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EXCHANGE ACT OF 1934 Â For the quarterly period ended June 30, 2024 Â or Â â˜ TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934 Â For the transition period from to Â Commission File Number: 001-36529 Â Â CareCloud, Inc. (Exact name of registrant as specified in its charter) Â Delaware Â 22-3832302 (State or other jurisdiction of incorporation or organization) Â (I.R.S. Employer Identification Number) Â 7 Clyde Road Somerset, New Jersey Â 08873 (Address of principal executive offices) Â (Zip Code) Â (732) 873-5133 (Registrantâ€™s telephone number, including area code) Â Securities registered pursuant to Section 12(b) of the Act: Â Title of each class Â Trading Symbol(s) Â Name of each exchange on which registered Common Stock, par value $0.001 per share Â CCLD Â Nasdaq Global Market 11% Series A Cumulative Redeemable Perpetual Preferred Stock, par value $0.001 per share Â CCLDP Â Nasdaq Global Market 8.75% Series B Cumulative Redeemable Perpetual Preferred Stock, par value $0.001 per share Â CCLDO Â Nasdaq Global Market Â Indicate by check mark whether the registrant (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days. Yes â˜’ No â˜ Â Indicate by check mark whether the registrant has submitted electronically every Interactive Data File required to be submitted pursuant to Rule 405 of Regulation S-T (Â§232.405 of this chapter) during the preceding 12 months (or for such shorter period that the registrant was required to submit such files). Yes â˜’ No â˜ Â Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, a smaller reporting company, or an emerging growth company. See the definitions of â€œlarge accelerated filer,â€ â€œaccelerated filer,â€ â€œsmaller reporting company,â€ and â€œemerging growth companyâ€ in Rule 12b-2 of the Exchange Act. Â Large accelerated filer â˜ Â Accelerated filer â˜ Non-accelerated filer â˜’ Â Smaller reporting company â˜’ Â Â Emerging growth company â˜ Â If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act. â˜ Â Indicate by check mark whether the registrant is a shell company (as defined in Rule 12b-2 of the Exchange Act). Yes â˜ No â˜’ Â At August 6, 2024, the registrant had 16,213,607 shares of common stock, par value $0.001 per share, outstanding. Â Â Â Â Â Â Â Â INDEX Â Â Page Forward-Looking Statements 2 Â Â Â Â PART I. FINANCIAL INFORMATION Â Â Â Item 1. Condensed Consolidated Financial Statements (Unaudited) 3 Â Condensed Consolidated Balance Sheets at June 30, 2024 and December 31, 2023 3 Â Condensed Consolidated Statements of Operations for the three and six months ended June 30, 2024 and 2023 4 Â Condensed Consolidated Statements of Comprehensive Income (Loss) for the three and six months ended June 30, 2024 and 2023 5 Â Condensed Consolidated Statements of Shareholdersâ€™ Equity for the three and six months ended June 30, 2024 and 2023 6 Â Condensed Consolidated Statements of Cash Flows for the six months ended June 30, 2024 and 2023 7 Â Notes to Condensed Consolidated Financial Statements 8 Item 2. Managementâ€™s Discussion and Analysis of Financial Condition and Results of Operations 26 Item 3. Quantitative and Qualitative Disclosures about Market Risk 38 Item 4. Controls and Procedures 38 Â Â Â PART II. OTHER INFORMATION Â Â Â Item 1. Legal Proceedings 39 Item 1A. Risk Factors 39 Item 2. Unregistered Sales of Equity Securities and Use of Proceeds 39 Item 3. Defaults Upon Senior Securities 39 Item 4. Mine Safety Disclosures 39 Item 5. Other Information 39 Item 6. Exhibits 40 Signatures 41 Â 1 Â Â Forward-Looking Statements Â Certain statements that we make from time to time, including statements contained in this Quarterly Report on Form 10-Q, constitute â€œforward-looking statementsâ€ within the meaning of Section 27A of the Securities Act of 1933, as amended, or the Securities Act, and Section 21E of the Securities Exchange Act of 1934, as amended, or the Exchange Act. All statements other than statements of historical fact contained in this Quarterly Report on Form 10-Q are forward-looking statements. These statements relate to anticipated future events, future results of operations or future financial performance. In some cases, you can identify forward-looking statements by terminology such as â€œmay,â€ â€œmight,â€ â€œwill,â€ â€œshall,â€ â€œshould,â€ â€œcould,â€ â€œintends,â€ â€œexpects,â€ â€œplans,â€ â€œgoals,â€ â€œprojects,â€ â€œanticipates,â€ â€œbelieves,â€ â€œseeks,â€ â€œestimates,â€ â€œforecasts,â€ â€œpredicts,â€ â€œpossible,â€ â€œpotential,â€ â€œtarget,â€ or â€œcontinueâ€ or the negative of these terms or other comparable terminology. Our operations involve risks and uncertainties, many of which are outside of our control, and any one of which, or a combination of which, could materially affect our results of operations and whether the forward-looking statements ultimately prove to be correct. Forward-looking statements in this Quarterly Report on Form 10-Q include, without limitation, statements reflecting managementâ€™s expectations for future financial performance and operating expenditures (including our ability to continue as a going concern, to raise additional capital and to succeed in our future operations), expected growth, profitability and business outlook, increased sales and marketing expenses, and the expected results from the integration of our acquisitions. Â Forward-looking statements are only predictions, are uncertain and involve substantial known and unknown risks, uncertainties, and other factors that may cause our (or our industryâ€™s) actual results, levels of activity or performance to be materially different from any future results, levels of activity or performance expressed or implied by these forward-looking statements. These factors include, among other things, the unknown risks and uncertainties that we believe could cause actual results to differ from these forward-looking statements as set forth under the heading â€œRisk Factorsâ€ in our Annual Report on Form 10-K filed with the SEC on March 21, 2024. New risks and uncertainties emerge from time to time, and it is not possible for us to predict all of the risks and uncertainties that could have an impact on the forward-looking statements, including without limitation, risks and uncertainties relating to: Â â— our ability to manage our growth, including acquiring, partnering with, and effectively integrating acquired businesses into our infrastructure and avoiding legal exposure and liabilities associated with acquired companies and assets; Â â— our ability to retain our clients and revenue levels, including effectively migrating new clients and maintaining or growing the revenue levels of our new and existing clients; Â â— our ability to maintain operations in Pakistan, Azad Jammu and Kashmir, and Sri Lanka (together, the â€œOffshore Officesâ€) in a manner that continues to enable us to offer competitively priced products and services; Â â— our ability to keep pace with a rapidly changing healthcare industry; Â â— our ability to consistently achieve and maintain compliance with a myriad of federal, state, foreign, local, payor and industry requirements, regulations, rules, laws and contracts; Â â— our ability to maintain and protect the privacy of confidential and protected Company, client and patient information; Â â— our ability to develop new technologies, upgrade and adapt legacy and acquired technologies to work with evolving industry standards and third-party software platforms and technologies, and protect and enforce all of these and other intellectual property rights; Â â— our ability to attract and retain key officers and employees, and the continued involvement of Mahmud Haq as Executive Chairman and A. Hadi Chaudhry as Chief Executive Officer, all of which are critical to our ongoing operations and growing our business; Â â— our ability to realize the expected cost savings and benefits from our restructuring activities and structural cost reductions; Â â— our ability to comply with covenants contained in our credit agreement with our senior secured lender, Silicon Valley Bank, a division of First Citizens Bank, and other future debt facilities; Â â— our ability to resume and then continue to pay our monthly dividends to the holders of our Series A and Series B preferred stock; Â â— our ability to incorporate AI into our products faster and more successfully than our competitors, protecting the privacy of medical records and cybersecurity threats; Â â— our ability to compete with other companies developing products and selling services competitive with ours, and who may have greater resources and name recognition than we have; Â â— our ability to effectively integrate, manage and keep our information systems secure and operational in the event of a cyber-attack; Â â— our ability to respond to the uncertainty resulting from pandemics, epidemics or other public health emergencies and the impact they may have on our operations, the demand for our services, our projected results of operations, financial performance or other financial metrics or any of the foregoing risks and economic activity in general; Â â— our ability to keep and increase market acceptance of our products and services; Â â— changes in domestic and foreign business, market, financial, political and legal conditions; and Â â— other factors disclosed in this Quarterly Report on Form 10-Q or our other filings with the Securities and Exchange Commission (the â€œSECâ€). Â The forward-looking statements contained in this Quarterly Report on Form 10-Q are based on our current expectations, beliefs and views as of the date of this Quarterly Report on Form 10-Q concerning future developments and their potential effects on our business. Although we believe that the expectations reflected in the forward-looking statements contained in this Quarterly Report on Form 10-Q are reasonable, we cannot guarantee future results, levels of activity, performance, or achievements. We anticipate that subsequent events and developments may cause our assessments to change. Except as required by law, we are under no duty to update or revise any of such forward-looking statements, whether as a result of new information, future events, or otherwise, after the date of this Quarterly Report on Form 10-Q. Â You should read this Quarterly Report on Form 10-Q with the understanding that our actual future results, levels of activity, performance and events and circumstances may be materially different from what we currently expect. The forward-looking statements contained herein should not be relied upon as representing our assessments as of any date subsequent to the date of this Quarterly Report on Form 10-Q. Â 2 Â Â PART I. FINANCIAL INFORMATION Item 1. Condensed Consolidated Financial Statements Â CARECLOUD, INC. CONDENSED CONSOLIDATED BALANCE SHEETS ($ in thousands, except share and per share amounts) Â Â Â Â June 30,Â Â December 31,Â Â Â Â 2024Â Â 2023Â Â Â (Unaudited)Â Â Â Â ASSETSÂ Â Â Â Â Â Â Â Current assets:Â Â Â Â Â Â Â Â CashÂ $2,617Â Â $3,331Â Accounts receivable - netÂ 13,079Â Â Â 11,888Â Contract assetÂ 4,800Â Â Â 5,094Â InventoryÂ 497Â Â Â 465Â Current assets - related partyÂ 16Â Â Â 16Â Prepaid expenses and other current assetsÂ 2,907Â Â Â 2,449Â Total current assetsÂ 23,916Â Â Â 23,243Â Property and equipment - netÂ 5,055Â Â Â 5,317Â Operating lease right-of-use assetsÂ 3,732Â Â Â 4,365Â Intangible assets - netÂ 21,497Â Â Â 25,074Â GoodwillÂ 19,186Â Â Â 19,186Â Other assetsÂ 624Â Â Â 641Â TOTAL ASSETSÂ $74,010Â Â $77,826Â LIABILITIES AND SHAREHOLDERSâ€™ EQUITYÂ Â Â Â Â Â Â Â Current liabilities:Â Â Â Â Â Â Â Â Accounts payableÂ $5,448Â Â $5,798Â Accrued compensationÂ 2,824Â Â Â 3,444Â Accrued expensesÂ 6,619Â Â Â 5,065Â Operating lease liability (current portion)Â Â 1,623Â Â Â 1,888Â Deferred revenue (current portion)Â Â 1,224Â Â Â 1,380Â Notes payable (current portion)Â Â 66Â Â Â 292Â Dividend payableÂ Â 5,438Â Â Â 5,433Â Total current liabilitiesÂ 23,242Â Â Â 23,300Â Notes payableÂ 33Â Â Â 37Â Borrowings under line of creditÂ 5,000Â Â Â 10,000Â Operating lease liabilityÂ 2,101Â Â Â 2,516Â Operating lease liability (non-current portion)Â Â 2,101Â Â Â 2,516Â Deferred revenueÂ 390Â Â Â 256Â Total liabilitiesÂ 30,766Â Â Â 36,109Â COMMITMENTS AND CONTINGENCIES (NOTE 7)Â Â -Â Â Â -Â SHAREHOLDERSâ€™ EQUITY:Â Â Â Â Â Â Â Â Preferred stock, $0.001 par value - authorized 7,000,000 shares. Series A, issued and outstanding 4,526,231 shares at June 30, 2024 and December 31, 2023. Series B, issued and outstanding 1,482,792 and 1,468,792 shares at June 30, 2024 and December 31, 2023, respectivelyÂ Â 6Â Â Â 6Â Common stock, $0.001 par value - authorized 35,000,000 shares. Issued 16,885,986 and 16,620,891 shares at June 30, 2024 and December 31, 2023, respectively. Outstanding 16,145,187 and 15,880,092 shares at June 30, 2024 and December 31, 2023, respectivelyÂ Â 17Â Â Â 17Â Additional paid-in capitalÂ Â 120,840Â Â Â 120,706Â Accumulated deficitÂ Â (73,048)Â Â (74,481) Accumulated other comprehensive lossÂ Â (3,909)Â Â (3,869) Less: 740,799 common shares held in treasury, at cost at June 30, 2024 and December 31, 2023Â Â (662)Â Â (662) Total shareholdersâ€™ equityÂ Â 43,244Â Â Â 41,717Â TOTAL LIABILITIES AND SHAREHOLDERSâ€™ EQUITYÂ $74,010Â Â $77,826Â Â See notes to condensed consolidated financial statements. Â 3 Â Â CARECLOUD, INC. CONDENSED CONSOLIDATED STATEMENTS OF OPERATIONS (UNAUDITED) ($ in thousands, except share and per share amounts) Â Â Â Â 2024Â Â 2023Â Â 2024Â Â 2023Â Â Â Three Months Ended June 30,Â Â Â Six Months Ended June 30,Â Â Â 2024Â Â 2023Â Â Â NET REVENUEÂ $28,090Â Â $29,362Â Â $54,052Â Â Â $59,363Â OPERATING EXPENSES:Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Direct operating costsÂ 15,242Â Â Â 17,476Â Â Â 30,419Â Â Â 35,583Â Selling and marketingÂ 1,664Â Â Â 2,580Â Â Â 3,434Â Â Â 5,192Â General and administrativeÂ 4,028Â Â Â 5,916Â Â Â 7,749Â Â Â 11,036Â Research and developmentÂ 1,055Â Â Â 1,185Â Â Â 1,968Â Â Â 2,263Â Depreciation and amortizationÂ 3,714Â Â Â 3,341Â Â Â 7,644Â Â Â 6,379Â Net loss on lease terminations, unoccupied lease charges and restructuring costsÂ 116Â Â Â 153Â Â Â 438Â Â Â 422Â Total operating expensesÂ 25,819Â Â Â 30,651Â Â Â 51,652Â Â Â 60,875Â OPERATING INCOME (LOSS)Â Â 2,271Â Â Â (1,289)Â Â 2,400Â Â Â (1,512) OTHER:Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Interest incomeÂ 24Â Â Â 52Â Â Â 51Â Â Â 72Â Interest expenseÂ (288)Â Â (327)Â Â (653)Â Â (477) Other expense - netÂ (294)Â Â (186)Â Â (287)Â Â (169) INCOME (LOSS) BEFORE PROVISION FOR INCOME TAXESÂ Â 1,713Â Â Â (1,750)Â Â 1,511Â Â Â (2,086) Income tax provisionÂ Â 39Â Â Â 82Â Â Â 78Â Â Â 147Â NET INCOME (LOSS)Â Â $1,674Â Â Â $(1,832)Â Â $1,433Â Â Â $(2,233) Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Preferred stock dividendÂ Â 3,923Â Â Â 3,910Â Â Â 5,235Â Â Â 7,841Â NET LOSS ATTRIBUTABLE TO COMMON SHAREHOLDERSÂ $(2,249)Â $(5,742)Â $(3,802)Â $(10,074) Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Net loss per common share: basic and dilutedÂ $(0.14)Â $(0.37)Â $(0.24)Â $(0.65) Weighted-average common shares used to compute basic and diluted loss per shareÂ Â 16,132,420Â Â Â 15,615,760Â Â Â 16,073,364Â Â Â 15,518,965Â Â See notes to condensed consolidated financial statements. Â 4 Â Â CARECLOUD, INC. CONDENSED CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME (LOSS) (UNAUDITED) ($ in thousands) Â Â Â Â 2024Â Â 2023Â Â 2024Â Â 2023Â Â Â Three Months Ended June 30,Â Â Six Months Ended June 30,Â Â Â Â 2024Â Â 2023Â Â 2024Â Â 2023Â NET INCOME (LOSS)Â $1,674Â Â $(1,832)Â $1,433Â Â $(2,233) OTHER COMPREHENSIVE (LOSS) INCOMEÂ Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Foreign currency translation adjustment (a)Â Â (68)Â Â 94Â Â Â (40)Â Â (1,617) COMPREHENSIVE INCOME (LOSS)Â $1,606Â Â $(1,738)Â Â $1,393Â Â $(3,850) Â (a)No tax effect has been recorded as the Company recorded a valuation allowance against the tax benefit from its foreign currency translation adjustments. Â See notes to condensed consolidated financial statements. Â 5 Â Â CARECLOUD, INC. CONDENSED CONSOLIDATED STATEMENTS OF SHAREHOLDERSâ€™ EQUITY (UNAUDITED) FOR THE THREE AND SIX MONTHS ENDED JUNE 30, 2024 AND JUNE 30, 2023 ($ in thousands, except for number of shares) Â Â Â Â SharesÂ Â AmountÂ Â SharesÂ Â AmountÂ Â SharesÂ Â AmountÂ Â CapitalÂ Â DeficitÂ Â LossÂ Â StockÂ Â EquityÂ Â Â Â Preferred Stock Series AÂ Â Â Preferred Stock Series BÂ Â Common StockÂ Â Additional Paid-inÂ Â AccumulatedÂ Â Accumulated Other ComprehensiveÂ Â Treasury (Common)Â Â Total Shareholdersâ€™Â Â Â Â SharesÂ Â AmountÂ Â SharesÂ Â AmountÂ Â SharesÂ Â AmountÂ Â CapitalÂ Â DeficitÂ Â LossÂ Â StockÂ Â EquityÂ Balance - January 1, 2024Â Â 4,526,231Â Â $5Â Â 1,468,792Â Â $1Â Â 16,620,891Â Â $17Â Â $120,706Â Â $(74,481)Â $(3,869)Â $(662)Â $41,717Â Cumulative effect of adopting ASC 326Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â

Â 9,000Â Â Â -Â Â Â 15,489Â Â Â -Â Â Â -Â Â Â -Â Â Â -Â Â Â -Â Â Â -Â Â Â -Â Stock-based compensation, net of cash settlementsÂ Â -Â Â Â -Â Â Â -Â Â Â -Â Â Â -Â Â Â -Â Â Â 1,089Â Â Â -Â Â Â -Â Â Â -Â Â Â 1,089Â Shares issued for servicesÂ Â -Â Â Â -Â Â Â -Â Â Â -Â Â Â 20,000Â Â Â -Â Â Â -Â Â Â -Â Â Â -Â Â Â -Â Â Â -Â Â Â -Â Preferred stock dividendsÂ Â -Â Â Â -Â Â Â -Â Â Â -Â Â Â -Â Â Â -Â Â Â -Â Â Â -Â Â Â (3,910)Â Â -Â Â Â -Â Â Â -Â Â Â -Â Â Â (3,910) Balance - June 30, 2023Â Â 4,526,231Â Â $5Â Â Â 1,454,392Â Â $1Â Â Â 16,368,896Â Â $16Â Â $126,857Â Â $(28,040)Â $(4,654)Â $(662)Â $93,523Â BalanceÂ Â 4,526,231Â Â $5Â Â Â 1,454,392Â Â $1Â Â Â 16,368,896Â Â $16Â Â $126,857Â Â $(28,040)Â $(4,654)Â $(662)Â $93,523Â Â For the six months ended June 2023, the preferred stock dividends were paid monthly at the rate of $2.75 and $2.19 for Series A and Series B, respectively, per share per annum. Â No dividends were declared or paid during the six months ended June 2024. Â See notes to condensed consolidated financial statements. Â 6 Â Â CARECLOUD, INC. CONDENSED CONSOLIDATED STATEMENTS OF CASH FLOWS (UNAUDITED) FOR THE SIX MONTHS ENDED JUNE 30, 2024 AND 2023 ($ in thousands) Â Â Â Â Â 2024Â Â 2023Â OPERATING ACTIVITIES:Â Â Â Â Â Â Â Â Net income (loss)Â $1,433Â Â $(2,233) Adjustments to reconcile net income (loss) to net cash provided by operating activities:Â Â Â Â Â Â Â Â Depreciation and amortizationÂ Â 7,818Â Â Â 6,663Â Lease amortizationÂ Â 1,008Â Â Â 1,153Â Deferred revenueÂ Â (22)Â Â (116) Provision for expected credit lossesÂ Â 123Â Â Â 302Â Provision for deferred income taxesÂ Â -Â Â Â 64Â Foreign exchange (gain) lossÂ Â (57)Â Â 176Â Interest accretionÂ Â 321Â Â Â 325Â Stock-based compensation expense (benefit)Â Â (443)Â Â 2,574Â Changes in operating assets and liabilities:Â Â Â Â Â Â Â Â Accounts receivableÂ Â (1,314)Â Â 2,267Â Contract assetÂ Â 294Â Â Â (435) InventoryÂ Â (32)Â Â (21) Other assetsÂ Â (825)Â Â (318) Accounts payable and other liabilitiesÂ Â 41Â Â Â (2,993) Net cash provided by operating activitiesÂ Â 8,345Â Â Â 7,408Â INVESTING ACTIVITIES:Â Â Â Â Â Â Â Â Purchases of property and equipmentÂ Â (425)Â Â (1,621) Capitalized software and other intangible assetsÂ Â (3,046)Â Â (4,456) Net cash used in investing activitiesÂ Â (3,471)Â Â (6,077) FINANCING ACTIVITIES:Â Â Â Â Â Â Â Â Preferred stock dividends paidÂ Â -Â Â Â (7,780) Settlement of tax withholding obligations on stock issued to employeesÂ Â (184)Â Â (1,166) Repayments of notes payableÂ Â (328)Â Â (316) Proceeds from issuance of Series B Preferred Stock, net of expensesÂ Â -Â Â Â 1,437Â Proceeds from line of creditÂ Â -Â Â Â 12,700Â Repayment of line of creditÂ Â (5,000)Â Â (10,700) Net cash used in financing activitiesÂ Â (5,512)Â Â (5,825) EFFECT OF EXCHANGE RATE CHANGES ON CASHÂ Â (76)Â Â (139) NET DECREASE IN CASHÂ Â (714)Â Â (4,633) CASH - Beginning of the periodÂ Â 3,331Â Â Â 12,299Â CASH - End of the periodÂ $2,617Â Â $7,666Â SUPPLEMENTAL NONCASH INVESTING AND FINANCING ACTIVITIES:Â Â Â Â Â Â Â Â Dividends declared, not paidÂ $5Â Â $4,120Â Purchase of prepaid insurance with assumption of noteÂ $96Â Â $-Â Reclass of deposits for property and equipment placed in serviceÂ $296Â Â $-Â SUPPLEMENTAL INFORMATION - Cash paid during the period for:Â Â Â Â Â Â