

**WAIVER OF NOTICE AND CONSENT TO  
A SPECIAL MEETING OF THE BOARD OF DIRECTORS OF  
V.E. WHITEHURST & SONS, INC.**

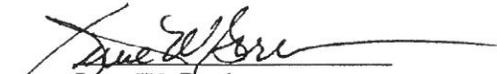
The undersigned, being all of the Directors of V.E. Whitehurst & Sons, Inc., call a special meeting of the Board of Directors of this corporation and waive all notice thereof, whether provided by statute or otherwise, and consent that such meeting shall be held at Williston, Florida, on the 5<sup>th</sup> day of August, 2014, for the following purposes:

- (1) To approve a new slate of officers of the Corporation; and
- (2) To transact such other business as may come before and be legally done at such meeting.

Dated this 5<sup>th</sup> day of August, 2014.

  
William J. Whitehurst III

  
Jackson W. Whitehurst

  
June W. Burleson

  
Vivian W. Wackowski

  
Harriet W. Jones

  
Vivian E. Whitehurst III

**MINUTES OF A SPECIAL MEETING OF  
THE BOARD OF DIRECTORS OF  
V.E. WHITEHURST & SONS, INC.**

A special meeting of the Board of Directors of V.E. Whitehurst & Sons, Inc. was held at the office of the corporation at Williston, Florida, on the 5<sup>th</sup> day of August, 2014, pursuant to Waiver of Notice and Consent to the meeting duly executed by all of the Directors of the corporation.

The meeting was called to order by William J. Whitehurst III, President of the corporation, who presided as Chairman of the meeting. J. Chris Burleson, Secretary of the corporation, acted as Secretary of the meeting.

Upon motion duly made, seconded and unanimously carried, the reading of the roll of the Board of Directors was waived. The following Directors, constituting the entire Board, were present in person at the meeting:

William J. Whitehurst III, Jackson W. Whitehurst, June W. Burleson, Vivian W. Wackowski, Harriet W. Jones, and Vivian E. Whitehurst III.

The Chairman declared that a quorum was present and that the meeting was duly organized and open for the transaction of such business as might come before it.

The Secretary then presented and read a copy of the Waiver of Notice and Consent to the meeting duly executed by all of the Directors, pursuant to which the meeting was held, and the Waiver of Notice and Consent to the meeting was ordered to be filed in the minute book of the corporation immediately preceding the minutes of the meeting.

Upon motion duly made, seconded and unanimously approved, a reading of the minutes of the last meeting of the Board of Directors was waived.

The Board then unanimously approved the following slate of officers of the Corporation:

President, William J. Whitehurst III

Vice President, Jackson W. Whitehurst

Secretary, J. Chris Burleson

Treasurer, Devin C. Whitehurst

Corporate counsel, John C. Bovay, was directed to inform the Florida Secretary of State of the new slate of officers.

There being no further business to come before the meeting, the meeting was duly adjourned.

A handwritten signature in black ink, appearing to read "J. Christopher Burleson". The signature is written in a cursive style with a large initial "J" and "C".

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J. Christopher Burleson, Secretary