

**AMENDED AND RESTATED CERTIFICATE OF INCORPORATION
OF
MARION SURGICAL INC.
(a Delaware Corporation)**

ARTICLE I

The name of the corporation is Marion Surgical Inc. (the "Corporation").

ARTICLE II

The name and address of the Corporation's registered office in the State of Delaware is LEGALINC CORPORATE SERVICES INC. 131 Continental Dr, Suite 305, Newark, DE, 19713.

ARTICLE III

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 Delaware.

ARTICLE IV

AUTHORIZED CAPITAL STOCK

The total number of shares of all classes of capital stock that the Corporation shall have the authority to issue is 250,000 shares of Common Stock, par value \$0.01 per share. The Corporation hereby effectuates a stock split such that each share of Common Stock issued and outstanding immediately prior to the effectiveness of this Certificate of Amendment shall be subdivided into 20 shares of Common Stock, with each share continuing to have a par value of \$0.01 per share. After the stock split, the Corporation shall have 100,000 shares of Common Stock issued and outstanding, with 150,000 shares of Common Stock remaining unallocated.

ARTICLE V

The Corporation is to have perpetual existence.

ARTICLE VI

In furtherance and not in limitation of the powers conferred by statute, the Board of Directors is expressly authorized to make, alter, or repeal the Bylaws of the Corporation.

ARTICLE VII

Meetings of stockholders may be held within or without the State of Delaware, as the Bylaws may provide. The books of the Corporation may be kept (subject to any provision contained in the Delaware statutes) outside the State of Delaware at such place or places as may be designated from time to time by the Board of Directors or in the Bylaws of the Corporation.

ARTICLE VIII

LIMITATION OF DIRECTOR LIABILITY

To the fullest extent permitted by the General Corporation Law of Delaware, as the same exists or may hereafter be amended, a director of the Corporation shall not be liable to the Corporation or its stockholders for monetary damages for breach of fiduciary duty as a director.

ARTICLE IX

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.

ARTICLE X
BOARD APPROVAL AND STOCKHOLDER CONSENT

Pursuant to a resolution of the Board of Directors of the Corporation, and with the consent of the stockholders representing the requisite number of votes, these Amended and Restated Articles of Incorporation have been duly adopted by the Corporation as of 2024-08-07.

IN WITNESS WHEREOF, the undersigned, being President of the Corporation, hereby certifies that the foregoing Amended and Restated Certificate of Incorporation of Marion Surgical Inc. was duly adopted in accordance with Sections 242 and 245 of the General Corporation Law of Delaware.

Executed this 7th of August, 2024.



Ben Sainsbury
CEO
Marion Surgical Inc.

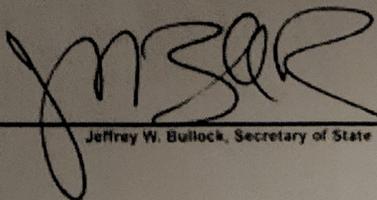
Delaware

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 AMENDMENT OF "COQUI 3D INCORPORATED", CHANGING ITS NAME FROM "COQUI 3D INCORPORATED" TO "MARION SURGICAL INC.", FILED IN THIS OFFICE ON THE TWENTIETH DAY OF APRIL, A.D. 2018, AT 4:07 O`CLOCK P.M.

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




Jeffrey W. Bullock, Secretary of State

5805057 8100
SR# 20182883849

Authentication: 202553787
Date: 04-20-18

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

STATE of DELAWARE
CERTIFICATE of INCORPORATION
A STOCK CORPORATION

- **First:** The name of this Corporation is Coqui 3D Incorporated
- **Second:** Its registered office in the State of Delaware is to be located at 1521 Concord Pike #303 Street, in the City of Wilmington County of New castle Zip Code 19803. The registered agent in charge thereof is Resident Agents Inc.

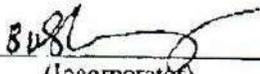
Third: The purpose of the corporation is to engage in any lawful act or activity for which corporations may be organized under the General Corporation Law of Delaware.

- **Fourth:** The amount of the total stock of this corporation is authorized to issue is 10,000,000 shares (number of authorized shares) with a par value of 0.0001000000 per share.

- **Fifth:** The name and mailing address of the incorporator are as follows:

Name Ben Sainsbury
 Mailing Address 640 Ellicott Street
Buffalo, NY Zip Code 14203

- **I, The Undersigned,** for the purpose of forming a corporation under the laws of the State of Delaware, do make, file and record this Certificate, and do certify that the facts herein stated are true, and I have accordingly hereunto set my hand this 14 day of August, A D 20 15.

BY: 
 (Incorporator)

NAME: Ben Sainsbury
 (type or print)