

When recorded please return to:
Berg & McLaughlin, Attorneys
Sandpoint Center, Suite 203
312 South First Avenue, Ste A
Sandpoint ID 83864

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SECRETARY OF STATE
STATE OF IDAHO

**STATEMENT OF AUTHORITY
OF
J&D PROPERTY MANAGEMENT, LLC**

THE MEMBERS, by unanimous consent, adopt the following Statement of Authority of J&D PROPERTY MANAGEMENT, LLC ("Company"):

1. The Company is registered with the Idaho Secretary of State, number W194185
2. The Designated Office of the Company is: 620 B South Division St., Sandpoint ID 83864
3. John Darling and/or Debbie Darling, who are the only members of the Company, shall have authority to co-manage the Company.
4. The Members have the following powers:
 - 5.1. Acquire, hold, rent, lease, sell, convey, exchange, convert, improve, insure, repair, manage, control, and invest and reinvest Company funds in real and personal property (both tangible and intangible property), including property acquired "subject to" or "in assumption of" an existing indebtedness
 - 5.2. Hold, acquire and sell as investment property domestic or foreign publicly traded securities.
 - 5.3. Appoint and change a registered agent.
 - 5.4. Borrow money and pledge property as collateral security.
 - 5.5. Contract for services.
 - 5.6. Lend, borrow, lease, sell, and purchase property.
 - 5.7. Employ professional and technical advisors, managers, service providers, and individuals that the members consider necessary and appropriate for the Company's proper administration. This authority includes the right to set conditions of employment and rates of compensation.
 - 5.8. Execute any certificate, declaration or other document required or permitted to be filed with any agency of the government regarding the establishment and affairs of the Company.
 - 5.9. Hold, acquire and sell equipment, equipment leases, implements, stock in trade, leasehold improvements, and livestock.

Statement of Authority
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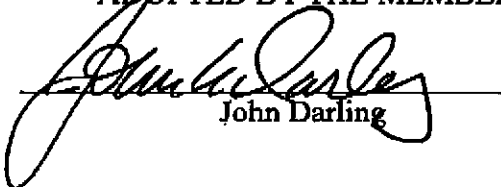
W194185

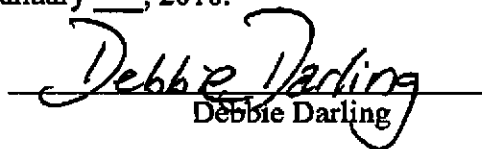
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- 5.10. Maintain cash deposits, money market funds, brokerage company investment and money market accounts, certificates of deposit, savings accounts, and checking accounts, without limitation as to the location of the account or depository.
- 5.11. Maintain and/or contract for the maintenance of books of account that report (a) all transactions pertaining to the Company's property; (b) all disbursements for costs, expenses, and fees; (c) each delivery of funds and/or other property and the value of said funds and/or property upon receipt by the Company; (d) all investments and reinvestment of property; (e) the value of each Member's capital account (and the capital account attributable in interest to any Transferee) including a history of credits and debits to each capital account; and (f) the cost or other basis of assets.
- 5.12. Prepare, sign and file tax returns and tax information reports required by applicable state and federal law.
6. The members may designate third-party agents to execute contracts on behalf of the Company, and intend to grant this authority to Vicki Jeffries, who will be acting as an independent contractor retained to manage the rental of real estate managed by the Company.
7. The members, by unanimous written consent, have the exclusive authority sell and convey Company assets. A conveyance authorized by a Member shall be deemed a conveyance authorized by the Company and all its Members.
8. Co-Managing members shall act unanimously to be the act of the Company, except co-managers may authorize one another to sign checks individually on the Company bank accounts.

ADOPTED BY THE MEMBERS, on January __, 2018.

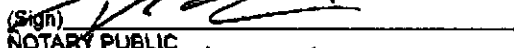

John Darling


Debbie Darling

STATE OF IDAHO
COUNTY OF BONNER

)
) SS.

On this 10th day of January, in the year of 2018, before me, a Notary Public for the state of Idaho, personally appeared John Darling and Debbie Darling, known or identified to me to be the persons whose names are subscribed to the within instrument, and acknowledged to me that they executed the same.

(Sign) 
NOTARY PUBLIC
Residing at: Sand Point
My commission expires: 3/20/19

