.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.

Confidential
samyung.han@lv.com
2025-11-23 23:05:48

5041130 8100

111132643

You may verify this certificate online
at corp.delaware.gov/authver.shtml




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 9113649

DATE: 10-25-11

HCMO – InformDx-Bako 001563

CERTIFICATE OF INCORPORATION

OF

BPA HOLDING CORP.

The undersigned, for the purpose of forming a corporation under the laws of the State of Delaware, hereby certifies as follows:

FIRST. The name of the corporation (the "Corporation") is: BPA Holding Corp.

SECOND. The address of the Corporation's registered office in the State of Delaware is 1209 Orange Street, City of Wilmington, County of New Castle, State of Delaware 19801. The name of its registered agent at such address is The Corporation Trust Company.

THIRD. The purpose of the Corporation is to engage in any lawful act or activity for which corporations may be organized under the General Corporation Law of the State of Delaware (the "DGCL").

FOURTH. The total number of shares of stock which the Corporation shall have authority to issue is: 100 shares of common stock, \$0.001 par value per share.

FIFTH. The name and mailing address of the incorporator are as follows:

J. David Jacobs
c/o Ampersand Capital Partners
55 William Street, Suite 240
Wellesley, Massachusetts 02481

SIXTH. The following provisions are inserted for the management of the business and for the conduct of the affairs of the Corporation:

1. The Board of Directors of the Corporation is expressly authorized to adopt, amend or repeal the bylaws of the Corporation.
2. The number of directors that shall constitute the whole Board shall be fixed by resolution of the Board of Directors but in no event shall be less than one.
3. Elections of directors need not be by written ballot.

SEVENTH. A director of the Corporation shall not be personally liable to the Corporation or its stockholders for monetary damages for breach of fiduciary duty as a director, except for liability (i) for any breach of the director's duty of loyalty to the Corporation or its stockholders, (ii) for any acts or omissions not in good faith or which involve intentional misconduct or knowing violation of law, (iii) under Section 174 of Title 8 of the DGCL or (iv) for

any transaction from which the director derived an improper personal benefit. If the DGCL is amended to authorize further elimination or limitation of the liability of directors, then the liability of a director of the Corporation, in addition to the limitation on personal liability provided herein, shall be limited to the fullest extent permitted by the amended DGCL. The right to exculpation conferred in this Article Seventh shall be a contract between the Corporation and each director who is covered by this Article Seventh while this Certificate of Incorporation is in effect. Any repeal or modification of the foregoing provisions of this Article Seventh shall not adversely affect any right or protection of a director of the Corporation existing at the time of, or increase the liability of any director of the Corporation with respect to any acts or omissions occurring prior to, such repeal or modification. Notwithstanding the foregoing provisions of this Article Seventh, any right or protection provided hereunder shall be deemed to vest at the time that the act or omission occurred.

EIGHTH. The Corporation shall indemnify any director or officer to the fullest extent permitted by the DGCL, as amended from time to time, and reimburse all persons whom it may indemnify and reimburse pursuant thereto. Notwithstanding the foregoing, all indemnification provided for in this Article Eighth shall not be deemed exclusive of any other rights to which those entitled to receive indemnification or reimbursement hereunder may be entitled under any bylaw of the Corporation, agreement, vote of stockholders or disinterested directors or otherwise. The right to indemnification and reimbursement conferred in this Article Eighth shall be a contract between the Corporation and each person who is covered by this Article Eighth while this Certificate of Incorporation is in effect. Any repeal or modification of the provisions of this Article Eighth shall not adversely affect any right or protection hereunder of any person who is covered by this Article Eighth in respect of any proceeding (regardless of when such proceeding is first threatened, commenced or completed) arising out of, or related to, any act or omission occurring prior to the time of such repeal or modification. Notwithstanding the foregoing provisions of this Article Eighth, any right or protection provided hereunder shall be deemed to vest at the time that the act or omission occurred, irrespective of when and whether a proceeding challenging such act or omission is first threatened or commenced. The rights provided hereunder shall inure to the benefit of any person who is covered by this Article Eighth and such person's heirs, executors and administrators.

NINTH. The Corporation reserves the right to amend, alter, change or repeal any provision contained in this Certificate of Incorporation, in the manner now or hereafter prescribed by statute, and all rights conferred upon stockholders herein are granted subject to this reservation.

