

UNANIMOUS WRITTEN CONSENT
OF THE BOARD OF DIRECTORS
OF GREENDOT DIABETES

A California Nonprofit Public Benefit Corporation

The undersigned, being all of the Directors of GreenDot Diabetes (the "Board") hereby consent to the following:

ACTIONS BY INCORPORATOR

WHEREAS, the board of directors is empowered to govern the affairs of the Corporation pursuant to Article II, Section 1 of the By-Laws;

WHEREAS, the board of directors desires to establish a policy and procedure that shall govern the manner in which the Corporation handles potential conflicts of interest;

NOW, THEREFORE, BE IT

RESOLVED, that the board of directors hereby ratifies and approves the conflict of interest policy attached hereto as Exhibit A.

ELECTION OF PRESIDENT AND CHIEF EXECUTIVE OFFICER

RESOLVED FURTHER, that Howard Look be, and hereby is, elected as President and Chief Executive Officer of this corporation to serve until his respective successors are duly elected and qualified.

AUTHORIZED NUMBER OF DIRECTORS

RESOLVED FURTHER, that the authorized number of directors is hereby increased from four (4) to five (5).

ELECTION OF DIRECTOR

RESOLVED FURTHER, that Howard Look be, and hereby is, appointed to serve as a director of this corporation to serve until his respective successor is duly elected and qualified.

This Written Consent may be signed in counterparts. This Written Consent shall be filed in the Minute Book of this corporation and become a part of the records of this corporation.


IN WITNESS WHEREOF, the undersigned, being all of the Directors, have executed this Written Consent as of the dates set forth below.

Dated: 18 March, 2013



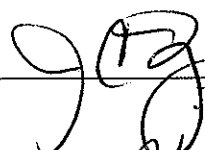
Saleh Adi

Dated: March 18, 2013



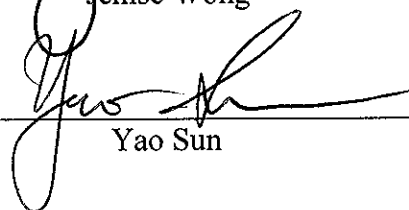
Aaron Neinstein

Dated: March 18, 2013



Jenise Wong

Dated: March 18, 2013



Yao Sun

EXHIBIT A
CONFLICT OF INTEREST POLICY