

## COMPREHENSIVE PHARMACY SERVICES, LLC

### Written Consent of the Sole Member

The undersigned, being sole member (the “**Member**”) of Comprehensive Pharmacy Services, LLC, a Delaware limited liability company (the “**Company**”), does hereby consent, pursuant to Section 18-302(d) of the Delaware Limited Liability Company Act, and in accordance with the Limited Liability Agreement, dated November 26, 2012 (the “**LLC Agreement**”) to the adoption of the following resolutions with the same force and effect as if duly adopted at a meeting of the members of the Company held for the purpose:

#### Amended and Restated LLC Agreement

**WHEREAS**, the Member deems it advisable and in the best interests of the Company to amend and restate the LLC Agreement in substantially the form attached hereto as Exhibit A (the “**A&R LLC Agreement**”).

#### **NOW, THEREFORE, BE IT:**

**RESOLVED**, that the Member hereby approves the amendment and restatement of the Company’s LLC Agreement in the form of the A&R LLC Agreement;

**RESOLVED FURTHER**, that the form, terms and provisions of the A&R LLC Agreement, with such changes as the President, any Vice President, Secretary, Treasurer or otherwise authorized officer of the Company (the “**Authorized Officers**”) may approve, each of the transactions contemplated thereby, the performance by the Company of its obligations under the A&R LLC Agreement and the compliance by the Company with the terms and conditions therein, and all actions previously taken by the Authorized Officers on behalf of the Company with respect to the preparation and negotiation of the A&R LLC Agreement and the transactions contemplated thereby, in each of the foregoing cases, be, and they hereby are, adopted, approved, ratified and confirmed in all respects; and

**RESOLVED FURTHER**, that the Authorized Officers of the Company be, and each of them hereby is, authorized, in the name and on behalf of the Company, to execute and deliver the A&R LLC Agreement (together with any and all amendments, supplements, modifications, extensions, restatements, renewals, replacements and any additional agreements, collateral assignments, certificates, notes, documents and instruments relating to the foregoing), with such additions thereto or deletions therefrom or changes therein, material or otherwise, as such officer shall, in his or her sole discretion, determine to be necessary, proper or advisable, such determination to be evidenced conclusively by the execution and delivery thereof and such officers are hereby authorized to take any such actions.

#### Board Appointments

**BE IT RESOLVED**, that the following named individuals be, and hereby are, appointed to serve as a member of the Board of Managers of the Company until a successor is duly chosen and qualified or until such director sooner dies, resigns, is removed or becomes disqualified, and

that all members of the Board of Managers of the Company not listed here be, and hereby are, removed:

Jeffrey Foreman  
Frank Segrave

General Authorization

**RESOLVED**, that the Authorized Officers of the Company be, and each of them hereby is, authorized, directed and empowered to take, or cause the Company to take, any and all such other actions as they or any one of them shall deem necessary, desirable, advisable or appropriate to consummate, effectuate, carry out or further the transactions contemplated by and the intent and purposes of the foregoing resolutions; and

**RESOLVED**, that all acts and deeds heretofore done by any member or officer of the Company intended to carry out the intent of the foregoing resolutions are hereby ratified, confirmed and approved in all respects.

General Authorization

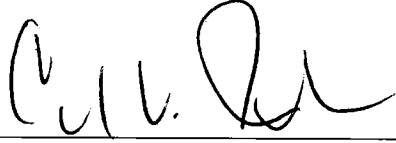
**RESOLVED**, that the officers of the Company be, and each of them hereby is, authorized, directed and empowered to take, or cause the Company to take, any and all such other actions as they or any one of them shall deem necessary, desirable, advisable or appropriate to consummate, effectuate, carry out or further the transactions contemplated by and the intent and purposes of the foregoing resolutions; and

**RESOLVED**, that all acts and deeds heretofore done by any member or officer of the Company intended to carry out the intent of the foregoing resolutions are hereby ratified, confirmed and approved in all respects.

*[The remainder of this page has been intentionally left blank.]*

**IN WITNESS WHEREOF**, the undersigned has duly executed this written consent as of the date first set forth below.

**PPS HOLDINGS, INC.**

By: 

Name: Calvin Johnson

Title: President

Date: March 1, 2019

**Exhibit A**

A&R LLC Agreement