IN WITNESS WHEREOF, this Certificate of Incorporation has been executed by the Incorporator of the Corporation this 24th day of October 2011.

/s/ J. David Jacobs
J. David Jacobs, Incorporator

Confidential
samyoung.han@lw.com
2025-11-23 23:05:48 +0000

Exhibit 11b-1

(1) Certificate of Formation for Dermatopathology Experts, LLC



The Commonwealth of Massachusetts
Secretary of the Commonwealth
State House, Boston, Massachusetts 02133

William Francis Galvin
Secretary of the
Commonwealth

March 7, 2024

TO WHOM IT MAY CONCERN:

I hereby certify that a certificate of organization of a Limited Liability Company was filed in this office by

DERMATOPATHOLOGY EXPERTS, LLC

in accordance with the provisions of Massachusetts General Laws Chapter 156C on **June 23, 2015.**

I further certify that said Limited Liability Company has filed all annual reports due and paid all fees with respect to such reports; that said Limited Liability Company has not filed a certificate of cancellation; that there are no proceedings presently pending under the Massachusetts General Laws Chapter 156C, § 70 for said Limited Liability Company's dissolution; and that said Limited Liability Company is in good standing with this office.

I also certify that the names of all managers listed in the most recent filing are: **BPA HOLDING CORP.**

I further certify, the names of all persons authorized to execute documents filed with this office and listed in the most recent filing are: **BPA HOLDING CORP., SCOTT BAKOTIC**

The names of all persons authorized to act with respect to real property listed in the most recent filing are: **SCOTT BAKOTIC**

In testimony of which,

I have hereunto affixed the

Great Seal of the Commonwealth

on the date first above written.

William Francis Galvin

Secretary of the Commonwealth

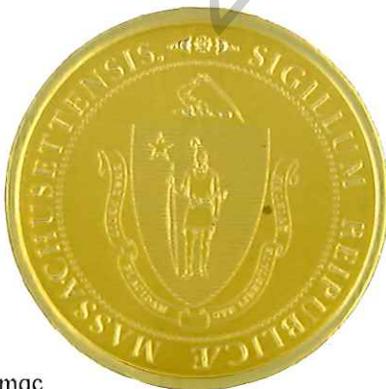


Exhibit 11b-1

(1) Articles of Incorporation for Strata/WLA Intermediate Holding Corp.

Delaware

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "STRATA/WLA INTERMEDIATE HOLDING CORP." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE FIRST DAY OF MARCH, A.D. 2024.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "STRATA/WLA INTERMEDIATE HOLDING CORP." WAS INCORPORATED ON THE NINETEENTH DAY OF MAY, A.D. 2011.



4985197 8300

SR# 20240843818

You may verify this certificate online at corp.delaware.gov/authver.shtml

A handwritten signature in black ink, appearing to read "JWB", written over a horizontal line. Below the line, the text "Jeffrey W. Bullock, Secretary of State" is printed.

Authentication: 202926583

Date: 03-01-24

Exhibit 11b-1

(1) Articles of Incorporation of Winchester Laboratory Associates, Inc.



The Commonwealth of Massachusetts
Secretary of the Commonwealth
State House, Boston, Massachusetts 02133

William Francis Galvin
Secretary of the
Commonwealth

March 7, 2024

TO WHOM IT MAY CONCERN:

I hereby certify that according to the records of this office,

WINCHESTER LABORATORY ASSOCIATES, INC.

is a domestic corporation organized on **February 25, 2002**, under the General Laws of the Commonwealth of Massachusetts.

I further certify that there are no proceedings presently pending under the Massachusetts General Laws Chapter 156D section 14.21 for said corporation's dissolution; that articles of dissolution have not been filed by said corporation; that, said corporation has filed all annual reports, and paid all fees with respect to such reports, and so far as appears of record said corporation has legal existence and is in good standing with this office.



In testimony of which,

I have hereunto affixed the

Great Seal of the Commonwealth

on the date first above written.

William Francis Galvin

Secretary of the Commonwealth

Processed By: mqc

PC

The Commonwealth of Massachusetts

William Francis Galvin
Secretary of the Commonwealth
One Ashburton Place, Boston, Massachusetts 02108-1512

Examiner

ARTICLES OF ORGANIZATION (General Laws, Chapter 156A)

Name
Approved

HG

ARTICLE I

The exact name of the corporation is:

Winchester Laboratory Associates, P.C.