Â Â Income taxesÂ $122Â Â $111Â InterestÂ $527Â Â $341Â Â See notes to condensed consolidated financial statements. Â 7 Â Â CARECLOUD, INC. NOTES TO CONDENSED CONSOLIDATED FINANCIAL STATEMENTS AS OF AND FOR THE THREE AND SIX MONTHS ENDED JUNE 30, 2024 AND 2023 (UNAUDITED) Â 1. ORGANIZATION AND BUSINESS Â CareCloud, Inc., (together with its consolidated subsidiaries, â€œCareCloud,â€ the â€œCompany,â€ â€œwe,â€ â€œusâ€ and/or â€œourâ€) is a leading provider of technology-enabled services and solutions that redefine the healthcare revenue cycle. We provide technology-enabled revenue cycle management and a full suite of proprietary cloud-based solutions to healthcare providers, from small practices to enterprise medical groups, hospitals, and health systems throughout the United States. Healthcare organizations today operate in highly complex and regulated environments. Our suite of technology-enabled solutions helps our clients increase financial and operational performance, streamline clinical workflows, and improve the patient experience. Â Our portfolio of proprietary software and business services includes: technology-enabled business solutions that maximize revenue cycle management and create efficiencies through platform agnostic AI-driven applications; cloud-based software that helps providers manage their practice and patient engagement while leveraging analytics to improve provider performance; digital health services to address value-based care and enable the delivery of remote patient care; healthcare IT professional services & staffing to address physician burnout, staffing shortages and leverage consulting expertise to transition into the next generation of healthcare; and, medical practice management services to assist medical providers with operating models and the tools needed to run their practice. Our high-value business services, such as revenue cycle management, are often paired with our cloud-based software, premiere healthcare consulting and implementation services, and on-demand workforce staffing capabilities for high-performance medical groups and health systems nationwide. Â CareCloud has its corporate office in Somerset, New Jersey and maintains client support teams throughout the U.S., and offshore offices in Pakistan and Azad Jammu and Kashmir, a region administered by Pakistan (the â€œPakistan Officesâ€), and in Sri Lanka. Effective February 1, 2024, MTBC Acquisition Corp. (â€œMACâ€) and its wholly owned subsidiary were merged into CareCloud, Inc. (â€œCCIâ€). There was no financial or operational impact as a result of the merger. Â 2. BASIS OF PRESENTATION AND SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES Â The accompanying unaudited condensed consolidated financial statements have been prepared in accordance with accounting principles generally accepted in the United States of America (â€œGAAPâ€) for interim financial reporting and as required by Regulation S-X, Rule 8-03. Accordingly, they do not include all of the information and notes required by GAAP for complete financial statements. In the opinion of the Companyâ€™s management, the accompanying unaudited condensed consolidated financial statements contain all adjustments (consisting of items of a normal and recurring nature) necessary to present fairly the Companyâ€™s financial position as of June 30, 2024, the results of operations for the three and six months ended June 30, 2024 and 2023 and cash flows for the six months ended June 30, 2024 and 2023. When preparing financial statements in conformity with GAAP, the Company must make estimates and assumptions that affect the reported amounts of assets and liabilities, disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results could differ significantly from those estimates. The condensed consolidated financial statements include the accounts of the Company and its wholly owned subsidiaries. All intercompany balances and transactions have been eliminated in consolidation. Â The accompanying unaudited condensed consolidated financial statements and notes thereto should be read in conjunction with the audited consolidated financial statements for the year ended December 31, 2023, which are included in the Companyâ€™s Annual Report on Form 10-K, filed with the SEC on March 21, 2024. Â 8 Â Â Liquidity and Going Concern â€” Primarily due to a decline in revenue associated with our Healthcare IT segment and a goodwill impairment of $42.0 million for the year ended December 31, 2023, the Company generated a net loss of $48.7 million and had a net decrease in cash of $9.0 million compared to December 31, 2022. For the three and six months ended June 30, 2024, the Company had net income of $1.7 million and $1.4 million, respectively. At December 31, 2023, the Company had negative working capital of $57,000 and cash of $3.3 million. At June 30, 2024, the Company had positive working capital of $674,000 and cash of $2.6 million. Absent any other action, the Company may have required additional liquidity to continue its operations over the next 12 months. Â However, management has considered its plans to continue the Company as a going concern and believes substantial doubt is alleviated by focusing on cost-control. As discussed in Note 9, the Company approved a restructuring plan to reduce headcount and operating costs and generate positive cash flow. In addition, the Company has suspended the dividend on the Companyâ€™s Preferred Stock, which saves approximately $1.3 million of cash each month. The dividend will continue to accumulate in arrears each month since it is cumulative, but would not be a legal obligation until the dividend is reinstated. The dividend will not be recorded as a liability until it is declared by the Board of Directors. The Company projects that this restructuring plan, which was implemented in 2023 and will be completed by the end of 2024, will reduce expenses, thereby reducing ongoing liquidity needs to enable continuation of operations and compliance with the debt covenants for the foreseeable future. Although there are no guarantees that the Company will be successful, it believes such initiatives will enable it to continue as a going concern through at least the next twelve months. Â Significant Accounting Policies â€” During the six months ended June 30, 2024, there were no changes to the Companyâ€™s significant accounting policies from its disclosures in the Annual Report on Form 10-K for the year ended December 31, 2023, filed with the SEC on March 21, 2024. Â Recent Accounting Pronouncements â€” From time to time, new accounting pronouncements are issued by the Financial Accounting Standards Board (â€œFASBâ€) and are adopted by us as of the specified effective date. Unless otherwise discussed, we believe that the impact of recently adopted and recently issued accounting pronouncements will not have a material impact on our condensed consolidated financial position, results of operations and cash flows. Â In June 2016, the FASB issued ASU 2016-13, Financial Instruments â€“ Credit Losses: Measurement of Credit Losses on Financial Instruments. The guidance in Accounting Standards Update (â€œASUâ€) 2016-13 replaces the incurred loss impairment methodology under current GAAP. The new impairment model requires immediate recognition of estimated credit losses expected to occur for most financial assets and certain other instruments. It will apply to all entities. For trade receivables, loans and held-to-maturity debt securities, entities will be required to estimate lifetime expected credit losses. This may result in the earlier recognition of credit losses. In November 2019, the FASB issued ASU No. 2019-10, which delayed this standardâ€™s effective date for SEC smaller reporting companies to the fiscal years beginning on or after December 15, 2022. The Company adopted this guidance on January 1, 2023 using a modified retrospective adoption methodology, whereby the cumulative impact of all prior periods is recorded in accumulated deficit or other impacted balance sheet items upon adoption. The impact to the accumulated deficit as of January 1, 2023 was a charge of approximately $186,000 and a corresponding increase to the allowance for expected credit losses. Â In March 2023, the FASB issued ASU 2023-01, Leases (Topic 842): Common Control Arrangements â€” Issue 2. The amendments in this update require that leasehold improvements associated with common control leases be: (1) amortized by the lessee over the useful life of the leasehold improvements to the common control group as long as the lessee controls the use of the underlying asset through a lease and (2) accounted for as a transfer between entities under common control through an adjustment to equity if, and when, the lessee no longer controls the use of the underlying asset. The amendments in this update are effective for fiscal years beginning after December 15, 2023. There was no impact on the condensed consolidated financial statements as a result of this standard. Â In October 2023, the FASB issued ASU 2023-06, Disclosure Improvements: Codification Amendments in Response to the SECâ€™s Disclosure Update and Simplification Initiative. This update amends the disclosure or presentation requirements related to various subtopics in the FASB Accounting Standards Codification (the â€œCodificationâ€). The new guidance is intended to align U.S. GAAP requirements with those of the SEC and to facilitate the application of U.S. GAAP for all entities. The effective date for each amendment will be the date on which the SECâ€™s removal of that related disclosure requirement from Regulation S-X or Regulation S-K becomes effective, with early adoption prohibited. If by June 30, 2027 the SEC has not removed the applicable requirement from Regulation S-X or Regulation S-K, the pending content of the associated amendment will be removed from the Codification and will not become effective. Â 9 Â Â In November 2023, the FASB issued ASU 2023-07, Segment Reporting (Topic 280), Improvements to Reportable Disclosures. The amendments in this update improve segment disclosure requirements, primarily through enhanced disclosures about significant segment expenses. The amendments are effective for fiscal years beginning after December 15, 2023, and interim periods within fiscal years beginning after December 15, 2024. Early adoption is permitted. The expected impact would only be to the financial statement disclosures. Â In December 2023, the FASB issued ASU 2023-09, Income Taxes (Topic 740), Improvements to Income Tax Disclosures. The amendments in this update enhance the transparency and decision usefulness of income tax disclosures primarily related to rate reconciliation and income taxes paid information. The update also includes certain other amendments to improve the effectiveness of income tax disclosures. The amendments are effective for annual periods beginning after December 15, 2024. Early adoption is permitted. The Company does not expect this update to have a material impact on the condensed consolidated financial statements. Â In March 2024, the FASB issued ASU 2024-02, Codification Improvements â€” Amendments to Remove References to the Concepts Statements. This update contains amendments to the Codification that remove references to various FASB Concepts Statements. This Codification updates are for technical corrections such as conforming amendments, clarifications to guidance, simplifications to wording or the structure of guidance and other minor improvements. The resulting amendments are referred to as Codification improvements. The amendments in this update are effective for public business entities for fiscal years beginning after December 15, 2024. Early adoption is permitted. The Company does not expect this update to have a material impact on the condensed consolidated financial statements. Â 3. GOODWILL AND INTANGIBLE ASSETS-NET Â Goodwill consists of the excess of the purchase price over the fair value of identifiable net assets of businesses acquired. At June 30, 2024 and December 31, 2023, approximately $90,000 of goodwill was allocated to the Medical Practice Management segment and the balance was allocated to the Healthcare IT segment. Â The Company tests goodwill for impairment at the reporting unit level annually or more frequently if a change in circumstances or the occurrence of events indicates that potential impairment exists. As a result of a triggering event in December 2023 resulting from the decreased equity market value following the suspension of the Preferred Stock dividend, the Company updated its annual goodwill impairment test that was performed as of October 31, 2023 for the Healthcare IT segment. It was determined that the fair value of the Healthcare IT reporting unit was less than the carrying value at both October 31 and as of the date of the triggering event. Accordingly, impairment charges of approximately $42.0 million were recorded during the fourth quarter of 2023. The conclusion was based upon the value determined using the discounted cash flow method as supported by the guideline company transaction method and the guideline public company method. During the six months ended June 30, 2024, the Company determined that there was no further impact on the valuation of goodwill. Â The following is the summary of the carrying amount of goodwill for the six months ended June 30, 2024 and the year ended December 31, 2023: Â SCHEDULE OF CHANGES TO THE CARRYING AMOUNT OF GOODWILL Â Â Six Months EndedÂ Â Year EndedÂ Â Â June 30, 2024Â Â December 31, 2023Â Â Â ($ in thousands)Â Beginning gross balanceÂ $19,186Â Â $61,186Â Impairment chargesÂ Â -Â Â Â (42,000) Ending gross balanceÂ $19,186Â Â $19,186Â Â 10 Â Â Intangible assets â€” net as of June 30, 2024 and December 31, 2023 consist of the following: Â SCHEDULE OF INTANGIBLE ASSETS Â Â June 30, 2024Â Â December 31, 2023Â Â Â ($ in thousands)Â Contracts and relationships acquiredÂ $47,597Â Â $47,597Â Capitalized softwareÂ Â 32,449Â Â Â 29,379Â Non-compete agreementsÂ Â 1,236Â Â Â 1,236Â Other intangible assetsÂ Â 8,417Â Â Â 8,417Â Total intangible assetsÂ Â 89,699Â Â Â 86,629Â Less: Accumulated amortizationÂ Â 68,202Â Â Â 61,555Â Intangible assets - netÂ $21,497Â Â $25,074Â Â Capitalized software represents payroll and development costs incurred for internally developed software. Other intangible assets primarily represent purchased intangibles. Amortization expense was approximately $6.6 million and $5.4 million for the six months ended June 30, 2024 and 2023, respectively. The weighted-average amortization period is three years. Â As of June 30, 2024, future amortization is scheduled to be expensed as follows: Â SCHEDULE OF FINITE-LIVED INTANGIBLE ASSETS, FUTURE AMORTIZATION EXPENSE Years ending December 31,Â ($ in thousands)Â 2024 (six months)Â $5,517Â 2025Â Â 9,405Â 2026Â Â 5,024Â 2027Â Â 801Â 2028Â Â 300Â ThereafterÂ Â 450Â TotalÂ $21,497Â Â 4. NET LOSS PER COMMON SHARE Â The following table reconciles the weighted-average shares outstanding for basic and diluted net loss per share for the three and six months ended June 30, 2024 and 2023: Â SCHEDULE OF RECONCILIATION OF WEIGHTED-AVERAGE SHARES OUTSTANDING FOR BASIC AND DILUTED NET LOSS PER COMMON SHARE Â Â 2024Â Â 2023Â Â 2024Â Â 2023Â Â Â Three Months Ended June 30,Â Â Â Six Months Ended June 30,Â Â Â 2024Â Â 2023Â Â 2024Â Â 2023Â Â Â ($ in thousands, except share and per share amounts)Â Basic and Diluted:Â Â Â Â Â Â Â Â Â Â Â Â Â Â Net loss attributable to common shareholdersÂ $(2,249)Â $(5,742)Â $(3,802)Â $(10,074) Weighted-average common shares used to compute basic and diluted loss per shareÂ Â 16,132,420Â Â Â 15,615,760Â Â Â 16,073,364Â Â Â 15,518,965Â Net loss attributable to common shareholders per share - basic and dilutedÂ $(0.14)Â $(0.37)Â $(0.24)Â $(0.65) Â The net loss attributable to common shareholders includes the preferred stock dividend amount earned, but not declared, for the three and six months ended June 30, 2024 of approximately $3.9 million and $5.2 million, respectively. The earned preferred stock dividend for March 2024 was not reflected in the first quarter, but is included in the amount for the six months ended June 30, 2024. (See Note 15). The dividend payable at June 30, 2024 in the condensed consolidated balance sheets represents dividends declared, but not paid, through February 29, 2024. Â At June 30, 2024, the 198,212 unvested equity restricted stock units (â€œRSUsâ€) as discussed in Note 12 have been excluded from the above calculations as they were anti-dilutive. All of the warrants previously outstanding expired unexercised in 2023 and are excluded from the above calculations. At June 30, 2023, the 605,689 unvested equity RSUs have been excluded from the above calculations as they were anti-dilutive. Vested RSUs, vested restricted shares and exercised warrants have been included in the above calculations. Â 11 Â Â 5. ACCRUED EXPENSES AND DEBT Â Accrued expenses as of June 30, 2024 and December 31, 2023 consist of the following: Â SCHEDULE OF ACCRUED EXPENSES Â Â June 30, 2024Â Â December 31, 2023Â Â Â ($ in thousands)Â Accrued expensesÂ $4,027Â Â $4,030Â Payable to managed practicesÂ Â 2,295Â Â Â 593Â Taxes and otherÂ Â 297Â Â Â 442Â TotalÂ $6,619Â Â $5,065Â Â Bank Debt â€”The Company has a revolving line of credit with Silicon Valley Bank (â€œSVBâ€). The Companyâ€™s credit facility is a secured revolving line of credit where borrowings are based on a formula of 200% of repeatable revenue adjusted by an annualized attrition rate as defined in the credit agreement. During February 2023, the line of credit was increased to $25 million and the term was extended for two additional years maturing on October 31, 2025. The financial covenants were also slightly modified for 2023 and subsequent years. Effective August 31, 2023, the credit facility agreement was amended whereby the interest rate was temporarily increased from the prime rate plus 1.5% to the prime rate plus 2.0% and the requirement for the minimum liquidity ratio was slightly reduced. The amendments expired March 31, 2024 and the credit facility reverted to its previous terms. Â As of June 30, 2024 and December 31, 2023, there were $5.0 million and $10 million of borrowings, respectively, under the credit facility. Interest on

