

**JOINT ACTION IN WRITING
BY THE
SOLE MEMBER AND
THE MANAGERS OF
USA SERVICES OF FLORIDA, LLC**

The undersigned, being (i) the sole member (the “*Member*”) and, (ii) following the actions by the Member contemplated by this Joint Action in Writing, all of the managers (the “*Managers*”) of USA Services of Florida, LLC., a Florida limited liability company (the “*Company*”), hereby adopt, consent to, and approve the following actions and resolutions without a meeting, to be effective as of April 28, 2022:

Actions by the Member

WHEREAS, the Member desires to confirm the appointment of the Managers as the managers of the Company;

NOW, THEREFORE, BE IT:

RESOLVED, that all current members of the Board of Managers of the Company are hereby removed;

FURTHER RESOLVED, that Christopher M. Valerian and Joseph Borden, the undersigned Managers, are hereby appointed as the managers of the Company; and

FURTHER RESOLVED, that any and all actions, whether previously or subsequently taken, by the Managers, which are consistent with the intent and purposes of the foregoing resolutions, hereby are, in all respects, ratified, approved, adopted and confirmed.

Actions by the Managers

WHEREAS, the Managers desire to confirm the appointment of the officers of the Company;

NOW, THEREFORE, BE IT:

RESOLVED, that all current officers of the Company are hereby removed, and that the following persons are hereby elected to the offices of the Company set forth opposite their respective names (each, an “*Authorized Officer*”):

Christopher M. Valerian -- President and Chief Executive Officer

Erin Boyts Quinn	--	Secretary
Joseph Borden	--	Treasurer
Matthew Spencer	--	Vice President and Chief Operating Officer
Joseph P. Frola	--	Vice President
Christopher Kentopp	--	Regional Vice President

FURTHER RESOLVED, that each of the Authorized Officers is hereby authorized and empowered, throughout such Authorized Officer's tenure, to execute and deliver, for, on behalf of, and in the name of, the Company, any and all contracts, agreements, bids, commitments, certificates, instruments and other documents, as any Authorized Officer shall deem necessary, desirable or appropriate in such Authorized Officer's discretion, to evidence contractual and other obligations on behalf of the Company undertaken in the conduct of the Company's operations, and any Authorized Officer's execution and delivery of any such contract, agreement, bid, commitment, certificate, instrument or other document shall be conclusive evidence of the exercise by such Authorized Officer of the discretionary authority conferred in these resolutions;

FURTHER RESOLVED, that each of the Authorized Officers is hereby authorized, empowered and directed, in the name and on behalf of the Company, to take or cause to be taken all such further actions and deeds and to deliver or cause to be delivered all such further contracts, agreements, bids, commitments, certificates, instruments and other documents as in their judgment shall be necessary, appropriate or convenient to carry into effect the purposes of the Company; and

FURTHER RESOLVED, that any and all actions, whether previously or subsequently taken, by any Authorized Officer, which are consistent with the intent and purposes of the foregoing resolutions hereby are, in all respects, ratified, approved, adopted and confirmed.

Miscellaneous

RESOLVED, that: (i) this Action may be executed in one or more counterparts, each of which will be deemed to be an original copy and all of which, when taken together, will be deemed to constitute one and the same action; (ii) a manual signature of this Action, an image of which shall have been transmitted electronically (including e-mail delivery of a .pdf or scan of a signature), or an electronic signature (such as DocuSign), will constitute an original signature for all purposes; and (iii) the delivery of copies of this Action, including executed signature pages where required,

by electronic transmission will constitute effective delivery of this Action for all purposes.

[Remainder of page left intentionally blank; Signature page follows.]

IN WITNESS WHEREOF, the undersigned, being the sole member and the managers of the Company, hereby indicate their approval of and consent to the foregoing action and resolutions effective as of the date first written above.

SOLE MEMBER:

SCA Acquisitions, LLC., a Delaware
limited liability company

By: 

Christopher M. Valerian
President

MANAGERS:



CHRISTOPHER M. VALERIAN



JOSEPH BORDEN