ARTICLE II

The purpose of the corporation is to engage in the following business activities:

To provide pathology services, and to provide all professional and business services related or incidental thereto, and to have an exercise all of the powers for which a corporation organized under M.G.L. c. 156A may be incorporated.

- C
- P
- M
- R.A.

P.C.

7

Note: If the space provided under any article or item on this form is insufficient, additions shall be set forth on one side only of separate 8 1/2 x 11 sheets of paper with a left margin of at least 1 inch. Additions to more than one article may be made on a single sheet so long as each article requiring each addition is clearly indicated.

ARTICLE III

State the total number of shares and par value, if any, of each class of stock which the corporation is authorized to issue:

WITHOUT PAR VALUE		WITH PAR VALUE		
TYPE	NUMBER OF SHARES	TYPE	NUMBER OF SHARES	PAR VALUE
Common:	200,000	Common:		
Preferred:		Preferred:		

ARTICLE IV

If more than one class of stock is authorized, state a distinguishing designation for each class. Prior to the issuance of any shares of a class, if shares of another class are outstanding, the corporation must provide a description of the preferences, voting powers, qualifications, and special or relative rights or privileges of that class and of each other class of which shares are outstanding and of each series then established within any class.

None

ARTICLE V

The restrictions, if any, imposed by the Articles of Organization upon the transfer of shares of stock of any class are:

None

ARTICLE VI

**Other lawful provisions, if any, for the conduct and regulation of the business and affairs of the corporation, for its voluntary dissolution, or for limiting, defining, or regulating the powers of the corporation, or of its directors or stockholders, or of any class of stockholders:

See Continuation Sheet 6

***If there are no provisions state "None".*

Note: The preceding six (6) articles are considered to be permanent and may only be changed by filing appropriate Articles of Amendment.

CONTINUATION SHEET 6 (A)

One: All corporate powers of the corporation shall be exercised by the Board of Directors except as otherwise provided by law or in the By-laws of the corporation.

Two: Meetings of the stockholders of the corporation may be held anywhere within the United States.

Three: The corporation may be a partner in any business enterprise which it would have power to conduct by itself.

Four: Except to the extent permitted by law, the corporation shall render professional services and related services as referred to under Article II above only through officers, employees and agents of the corporation who are duly licensed and registered to render such services under Massachusetts law.

The President, any vice president, a majority of the directors and all stockholders of the corporation shall be persons duly licensed and registered to render medical services by the Board of Registration in Medicine of The Commonwealth of Massachusetts.

Five: In the absence of fraud, no contract or transaction between the corporation and one or more of its directors or officers, or between the corporation and any other organization of which one or more of its directors or officers are directors, trustees or officers, or in which any of them has any financial or other interest, shall be void or voidable, or in any way affected, solely for this reason, or solely because the director or officer is present at or participates in the meeting of the board of directors or committee thereof which authorizes, approves or ratifies the contract or transaction, or solely because his/her or their votes are counted for such purposes, if:

- (i) The material facts as to his/her relationship or interest and as to the contract or transaction are disclosed or are known to the Board of Directors or the committee which authorizes, approves or ratifies the contract or transaction, and the board or committee in good faith authorizes, approves or ratifies the contract or transaction by the affirmative vote of a majority of the disinterested directors, even though the disinterested directors be less than a quorum; or
- (ii) The material facts as to his/her relationship or interest and as to the contract or transaction are disclosed or are known to the stockholders entitled to

CONTINUATION SHEET 6(B)

vote thereon, and the contract or transaction is specifically authorized, approved or ratified in good faith by vote of the stockholders; or

- (iii) The contract or transaction is fair as to the corporation as of the time it is authorized, approved or ratified by the Board of Directors, a committee thereof, or the stockholders.

Common or interested directors may be counted in determining the presence of a quorum at a meeting of the board of directors or of a committee thereof which authorizes, approves or ratifies the contract or transaction. No director or officer of the corporation shall be liable or accountable to the corporation or to any of its stockholders or creditors or to any other person, either for any loss to the corporation or to any other person or for any gains or profits realized by such director or officer, by reason of any contract or transaction as to which clauses (i), (ii) or (iii) above are applicable.