the revolving line of credit was charged at the prime rate plus 2.0% for the first quarter of 2024, but decreased to the prime rate plus 1.5% on April 1, 2024. There is also a fee of one-half of 1% annually for the unused portion of the credit line. The debt is secured by all of the Companyâ€™s domestic assets and 65% of the shares in its offshore subsidiaries. Future acquisitions are subject to approval by SVB. At June 30, 2024, the unused borrowing base was approximately $10.7 million. Interest expense on the line of credit was approximately $616,000 and $906,000 for the three and six months ended June 30, 2024, respectively. Interest expense on the line of credit was approximately $266,000 and $338,000 for the three and six months ended June 30, 2023, respectively. Â In connection with the original SVB debt agreement, the Company paid SVB approximately $50,000 of fees upfront and issued warrants for SVB to purchase 125,000 shares of its common stock, and committed to pay an annual anniversary fee of $50,000 a year. Based on the terms in the original SVB credit agreement, these warrants had a strike price equal to $3.92. They had a five-year exercise window and net exercise rights, and were valued at $3.12 per warrant. These warrants were exercised during 2022. As a result of the revision in the credit line in the third quarter of 2018, the Company paid approximately $50,000 of fees upfront and issued an additional 28,489 warrants, with a strike price equal to $5.26, a five-year exercise window and net exercise rights. The additional warrants were valued at $3.58 per warrant and expired in September 2023. The credit agreement contains various covenants and conditions governing the revolving line of credit including a current annual fee of $110,000. These covenants include a minimum level of adjusted EBITDA and a minimum liquidity ratio. At June 30, 2024 and December 31, 2023, the Company was in compliance with all covenants. Â During March 2023, SVB became a division of First Citizens Bank & Trust Company. The agreements that governed the former SVB relationship remain in place. As a result, there was no change to the terms of the credit agreement. Â The Company maintains cash balances at SVB in excess of the FDIC insurance coverage limits. The Company performs periodic evaluations of the relative credit standing of this financial institution to ensure its credit worthiness. As of June 30, 2024 and December 31, 2023, the Company held cash of approximately $105,000 and $255,000, respectively, in the name of its subsidiaries at banks in Pakistan and Sri Lanka. The banking systems in these countries do not provide deposit insurance coverage. The Company has not experienced any losses on its cash accounts. Â 12 Â Â 6. LEASES Â We determine if an arrangement is a lease at inception. We have operating leases for office and temporary living space as well as for some office equipment. Operating leases are included in operating lease right-of-use (â€œROUâ€) assets, current operating lease liability and non-current operating lease liability in our condensed consolidated balance sheets as of June 30, 2024 and December 31, 2023. The Company does not have any finance leases. Â As most of our leases do not provide an implicit rate, we use our estimated incremental borrowing rates, which are derived from information available at the lease commencement date, in determining the present value of lease payments. We give consideration to our bank financing arrangements, geographical location and collateralization of assets when calculating our incremental borrowing rates. We review our incremental borrowing rate on a quarterly basis. Â Our lease terms include options to extend the lease when we believe that we may want the right to exercise that option. Leases with a term of less than 12 months are not recorded in the condensed consolidated balance sheets. Our lease agreements do not contain any residual value guarantees. For real estate leases, we account for the lease and non-lease components as a single lease component. Some leases include escalation clauses and termination options that are factored in the determination of the lease payments when appropriate. Â If a lease is modified after the effective date, the operating lease ROU asset and liability are re-measured using the current incremental borrowing rate. During the three and six months ended June 30, 2023, there were approximately $11,000 and $163,000, respectively, of unoccupied lease charges for two of the Companyâ€™s facilities. There were no unoccupied lease charges for the six months ended June 30, 2024. Â During the six months ended June 30, 2023, the Miami office lease that we assumed in connection with an acquisition ended, and we entered into a new lease arrangement with the landlord for significantly less office space. Charges of approximately $71,000 were incurred during the six months ended June 30, 2023 as a result of vacating the former premises. During the year ended December 31, 2022, a facility lease was terminated in conjunction with the Company ceasing its document storage services. This termination resulted in additional costs for the three and six months ended June 30, 2023 of approximately $115,000 and $161,000, respectively. In addition, during the three months ended June 30, 2023, the Company paid approximately $27,000 to settle a claim regarding a lease termination in India. These amounts are included in net loss on lease terminations, unoccupied lease charges and restructuring costs in the condensed consolidated statements of operations. Â Lease expense is included in direct operating costs, general and administrative expense, selling and marketing expense and research and development expense in the condensed consolidated statements of operations based on the nature of the expense. Our lease terms are determined taking into account lease renewal options, the Companyâ€™s anticipated operating plans and leases that are on a month-to-month basis. The Company also has some related party leases â€“ see Note 8. Â The components of lease expense were as follows: Â SCHEDULE OF LEASE EXPENSE Â Â 2024Â Â 2023Â Â 2024Â Â 2023Â Â Â Three Months Ended June 30,Â Â Six Months Ended June 30,Â Â Â 2024Â Â 2023Â Â 2024Â Â 2023Â Â Â ($ in thousands)Â Operating lease costÂ $620Â Â $598Â Â $1,257Â Â $1,399Â Short-term lease costÂ Â -Â Â Â -Â Â Â 4Â Â Â -Â Variable lease costÂ Â 7Â Â Â 14Â Â Â 12Â Â Â 19Â Total - net lease costÂ $627Â Â $612Â Â $1,273Â Â $1,418Â Â Short-term lease cost represents leases that were not capitalized as the lease term as of the later of January 1, 2024 or the beginning of the lease was less than 12 months. Variable lease costs include utilities, real estate taxes and common area maintenance costs. Â 13 Â Â Supplemental balance sheet information related to leases is as follows: Â SCHEDULE OF SUPPLEMENTAL BALANCE SHEET INFORMATION RELATED TO LEASES Â Â June 30, 2024Â Â December 31, 2023Â Â Â ($ in thousands)Â Operating leases:Â Â Â Â Â Â Â Â Operating lease ROU assets, netÂ $3,732Â Â $4,365Â Â Â Â Â Â Â Â Â Â Current operating lease liabilitiesÂ $1,623Â Â $1,888Â Non-current operating lease liabilitiesÂ Â 2,101Â Â Â 2,516Â Total operating lease liabilitiesÂ $3,724Â Â $4,404Â Â Â Â Â Â Â Â Â Â Operating leases:Â Â Â Â Â Â Â Â ROU assetsÂ $4,739Â Â $6,571Â Asset lease expenseÂ Â (1,008)Â Â (2,152) Foreign exchange gain/(loss)Â Â 1Â Â Â (54) ROU assets, netÂ $3,732Â Â $4,365Â Operating lease right-of-use assetsÂ $3,732Â Â $4,365Â Â Â Â Â Â Â Â Â Â Weighted average remaining lease term (in years):Â Â Â Â Â Â Â Â Operating leasesÂ Â 4.6Â Â Â 4.5Â Weighted average discount rate:Â Â Â Â Â Â Â Â Operating leasesÂ Â 14.0%Â Â 13.3% Operating leases, Weighted average discount rateÂ Â 14.0%Â Â 13.3% Â Supplemental cash flow and other information related to leases is as follows: Â SCHEDULE OF SUPPLEMENTAL CASH FLOW AND OTHER INFORMATION RELATED TO LEASES Â Â 2024Â Â 2023Â Â 2024Â Â 2023Â Â Â Three Months Ended June 30,Â Â Â Six Months Ended June 30,Â Â Â 2024Â Â 2023Â Â 2024Â Â 2023Â Â Â ($ in thousands)Â Cash paid for amounts included in the measurement of lease liabilities:Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Operating cash flows from operating leasesÂ $609Â Â $754Â Â $1,277Â Â $1,661Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â ROU assets obtained in exchange for lease liabilities:Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Operating leases, excluding impairments and terminationsÂ $125Â Â $433Â Â $374Â Â $720Â Â Maturities of lease liabilities are as follows: Â SCHEDULE OF MATURITIES OF LEASE LIABILITIES Operating leases - Years ending December 31,Â ($ in thousands)Â 2024 (six months)Â $1,189Â 2025Â Â 1,413Â 2026Â Â 586Â 2027Â Â 463Â 2028Â Â 396Â ThereafterÂ Â 1,433Â Total lease paymentsÂ Â 5,480Â Less: imputed interestÂ Â (1,756) Total lease obligationsÂ Â 3,724Â Less: current obligationsÂ Â 1,623Â Long-term lease obligationsÂ $2,101Â Â Â 14 Â Â Â The Company leases certain apartments which are subleased to others. The sublease agreements are currently on a month-to-month basis and are considered operating leases. For the three and six months ended June 30, 2024, the Company received sublease income of approximately $28,000 and $56,000, respectively. There was no sublease income for the three and six months ended June 30, 2023. Â 7. COMMITMENTS AND CONTINGENCIES Â Legal Proceedings â€“ On December 22, 2023, an arbitrator rendered a decision in favor of Ramapo Anesthesiologists, PC (â€œRamapoâ€) and granted in part and denied in part certain claims brought against Origin Healthcare Solutions, LLC; Meridian Medical Management, Inc.; and the Company for alleged breach of contract and other allegations. Ramapo was awarded mitigation related costs of $117,000. The payment for this award was made during the first quarter of 2024. The Companyâ€™s portion of the settlement was approximately $32,000 and the insurance company paid the balance. The Companyâ€™s portion was recorded in accrued expenses at December 31, 2023 in the condensed consolidated balance sheet. Â A former customer filed a complaint against the Company in New Jersey State Court to recover damages claimed to have been caused by the mishandling of their account. In March 2021, the parties engaged in mediation, which did not result in a resolution of the matter. Plaintiff alleged at least approximately $750,000 in damages which was disputed by the Company. The parties participated in a one-day court-ordered, non-binding arbitration. At that time, the arbitrator awarded Plaintiff $288,750 on its contract claims, and awarded the Company $21,698 on its cross-claim for unpaid fees. Plaintiff filed to reject this award. The Company previously filed a partial motion for summary judgment on the alleged punitive damages, but the court denied that motion finding there is an issue of fact as to whether those can be awarded at trial. The Company filed an offer of judgment for $200,000 during April 2024 which was accepted and paid in July. Â In connection with a prior acquisition, the seller has alleged that the Company owed approximately $800,000 in transition related costs to them. The parties agreed to settle the claim for approximately $316,000 which has been accrued in the condensed consolidated balance sheet at June 30, 2024. This is expected to be paid prior to September 30, 2024. Â From time to time, we may become involved in other legal proceedings arising in the ordinary course of our business. We are not presently a party to any legal proceedings that, in the opinion of our management, would individually or taken together have a material adverse effect on our business, consolidated results of operations, financial position or cash flows of the Company. Â 8. RELATED PARTIES Â The Company had sales to a related party, a physician who is the wife of the Executive Chairman. Revenues from this customer were approximately $34,000 and $31,000 for the three months ended June 30, 2024 and 2023, respectively, and approximately $59,000 and $50,000 for the six months ended June 30, 2024 and 2023. As of both June 30, 2024 and December 31, 2023, the accounts receivable balance due from this customer was approximately $11,000 and $18,000, respectively, and is included in accounts receivable - net in the condensed consolidated balance sheets. Â The Company leases its corporate office in New Jersey, temporary housing for its foreign visitors, a storage facility, its backup operations center in Bagh, Pakistan and an apartment for temporary housing in Dubai, the UAE, from the Executive Chairman. The related party rent expense for the three months ended June 30, 2024 and 2023 was approximately $70,000 and $50,000, respectively, and was approximately $140,000 and $102,000 for the six months ended June 30, 2024 and 2023, respectively, and is included in direct operating costs, general and administrative expense, selling and marketing expense and research and development expense in the condensed consolidated statements of operations. During the six months ended June 30, 2024 and 2023, the Company spent approximately $250,000 and $1.1 million, respectively, to upgrade the related party leased facilities. During the year ended December 31, 2023, the Company temporarily advanced the Executive Chairman approximately $330,000 to purchase vacant land surrounding the Bagh facility for the sole use and benefit of the Company in order to expedite the purchase on the Companyâ€™s behalf as only individuals with citizenship in Kashmir are allowed to purchase land in this region. All advanced amounts were repaid shortly after the advance was made. Current assets-related party in the condensed consolidated balance sheets includes security deposits related to the leases of the Companyâ€™s corporate offices in the amount of approximately $16,000 as of both June 30, 2024 and December 31, 2023. The Company also leases two facilities used for temporary housing from a management employee for approximately $6,500 per month. Â 15 Â Â Included in the ROU asset at June 30, 2024 is approximately $282,000 applicable to the related party leases. Included in the current and non-current operating lease liability at June 30, 2024 is approximately $155,000 and $122,000, respectively, applicable to the related party leases. Â Included in the ROU asset at December 31, 2023 is approximately $331,000 applicable to the related party leases. Included in the current and non-current operating lease liability at December 31, 2023 is approximately $182,000 and $142,000, respectively, applicable to the related party leases. Â During June 2022, the Company entered into a one-year consulting agreement with an entity owned and controlled by one of its former non-independent directors whereby that director received 10,000 shares of the Companyâ€™s 8.75% Series B Cumulative Redeemable Perpetual Preferred Stock (â€œSeries B Preferred Stockâ€) in exchange for assisting the Company to identify and acquire additional companies, including performing due diligence. In addition, the Company may make additional payments under the agreement for any successful acquisitions by the Company based on the purchase price of the transaction. No such additional payments were made in 2022. During February 2023, the agreement was amended and extended through December 2024 whereby the former director received 14,000 shares of Series B Preferred Stock in February 2023 and received an additional 14,000 shares in January 2024. All of the payments made were capitalized and are being amortized over the service period. The amortization is recorded as stock compensation in general and administrative expense in the condensed consolidated statement of operations. All such shares of the Series B Preferred Stock are issued in accordance with the Companyâ€™s Amended and Restated 2014 Equity Incentive Plan. In addition to the extension of the consulting agreement, the amendment provides that any transaction fees due will be offset against the last two above payments before any amounts are due to that former director. Effective February 1, 2024, the Company added an additional Statement of Work (â€œSOWâ€) to the consulting agreement with the same entity. As compensation for the SOW, the entity will receive $25,000 per month. The SOW was cancellable with ten daysâ€™ notice. The Consulting agreement and SOW, through mutual consent, were terminated as of April 30, 2024. There were no transaction fees paid through that date. Effective May 1, 2024, the former non-independent director became President of the Company. Â Effective January 9, 2024, and as amended February 12, 2024, the Company entered into a consulting agreement with an entity owned and controlled by a member of its Board of Directors to provide investor relations services for $8,000 per month and other services as requested by the Company to be paid on an hourly basis. The consulting agreement is cancelable with ten daysâ€™ notice. For the three and six months ended June 30, 2024, the expense recorded under this agreement was approximately $32,000 and $55,000, respectively. Â During 2020, a New Jersey corporation, talkMD Clinicians, PA (â€œtalkMDâ€), was formed by the wife of the Executive Chairman, who is a licensed physician, to provide telehealth services. talkMD was determined to be a variable interest entity (â€œVIEâ€) for financial reporting purposes because the entity will be controlled by the Company. As of June 30, 2024, talkMD had not yet commenced operations. Cumulatively, the Company has paid approximately $6,000 on behalf of talkMD for income taxes. Â 9. RESTRUCTURING COSTS Â On October 2, 2023, the Company committed to effectively align resources with business priorities and improve profitability through a reduction in the workforce for the Healthcare IT segment. The Company identified opportunities for improvements in its workforce realignment, strategy and staffing, and increased its focus on performance management, to ensure it has the right skillsets and number of employees to execute its long-term vision. In addition, the Company instituted certain other expense reductions. Â A majority of the impacted employees exited in the fourth quarter of 2023. The Company estimates that it will incur expenses of approximately $1.3 million related to the reduction in workforce of which approximately $645,000 was incurred in 2023, $116,000 and $438,000 was incurred during the three and six months ended June 30, 2024 with the remaining expenses to be incurred during the remainder of 2024. These restructuring expenses consisted of one-time termination benefits, including, but not limited to, severance payments and healthcare benefits. Also as previously noted, the dividends on the Preferred Stock have been suspended in order to increase cash flow. Â 16 Â Â The expense associated with the restructuring is included in net loss on lease terminations, unoccupied lease charges and restructuring cost in the condensed consolidated statement of operations for the three and six months ended June 30, 2024. This line also includes net loss on lease terminations and unoccupied lease charges. The liabilities associated with restructuring costs are included in accrued expenses in the June 30, 2024 and December 31, 2023 condensed consolidated balance sheets. The following table summarizes activity related to liabilities associated with restructuring costs: Â SCHEDULE OF LIABILITIES ASSOCIATED WITH RESTRUCTURING COSTS Â Â Severance and separation costsÂ Â Equity awards acceleration costsÂ Â Other exit related costsÂ Â Total restructuring and other costsÂ Â Â ($ in thousands)Â Balance as of January 1, 2024Â $145Â Â $-Â Â $26Â Â $171Â AdditionsÂ Â 438Â Â Â -Â Â Â -Â Â Â 438Â Payments and other adjustmentsÂ Â (490)Â Â Â -Â Â Â (26)Â Â Â (516) Balance as of June 30, 2024Â $93Â Â $-Â Â $-Â Â $93Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Balance as of January 1, 2023Â $-Â Â $-Â Â $-Â Â $-Â Beginning balanceÂ $-Â Â $-Â Â $-Â Â $-Â AdditionsÂ Â 439Â Â Â 170Â Â Â 36Â Â Â 645Â Payments and other adjustmentsÂ Â (294)Â Â Â (170)Â Â Â (10)Â Â Â (474) Balance as of December 31, 2023Â $145Â Â $-Â Â $26Â Â $171Â Ending balanceÂ $145Â Â $-Â Â $26Â Â $171Â Â 10. SHAREHOLDERSâ€™ EQUITY Â The Company had the right to sell up to $35 million of its Series B Preferred Stock using its preferred stock at-the-market facility (â€œATMâ€). This right terminated when the Company suspended the Preferred Stock dividends in December 2023. The Company also had the right to sell up to $50 million of its common stock using a common stock ATM facility. This right also terminated when the Company suspended the Preferred Stock dividends. The underwriters of the ATMs receive 3% of the gross proceeds actually received. Â On December 11, 2023, the Board of Directors suspended the monthly cash dividends for Series A Preferred Stock and Series B Preferred Stock beginning with the payment scheduled for December 15, 2023 together with the remaining dividends that were declared. The suspension of these dividends will defer approximately $1.3 million in cash dividend payments each month. During this suspension, dividends will continue to accumulate in arrears on the Series A and Series B Preferred Stock. The Board of Directors will regularly review and consider when the suspension should be lifted. Â During the six months ended June 30, 2024, no dividends were declared by the Board of Directors. At June 30, 2024, the Company owed approximately $5.4 million for dividends that had previously been declared through February 2024 (but whose payment has been suspended), and also had total undeclared dividends of approximately $5.2 million, which represents the accumulated (but undeclared) dividends due to preferred shareholders of record on June 30, 2024. Dividends in arrears that have not been declared by the Board of Directors are not recorded in the condensed consolidated balance sheets but are reflected in the net loss attributable to common shareholders. Â 11.