Six: No current or former director of the corporation shall be personally liable to the corporation or its stockholders for monetary damages for breach of fiduciary duty as a director notwithstanding any provision of law imposing such liability; provided, however, that this provision shall not eliminate liability of a director (i) for any breach of the director's duty of loyalty to the corporation or its stockholders, (ii) for acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law, (iii) under Section 61 or 62 or successor provisions of the Massachusetts Business Corporation Law or (iv) for any transaction from which the director derived an improper personal benefit. If the Massachusetts Business Corporation Law is hereafter amended to authorize corporate action beyond the scope for which a director's liability would be eliminated or limited hereunder at the time of such amendment, then the liability of the director of the corporation shall be eliminated or limited to the fullest extent permitted by the Massachusetts Business Corporation Law, as so amended from time to time. No amendment or repeal of this paragraph shall adversely affect any of the rights or protection afforded to a director of the corporation for or with respect to any acts or omissions of such director occurring prior to such amendment or repeal.

Seven: To the extent permitted by law, these Articles of Organization and the By-laws of the corporation may only be altered, amended or repealed, and new By-laws may only be adopted, by the unanimous vote of the directors.

The Commonwealth of Massachusetts

William Francis Galvin
Secretary of the Commonwealth
One Ashburton Place, Boston, Massachusetts 02108-1512

CERTIFICATE BY REGULATORY BOARD** (General Laws, Chapter 112 or 221)

In compliance with General Laws, Chapter 156A, Section 7, the Board of Registration in Medicine
(Exact name of board)

hereby certifies that in connection with the incorporation of Winchester Laboratory Associates, P.C.
(Exact name of corporation),

a professional corporation formed to render pathology services,
(Type of professional service to be rendered)

the below listed incorporators, officers, directors, and shareholders are duly licensed or admitted to practice the profession listed above.

INCORPORATORS

Robin Kirby M.D.

RESIDENTIAL ADDRESS

41 Hartford Street, Dover, MA 02030

OFFICERS

President: Mark Zuckerman, M.D.
Treasurer: Robin Kirby, M.D.
Clerk: May Azar, M.D.

RESIDENTIAL ADDRESS

200 G Brookside Drive, Andover, MA 01810
41 Hartford Street, Dover, MA 02030
41 Walnut Street, Lexington, MA 02420

DIRECTORS

Robin Kirby, M.D.
May Azar, M.D.
Mark Zuckerman, M.D.

RESIDENTIAL ADDRESS

41 Hartford Street, Dover, MA 02030
41 Walnut Street, Lexington, MA 02420
200 G Brookside Drive, Andover, MA 01810

SHAREHOLDERS

Mark Zuckerman, M.D.
Robin Kirby, M.D.
May Azar, M.D.

RESIDENTIAL ADDRESS

200 G Brookside Drive, Andover, MA 01810
41 Hartford Street, Dover, MA 02030
41 Walnut Street, Lexington, MA 02420

SIGNED this 25th day of February, 2002,
by [Signature], *Chairman / *Clerk.

*Delete the inapplicable word.

**Certain regulatory boards may require a fee for the issuance of this certificate.

ARTICLE VII

The effective date of organization of the corporation shall be the date approved and filed by the Secretary of the Commonwealth. If a later effective date is desired, specify such date which shall not be more than thirty days after the date of filing.

ARTICLE VIII

The information contained in Article VIII is not a permanent part of the Articles of Organization.

a. The street address (post office boxes are not acceptable) of the principal office of the corporation in Massachusetts is:
41 Highland Avenue, Winchester, MA 01890

b. The name, residential and post office address of each director, officer and shareholder of the corporation is as follows:

	NAME	RESIDENTIAL ADDRESS	POST OFFICE ADDRESS
President:	Mark Zuckerman, M.D.	200 G. Brookside Drive,	Andover, MA 01810
Treasurer:	Robin Kirby, M.D.	41 Hartford Street,	Dover, MA 02030
Clerk:	May Azar, M.D.	41 Walnut Street,	Lexington, MA 02420
Directors:	Robin Kirby, M.D.	41 Hartford Street,	Dover, MA 02030
	May Azar, M.D.	41 Walnut Street,	Lexington, MA 02420
	Mark Zuckerman, M.D.	200 G. Brookside Drive,	Andover, MA 01810

Shareholders:	Robin Kirby, M.D.	41 Hartford Street,	Dover, MA 02030
	May Azar, M.D.	41 Walnut Street,	Lexington, MA 02420
	Mark Zuckerman, M.D.	200 G. Brookside Drive,	Andover, MA 01810

c. The fiscal year of the corporation shall end on the last day of the month of: **December 31**

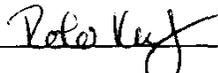
d. The name and business address of the resident agent, if any, of the corporation is:

Please insert the required certificate(s) from the appropriate regulatory board(s).