REVENUE Â Introduction The Company accounts for revenue in accordance with ASC 606, Revenue from Contracts with Customers. All revenue is recognized as our performance obligations are satisfied. A performance obligation is a promise in a contract to transfer a distinct good or service to a customer, and is the unit of account under ASC 606. The Company recognizes revenue when the revenue cycle management services begin on the medical billing claims, which is generally upon receipt of the claim from the provider. For many services, the Company recognizes revenue as a percentage of the amount the customer collects on the medical billing claims. The Companyâ€™s software is utilized at the time the provider sees the patient, and the Company estimates the value of the consideration it will earn over the remaining contractual period as our services are provided and recognizes the fees over the term; this estimation involves predicting the amounts our clients will ultimately collect associated with the services they provided. Certain significant estimates, such as payment-to-charge ratios, effective billing rates and the estimated contractual payment periods are required to measure revenue cycle management revenue under the standard. Â 17 Â Â Most of our current contracts with customers contain a single performance obligation. For contracts where we provide multiple services, such as where we perform multiple ancillary services, each service represents its own performance obligation. The standalone selling prices are based on the contractual price for the service. Â We apply the portfolio approach as permitted by ASC 606 as a practical expedient to contracts with similar characteristics and we use estimates and assumptions when accounting for those portfolios. Our contracts generally include standard commercial payment terms. We have no significant obligations for refunds, warranties or similar obligations and our revenue does not include taxes collected from our customers. Â Disaggregation of Revenue from Contracts with Customers We derive revenue from five primary sources: (1) technology-enabled business solutions, (2) professional services, (3) printing and mailing services, (4) group purchasing services and (5) medical practice management services. Â The following table represents a disaggregation of revenue for the three and six months ended June 30, 2024 and 2023: Â SCHEDULE OF DISAGGREGATION OF REVENUE Â Â 2024Â Â 2023Â Â 2024Â Â 2023Â Â Â Three Months Ended June 30,Â Â Â Six Months Ended June 30,Â Â Â Â 2024Â Â 2023Â Â 2024Â Â 2023Â Â Â ($ in thousands)Â Healthcare IT:Â Â Â Â

awarded, net of current year bonuses that have been accrued. Stock compensation expense recorded is based on the value of the shares at the grant date and recognized over the service period. The portion of the stock compensation expense to be used for the payment of withholding and payroll taxes is included in accrued compensation in the condensed consolidated balance sheets. The balance of the stock compensation expense has been recorded as additional paid-in capital. Â The following table summarizes the RSU transactions related to the common and preferred stock under the Companyâ€™s equity incentive plan for the six months ended June 30, 2024 and 2023: Â Â DISCLOSURE OF SHARE-BASED COMPENSATION ARRANGEMENTS BY SHARE-BASED PAYMENT AWARD Â Â Common StockÂ Â Series A Preferred StockÂ Â Series B Preferred StockÂ Outstanding and unvested shares at January 1, 2024Â Â 753,495Â Â Â -Â Â Â 57,199Â GrantedÂ Â 50,000Â Â Â -Â Â Â 46,000Â VestedÂ Â (366,214)Â Â -Â Â Â (14,000) ForfeitedÂ Â (224,032)Â Â -Â Â Â (24,000) Outstanding and unvested shares at June 30, 2024Â Â 213,249Â Â Â -Â Â Â 65,199Â Â Â Â Â Â Â Â Â Â Â Â Outstanding and unvested shares at January 1, 2023Â Â 645,475Â Â Â -Â Â Â 80,462Â GrantedÂ Â 553,191Â Â Â -Â Â Â 62,000Â VestedÂ Â (520,770)Â Â -Â Â Â (66,263) ForfeitedÂ Â (29,744)Â Â -Â Â Â -Â Outstanding and unvested shares at June 30, 2023Â Â 648,152Â Â Â -Â Â Â 76,199Â Â 22 Â Â The liability for the 15,037 cash-settled awards outstanding and the liability for withheld taxes in connection with the equity awards was approximately $69,000 and $767,000 at June 30, 2024 and December 31, 2023, respectively, and is included in accrued compensation in the condensed consolidated balance sheets. No amounts were paid in connection with cash-settled awards during both the six months ended June 30, 2024 and 2023. Â Stock-based compensation expense Â The following table summarizes the components of share-based compensation expense (benefit) for the three and six months ended June 30, 2024 and 2023: Â SCHEDULE OF EMPLOYEE SERVICE SHARE-BASED COMPENSATION, ALLOCATION OF RECOGNIZED PERIOD COSTS Â Â 2024Â Â 2023Â Â 2024Â Â 2023Â Â Â Three Months Ended June 30,Â Â Six Months Ended June 30,Â Â Â 2024Â Â 2023Â Â 2024Â Â 2023Â Â Â ($ in thousands)Â Direct operating costsÂ $2Â Â $300Â Â $(43)Â $388Â General and administrativeÂ Â 268Â Â Â 848Â Â Â (428)Â Â 1,453Â Research and developmentÂ Â (68)Â Â 42Â Â Â (14)Â Â 79Â Selling and marketingÂ Â 63Â Â Â 312Â Â Â 42Â Â Â 654Â Total stock-based compensation expense (benefit) Â $265Â Â $1,502Â Â $(443)Â $2,574Â Stock-based compensation (benefit) expenseÂ $265Â Â $1,502Â Â $(443)Â $2,574Â Â 13. INCOME TAXES Â The income tax expense for the three months ended June 30, 2024 was approximately $39,000 comprised of current state tax expense of $30,000 and foreign tax expense of $9,000. The income tax expense for the six months ended June 30, 2024 was approximately $78,000 comprised of current state tax expense of $60,000 and foreign tax expense of $18,000. There was no deferred income tax for the three and six months ended June 30, 2024. Â The income tax expense for the three months ended June 30, 2023 was approximately $82,000 comprised of a current tax expense of $44,000 and a deferred tax expense of $38,000. The income tax expense for the six months ended June 30, 2023 was approximately $147,000 comprised of a current tax expense of $83,000 and a deferred tax expense of $64,000. Â The current income tax provision for the three and six months ended June 30, 2024 and 2023 primarily relates to state minimum taxes and foreign income taxes. The deferred tax provision for the three and six months ended June 30, 2023 relates to the book and tax difference of amortization on indefinite-lived intangibles, primarily goodwill. To the extent allowable, prior to January 1, 2024, the federal and state deferred tax provision had been offset by the indefinite life net operating loss. As a result of the goodwill impairment charge recorded for the year ended December 31, 2023, no deferred tax liability is currently required. Â The Company has incurred cumulative losses, which make realization of a deferred tax asset difficult to support in accordance with ASC 740. Accordingly, a valuation allowance has been recorded against the federal and state deferred tax assets as of June 30, 2024 and December 31, 2023. Â 14. SEGMENT REPORTING Â The Companyâ€™s Chief Executive Officer and Executive Chairman jointly serve as the Chief Operating Decision Maker (â€œCODMâ€), organize the Company, manage resource allocations and measure performance among two operating and reportable segments: (i) Healthcare IT and (ii) Medical Practice Management. Â The Healthcare IT segment includes revenue cycle management, SaaS solutions and other services. The Medical Practice Management segment includes the management of three medical practices. Each segment is considered a reporting unit. The CODM evaluates the financial performance of the business units on the basis of revenue and direct operating costs excluding unallocated amounts that are mainly corporate overhead costs. Our CODM does not evaluate operating segments using asset or liability information. The accounting policies of the segments are the same as those disclosed in the Companyâ€™s Annual Report on Form 10-K for the year ended December 31, 2023 filed with the SEC on March 21, 2024. The following table presents revenues, operating expenses and operating income (loss) by reportable segment: Â SCHEDULE OF REVENUES, OPERATING EXPENSES AND OPERATING INCOME (LOSS) BY REPORTABLE SEGMENT Â Â Healthcare ITÂ Â Medical Practice ManagementÂ Â Unallocated Corporate ExpensesÂ Â TotalÂ Â Â Six Months Ended June 30, 2024Â Â Â ($ in thousands)Â Â Â Healthcare ITÂ Â Medical Practice ManagementÂ Â Unallocated Corporate ExpensesÂ Â TotalÂ Net revenueÂ $47,301Â Â $6,751Â Â $-Â Â $54,052Â Operating expenses:Â Â Â Â Â Â Â Â Â Â Â Â Â Â Direct operating costsÂ Â 25,254Â Â Â 5,165Â Â Â -Â Â Â 30,419Â Selling and marketingÂ Â 3,417Â Â Â 17Â Â Â -Â Â Â 3,434Â General and administrativeÂ Â 4,602Â Â Â 911Â Â Â 2,236Â Â Â 7,749Â Research and developmentÂ Â 1,968Â Â Â -Â Â Â -Â Â Â 1,968Â Depreciation and amortizationÂ Â 7,478Â Â Â 166Â Â Â -Â Â Â 7,644Â Loss on lease terminations, unoccupied lease charges and restructuring costsÂ Â 438Â Â Â -Â Â Â -Â Â Â 438Â Loss on lease terminations, unoccupied lease charges and restructuring costsÂ Â 438Â Â Â -Â Â Â -Â Â Â 438Â Total operating expensesÂ Â 43,157Â Â Â 6,259Â Â Â 2,236Â Â Â 51,652Â Operating income (loss)Â $4,144Â Â $492Â Â $(2,236)Â $2,400Â Â 23 Â Â Â Â Healthcare ITÂ Â Medical Practice ManagementÂ Â Unallocated Corporate ExpensesÂ Â TotalÂ Â Â Three Months Ended June 30, 2024Â Â Â ($ in thousands)Â Â Â Healthcare ITÂ Â Medical Practice ManagementÂ Â Unallocated Corporate ExpensesÂ Â TotalÂ Net revenueÂ $24,580Â Â $3,510Â Â $-Â Â $28,090Â Operating expenses:Â Â Â Â Â Â Â Â Â Â Â Â Â Â Direct operating costsÂ Â 12,710Â Â Â 2,532Â Â Â -Â Â Â 15,242Â Selling and marketingÂ Â 1,657Â Â Â 7Â Â Â -Â Â Â 1,664Â General and administrativeÂ Â 2,021Â Â Â 477Â Â Â 1,530Â Â Â 4,028Â Research and developmentÂ Â 1,055Â Â Â -Â Â Â -Â Â Â 1,055Â Depreciation and amortizationÂ Â 3,633Â Â Â 81Â Â Â -Â Â Â 3,714Â Loss on lease terminations, unoccupied lease charges and restructuring costsÂ Â 116Â Â Â -Â Â Â -Â Â Â 116Â Loss on lease terminations, unoccupied lease charges and restructuring costsÂ Â 116Â Â Â -Â Â Â -Â Â Â 116Â Total operating expensesÂ Â 21,192Â Â Â 3,097Â Â Â 1,530Â Â Â 25,819Â Operating income (loss)Â $3,388Â Â $413Â Â $(1,530)Â $2,271Â Â Â Â Healthcare ITÂ Â Medical Practice ManagementÂ Â Unallocated Corporate ExpensesÂ Â TotalÂ Â Â Six Months Ended June 30, 2023Â Â Â ($ in thousands)Â Â Â Healthcare ITÂ Â Medical Practice ManagementÂ Â Unallocated Corporate ExpensesÂ Â TotalÂ Net revenueÂ $52,939Â Â $6,424Â Â $-Â Â $59,363Â Operating expenses:Â Â Â Â Â Â Â Â Â Â Â Â Â Â Direct operating costsÂ Â 30,634Â Â Â 4,949Â Â Â -Â Â Â 35,583Â Selling and marketingÂ Â 5,174Â Â Â 18Â Â Â -Â Â Â 5,192Â General and administrativeÂ Â 5,746Â Â Â 896Â Â Â 4,394Â Â Â 11,036Â Research and developmentÂ Â 2,263Â Â Â -Â Â Â -Â Â Â 2,263Â Depreciation and amortizationÂ Â 6,200Â Â Â 179Â Â Â -Â Â Â 6,379Â Net loss on lease terminations and unoccupied lease chargesÂ Â 422Â Â Â -Â Â Â -Â Â Â 422Â Loss on lease terminations, unoccupied lease charges and restructuring costsÂ Â 422Â Â Â -Â Â Â -Â Â Â 422Â Total operating expensesÂ Â 50,439Â Â Â 6,042Â Â Â 4,394Â Â Â 60,875Â Operating income (loss)Â $2,500Â Â $382Â Â $(4,394)Â $(1,512) Â Â Â Healthcare ITÂ Â Medical Practice ManagementÂ Â Unallocated Corporate ExpensesÂ Â TotalÂ Â Â Three Months Ended June 30, 2023Â Â Â ($ in thousands)Â Â Â Healthcare ITÂ Â Medical Practice ManagementÂ Â Unallocated Corporate ExpensesÂ Â TotalÂ Net revenueÂ $25,985Â Â $3,377Â Â $-Â Â $29,362Â Operating expenses:Â Â Â Â Â Â Â Â Â Â Â Â Â Â Direct operating costsÂ Â 14,941Â Â Â 2,535Â Â Â -Â Â Â 17,476Â Selling and marketingÂ Â 2,570Â Â Â 10Â Â Â -Â Â Â 2,580Â General and administrativeÂ Â 3,250Â Â Â 448Â Â Â 2,218Â Â Â 5,916Â Research and developmentÂ Â 1,185Â Â Â -Â Â Â -Â Â Â 1,185Â Depreciation and amortizationÂ Â 3,251Â Â Â 90Â Â Â -Â Â Â 3,341Â Net loss on lease terminations and unoccupied lease chargesÂ Â 153Â Â Â -Â Â Â -Â Â Â 153Â Loss on lease terminations, unoccupied lease charges and restructuring costsÂ Â 153Â Â Â -Â Â Â -Â Â Â 153Â Total operating expensesÂ Â 25,350Â Â Â 3,083Â Â Â 2,218Â Â Â 30,651Â Operating income (loss)Â $635Â Â $294Â Â $(2,218)Â $(1,289) Â Â 24 Â Â 15. RESTATEMENT Â During the three months ended March 31, 2024, the preferred stock dividend, the net loss attributable to common shareholders and the net loss per common share: basic and diluted omitted the earned, but undeclared, preferred stock dividend for the month of March 2024. This omission required the Company to restate those items in its condensed consolidated statement of operations in accordance with ASC 350-20 for the period. This omission had no impact on the condensed consolidated balance sheet, the condensed consolidated statement of shareholdersâ€™ equity, the condensed consolidated statement of cash flows and the condensed consolidated statement of comprehensive loss previously reported. Â The earned preferred stock dividend for March 2024 was approximately $1.3 million. The condensed consolidated statement of operations for the three months ended March 31, 2024 has been restated to reflect these adjustments. The following table presents the effects of the changes to those items previously reported in the condensed consolidated statement of operations. Â Adjustments to the Condensed Consolidated Statement of Operations for the three months ended March 31, 2024 SCHEDULE OF ADJUSTMENTS TO THE CONSOLIDATED STATEMENT OF OPERATIONS Â Condensed Consolidated Statement of Operations: Â Â Â Â Â Â Â Â Â Â Â Â Three months ended March 31, 2024Â Â Â March 31, 2024 before restatementÂ Â RestatementÂ Â March 31, 2024 after restatementÂ Â Â ($ in thousands, except per share amounts)Â Preferred stock dividendÂ $5Â Â $1,307Â Â $1,312Â Â Â Â Â Â Â Â Â Â Â Â Net loss attributable to common shareholdersÂ $(246)Â $(1,307)Â $(1,553) Â Â Â Â Â Â Â Â Â Â Net loss per common share: basic and dilutedÂ $(0.02)Â $(0.08)Â $(0.10) Â This restatement will be reflected in the comparative condensed consolidated statements of operations in the Quarterly Report on Form 10-Q for the three months ended March 31, 2025. Â 25 Â Â Item 2. Managementâ€™s Discussion and Analysis of Financial Condition and Results of Operations Â The following is a discussion of our condensed consolidated financial condition and results of operations for the three and six months ended June 30, 2024 and 2023, and other factors that are expected to affect our prospective financial condition. The following discussion and analysis should be read together with our Condensed Consolidated Financial Statements and related notes beginning on page 4 of this Quarterly Report on Form 10-Q and our Annual Report on Form 10-K for the year ended December 31, 2023, filed with the SEC on March 21, 2024. Â Some of the statements set forth in this section are forward-looking statements relating to our future results of operations. Our actual results may vary from the results anticipated by these statements. Please see â€œForward-Looking Statementsâ€ on page 2 of this Quarterly Report on Form 10-Q. Â Financial Risks Â The Company maintains cash balances at Silicon Valley Bank (â€œSVBâ€), a division of First Citizens Bank & Trust Company in excess of the FDIC insurance coverage limits. The Company performs periodic evaluations of the relative credit standing of this financial institution to ensure its credit worthiness. As of June 30, 2024 and December 31, 2023, the Company held cash of approximately $105,000 and $255,000, respectively, in the name of its subsidiaries at banks in Pakistan and Sri Lanka. The banking systems in these countries do not provide deposit insurance coverage. The Company has not experienced any losses on its cash accounts. Â During the three months ended December 31, 2023, the Company suspended its preferred stock dividend and experienced a decline in its market capitalization as a result of a sustained decrease in the Companyâ€™s stock price for its common and preferred shares. This was considered a triggering event and resulted in a goodwill impairment charge. As of June 30, 2024, the Companyâ€™s stock price for its common and preferred shares increased from their year-end values. Accordingly, the Company determined there was no impact on the valuation of goodwill. If the stock prices were to decline, it could result in another triggering event that could impact the valuation of goodwill. Â Overview Â The Company is a healthcare information technology company that provides technology-enabled revenue cycle management and a full suite of proprietary cloud-based solutions to healthcare providers, from small practices to enterprise medical groups, hospitals, and health systems throughout the United States. Our integrated Software-as-a-Service (â€œSaaSâ€) platform includes revenue cycle management (â€œRCMâ€), practice management (â€œPMâ€), electronic health records (â€œEHRâ€), business intelligence, telehealth, patient experience management (â€œPXMâ€) solutions and complementary software tools and business services for high-performance medical groups and health systems. The Company also offers printing and mailing and group purchasing services. Â Our technology-enabled business solutions can be categorized as follows: Â â—Technology-enabled revenue cycle management: â—‹Revenue Cycle Management services including end-to-end medical billing, eligibility, analytics, and related services, all of which can be provided utilizing our technology platform and robotic process automation tools or leveraging a third-party system; â—‹Medical coding and credentialing services to improve provider collections, back-end cost containment, and drive total revenue realization for our healthcare clients; and â—‹Healthcare claims clearinghouse which enables our clients to electronically scrub and submit claims and process payments from insurance companies. Â â—Cloud-based software: â—‹Electronic Health Records, which are easy to use and sometimes integrated with our business services, and enable our healthcare provider clients to deliver better patient care, streamline their clinical workflows, decrease documentation errors, and potentially qualify for government incentives; â—‹Practice Management software and related capabilities, which support our clientsâ€™ day-to-day business operations and financial workflows, including automated insurance eligibility software, a robust billing and claims rules engine, and other automated tools designed to maximize reimbursement; Â 26 Â Â â—‹Artificial intelligence (â€œAIâ€): â—CareCloud cirrusAI is designed to serve as a digital healthcare assistant, helping to enhance clinical decision-making, streamline workflows, reduce administrative burdens, optimize revenue management, and promote patient-centered care. The functions include: â—AI-Powered Clinical Decision Support: CareCloud cirrusAI Guide automates clinical data input, and assists clinicians in workflow tasks, providing real-time, evidence-based recommendations and personalized suggestions via Vertex AIâ€™s generative AI tools for providers to consider. This innovation can lead to enhanced diagnosis accuracy and treatment planning. â—AI-Powered Virtual Support Assistant: CareCloud cirrusAI Chat facilitates natural language conversations with practice staff members, offering valuable assistance in navigating CareCloud Electronic Health Records workflows. This tool streamlines post-training and onboarding for new staff, reducing response times and providing real-time assistance, ultimately saving time. â—AI-Driven Appeals: CareCloud cirrusAI Appeals generates customized appeal letters by analyzing patient claim details, the appealâ€™s reason, and the specific payor involved for healthcare workers to review, edit, and send. This functionality supports CareCloudâ€™s RCM teams in optimizing providersâ€™ RCM and securing proper reimbursement. â—CareCloud cirrusAI integrates with CareCloudâ€™s EHR solution, talkEHR, making it easily accessible to providers of all sizes. â—‹Patient Experience Management solutions designed to transform interactions between patients and their clinicians, including smartphone applications that assist patients and healthcare providers in the provision of healthcare services, contactless digital check-in solutions, messaging, and online appointment scheduling tools; â—‹Business Intelligence (â€œBIâ€) and healthcare analytics platforms that allow our clients to derive actionable insights from their vast amount of data; and â—‹Customized applications, interfaces, and a variety of other technology solutions that support our healthcare clients. Â â—Digital health: â—‹Chronic care management is a program that supports care for patients with chronic conditions by certified care managers that operate under the supervision of the patientâ€™s regular physician; â—‹Remote patient monitoring enables patient data collected outside the clinical setting through remote devices to be fed into their providerâ€™s EHR to enable proactive patient care; and â—‹Telemedicine solutions which allow healthcare providers to conduct remote patient visits and extend the timely delivery of care to patients unable to travel to a providerâ€™s office. Â â—Healthcare IT professional services & staffing: â—‹Professional services consisting of a broad range of consulting services including full software implementations and activation, revenue cycle optimization, data analytic services, and educational training services; â—‹Strategic advisory services to manage system evaluations and selection, provide interim management, and operational assessments; and â—‹Workforce augmentation and on-demand staffing to support our clients as they expand their businesses, seek highly trained personnel, or struggle to address staffing shortages. Â Our medical practice management solutions include: Â â—Medical practice management: â—‹Medical practice management services for medical providers, including facilities, equipment, supplies, support services, nurses, and administrative support staff. Â 27 Â Â We are able to deliver our industry-leading solutions at very competitive prices because we leverage a combination of our proprietary software, which automates our workflows and increases efficiency, together with our team of approximately 340 experienced health industry experts throughout the United States. These experts are supported by our highly educated and specialized offshore workforce of approximately 3,300 team members that are approximately 14% of the cost of comparably educated and skilled workers in the U.S. Our unique business model also allowed us to become a leading consolidator in our industry sector, gaining us a reputation for acquiring and positively transforming distressed competitors into profitable operations of CareCloud. Â Our offshore operations in the Pakistan Offices and Sri Lanka together accounted for approximately 14% and 13% of total expenses for the six months ended June 30, 2024 and 2023, respectively. A significant portion of those foreign expenses were personnel-related costs (approximately 76% and 79% for the six months ended June 30, 2024 and 2023, respectively). Because personnel-related costs are significantly lower in Pakistan and Sri Lanka than in the U.S. and many other offshore locations, we believe our offshore operations give us a competitive advantage over many industry participants. We are able to achieve significant cost reductions and leverage technology to reduce manual work and strategically transition a portion of the remaining manual tasks to our highly-specialized, cost-efficient team in the U.S., the Pakistan Offices and Sri Lanka. Â Key Performance Measures Â We consider numerous factors in assessing our performance. Key performance measures used by management, including adjusted EBITDA, adjusted operating income, adjusted operating margin, adjusted net income and adjusted net income per share, are non-GAAP financial measures, which we believe better enable management and investors to analyze and compare the underlying business results from period to period. Â These non-GAAP financial measures should not be considered in isolation, or as a substitute for or superior to, financial measures calculated in accordance with accounting principles generally accepted in the