ARTICLE IX

By-laws of the corporation have been duly adopted and the president, treasurer, clerk and directors whose names are set forth above, have been duly elected.

IN WITNESS WHEREOF AND UNDER THE PAINS AND PENALTIES OF PERJURY, I/we, whose signature(s) appear below as incorporator(s) and whose name(s) and business or residential address(es) are clearly typed or printed beneath each signature do hereby associate with the intention of forming this corporation under the provisions of General Laws, Chapter 156A and do hereby sign these Articles of Organization as incorporator(s) this 22 day of February, 20 02



Robin Kirby, M.D.
41 Highland Avenue
Winchester, MA 01890

Note: If an existing corporation is acting as incorporator, type in the exact name of the corporation, the state or jurisdiction where it was incorporated, the name of the person signing on behalf of said corporation and the title he/she holds or other authority by which such action is taken.

783222

19211

THE COMMONWEALTH OF MASSACHUSETTS

ARTICLES OF ORGANIZATION
(General Laws, Chapter 156A)

I hereby certify that, upon examination of these Articles of Organization, duly submitted to me, it appears that the provisions of the General Laws relative to the organization of corporations have been complied with, and I hereby approve said articles; and the filing fee in the amount of \$ 200 having been paid, said articles are deemed to have been filed with me this 25th day of February 20 02.

Effective date: _____



WILLIAM FRANCIS GALVIN
Secretary of the Commonwealth

SECRETARY OF THE
COMMONWEALTH
CORPORATION DIVISION
02 FEB 25 PM 3:11

FILING FEE: One tenth of one percent of the total authorized capital stock, but not less than \$200.00. For the purpose of filing, shares of stock with a par value less than \$1.00, or no par stock, shall be deemed to have a par value of \$1.00 per share.

TO BE FILLED IN BY CORPORATION
Photocopy of document to be sent to:

Richard B. Weitzen, Esq.

Lawson & Weitzen, LLP
88 Black Falcon Avenue, Suite 345

Boston, MA 02210

Telephone: 617-439-4990

Exhibit 11b-1

(1) Certificate of Formation of WLA Management Inc.



The Commonwealth of Massachusetts
Secretary of the Commonwealth
State House, Boston, Massachusetts 02133

William Francis Galvin
Secretary of the
Commonwealth

March 7, 2024

TO WHOM IT MAY CONCERN:

I hereby certify that a certificate of organization of a Limited Liability Company was filed in this office by

WLA MANAGEMENT LLC

in accordance with the provisions of Massachusetts General Laws Chapter 156C on **September 26, 2016**.

I further certify that said Limited Liability Company has filed all annual reports due and paid all fees with respect to such reports; that said Limited Liability Company has not filed a certificate of cancellation; that there are no proceedings presently pending under the Massachusetts General Laws Chapter 156C, § 70 for said Limited Liability Company's dissolution; and that said Limited Liability Company is in good standing with this office.

I also certify that the names of all managers listed in the most recent filing are:
WINCHESTER LABORATORY ASSOCIATES, INC.

I further certify, the names of all persons authorized to execute documents filed with this office and listed in the most recent filing are: **WINCHESTER LABORATORY ASSOCIATES, INC., CHARLES EDWARD HULL, SCOTT BAKOTIC, DANIEL SPRAGLE**

The names of all persons authorized to act with respect to real property listed in the most recent filing are: **CHARLES EDWARD HULL, SCOTT BAKOTIC, DANIEL SPRAGLE**

In testimony of which,

I have hereunto affixed the

Great Seal of the Commonwealth

on the date first above written.



Secretary of the Commonwealth



Exhibit 11b-1

(1) Certificate of Formation for Podceuticals, LLC

**STATE OF NEW JERSEY
DEPARTMENT OF THE TREASURY
DIVISION OF REVENUE AND ENTERPRISE SERVICES
SHORT FORM STANDING**

PODCEUTICALS L.L.C.
0600367897

I, the Treasurer of the State of New Jersey, do hereby certify that the above-named New Jersey Domestic Limited Liability Company was registered by this office on December 17, 2010.