United States of America (â€œGAAPâ€). Moreover, these non-GAAP financial measures have limitations in that they do not reflect all the items associated with the operations of our business as determined in accordance with GAAP. We compensate for these limitations by analyzing current and future results on a GAAP basis as well as a non-GAAP basis, and we provide reconciliations from the most directly comparable GAAP financial measures to the non-GAAP financial measures. Our non-GAAP financial measures may not be comparable to similarly titled measures of other companies. Other companies, including companies in our industry, may calculate similarly titled non-GAAP financial measures differently than we do, limiting the usefulness of those measures for comparative purposes. Â Adjusted EBITDA, adjusted operating income, adjusted operating margin, adjusted net income and adjusted net income per share provide an alternative view of performance used by management and we believe that an investorâ€™s understanding of our performance is enhanced by disclosing these adjusted performance measures. Â Adjusted EBITDA excludes the following elements which are included in GAAP net loss: Â â—Income tax provision or the cash requirements to pay our taxes; â—Interest expense, or the cash requirements necessary to service interest on principal payments, on our debt; â—Foreign currency gains and losses and other non-operating expenditures; â—Stock-based compensation expense (benefit) includes cash-settled awards and the related taxes, based on changes in the stock price; â—Depreciation and amortization charges; â—Integration costs, such as severance amounts paid to employees from acquired businesses, and transaction costs, such as brokerage fees, pre-acquisition accounting costs and legal fees and exit costs related to contractual agreements; and â—Net loss on lease terminations, unoccupied lease charges and restructuring costs. Â 28 Â Â Set forth below is a presentation of our adjusted EBITDA for the three and six months ended June 30, 2024 and 2023: Â Â Â Three Months Ended June 30,Â Â Six Months Ended June 30,Â Â 2024Â Â 2023Â Â 2024Â Â 2023Â Â Â ($ in thousands)Â Net revenueÂ $28,090Â Â $29,362Â Â $54,052Â Â $59,363Â Â Â Â Â Â

administrative expense of $4.0 million and $7.7 million for the three and six months ended June 30, 2024, respectively, decreased by $1.9 million or 32% and $3.3 million or 30% compared to general and administrative expense of $5.9 million and $11.0 million for the three and six months ended June 30, 2023, respectively. During the three and six months ended June 30, 2024, salary costs decreased by $958,000 and $2.1 million, respectively and legal and professional fees decreased by $368,000 and $459,000, respectively. The decrease in salary costs was due to lower headcount. Also, there was a decrease in the Companyâ€™s contributions to community-based projects in Pakistan. Â Research and Development Expense. Research and development expense of $1.1 million and $2.0 million for the three and six months ended June 30, 2024, respectively, decreased by approximately $130,000 or 11% and $295,000 or 13% from research and development expense of $1.2 million and $2.3 million for the three and six months ended June 30, 2023, respectively. During the six months ended June 30, 2024 and 2023, the Company capitalized approximately $3.0 million and $4.5 million, respectively, of development costs in connection with its internal-use software. Â Depreciation Expense. Depreciation expense of $503,000 and $1.0 million for the three and six months ended June 30, 2024, respectively, decreased by $8,000 and increased by $3,000 from depreciation of $511,000 and $1.0 million for the three and six months ended June 30, 2023, respectively. Â Amortization Expense. Amortization expense of $3.2 million and $6.6 million for the three and six months ended June 30, 2024, respectively, increased by $381,000 or 13% and increased by $1.3 million or 23% from amortization expense of $2.8 million and $5.4 million for the three and six months ended June 30, 2023, respectively. The increase in amortization expense was due to the placement of additional internal-use software into production and beginning the related amortization. Â 34 Â Â Net Loss on Lease Terminations, Unoccupied Lease Charges and Restructuring Costs. Net loss on lease terminations represents the write-off of leasehold improvements and gains or losses as the result of lease terminations. During the six months ended June 30, 2023, the Miami office lease that we assumed in connection with an acquisition ended and we entered into a new lease arrangement with the landlord for significantly less space. Charges of $71,000 were incurred as a result of vacating the former premises. In addition, during the three months ended June 30, 2023, the Company paid approximately $27,000 to settle a claim regarding a lease termination in India. During the year ended December 31, 2022, a facility lease was terminated in conjunction with the Company ceasing its document storage services resulting in additional costs for the three and months ended June 30, 2023, of approximately $115,000 and $161,000, respectively. During the three and six months ended June 30, 2023, there were $11,000 and $163,000 of unoccupied lease charges, respectively. There were $116,000 and $438,000 of restructuring costs being recorded for the three and six months ended June 30, 2024, respectively, whereas in the same period for 2023, there were no restructuring costs. Restructuring costs consists of severance and separation costs associated with the optimization of the Companyâ€™s operations and profitability improvements. There were no net losses on lease terminations or unoccupied lease charges during the six months ended June 30, 2024. Â Â Â Three Months Ended June 30,Â Â ChangeÂ Â Six Months Ended June 30,Â Â ChangeÂ Â Â 2024Â Â 2023Â Â AmountÂ Â PercentÂ Â 2024Â Â 2023Â Â AmountÂ Â PercentÂ Â Â ($ in thousands)Â Interest incomeÂ $24Â Â $52Â Â $(28)Â Â (54%)Â $51Â Â $72Â Â $(21)Â Â (29%) Interest expenseÂ Â (288)Â Â (327)Â Â 39Â Â Â 12%Â Â (653)Â Â (477)Â Â (176)Â Â (37%) Other expense - netÂ Â (294)Â Â (186)Â Â (108)Â Â (58%)Â Â (287)Â Â (169)Â Â (118)Â Â (70%) Income tax provisionÂ Â 39Â Â Â 82Â Â Â (43)Â Â (52%)Â Â 78Â Â Â 147Â Â Â (69)Â Â (47%) Â Interest Income. Interest income of $24,000 and $51,000 for the three and six months ended June 30, 2024, respectively, decreased by $28,000 and $21,000 from interest income of $52,000 and $72,000 for the three and six months ended June 30, 2023, respectively. The interest income represents late fees from customers and interest earned on temporary cash investments, which decreased due to less funds being temporarily invested. Â Interest Expense. Interest expense of $288,000 and $653,000 for the three and six months ended June 30, 2024, respectively, decreased by $39,000 and increased by $176,000 from interest expense of $327,000 and $477,000 for the three and six months ended June 30, 2023, respectively. The increase in interest expense during the six months ended June 30, 2024 was due to the impact of a higher borrowing rate in 2024. Interest expense on the line of credit was $518,000 and $338,000 during the six months ended June 30, 2024 and 2023, respectively. Â Other Expense â€“ net. Other Expense â€“ net was $294,000 and $287,000 for the three and six months ended June 30, 2024, respectively, compared to other expense â€“ net of $186,000 and $169,000 for the three and six months ended June 30, 2023, respectively. Other expense or income primarily represents foreign currency transaction losses or gains. These transaction losses or gains result from revaluing intercompany accounts which are denominated in U.S. dollars that represent amounts payable/receivable between the entities. Whenever the exchange rate varies, the losses or gains are recorded in the condensed consolidated statements of operations. Â Income Tax Provision. The provision for income taxes was $39,000 and $78,000 for the three and six months ended June 30, 2024, respectively, compared to the provision for income taxes of $82,000 and $147,000 for the three and six months ended June 30, 2023, respectively. As a result of the Company having certain net operating losses with an indefinite life under the current federal tax rules, the federal and state deferred tax liability was offset against the net operating loss to the extent allowable in 2023. Through December 31, 2023, the state deferred tax liability has also been offset against state net operating losses to the extent allowable. There were no deferred income taxes for the six months ended June 30, 2024. Â The current income tax expense for the three and six months ended June 30, 2024 was approximately $39,000 and $78,000, respectively, which represents state minimum taxes and foreign income taxes. The Company has incurred cumulative losses historically and there is uncertainty regarding future U.S. taxable income, which makes realization of a deferred tax losses difficult to support in accordance with ASC 740. Accordingly, a valuation allowance was recorded against all deferred tax assets at June 30, 2024 and December 31, 2023. Â 35 Â Â Liquidity and Capital Resources Â As of June 30, 2024, the Company had total cash of $2.6 million and net working capital of $674,000. For the six months ended June 30, 2024, cash provided by operations was $8.3 million offset by cash used in investing and financing activities of $9.0 million resulting in a decrease in cash of $714,000 after accounting for the effect of $76,000 of exchange rate changes. During the six months ended June 30, 2024, the Company repaid $5.0 million on its line of credit borrowings. Subsequent to June 30, 2024, an additional $2.5 million was repaid on the line of credit. Â In fiscal year 2023, the Company incurred a net loss of $48.7 million compared to $5.4 million of net income in fiscal year 2022, and at December 31, 2023, had cash of $3.3 million and a working capital deficit of $57,000. The decrease in cash for fiscal 2023 was $9.0 million compared to an increase in cash of $2.0 million in fiscal 2022. The Company also had $10.0 million drawn on its line of credit. Together, at December 31, 2023 these factors raised substantial doubt regarding the Companyâ€™s ability to continue as a going concern. Â However, management has considered its plans to continue the Company as a going concern and believes substantial doubt is alleviated by focusing on cost-control. Management developed a plan that was substantially implemented during fiscal 2023 to improve liquidity in its operations through reductions in payroll and operating expenses. After the reductions are implemented and through employee attrition, the Company expects an improvement of approximately $22.0 million in annualized cost savings, of which approximately $16.0 million will be realized during 2024. The Company also suspended its Preferred Stock dividends in December 2023 resulting in cash savings of $1.3 million per month. Additional headcount reductions occurred in 2024 and further cost reductions will continue throughout the year. Through June 30, 2024, $5.0 million was repaid on the Companyâ€™s outstanding line of credit. The Company is focused on reducing costs, returning to profitability, generating positive cash flow and maintaining compliance with its debt covenants. Although there are no guarantees that the Company will be successful, it believes that such initiatives will enable it to continue as a going concern through at least the next twelve months. Â The Company has begun realizing the effect of these plans and expects continued effects to be realized during the remainder of 2024 and beyond, including a decrease in the Companyâ€™s operating costs and an improvement in the Companyâ€™s monthly cash flow from operations. Â Management continues to focus on the Companyâ€™s overall profitability, including managing expenses, and to the extent possible growing revenue, and expects that these efforts will continue to enhance our liquidity and financial position. Based on managementâ€™s forecasts, the Company will have sufficient liquidity to meet its obligations as they become due for the next twelve months from the date of the financial statementsâ€™ issuance. Â Change Healthcare, a subsidiary of UnitedHealth Group, experienced an incident on February 21, 2024, in which a cybersecurity threat actor gained access to some of its information technology systems (â€œChange Healthcare Cybersecurity Incidentâ€). The Company uses Change Healthcare to submit patient claims to Medicare and other payors for reimbursement. Since the time of the system disruption, the Company has worked continuously to find alternative processes to maintain overall operations. Â As of June 30, 2024, the Company has not identified any compromise or unauthorized access of its systems or networks due to this third party incident. As of the end of the second quarter of 2024, the Company reconnected to certain applications maintained by Change Healthcare and resumed claims submission to several payors and utilized alternative platforms for the majority of its claims. The Company continues to work through accumulated unprocessed claims and to establish full recovery with Change Healthcareâ€™s applications. Â During the six months ended June 30, 2024, the Company did not experience a material financial impact from the Change Healthcare Cybersecurity Incident on the financial results as reported. The impact to the first quarter financial results was primarily related to decreased cash flows from operations, which were substantially recognized during the second quarter. The Company continues to maintain its liquidity and, having substantially resumed submission of claims to payors, has determined that the Change Healthcare Cybersecurity Incident is not reasonably likely to materially impact the Company, including its business operations, financial condition or results of operations. Â We have not been adversely affected by inflation as typically we receive a percentage of the fees our clients collect from our revenue cycle management services. Additionally, our medical practice management contracts are based on our costs plus a percentage of the medical practiceâ€™s operating income. We continue to monitor the impact of inflation in order to minimize its effects through pricing strategies, productivity improvements and cost reductions. In the event of inflation, we believe that we will be able to pass on any price increases for fixed rate contracts to our customers, as the prices that we charge are not governed by long-term contracts. The interest rate on our line of credit is based on the prime rate which had been increasing through 2023 but has remained the same in 2024. Â 36 Â Â The Company has a revolving line of credit, and as of June 30, 2024, there was $5.0 million outstanding. As of June 30, 2024, the unused borrowing base was approximately $10.7 million. Â The following table summarizes our cash flows for the periods presented: Â Â Â Three Months Ended June 30,Â Â Six Months Ended June 30,Â Â ChangeÂ Â Â 2024Â Â 2023Â Â 2024Â Â 2023Â Â AmountÂ Â PercentÂ Â Â ($ in thousands)Â Â Â Â Net cash provided by operating activitiesÂ $4,279Â Â $6,385Â Â $8,345Â Â $7,408Â Â $937Â Â Â 13% Net cash used in investing activitiesÂ Â (1,603)Â Â (3,038)Â Â (3,471)Â Â (6,077)Â Â 2,606Â Â Â 43% Net cash used in financing activitiesÂ Â (4,138)Â Â (4,038)Â Â (5,512)Â Â (5,825)Â Â 313Â Â Â 5% Effect of exchange rate changes on cashÂ Â (59)Â Â 196Â Â Â (76)Â Â (139)Â Â 63Â Â Â 45% Net decrease in cashÂ $(1,521)Â $(495)Â $(714)Â $(4,633)Â $3,919Â Â Â 85% Â The income before income taxes was $1.7 million and $1.5 million for the three and six months ended June 30, 2024, respectively, which included $3.7 million and $7.6 million of non-cash depreciation and amortization, respectively. The loss before income taxes was $1.8 million and $2.1 million for the three and six months ended June 30, 2023, respectively, which included $3.3 million and $6.4 million of non-cash depreciation and amortization, respectively. Â Operating Activities Â Net cash provided by operating activities was $8.3 million and $7.4 million during the six months ended June 30, 2024 and 2023, respectively. This increase was primarily the result of the decrease in the net loss of $3.7 million which included the following changes in non-cash items: an increase in depreciation and amortization of $1.2 million offset by a net decrease in stock-based compensation of $3.0 million. Accounts receivable increased $1.3 million for the six months ended June 30, 2024, compared with a decrease of $2.3 million for the six months ended June 30, 2023. Accounts payable, accrued compensation and accrued expenses increased by $41,000 during the six months ended June 30, 2024, compared with a decrease of $3.0 million for the six months ended June 30, 2023. The contract asset decreased by $729,000 during the six months ended June 30, 2024 compared to the prior period. Â Investing Activities Â Net cash used in investing activities was $3.5 million and $6.1 million for the six months ended June 30, 2024 and 2023, respectively. Capital expenditures were $425,000 and $1.6 million for the six months ended June 30, 2024 and 2023, respectively. The capital expenditures for the six months ended June 30, 2024 and 2023 primarily represented computer equipment purchased and leasehold improvements for the Pakistan Offices. Software development costs of $3.0 million and $4.5 million for the six months ended June 30, 2024 and 2023, respectively, were capitalized in connection with the development of software for providing technology-enabled business solutions. Â Financing Activities Â Net cash used in financing activities was $5.5 million and $5.8 million during the six months ended June 30, 2024 and 2023, respectively. Cash used in financing activities during the six months ended June 30, 2024 included $328,000 of repayments for debt obligations and $184,000 of tax withholding obligations paid in connection with stock awards issued to employees. Cash used in financing activities during the six months ended June 30, 2023 included $7.8 million of preferred stock dividends, $1.4 million of proceeds from issuance of Series B Preferred Stock, $316,000 of repayments for debt obligations and $1.2 million of tax withholding obligations paid in connection with stock awards issued to employees. Repayments and net proceeds on the line of credit were $5.0 million and $2.0 million for the six months ended June 30, 2024 and 2023, respectively. Â 37 Â Â Contractual Obligations and Commitments Â We have contractual obligations under our line of credit. We were in compliance with all covenants as of June 30, 2024. We also maintain operating leases for property and certain office equipment. For additional information, see Contractual Obligations and Commitments under Item 7, â€œManagementâ€™s Discussion and Analysis of Financial Condition and Results of Operations,â€ in the Companyâ€™s Annual Report on Form 10-K for the year ended December 31, 2023, filed with the SEC on March 21, 2024. Â Off-Balance Sheet Arrangements Â As of June 30, 2024, and 2023, we did not have any relationships with unconsolidated entities or financial partnerships, such as entities often referred to as structured finance or special-purpose entities, which would have been established for the purpose of facilitating off-balance sheet arrangements or other contractually narrow or limited purposes. Â Item 3. Quantitative and Qualitative Disclosures about Market Risk Â We are a smaller reporting company as defined by 17 C.F.R. 229.10(f)(1) and are not required to provide information under this item, pursuant to Item 305(e) of Regulation S-K. Â Item 4. Controls and Procedures Â Evaluation of Disclosure Controls and Procedures Our management, with the participation of our Chief Executive Officer and Interim Chief Financial Officer, based on the Internal Control-Integrated Framework (2013 framework) issued by the Committee of Sponsoring Organizations of the Treadway Commission (â€œCOSOâ€), evaluated the effectiveness of our disclosure controls and procedures as of June 30, 2024 as required by Rules 13a-15(b) and 15d-15(b) of the Exchange Act. The term â€œdisclosure controls and procedures,â€ as defined in Rules 13a-15(e) and 15d-15(e) under the Exchange Act, means controls and other procedures of a company that are designed to ensure that information required to be disclosed by a company in the reports that it files or submits under the Exchange Act is recorded, processed, summarized and reported, within the time periods specified in the SECâ€™s rules and forms. Â Disclosure controls and procedures include, without limitation, controls and procedures designed to ensure that information required to be disclosed by a company in the reports that it files or submits under the Exchange Act is accumulated and communicated to the companyâ€™s management, including its principal executive and principal financial officer, to allow timely decisions regarding required disclosure. Management recognizes that any controls and procedures, no matter how well designed and operated, can provide only reasonable assurance of achieving their objectives and management necessarily applies its judgment in evaluating the cost-benefit relationship of possible controls and procedures. Â Based on the evaluation of our disclosure controls and procedures, as of June 30, 2024, our Chief Executive Officer and Interim Chief Financial Officer concluded that, as of such date, our disclosure controls and procedures were effective. We will continue to improve the controls to ensure that information required to be disclosed by the Company in reports that if files under the Exchange Act is reported within the time periods specified in the Securities and Exchange Commission's rules and forms. Â Changes in Internal Control Over Financial Reporting There were no changes in our internal control over financial reporting (as defined in Rules 13a-15(f) and l5d-15(f) of the Exchange Act) that occurred during our most recent fiscal quarter that have materially affected, or are reasonably likely to materially affect, our internal control over financial reporting other than a process improvement to our disclosure controls and procedures. Â 38 Â Â Part II. Other Information Â Item 1. Legal Proceedings Â See discussion of legal proceedings in â€œNote 7, Commitments And Contingenciesâ€ of the Notes to Condensed Consolidated Financial Statements in this Quarterly Report, which is incorporated by reference herein. Â Item 1A. Risk Factors Â In addition to the other information set forth in this Quarterly Report on Form 10-Q, you should carefully consider the factors discussed in Part Iâ€”Item 1A. â€œRisk Factorsâ€ in our Annual Report on Form 10-K, filed with the SEC on March 21, 2024, which could materially affect our business, financial condition and/or future results. The risks described in our Annual Report on Form 10-K are not the only risks facing us. Additional risks and uncertainties not currently known to us or that we currently deem to be immaterial may also materially adversely affect our business, financial condition, cash flows and/or future results. Â We Maintain Our Cash at Financial Institutions, Often in Balances That Exceed Federally Insured Limits. The financial markets recently have encountered volatility associated with concerns about the balance sheets of banks, especially small and regional banks who may have significant losses associated with investments that make it difficult to fund demands to withdraw deposits and other liquidity needs. Although the federal government has announced measures to assist these banks and protect depositors, some banks have already been impacted and others may be materially and adversely impacted. Our business is dependent on bank relationships and we are proactively monitoring the financial health of such bank relationships. Continued strain on the banking system may adversely impact our business, financial condition and results of operations. Â Item 2. Unregistered Sales of Equity Securities and Use of Proceeds Â Not applicable. Â Item 3. Defaults Upon Senior Securities Â On December 11, 2023, the Board of Directors suspended the monthly cash dividends for Series A Preferred Stock and Series B Preferred Stock beginning with the payment scheduled for December 15, 2023 together with

the remaining dividends that were declared. The suspension of these dividends will defer approximately $1.3 million in cash dividend payments each month. As a result of such suspension, as of the filing date of this Quarterly Report, the Company has approximately $7.1 million of dividends in arrears. During this suspension, dividends will continue to accumulate in arrears on the Series A and Series B Preferred Stock. The Board of Directors will regularly review and consider when the suspension should be lifted. See discussion of preferred stock dividend suspension in â€œNote 10, Shareholdersâ€™ Equityâ€ of the Notes to Condensed Consolidated Financial Statements in this Quarterly Report. Â Item 4. Mine Safety Disclosures Â Not applicable. Â Item 5. Other Information Â Not applicable. Â 39 Â Â Item 6. Exhibits Â Exhibit Number Â Exhibit Description Â Â Â 31.1 Â Certification of the Companyâ€™s Principal Executive Officer pursuant to Rules 13a-14(a)/15d-14(a), of the Securities Exchange Act of 1934, as amended. 31.2 Â Certification of the Companyâ€™s Principal Financial Officer pursuant to Rules 13a-14(a)/15d-14(a), of the Securities Exchange Act of 1934, as amended. 32.1* Â Certification of the Companyâ€™s Chief Executive Officer pursuant to 18 U.S.C. Section 1350, as adopted pursuant to Section 906 of the Sarbanes-Oxley Act of 2002. 32.2* Â Certification of the Companyâ€™s Interim Chief Financial Officer pursuant to 18 U.S.C. Section 1350, as adopted pursuant to Section 906 of the Sarbanes-Oxley Act of 2002. 101.INS Â XBRL Instance 101.SCH Â XBRL Taxonomy Extension Schema 101.CAL Â XBRL Taxonomy Extension Calculation Linkbase 101.LAB Â XBRL Taxonomy Extension Label Linkbase 101.PRE Â XBRL Taxonomy Extension Presentation Linkbase 101.DEF 104 Â XBRL Taxonomy Extension Definition Linkbase Cover Page Interactive Data File (embedded within the Inline XBRL document) Â *The certifications on Exhibit 32 hereto are not deemed â€œfiledâ€ for purposes of Section 18 of the Securities Exchange Act of 1934, as amended, or otherwise subject to the liability of that Section. Such certifications will not be deemed incorporated by reference into any filing under the Securities Act or the Exchange Act. Â 40 Â Â Signatures Â Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized. Â Â CareCloud, Inc. Â Â Â Â By: /s/ A. Hadi Chaudhry Â Â A. Hadi Chaudhry Â Â Chief Executive Officer Â Â Date: August 13, 2024 Â Â Â Â By: /s/ Norman S. Roth Â Â Norman S. Roth Â Â Interim Chief Financial Officer and Corporate Controller Â Â Date: August 13, 2024 Â 41 Â EX-31.1 2 ex31-1.htm Â Exhibit 31.1 Â CERTIFICATION OF PRINCIPAL EXECUTIVE OFFICER PURSUANT TO SECTION 302 OF THE SARBANES-OXLEY ACT OF 2002 Â I, A. Hadi Chaudhry, certify that: Â 1. I have reviewed this Quarterly Report on Form 10-Q of CareCloud, Inc.; Â 2. Based on my knowledge, this report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this report; Â 3. Based on my knowledge, the financial statements, and other financial information included in this report, fairly present in all material respects the financial condition, results of operations and cash flows of the registrant as of, and for, the periods presented in this report; Â 4. The registrantâ€™s other certifying officer(s) and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-15(e) and 15d-15(e)) and internal control over financial reporting (as defined in Exchange Act Rules 13a-15(f) and 15d-15(f)) for the registrant and have: Â Â Â Â a. Designed such disclosure controls and procedures, or caused such disclosure controls and procedures to be designed under our supervision, to ensure that material information relating to the registrant, including its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this report is being prepared; Â Â Â Â b. Designed such internal control over financial reporting, or caused such internal control over financial reporting to be designed under our supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles; Â Â Â Â c. Evaluated the effectiveness of the registrantâ€™s disclosures controls and procedures and presented in this report our conclusions about the effectiveness of the disclosure controls and procedures, as of the end of the period covered by this report based on such evaluation; and Â Â Â Â d. Disclosed in this report any change in the registrantâ€™s internal control over financial reporting that occurred during the registrantâ€™s most recent fiscal quarter (the registrantâ€™s fourth fiscal quarter in the case of an annual report) that has materially affected, or is reasonably likely to materially affect, the registrantâ€™s internal control over financial reporting; and Â 5. The registrantâ€™s other certifying officer(s) and I have disclosed, based on our most recent evaluation of internal control over financial reporting, to the registrantâ€™s auditors and the audit committee of the registrantâ€™s board of directors (or persons performing the equivalent functions): Â Â a. All significant deficiencies and material weaknesses in the design or operation of internal control over financial reporting which are reasonably likely to adversely affect the registrantâ€™s ability to record, process, summarize and report financial information; and Â Â Â Â b. Any fraud, whether or not material, that involves management or other employees who have a significant role in the registrantâ€™s internal control over financial reporting. Â Â CareCloud, Inc. Â Â Â Â By: /s/ A. Hadi Chaudhry Â Â A. Hadi Chaudhry Â Â Chief Executive Officer (Principal Executive Officer) Â Â Â Dated: Â Â August 13, 2024 Â Â Â Â Â EX-31.2 3 ex31-2.htm Â Exhibit 31.2 Â CERTIFICATION OF PRINCIPAL FINANCIAL OFFICER PURSUANT TO SECTION 302 OF THE SARBANES-OXLEY ACT OF 2002 Â I, Norman S. Roth, certify that: Â 1. I have reviewed this Quarterly Report on Form 10-Q of CareCloud, Inc.; Â 2. Based on my knowledge, this report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this report; Â 3. Based on my knowledge, the financial statements, and other financial information included in this report, fairly present in all material respects the financial condition, results of operations and cash flows of the registrant as of, and for, the periods presented in this report; Â 4. The registrantâ€™s other certifying officer(s) and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-15(e) and 15d-15(e)) and internal control over financial reporting (as defined in Exchange Act Rules 13a-15(f) and 15d-15(f)) for the registrant and have: Â Â Â Â a. Designed such disclosure controls and procedures, or caused such disclosure controls and procedures to be designed under our supervision, to ensure that material information relating to the registrant, including its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this report is being prepared; Â Â Â Â b. Designed such internal control over financial reporting, or caused such internal control over financial reporting to be designed under our supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles; Â Â Â Â c. Evaluated the effectiveness of the registrantâ€™s disclosures controls and procedures and presented in this report our conclusions about the effectiveness of the disclosure controls and procedures, as of the end of the period covered by this report based on such evaluation; and Â Â Â Â d. Disclosed in this report any change in the registrantâ€™s internal control over financial reporting that occurred during the registrantâ€™s most recent fiscal quarter (the registrantâ€™s fourth fiscal quarter in the case of an annual report) that has materially affected, or is reasonably likely to materially affect, the registrantâ€™s internal control over financial reporting; and Â 5. The registrantâ€™s other certifying officer(s) and I have disclosed, based on our most recent evaluation of internal control over financial reporting, to the registrantâ€™s auditors and the audit committee of the registrantâ€™s board of directors (or persons performing the equivalent functions): Â Â a. All significant deficiencies and material weaknesses in the design or operation of internal control over financial reporting which are reasonably likely to adversely affect the registrantâ€™s ability to record, process, summarize and report financial information; and Â Â Â Â b. Any fraud, whether or not material, that involves management or other employees who have a significant role in the registrantâ€™s internal control over financial reporting. Â Â CareCloud, Inc. Â Â Â Â By: /s/ Norman S. Roth Â Â Norman S. Roth Â Â Interim Chief Financial Officer (Principal Financial Officer) Â Â Â Dated: Â Â August 13, 2024 Â Â Â Â Â EX-32.1 4 ex32-1.htm Â Exhibit 32.1 Â CERTIFICATION OF CHIEF EXECUTIVE OFFICER PURSUANT TO 18 U.S.C. SECTION 1350, AS ADOPTED PURSUANT TO SECTION 906 OF THE SARBANES-OXLEY ACT OF 2002 Â Based on my knowledge, I, A. Hadi Chaudhry, certify, pursuant to 18 U.S.C. Section 1350, as adopted pursuant to Section 906 of the Sarbanes-Oxley Act of 2002, that the Annual Report of CareCloud, Inc. on Form 10-Q for the quarter ended June 30, 2024 fully complies with the requirements of Section 13(a) or 15(d) of the Securities Exchange Act of 1934 and that information contained in such Form 10-Q fairly presents in all material respects the financial condition and results of operations of CareCloud, Inc. Â Â CareCloud, Inc. Â Â Â Â By: /s/ A. Hadi Chaudhry Â Â A. Hadi Chaudhry Â Â Chief Executive Officer (Principal Executive Officer) Â Â Â Dated: Â Â August 13, 2024 Â Â Â Â Â EX-32.2 5 ex32-2.htm Â Exhibit 32.2 Â CERTIFICATION OF CHIEF FINANCIAL OFFICER PURSUANT TO 18 U.S.C. SECTION 1350, AS ADOPTED PURSUANT TO SECTION 906 OF THE SARBANES-OXLEY ACT OF 2002 Â Based on my knowledge, I, Norman S. Roth, certify, pursuant to 18 U.S.C. Section 1350, as adopted pursuant to Section 906 of the Sarbanes-Oxley Act of 2002, that the Quarterly Report of CareCloud, Inc. on Form 10-Q for the quarter ended June 30, 2024 fully complies with the requirements of Section 13(a) or 15(d) of the Securities Exchange Act of 1934 and that information contained in such Form 10-Q fairly presents in all material respects the financial condition and results of operations of CareCloud, Inc. Â Â CareCloud, Inc. Â Â Â Â By: /s/ Norman S. Roth Â Â Norman S. Roth Â Â Interim Chief Financial Officer (Principal Financial Officer) Â Â Â Dated: Â Â August 13, 2024 Â Â Â Â Â Â GRAPHIC 6 form10-q_001.jpg begin 644 form10-q_001.jpg M_]C_X 02D9)1@ ! 0$ 8 !@ # _VP!# @&!@<&!0@'!P<)"0@*#!0-# L+ M#!D2$P\4'1H?'AT:'!P@)"XG(" (L(QP<*#7]#A(6&AXB)BI*3E)66EYB9FJ*CI*6FIZBIJK*SM+6VM[BYNL+#Q,7& MQ\C)RM+3U-76U]C9VN'BX^3EYN?HZ>KQ\O/T]?;W^/GZ_\0 'P$ P$! 0$! 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B2(T&!DY)]23W-6**X)5)25F>K"E"#O%?U^@4445F:G__V0$! end EX-101.SCH 7 ccld-20240630.xsd XBRL SCHEMA FILE 00000001 - Document - Cover link:presentationLink link:calculationLink link:definitionLink 00000002 - Statement - Condensed Consolidated Balance Sheets link:presentationLink link:calculationLink link:definitionLink 00000003 - Statement - Condensed Consolidated Balance Sheets (Parenthetical) link:presentationLink link:calculationLink link:definitionLink 00000004 - Statement - Condensed Consolidated Statements of Operations (Unaudited) link:presentationLink link:calculationLink link:definitionLink 00000005 - Statement - Condensed Consolidated Statements of Comprehensive Income (Loss) (Unaudited) link:presentationLink link:calculationLink link:definitionLink 00000006 - Statement - Condensed Consolidated Statements of Shareholders' Equity (Unaudited) link:presentationLink link:calculationLink link:definitionLink 00000007 - Statement - Condensed Consolidated Statements of Shareholders' Equity (Unaudited) (Parenthetical) link:presentationLink link:calculationLink link:definitionLink 00000008 - Statement - Condensed Consolidated Statements of Cash Flows (Unaudited) link:presentationLink link:calculationLink link:definitionLink 00000009 - Disclosure - ORGANIZATION AND BUSINESS link:presentationLink link:calculationLink link:definitionLink 00000010 - Disclosure - BASIS OF PRESENTATION AND SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES link:presentationLink link:calculationLink link:definitionLink 00000011 - Disclosure - GOODWILL AND INTANGIBLE ASSETS-NET link:presentationLink link:calculationLink link:definitionLink 00000012 - Disclosure - NET LOSS PER COMMON SHARE link:presentationLink link:calculationLink link:definitionLink 00000013 - Disclosure - ACCRUED EXPENSES AND DEBT link:presentationLink link:calculationLink link:definitionLink 00000014 - Disclosure - LEASES link:presentationLink link:calculationLink link:definitionLink 00000015 - Disclosure - COMMITMENTS AND CONTINGENCIES link:presentationLink link:calculationLink link:definitionLink 00000016 - Disclosure - RELATED PARTIES link:presentationLink link:calculationLink link:definitionLink 00000017 - Disclosure - RESTRUCTURING COSTS link:presentationLink link:calculationLink link:definitionLink 00000018 - Disclosure - SHAREHOLDERSâ€™ EQUITY link:presentationLink link:calculationLink link:definitionLink 00000019 - Disclosure - REVENUE link:presentationLink link:calculationLink link:definitionLink 00000020 - Disclosure - STOCK-BASED COMPENSATION link:presentationLink link:calculationLink link:definitionLink 00000021 - Disclosure - INCOME TAXES link:presentationLink link:calculationLink link:definitionLink 00000022 - Disclosure - SEGMENT REPORTING link:presentationLink link:calculationLink link:definitionLink 00000023 - Disclosure - RESTATEMENT link:presentationLink link:calculationLink link:definitionLink 00000024 - Disclosure - BASIS OF PRESENTATION AND SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Policies) link:presentationLink link:calculationLink link:definitionLink 00000025 - Disclosure - GOODWILL AND INTANGIBLE ASSETS-NET (Tables) link:presentationLink link:calculationLink link:definitionLink 00000026 - Disclosure - NET LOSS PER COMMON SHARE (Tables) link:presentationLink link:calculationLink link:definitionLink 00000027 - Disclosure - ACCRUED EXPENSES AND DEBT (Tables) link:presentationLink link:calculationLink link:definitionLink 00000028 - Disclosure - LEASES (Tables) link:presentationLink link:calculationLink link:definitionLink 00000029 - Disclosure - RESTRUCTURING COSTS (Tables) link:presentationLink link:calculationLink link:definitionLink 00000030 - Disclosure - REVENUE (Tables) link:presentationLink link:calculationLink link:definitionLink 00000031 - Disclosure - STOCK-BASED COMPENSATION (Tables) link:presentationLink link:calculationLink link:definitionLink 00000032 - Disclosure - SEGMENT REPORTING (Tables) link:presentationLink link:calculationLink link:definitionLink 00000033 - Disclosure - RESTATEMENT (Tables) link:presentationLink link:calculationLink link:definitionLink 00000034 - Disclosure - BASIS OF PRESENTATION AND SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Details Narrative) link:presentationLink link:calculationLink link:definitionLink 00000035 - 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Disclosure - ACCRUED EXPENSES AND DEBT (Details Narrative) link:presentationLink link:calculationLink link:definitionLink 00000043 - Disclosure - SCHEDULE OF LEASE EXPENSE (Details) link:presentationLink link:calculationLink link:definitionLink 00000044 - Disclosure - SCHEDULE OF SUPPLEMENTAL BALANCE SHEET INFORMATION RELATED TO LEASES (Details) link:presentationLink link:calculationLink link:definitionLink 00000045 - Disclosure - SCHEDULE OF SUPPLEMENTAL CASH FLOW AND OTHER INFORMATION RELATED TO LEASES (Details) link:presentationLink link:calculationLink link:definitionLink 00000046 - Disclosure - SCHEDULE OF MATURITIES OF LEASE LIABILITIES (Details) link:presentationLink link:calculationLink link:definitionLink 00000047 - Disclosure - LEASES (Details Narrative) link:presentationLink link:calculationLink link:definitionLink 00000048 - Disclosure - COMMITMENTS AND CONTINGENCIES (Details Narrative) link:presentationLink link:calculationLink link:definitionLink 00000049 - Disclosure - RELATED PARTIES (Details Narrative) link:presentationLink link:calculationLink link:definitionLink 00000050 - 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link:calculationLink link:definitionLink 00000056 - Disclosure - REVENUE (Details Narrative) link:presentationLink link:calculationLink link:definitionLink 00000057 - Disclosure - DISCLOSURE OF SHARE-BASED COMPENSATION ARRANGEMENTS BY SHARE-BASED PAYMENT AWARD (Details) link:presentationLink link:calculationLink link:definitionLink 00000058 - Disclosure - SCHEDULE OF EMPLOYEE SERVICE SHARE-BASED COMPENSATION, ALLOCATION OF RECOGNIZED PERIOD COSTS (Details) link:presentationLink link:calculationLink link:definitionLink 00000059 - Disclosure - STOCK-BASED COMPENSATION (Details Narrative) link:presentationLink link:calculationLink link:definitionLink 00000060 - Disclosure - INCOME TAXES (Details Narrative) link:presentationLink link:calculationLink link:definitionLink 00000061 - Disclosure - SCHEDULE OF REVENUES, OPERATING EXPENSES AND OPERATING INCOME (LOSS) BY REPORTABLE SEGMENT (Details) link:presentationLink link:calculationLink link:definitionLink 00000062 - Disclosure - SCHEDULE OF ADJUSTMENTS TO THE CONSOLIDATED STATEMENT OF OPERATIONS (Details) link:presentationLink link:calculationLink link:definitionLink 00000063 - Disclosure - RESTATEMENT (Details Narrative) link:presentationLink link:calculationLink link:definitionLink EX-101.CAL 8 ccld-20240630_cal.xml XBRL CALCULATION FILE EX-101.DEF 9 ccld-20240630_def.xml XBRL DEFINITION FILE EX-101.LAB 10 ccld-20240630_lab.xml XBRL LABEL FILE Class of Stock [Axis] Common Stock, par value $0.001 per share 11% Series A Cumulative Redeemable Perpetual Preferred Stock, par value $0.001 per share 8.75% Series B Cumulative Redeemable Perpetual Preferred Stock, par value $0.001 per share Series A Preferred Stock [Member] Series B Preferred Stock [Member] Equity Components [Axis] Preferred Stock [Member] Common Stock [Member] Additional Paid-in Capital [Member] Retained Earnings [Member] AOCI Attributable to Parent [Member] Treasury Stock, Common [Member] Segments [Axis] Medical Practice Management Segment [Member] Healthcare IT [Member] Finite-Lived Intangible Assets by Major Class [Axis] Customer Relationships [Member] Capitalized Software [Member] Noncompete Agreements [Member] Other Intangible Assets [Member] Award Type [Axis] Restricted Stock Units (RSUs) [Member] Credit Facility [Axis] SVB Credit Facility [Member] Long-Term Debt, Type [Axis] Line of Credit [Member] Collaborative Arrangement and Arrangement Other than Collaborative [Axis] SVB Debt Agreement [Member] Additional Warrant [Member] Related and Nonrelated Parties [Axis] Ramapo Anesthesiologists, PC [Member] Statement of Financial Position Location, Balance [Axis] Accrued Expenses [Member] Title and Position [Axis] Physician [Member] Executive Chairman [Member] Related Party [Member] Former Non-Independent Directors [Member] Consulting Agreement [Member] Related Party Transaction [Axis] talkMD Clinicians [Member] Restructuring Type [Axis] Severance and Separation Costs [Member] Equity Awards Acceleration Costs [Member] Other Exit Related Costs [Member] Sale of Stock [Axis] At The Market Facility [Member] Product and Service [Axis] Technology-enabled Business Solutions [Member] Professional Services [Member] Printing and Mailing Services [Member] Group Purchasing Services [Member] Medical Practice Management [Member] Chronic Care Management [Member] Remote Patient Monitoring [Member] Billing Status, Type [Axis] Unbilled Revenues [Member] Other Noncurrent Assets [Member] Receivable Type [Axis] Trade Accounts Receivable [Member] Accounting Standards Update [Axis] Accounting Standards Update 2016-13 [Member] Statement of Income Location, Balance [Axis] Direct Operating Costs [Member] General and Administrative Expense [Member] Research and Development Expense [Member] Selling and Marketing Expense [Member] Unallocated Corporate Expenses [Member] Revision of Prior Period [Axis] Previously Reported [Member] Revision