As of the date of this certificate, said business continues as an active business in good standing in the State of New Jersey, and its Annual Reports are current.

I further certify that the registered agent and office are:

*C T CORPORATION SYSTEM
820 BEAR TAVERN ROAD
WEST TRENTON, NJ 08628*



*IN TESTIMONY WHEREOF, I have
hereunto set my hand and affixed
my Official Seal at Trenton, this
1st day of March, 2024*

*Elizabeth Maher Muoio
State Treasurer*

Certificate Number : 6151340646

Verify this certificate online at

https://www1.state.nj.us/TYTR_StandingCert/JSP/Verify_Cert.jsp

Exhibit 11b-1

(1) Articles of Incorporation for Pathology Services, Inc.



The Commonwealth of Massachusetts
Secretary of the Commonwealth
State House, Boston, Massachusetts 02133

William Francis Galvin
Secretary of the
Commonwealth

March 7, 2024

TO WHOM IT MAY CONCERN:

I hereby certify that according to the records of this office,

PATHOLOGY SERVICES, INC.

is a domestic corporation organized on **August 8, 1980**, under the General Laws of the Commonwealth of Massachusetts.

I further certify that there are no proceedings presently pending under the Massachusetts General Laws Chapter 156D section 14.21 for said corporation's dissolution; that articles of dissolution have not been filed by said corporation; that, said corporation has filed all annual reports, and paid all fees with respect to such reports, and so far as appears of record said corporation has legal existence and is in good standing with this office.

In testimony of which,

I have hereunto affixed the

Great Seal of the Commonwealth

on the date first above written.

William Francis Galvin

Secretary of the Commonwealth



Processed By: mqc

Exhibit 11b-1

(1) Articles of Incorporation for Strata Pathology Services, Inc.

D

The Commonwealth of Massachusetts

William Francis Galvin

Secretary of the Commonwealth

One Ashburton Place, Boston, Massachusetts 02108-1512

FORM MUST BE TYPED

Articles of Organization

FORM MUST BE TYPED

(General Laws Chapter 156D, Section 2.02; 950 CMR 113.16)

ARTICLE I

The exact name of the corporation is:

STRATA DIAGNOSTICS, INC.

ARTICLE II

Unless the articles of organization otherwise provide, all corporations formed pursuant to G.L. Chapter 156D have the purpose of engaging in any lawful business. Please specify if you want a more limited purpose:

To conduct diagnostic laboratory testing and any other legal purpose allowed under the laws of the Commonwealth of Massachusetts.

ARTICLE III

State the total number of shares and par value, * if any, of each class of stock that the corporation is authorized to issue. All corporations must authorize stock. If only one class or series is authorized, it is not necessary to specify any particular designation.

WITHOUT PAR VALUE		WITH PAR VALUE		
TYPE	NUMBER OF SHARES	TYPE	NUMBER OF SHARES	PAR VALUE
Common	200,000			

⁵ *G.L. Chapter 156D eliminates the concept of par value, however a corporation may specify par value in Article III. See G.L. Chapter 156D, Section 6.21, and the comments relative thereto.

ARTICLE IV

Prior to the issuance of shares of any class or series, the articles of organization must set forth the preferences, limitations and relative rights of that class or series. The articles may also limit the type or specify the minimum amount of consideration for which shares of any class or series may be issued. Please set forth the preferences, limitations and relative rights of each class or series and, if desired, the required type and minimum amount of consideration to be received.

NONE

ARTICLE V

The restrictions, if any, imposed by the articles of organization upon the transfer of shares of any class or series of stock are:

"See attached Exhibit"

ARTICLE VI

Other lawful provisions, and if there are no such provisions, this article may be left blank.

NONE

Note: The preceding six (6) articles are considered to be permanent and may be changed only by filing appropriate articles of amendment.

**EXHIBIT
TO
ARTICLE V**

Any Stockholder, including the heirs, assigns, executors or administrators of a deceased Stockholder desiring to sell or transfer such stock owned by him or them, shall first offer it to the Corporation through the Board of Directors in the following manner:

He shall notify the directors of his desire to sell or transfer by notice in writing, which notice shall contain the price at which he is willing to sell or transfer, the name and address of whom he wishes to sell or transfer at said price . The Directors shall within thirty-days thereafter either accept the offer, or by written notice to him.