of Prior Period, Reclassification, Adjustment [Member] Statement [Table] Statement [Line Items] Document Type Amendment Flag Amendment Description Document Registration Statement Document Annual Report Document Quarterly Report Document Transition Report Document Shell Company Report Document Shell Company Event Date Document Period Start Date Document Period End Date Document Fiscal Period Focus Document Fiscal Year Focus Current Fiscal Year End Date Entity File Number Entity Registrant Name Entity Central Index Key Entity Primary SIC Number Entity Tax Identification Number Entity Incorporation, State or Country Code Entity Address, Address Line One Entity Address, Address Line Two Entity Address, Address Line Three Entity Address, City or Town Entity Address, State or Province Entity Address, Country Entity Address, Postal Zip Code Country Region City Area Code Local Phone Number Extension Written Communications Soliciting Material Pre-commencement Tender Offer Pre-commencement Issuer Tender Offer Title of 12(b) Security No Trading Symbol Flag Trading Symbol Security Exchange Name Title of 12(g) Security Security Reporting Obligation Annual Information Form Audited Annual Financial Statements Entity Well-known Seasoned Issuer Entity Voluntary Filers Entity Current Reporting Status Entity Interactive Data Current Entity Filer Category Entity Small Business Entity Emerging Growth Company Elected Not To Use the Extended Transition Period Document Accounting Standard Other Reporting Standard Item Number Entity Shell Company Entity Public Float Entity Bankruptcy Proceedings, Reporting Current Entity Common Stock, Shares Outstanding Documents Incorporated by Reference [Text Block] Entity Listing, Par Value Per Share Statement of Financial Position [Abstract] ASSETS Current assets: Cash Accounts receivable - net Contract asset Inventory Current assets - related party Prepaid expenses and other current assets Total current assets Property and equipment - net Operating lease right-of-use assets Intangible assets - net Goodwill Other assets TOTAL ASSETS LIABILITIES AND SHAREHOLDERSâ€™ EQUITY Current liabilities: Accounts payable Accrued compensation Accrued expenses Operating lease liability (current portion) Deferred revenue (current portion) Notes payable (current portion) Dividend payable Total current liabilities Notes payable Borrowings under line of credit Operating lease liability (non-current portion) Deferred revenue Total liabilities COMMITMENTS AND CONTINGENCIES (NOTE 7) SHAREHOLDERSâ€™ EQUITY: Preferred stock, $0.001 par value - authorized 7,000,000 shares. Series A, issued and outstanding 4,526,231 shares at June 30, 2024 and December 31, 2023. Series B, issued and outstanding 1,482,792 and 1,468,792 shares at June 30, 2024 and December 31, 2023, respectively Common stock, $0.001 par value - authorized 35,000,000 shares. Issued 16,885,986 and 16,620,891 shares at June 30, 2024 and December 31, 2023, respectively. Outstanding 16,145,187 and 15,880,092 shares at June 30, 2024 and December 31, 2023, respectively Additional paid-in capital Accumulated deficit Accumulated other comprehensive loss Less: 740,799 common shares held in treasury, at cost at June 30, 2024 and December 31, 2023 Total shareholdersâ€™ equity TOTAL LIABILITIES AND SHAREHOLDERSâ€™ EQUITY Preferred stock, par or stated value per share Preferred stock, shares authorized Preferred stock, shares issued Preferred stock, shares outstanding Common stock, par or stated value per share Common stock, shares authorized Common stock, shares issued Common stock, shares outstanding Treasury stock common shares Income Statement [Abstract] NET REVENUE OPERATING EXPENSES: Direct operating costs Selling and marketing General and administrative Research and development Depreciation and amortization Net loss on lease terminations, unoccupied lease charges and restructuring costs Total operating expenses OPERATING INCOME (LOSS) OTHER: Interest income Interest expense Other expense - net INCOME (LOSS) BEFORE PROVISION FOR INCOME TAXES Income tax provision NET INCOME (LOSS) Preferred stock dividend NET LOSS ATTRIBUTABLE TO COMMON SHAREHOLDERS Net loss per common share: basic Net loss per common share: diluted Weighted-average common shares used to compute basic loss per share Weighted-average common shares used to compute diluted loss per share NET INCOME (LOSS) OTHER COMPREHENSIVE (LOSS) INCOME Foreign currency translation adjustment COMPREHENSIVE INCOME (LOSS) Balance Balance, shares Cumulative effect of adopting ASC 326 Balance - January 1, 2023 after adoption Balance - January 1, 2023 after adoption, shares Net income (loss) Issuance of stock under the equity incentive plan Issuance of stock under the equity incentive plan, shares Stock-based compensation, net of cash settlements Preferred stock dividends Shares issued for services Shares issued for services, shares Issuance of Series B Preferred Stock Issuance of Series B Preferred Stock, shares Balance Balance, shares Dividend rate per share per month Statement of Cash Flows [Abstract] OPERATING ACTIVITIES: Adjustments to reconcile net income (loss) to net cash provided by operating activities: Depreciation and amortization Lease amortization Deferred revenue Provision for expected credit losses Provision for deferred income taxes Foreign exchange (gain) loss Interest accretion Stock-based compensation expense (benefit) Changes in operating assets and liabilities: Accounts receivable Contract asset Inventory Other assets Accounts payable and other liabilities Net cash provided by operating activities INVESTING ACTIVITIES: Purchases of property and equipment Capitalized software and other intangible assets Net cash used in investing activities FINANCING ACTIVITIES: Preferred stock dividends paid Settlement of tax withholding obligations on stock issued to employees Repayments of notes payable Proceeds from issuance of Series B Preferred Stock, net of expenses Proceeds from line of credit Repayment of line of credit Net cash used in financing activities EFFECT OF EXCHANGE RATE CHANGES ON CASH NET DECREASE IN CASH CASH - Beginning of the period CASH - End of the period SUPPLEMENTAL NONCASH INVESTING AND FINANCING ACTIVITIES: Dividends declared, not paid Purchase of prepaid insurance with assumption of note Reclass of deposits for property and equipment placed in service SUPPLEMENTAL INFORMATION - Cash paid during the period for: Income taxes Interest Organization, Consolidation and Presentation of Financial Statements [Abstract] ORGANIZATION AND BUSINESS Accounting Policies [Abstract] BASIS OF PRESENTATION AND SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES Goodwill And Intangible Assets-net GOODWILL AND INTANGIBLE ASSETS-NET Earnings Per Share [Abstract] NET LOSS PER COMMON SHARE Accrued Expenses And Debt ACCRUED EXPENSES AND DEBT Leases LEASES Commitments and Contingencies Disclosure [Abstract] COMMITMENTS AND CONTINGENCIES Related Party Transactions [Abstract] RELATED PARTIES Restructuring and Related Activities [Abstract] RESTRUCTURING COSTS Equity [Abstract] SHAREHOLDERSâ€™ EQUITY Revenue from Contract with Customer [Abstract] REVENUE Share-Based Payment Arrangement [Abstract] STOCK-BASED COMPENSATION Income Tax Disclosure [Abstract] INCOME TAXES Segment Reporting [Abstract] SEGMENT REPORTING Accounting Changes and Error Corrections [Abstract] RESTATEMENT Recent Accounting Pronouncements SCHEDULE OF CHANGES TO THE CARRYING AMOUNT OF GOODWILL SCHEDULE OF INTANGIBLE ASSETS SCHEDULE OF FINITE-LIVED INTANGIBLE ASSETS, FUTURE AMORTIZATION EXPENSE SCHEDULE OF RECONCILIATION OF WEIGHTED-AVERAGE SHARES OUTSTANDING FOR BASIC AND DILUTED NET LOSS PER COMMON SHARE SCHEDULE OF ACCRUED EXPENSES SCHEDULE OF LEASE EXPENSE SCHEDULE OF SUPPLEMENTAL BALANCE SHEET INFORMATION RELATED TO LEASES SCHEDULE OF SUPPLEMENTAL CASH FLOW AND OTHER INFORMATION RELATED TO LEASES SCHEDULE OF MATURITIES OF LEASE LIABILITIES SCHEDULE OF LIABILITIES ASSOCIATED WITH RESTRUCTURING COSTS SCHEDULE OF DISAGGREGATION OF REVENUE SCHEDULE OF CHANGES IN ACCOUNTS RECEIVABLE, CONTRACT ASSET AND DEFERRED REVENUE SCHEDULE OF TRADE ALLOWANCE FOR DOUBTFUL ACCOUNTS DISCLOSURE OF SHARE-BASED COMPENSATION ARRANGEMENTS BY SHARE-BASED PAYMENT AWARD SCHEDULE OF EMPLOYEE SERVICE SHARE-BASED COMPENSATION, ALLOCATION OF RECOGNIZED PERIOD COSTS SCHEDULE OF REVENUES, OPERATING EXPENSES AND OPERATING INCOME (LOSS) BY REPORTABLE SEGMENT SCHEDULE OF ADJUSTMENTS TO THE CONSOLIDATED STATEMENT OF OPERATIONS Goodwill impairment charges Net decrease in cash Working capital Dividend suspended Allowance for expected credit losses Schedule Of Changes To Carrying Amount Of Goodwill Beginning gross balance Impairment charges Ending gross balance Intangible Asset, Finite-Lived [Table] Finite-Lived Intangible Assets [Line Items] Total intangible assets Less: Accumulated amortization Intangible assets - net Schedule Of Finite-lived Intangible Assets Future Amortization Expense 2024 (six months) 2025 2026 2027 2028 Thereafter Amortization expense Net loss attributable to common shareholders Net loss attributable to common shareholders per share - basic Net loss attributable to common shareholders per share - diluted Preferred stock dividend amount Anti-dilutive shares Schedule Of Accrued Expenses Accrued expenses Payable to managed practices Taxes and other Total Line of Credit Facility [Table] Line of Credit Facility [Line Items] Secured revolving line of credit percentage Line of Credit Facility, Current Borrowing Capacity Line of Credit Facility, Interest Rate at Period End Minimum liquidity ratio reduction amendments expiry date Long-Term Line of Credit, Noncurrent Line of Credit Facility, Commitment Fee Description Percentage of shares in off shore facilities Line of Credit Facility, Remaining Borrowing Capacity Interest expense Upfront fees Warrants to purchase shares Payments for annual anniversary fee Warrant strike price Warrants exercise price Warrants term Line of credit facility, commitment fee amount Offshore bank accounts Schedule Of Lease Expense Operating lease cost Short-term lease cost Variable lease cost Total - net lease cost Schedule Of Supplemental Balance Sheet Information Related To Leases Current operating lease liabilities Non-current operating lease liabilities Total operating lease liabilities ROU assets Asset lease expense Foreign exchange gain/(loss) Operating leases, Weighted average remaining lease term Operating leases, Weighted average discount rate Operating cash flows from operating leases Operating leases, excluding impairments and terminations 2024 (six months) 2025 2026 2027 2028 Thereafter Total lease payments Less: imputed interest Total lease obligations Less: current obligations Long-term lease obligations Lease term, description Unoccupied lease charges Lease termination costs Additional costs of lease termination Sublease income Loss Contingencies [Table] Loss Contingencies [Line Items] Mitigation related costs Mitigation settlement payable Damages paid value Damages sought transition related costs Unpaid fees Advance amount Settlement claim amount Related Party Transaction [Table] Related Party Transaction [Line Items] Net revenue Receivable due from customer Rent expense Operating lease upgradations Payments to related party Lease expense per month for temporary housing Operating lease, right-of-use asset, net Shares issued for services Preferred stock dividend percentage Compensation for statement of work per month Other Expenses Consulting expenses Income taxes paid Restructuring Cost [Table] Restructuring Cost and Reserve [Line Items] Beginning balance Additions Payments and other adjustments Ending balance Estimated restructuring expense Restructuring expense incurred Subsidiary or Equity Method Investee, Sale of Stock, Type [Table] Subsidiary, Sale of Stock [Line Items] Shares available for sales, value Underwriter commission fees percentage Dividend, share-based payment arrangement, cash Dividends undeclared Disaggregation of Revenue [Table] Disaggregation of Revenue [Line Items] Revenue Accounts Receivable - Net, Opening Contract Assets, Opening Deferred Revenue (current), Opening Deferred Revenue (long term), Opening Accounts Receivable - Net, increase (decrease), net (Decrease) Increase in Contract with Customer, Asset Deferred Revenue (current), increase (decrease), net Deferred Revenue (long term), increase (decrease), net Accounts Receivable - Net, Closing Contract Assets, Closing Deferred Revenue (current), Closing Deferred Revenue (long term), Closing Beginning balance Adoption of ASC 326 Provision Recoveries/adjustments Write-offs Ending balance Revenue, remaining performance obligation, amount Contract with customer asset Deferred commissions Amortization of deferred sales commissions Schedule of Share-Based Compensation Arrangements by Share-Based Payment Award [Table] Share-Based Compensation Arrangement by Share-Based Payment Award [Line Items] Outstanding and unvested at beginning Granted Vested Forfeited Outstanding and unvested at ending Share-Based Payment Arrangement, Expensed and Capitalized, Amount [Table] Share-Based Payment Arrangement, Expensed and Capitalized, Amount [Line Items] Stock-based compensation (benefit) expense Share-based compensation arrangement by share-based payment award, number of shares available for grant Share-based payment award, number of shares issuance Share-based payment award, number of shares forfeited Share-based payment award, number of shares grant Number of cash-setttled awards Liability for cash settled amount Income tax expense Current income tax expense Foreign income tax expense Deferred income tax expense Deferred tax liability Schedule of Segment Reporting Information, by Segment [Table] Segment Reporting Information [Line Items] Loss on lease terminations, unoccupied lease charges and restructuring costs Accounting Standards Update and Change in Accounting Principle [Table] New Accounting Pronouncements or Change in Accounting Principle [Line Items] Preferred stock dividend Earned preferred stock dividend Cumulative effect of adoption of accounting standard update. Stockholders equity after adoption. Shares outstanding after adoption. Amortization of lease. Provision benefit for deferred income taxes. Payments to capitalized software and other intangible assets. Dividends declared, not paid. Purchase of prepaid insurance with assumption of note. Reclass of deposits for property and equipment placed in service. Working capital. Dividend suspended. Allowance for doubtful accounts adoption. Physician [Member] Medical Practice Management Segment [Member] Healthcare IT [Member] Executive Chairman [Member] Former Non-Independent Directors [Member] Consulting Agreement [Member] talkMD Clinicians [Member] Schedule Of Liabilities Associated With Restructuring Costs [Table Text Block] Severance and Separation Costs [Member] Equity Awards Acceleration Costs [Member] Shares authorized for sale value. At The Market Facility [Member] Underwriter commission fees percentage. Dividends undeclared. Chronic Care Management [Member] Remote Patient Monitoring [Member] Professional Services [Member] Group Purchasing Services [Member] Schedule of Changes in Accounts Receivable Contract Asset and Deferred Revenue [Table Text Block] Increase decrease in contract with customer liability current. Increase decrease deferred revenue long term. Deferred commissions. Payable To Managed Practices. Share-based payment award, number of shares issuance. Number of cash setttled awards. Liability for cash settled amount. Secured revolving line of credit percentage. SVB Credit Facility [Member] Minimum liquidity ratio reduction amendments expiry date. Percentage of shares in off shore facilities. Payment of upfront fees. SVB Debt Agreement [Member] Payments for annual anniversary fee. Warrant strike price. Medical Practice Management [Member] Unallocated Corporate Expenses [Member] Additional Warrant [Member] Insurance Financing [Member] Lease term description. Unoccupied lease charges. Lease termination costs. Additional costs of lease termination. Operation lease right of use assets, gross. Asset lease expense. Foreign exchange gain loss. Ramapo Anesthesiologists PC [Member] Accrued Expenses [Member] Loss on contingency unpaid fees. Advance amount. Capitalized Software [Member] Technology-enabled Business Solutions [Member] Printing and Mailing Services [Member] Direct Operating Costs [Member] Allowance for doubtful accounts receivable recoveries adjustments. Stock-based compensation (benefit) expense. Other Exit Related Costs [Member] Unamortized commissions current. Miscellaneous receivables current. Prepaid Expenses And Other Current Assets, Goodwill And Intangible Assets-Net [Text Block] Assets, Current Assets Liabilities, Current Liabilities Treasury Stock, Value Equity, Attributable to Parent Liabilities and Equity Operating Expenses Operating Income (Loss) Interest Expense, Other Income (Loss) from Continuing Operations before Income Taxes, Noncontrolling Interest Comprehensive Income (Loss), Net of Tax, Attributable to Parent Shares, Outstanding Preferred Stock Dividends, Income Statement Impact Other Depreciation and Amortization Increase (Decrease) in Contract with Customer, Liability Realized Gain (Loss), Foreign Currency Transaction, before Tax Increase (Decrease) in Accounts Receivable Increase

(Decrease) in Inventories Increase (Decrease) in Other Operating Assets Net Cash Provided by (Used in) Operating Activities Payments to Acquire Property, Plant, and Equipment PaymentsToCapitalizedSoftwareAndOtherIntangibleAssets Net Cash Provided by (Used in) Investing Activities Payments of Ordinary Dividends, Preferred Stock and Preference Stock Payment, Tax Withholding, Share-Based Payment Arrangement Repayments of Notes Payable Repayments of Lines of Credit Net Cash Provided by (Used in) Financing Activities Cash, Cash Equivalents, Restricted Cash, and Restricted Cash Equivalents, Including Disposal Group and Discontinued Operations DividendsDeclaredNotPaid Accrued Liabilities Lease, Cost Lessee, Operating Lease, Liability, to be Paid, Remainder of Fiscal Year Lessee, Operating Lease, Liability, to be Paid, Year One Lessee, Operating Lease, Liability, to be Paid, Year Two Lessee, Operating Lease, Liability, to be Paid, Year Three Lessee, Operating Lease, Liability, to be Paid, Year Four Lessee, Operating Lease, Liability, to be Paid, after Year Five Lessee, Operating Lease, Liability, to be Paid Lessee, Operating Lease, Liability, Undiscounted Excess Amount Restructuring Reserve Payments for Restructuring Increase (Decrease) in Receivables IncreaseDecreaseInContractWithCustomerLiabilityCurrent Accounts Receivable, Allowance for Credit Loss Accounts Receivable, Allowance for Credit Loss, Writeoff Share-Based Compensation Arrangement by Share-Based Payment Award, Equity Instruments Other than Options, Nonvested, Number Share-Based Compensation Arrangement by Share-Based Payment Award, Equity Instruments Other than Options, Vested in Period Share-Based Compensation Arrangement by Share-Based Payment Award, Equity Instruments Other than Options, Forfeited in Period EX-101.PRE 11 ccld-20240630_pre.xml XBRL PRESENTATION FILE XML 13 R1.htm IDEA: XBRL DOCUMENT v3.24.2.u1 Cover - $ / shares 6 Months Ended Jun. 30, 2024 Aug. 06, 2024 Document Type 10-Q Â Amendment Flag false Â Document Quarterly Report true Â Document Transition Report false Â Document Period End Date Jun. 30, 2024 Â Document Fiscal Period Focus Q2 Â Document Fiscal Year Focus 2024 Â Current Fiscal Year End Date --12-31 Â Entity File Number 001-36529 Â Entity Registrant Name CareCloud, Inc. Â Entity Central Index Key 0001582982 Â Entity Tax Identification Number 22-3832302 Â Entity Incorporation, State or Country Code DE Â Entity Address, Address Line One 7 Clyde Road Â Entity Address, City or Town Somerset Â Entity Address, State or Province NJ Â Entity Address, Postal Zip Code 08873 Â City Area Code (732) Â Local Phone Number 873-5133 Â Entity Current Reporting Status Yes Â Entity Interactive Data Current Yes Â Entity Filer Category Non-accelerated Filer Â Entity Small Business true Â Entity Emerging Growth Company false Â Entity Shell Company false Â Entity Common Stock, Shares Outstanding Â 16,213,607 Entity Listing, Par Value Per Share $ 0.001 Â Common Stock, par value $0.001 per share Â Â Title of 12(b) Security Common Stock, par value $0.001 per share Â Trading Symbol CCLD Â Security Exchange Name NASDAQ Â 11% Series A Cumulative Redeemable Perpetual Preferred Stock, par value $0.001 per share Â Â Title of 12(b) Security 11% Series A Cumulative Redeemable Perpetual Preferred Stock, par value $0.001 per share Â Trading Symbol CCLDP Â Security Exchange Name NASDAQ Â 8.75% Series B Cumulative Redeemable Perpetual Preferred Stock, par value $0.001 per share Â Â Title of 12(b) Security 8.75% Series B Cumulative Redeemable Perpetual Preferred Stock, par value $0.001 per share Â Trading Symbol CCLDO Â Security Exchange Name NASDAQ Â X - DefinitionBoolean flag that is true when the XBRL content amends previously-filed or accepted submission. + ReferencesNo definition available. + Details Name: dei_AmendmentFlag Namespace Prefix: dei_ Data Type: xbrli:booleanItemType Balance Type: na Period Type: duration X - DefinitionArea code of city + ReferencesNo definition available. + Details Name: dei_CityAreaCode Namespace Prefix: dei_ Data Type: xbrli:normalizedStringItemType Balance Type: na Period Type: duration X - DefinitionEnd date of current fiscal year in the format --MM-DD. + ReferencesNo definition available. + Details Name: dei_CurrentFiscalYearEndDate Namespace Prefix: dei_ Data Type: xbrli:gMonthDayItemType Balance Type: na Period Type: duration X - DefinitionFiscal period values are FY, Q1, Q2, and Q3. 