After the acceptance of the offer as to the value of the stock, the Directors shall have thirty days within which to purchase the same at such valuation by making immediate payment of such valuation, or by making payment in sixty (60) successive equal monthly payments, commencing on the first day of the month after the vote of the Board of Directors to purchase said stock, said payment of such valuation, or by making payment in sixty (60) successive equal monthly payments, commencing on the first day of the month after the vote of the Board of Directors to purchase said stock, said election to be determined by the Board of Directors, and if, at the expiration of thirty (30) days, the Corporation shall not have exercised the right to so purchase, the owner of the stock shall be at liberty to dispose of the stock at the price and to the person or entity named by him in his notice to the Corporation as hereinabove provided. No shares of stock shall be sold or transferred on the books of the Corporation until these provisions have been complied with. But, the Board of Directors may in any particular instance waive the requirement.

ARTICLE VII

The effective date of organization of the corporation is the date and time the articles were received for filing if the articles are not rejected within the time prescribed by law. If a later effective date is desired, specify such date, which may not be later than the 90th day after the articles are received for filing: **JUNE 1, 2005**

ARTICLE VIII

The information contained in this article is not a permanent part of the articles of organization.

- a. The street address of the initial registered office of the corporation in the commonwealth:
5 BRENTWOOD RD., LEXINGTON, MA 02420
- b. The name of its initial registered agent at its registered office:
MAY AZAR
- c. The names and addresses of the individuals who will serve as the initial directors, president, treasurer and secretary of the corporation (an address need not be specified if the business address of the officer or director is the same as the principal office location):

President: **ROBIN KIRBY, 41 HARTFORD ST., DOVER, MA 02030**

Vice President: **Aldo Gonzales-Serva, 37 Corey Road, Brookline, MA 02445**

Treasurer: **MAY AZAR, 5 BRENTWOOD RD. LEXINGTON, MA 02420**

Secretary: **MARK ZUCKERMAN, 200-G BROOKSIDE DR., ANDOVER, MA 01810**

Director(s): **Dan Helle, 7 Bigelow Road, Rutland, MA 01543**

- d. The fiscal year end of the corporation:
JUNE 30, 2005
- e. A brief description of the type of business in which the corporation intends to engage:
LABORATORY TESTING

OB

- f. The street address of the principal office of the corporation:
5 BRENTWOOD RD. LEXINGTON, MA 02420
- g. The street address where the records of the corporation required to be kept in the commonwealth are located is:

5 BRENTWOOD RD. LEXINGTON, MA 02420, which is
(number, street, city or town, state, zip code)

- its principal office;
- an office of its transfer agent;
- an office of its secretary/assistant secretary;
- its registered office.

Signed this **16th** day of **May**, **2005** by the incorporator(s):

Signature: 

Name: **ARTHUR D. BRECHER, ESQ.**

Address: **100 WELLS AVE, NEWTON, MA 02459**

7505

925830

COMMONWEALTH OF MASSACHUSETTS

William Francis Galvin
Secretary of the Commonwealth
One Ashburton Place, Boston, Massachusetts 02108-1512

Articles of Organization
(General Laws Chapter 156D, Section 2.02; 950 CMR 113.16)

I hereby certify that upon examination of these articles of organization, duly submitted to me, it appears that the provisions of the General Laws relative to the organization of corporations have been complied with, and I hereby approve said articles; and the filing fee in the amount of \$ 25 having been paid, said articles are deemed to have been filed with me this 17 day of May, 20 05, at 2: 01 a.m. (p.m.)

Effective date: STRATA DIAGNOSTICS, INC.
(must be within 90 days of date submitted)

William Francis Galvin
WILLIAM FRANCIS GALVIN
Secretary of the Commonwealth

Examined by: KK
Name approval: MP

Filing fee: \$275 for up to 275,000 shares plus \$100 for each additional 100,000 shares or any fraction thereof.

TO BE FILLED IN BY CORPORATION
Contact Information:

C
M

To conduct diagnostic laboratory testing and any other legal purpose allowed under the laws of the Commonwealth of Massachusetts

Telephone: 781.7562318
Email:

Upon filing, a copy of this filing will be available at www.sec.state.ma.us/cor. If the document is rejected, a copy of the rejection sheet and rejected document will be available in the rejected queue.

SECRETARY OF STATE RECEIVED
00 MAY 17 PM 2:01
CORPORATION DIVISION