1st, 2nd and 3rd quarter 10-Q or 10-QT statements have value Q1, Q2, and Q3 respectively, with 10-K, 10-KT or other fiscal year statements having FY. + ReferencesNo definition available. + Details Name: dei_DocumentFiscalPeriodFocus Namespace Prefix: dei_ Data Type: dei:fiscalPeriodItemType Balance Type: na Period Type: duration X - DefinitionThis is focus fiscal year of the document report in YYYY format. For a 2006 annual report, which may also provide financial information from prior periods, fiscal 2006 should be given as the fiscal year focus. Example: 2006. + ReferencesNo definition available. + Details Name: dei_DocumentFiscalYearFocus Namespace Prefix: dei_ Data Type: xbrli:gYearItemType Balance Type: na Period Type: duration X - DefinitionFor the EDGAR submission types of Form 8-K: the date of the report, the date of the earliest event reported; for the EDGAR submission types of Form N-1A: the filing date; for all other submission types: the end of the reporting or transition period. The format of the date is YYYY-MM-DD. + ReferencesNo definition available. + Details Name: dei_DocumentPeriodEndDate Namespace Prefix: dei_ Data Type: xbrli:dateItemType Balance Type: na Period Type: duration X - DefinitionBoolean flag that is true only for a form used as an quarterly report. + ReferencesReference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Form 10-Q -Number 240 -Section 308 -Subsection a + Details Name: dei_DocumentQuarterlyReport Namespace Prefix: dei_ Data Type: xbrli:booleanItemType Balance Type: na Period Type: duration X - DefinitionBoolean flag that is true only for a form used as a transition report. + ReferencesReference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Forms 10-K, 10-Q, 20-F -Number 240 -Section 13 -Subsection a-1 + Details Name: dei_DocumentTransitionReport Namespace Prefix: dei_ Data Type: xbrli:booleanItemType Balance Type: na Period Type: duration X - DefinitionThe type of document being provided (such as 10-K, 10-Q, 485BPOS, etc). The document type is limited to the same value as the supporting SEC submission type, or the word 'Other'. + ReferencesNo definition available. + Details Name: dei_DocumentType Namespace Prefix: dei_ Data Type: dei:submissionTypeItemType Balance Type: na Period Type: duration X - DefinitionAddress Line 1 such as Attn, Building Name, Street Name + ReferencesNo definition available. + Details Name: dei_EntityAddressAddressLine1 Namespace Prefix: dei_ Data Type: xbrli:normalizedStringItemType Balance Type: na Period Type: duration X - DefinitionName of the City or Town + ReferencesNo definition available. + Details Name: dei_EntityAddressCityOrTown Namespace Prefix: dei_ Data Type: xbrli:normalizedStringItemType Balance Type: na Period Type: duration X - DefinitionCode for the postal or zip code + ReferencesNo definition available. + Details Name: dei_EntityAddressPostalZipCode Namespace Prefix: dei_ Data Type: xbrli:normalizedStringItemType Balance Type: na Period Type: duration X - DefinitionName of the state or province. + ReferencesNo definition available. + Details Name: dei_EntityAddressStateOrProvince Namespace Prefix: dei_ Data Type: dei:stateOrProvinceItemType Balance Type: na Period Type: duration X - DefinitionA unique 10-digit SEC-issued value to identify entities that have filed disclosures with the SEC. It is commonly abbreviated as CIK. + ReferencesReference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Exchange Act -Number 240 -Section 12 -Subsection b-2 + Details Name: dei_EntityCentralIndexKey Namespace Prefix: dei_ Data Type: dei:centralIndexKeyItemType Balance Type: na Period Type: duration X - DefinitionIndicate number of shares or other units outstanding of each of registrant's classes of capital or common stock or other ownership interests, if and as stated on cover of related periodic report. Where multiple classes or units exist define each class/interest by adding class of stock items such as Common Class A [Member], Common Class B [Member] or Partnership Interest [Member] onto the Instrument [Domain] of the Entity Listings, Instrument. + ReferencesNo definition available. + Details Name: dei_EntityCommonStockSharesOutstanding Namespace Prefix: dei_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: instant X - DefinitionIndicate 'Yes' or 'No' whether registrants (1) have filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that registrants were required to file such reports), and (2) have been subject to such filing requirements for the past 90 days. This information should be based on the registrant's current or most recent filing containing the related disclosure. + ReferencesNo definition available. + Details Name: dei_EntityCurrentReportingStatus Namespace Prefix: dei_ Data Type: dei:yesNoItemType Balance Type: na Period Type: duration X - DefinitionIndicate if registrant meets the emerging growth company criteria. + ReferencesReference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Exchange Act -Number 240 -Section 12 -Subsection b-2 + Details Name: dei_EntityEmergingGrowthCompany Namespace Prefix: dei_ Data Type: xbrli:booleanItemType Balance Type: na Period Type: duration X - DefinitionCommission file number. The field allows up to 17 characters. The prefix may contain 1-3 digits, the sequence number may contain 1-8 digits, the optional suffix may contain 1-4 characters, and the fields are separated with a hyphen. + ReferencesNo definition available. + Details Name: dei_EntityFileNumber Namespace Prefix: dei_ Data Type: dei:fileNumberItemType Balance Type: na Period Type: duration X - DefinitionIndicate whether the registrant is one of the following: Large Accelerated Filer, Accelerated Filer, Non-accelerated Filer. Definitions of these categories are stated in Rule 12b-2 of the Exchange Act. This information should be based on the registrant's current or most recent filing containing the related disclosure. + ReferencesReference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Exchange Act -Number 240 -Section 12 -Subsection b-2 + Details Name: dei_EntityFilerCategory Namespace Prefix: dei_ Data Type: dei:filerCategoryItemType Balance Type: na Period Type: duration X - DefinitionTwo-character EDGAR code representing the state or country of incorporation. + ReferencesNo definition available. + Details Name: dei_EntityIncorporationStateCountryCode Namespace Prefix: dei_ Data Type: dei:edgarStateCountryItemType Balance Type: na Period Type: duration X - DefinitionBoolean flag that is true when the registrant has submitted electronically every Interactive Data File required to be submitted pursuant to Rule 405 of Regulation S-T during the preceding 12 months (or for such shorter period that the registrant was required to submit such files). + ReferencesReference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Regulation S-T -Number 232 -Section 405 + Details Name: dei_EntityInteractiveDataCurrent Namespace Prefix: dei_ Data Type: dei:yesNoItemType Balance Type: na Period Type: duration X - DefinitionThe par value per share of security quoted in same currency as Trading currency. Example: '0.01'. + ReferencesNo definition available. + Details Name: dei_EntityListingParValuePerShare Namespace Prefix: dei_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: duration X - DefinitionThe exact name of the entity filing the report as specified in its charter, which is required by forms filed with the SEC. + ReferencesReference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Exchange Act -Number 240 -Section 12 -Subsection b-2 + Details Name: dei_EntityRegistrantName Namespace Prefix: dei_ Data Type: xbrli:normalizedStringItemType Balance Type: na Period Type: duration X - DefinitionBoolean flag that is true when the registrant is a shell company as defined in Rule 12b-2 of the Exchange Act. + ReferencesReference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Exchange Act -Number 240 -Section 12 -Subsection b-2 + Details Name: dei_EntityShellCompany Namespace Prefix: dei_ Data Type: xbrli:booleanItemType Balance Type: na Period Type: duration X - DefinitionIndicates that the company is a Smaller Reporting Company (SRC). + ReferencesReference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Exchange Act -Number 240 -Section 12 -Subsection b-2 + Details Name: dei_EntitySmallBusiness Namespace Prefix: dei_ Data Type: xbrli:booleanItemType Balance Type: na Period Type: duration X - DefinitionThe Tax Identification Number (TIN), also known as an Employer Identification Number (EIN), is a unique 9-digit value assigned by the IRS. + ReferencesReference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Exchange Act -Number 240 -Section 12 -Subsection b-2 + Details Name: dei_EntityTaxIdentificationNumber Namespace Prefix: dei_ Data Type: dei:employerIdItemType Balance Type: na Period Type: duration X - DefinitionLocal phone number for entity. + ReferencesNo definition available. + Details Name: dei_LocalPhoneNumber Namespace Prefix: dei_ Data Type: xbrli:normalizedStringItemType Balance Type: na Period Type: duration X - DefinitionTitle of a 12(b) registered security. + ReferencesReference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Exchange Act -Number 240 -Section 12 -Subsection b + Details Name: dei_Security12bTitle Namespace Prefix: dei_ Data Type: dei:securityTitleItemType Balance Type: na Period Type: duration X - DefinitionName of the Exchange on which a security is registered. + ReferencesReference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Exchange Act -Number 240 -Section 12 -Subsection d1-1 + Details Name: dei_SecurityExchangeName Namespace Prefix: dei_ Data Type: dei:edgarExchangeCodeItemType Balance Type: na Period Type: duration X - DefinitionTrading symbol of an instrument as listed on an exchange. + ReferencesNo definition available. + Details Name: dei_TradingSymbol Namespace Prefix: dei_ Data Type: dei:tradingSymbolItemType Balance Type: na Period Type: duration X - Details Name: us-gaap_StatementClassOfStockAxis=CCLD_CommonStockParValue0.001PerShareMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_StatementClassOfStockAxis=CCLD_Sec11SeriesCumulativeRedeemablePerpetualPreferredStockParValue0.001PerShareMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_StatementClassOfStockAxis=CCLD_Sec8.75SeriesBCumulativeRedeemablePerpetualPreferredStockParValue0.001PerShareMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 14 R2.htm IDEA: XBRL DOCUMENT v3.24.2.u1 Condensed Consolidated Balance Sheets - USD ($) $ in Thousands Jun. 30, 2024 Dec. 31, 2023 Current assets: Â Â Cash $ 2,617 $ 3,331 Accounts receivable - net 13,079 11,888 Contract asset 4,800 5,094 Inventory 497 465 Current assets - related party 16 16 Prepaid expenses and other current assets 2,907 2,449 Total current assets 23,916 23,243 Property and equipment - net 5,055 5,317 Operating lease right-of-use assets 3,732 4,365 Intangible assets - net 21,497 25,074 Goodwill 19,186 19,186 Other assets 624 641 TOTAL ASSETS 74,010 77,826 Current liabilities: Â Â Accounts payable 5,448 5,798 Accrued compensation 2,824 3,444 Accrued expenses 6,619 5,065 Operating lease liability (current portion) 1,623 1,888 Deferred revenue (current portion) 1,224 1,380 Notes payable (current portion) 66 292 Dividend payable 5,438 5,433 Total current liabilities 23,242 23,300 Notes payable 33 37 Borrowings under line of credit 5,000 10,000 Operating lease liability (non-current portion) 2,101 2,516 Deferred revenue 390 256 Total liabilities 30,766 36,109 COMMITMENTS AND CONTINGENCIES (NOTE 7) SHAREHOLDERSâ€™ EQUITY: Â Â Preferred stock, $0.001 par value - authorized 7,000,000 shares. Series A, issued and outstanding 4,526,231 shares at June 30, 2024 and December 31, 2023. Series B, issued and outstanding 1,482,792 and 1,468,792 shares at June 30, 2024 and December 31, 2023, respectively 6 6 Common stock, $0.001 par value - authorized 35,000,000 shares. Issued 16,885,986 and 16,620,891 shares at June 30, 2024 and December 31, 2023, respectively. Outstanding 16,145,187 and 15,880,092 shares at June 30, 2024 and December 31, 2023, respectively 17 17 Additional paid-in capital 120,840 120,706 Accumulated deficit (73,048) (74,481) Accumulated other comprehensive loss (3,909) (3,869) Less: 740,799 common shares held in treasury, at cost at June 30, 2024 and December 31, 2023 (662) (662) Total shareholdersâ€™ equity 43,244 41,717 TOTAL LIABILITIES AND SHAREHOLDERSâ€™ EQUITY $ 74,010 $ 77,826 X - DefinitionCarrying value as of the balance sheet date of liabilities incurred (and for which invoices have typically been received) and payable to vendors for goods and services received that are used in an entity's business. Used to reflect the current portion of the liabilities (due within one year or within the normal operating cycle if longer). + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(19)(a)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481372/852-10-55-10 + Details Name: us-gaap_AccountsPayableCurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount, after allowance for credit loss, of right to consideration from customer for product sold and service rendered in normal course of business, classified as current. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 310 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481990/310-10-45-2 + Details Name: us-gaap_AccountsReceivableNetCurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionCarrying value as of the balance sheet date of obligations incurred and payable, pertaining to costs that are statutory in nature, are incurred on contractual obligations, or accumulate over time and for which invoices have not yet been received or will not be rendered. Examples include taxes, interest, rent and utilities. Used to reflect the current portion of the liabilities (due within one year or within the normal operating cycle if longer). + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(20)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_AccruedLiabilitiesCurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount, after tax, of accumulated increase (decrease) in equity from transaction and other event and circumstance from nonowner source. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 220 -SubTopic 10 -Section 45 -Paragraph 14A -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-14AReference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 11 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-11Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 40 -Name Accounting Standards Codification -Section 65 -Paragraph 2 -Subparagraph (g)(2)(ii) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480016/944-40-65-2Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 40 -Name Accounting Standards Codification -Section 65 -Paragraph 2 -Subparagraph (h)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480016/944-40-65-2Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(30)(a)(4)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-03(a)(23)(a)(3)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478777/944-210-S99-1Reference 7: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 220 -SubTopic 10 -Section 45 -Paragraph 14 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-

14 + Details Name: us-gaap_AccumulatedOtherComprehensiveIncomeLossNetOfTax Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of excess of issue price over par or stated value of stock and from other transaction involving stock or stockholder. Includes, but is not limited to, additional paid-in capital (APIC) for common and preferred stock. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481372/852-10-55-10Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-04(18)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-1Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(30)(a)(1)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_AdditionalPaidInCapital Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of asset recognized for present right to economic benefit. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 48 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482785/280-10-55-48Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 49 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482785/280-10-55-49Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 270 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482964/270-10-50-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (ee) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 5: http://fasb.org/us-gaap/role/ref/otherTransitionRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 22 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-22Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (bb) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481203/810-10-50-3Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 25 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481231/810-10-45-25Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(g)(1)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 323 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481687/323-10-50-3Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 825 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 28 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482907/825-10-50-28Reference 12: http://www.xbrl.org/2003/role/exampleRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481372/852-10-55-10Reference 13: http://www.xbrl.org/2003/role/exampleRef -Topic 946 -SubTopic 830 -Name Accounting Standards Codification -Section 55 -Paragraph 12 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479168/946-830-55-12Reference 14: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-03(a)(12)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478777/944-210-S99-1Reference 15: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-04(8)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-1Reference 16: http://www.xbrl.org/2003/role/disclosureRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(18)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 17: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 18: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 19: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 20: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 21: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 22: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 23: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 24: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 25: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(B)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 26: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 27: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 28: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 7 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481404/852-10-50-7Reference 29: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 30 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-30Reference 30: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 942 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-03(11)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478546/942-210-S99-1 + Details Name: us-gaap_Assets Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount of asset recognized for present right to economic benefit, classified as current. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (bb) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481203/810-10-50-3Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 25 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481231/810-10-45-25Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(g)(1)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 323 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481687/323-10-50-3Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 825 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 28 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482907/825-10-50-28Reference 6: http://www.xbrl.org/2003/role/exampleRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481372/852-10-55-10Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483467/210-10-45-1Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(9)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 10: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 11: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 14: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 15: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 16: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 17: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(B)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 18: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 19: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 20: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 7 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481404/852-10-50-7 + Details Name: us-gaap_AssetsCurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - ReferencesNo definition available. + Details Name: us-gaap_AssetsCurrentAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount of currency on hand as well as demand deposits with banks or financial institutions. Includes other kinds of accounts that have the general characteristics of demand deposits. Excludes cash and cash equivalents within disposal group and discontinued operation. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481372/852-10-55-10Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 946 -SubTopic 830 -Name Accounting Standards Codification -Section 55 -Paragraph 12 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479168/946-830-55-12Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-03(a)(2)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478777/944-210-S99-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-04(4)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-1Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section 45 -Paragraph 21 -Publisher FASB -URI https://asc.fasb.org/1943274/2147477796/946-210-45-21Reference 6: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(1)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Name Accounting Standards Codification -Section 45 -Paragraph 20 -SubTopic 210 -Topic 946 -Publisher FASB -URI https://asc.fasb.org/1943274/2147477796/946-210-45-20 + Details Name: us-gaap_Cash Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionRepresents the caption on the face of the balance sheet to indicate that the entity has entered into (1) purchase or supply arrangements that will require expending a portion of its resources to meet the terms thereof, and (2) is exposed to potential losses or, less frequently, gains, arising from (a) possible claims against a company's resources due to future performance under contract terms, and (b) possible losses or likely gains from uncertainties that will ultimately be resolved when one or more future events that are deemed likely to occur do occur or fail to occur. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 942 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-03(17)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478546/942-210-S99-1Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(25)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-03(a)(19)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478777/944-210-S99-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-04(15)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-1 + Details Name: us-gaap_CommitmentsAndContingencies Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAggregate par or stated value of issued nonredeemable common stock (or common stock redeemable solely at the option of the issuer). This item includes treasury stock repurchased by the entity. Note: elements for number of nonredeemable common shares, par value and other disclosure concepts are in another section within stockholders' equity. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(29)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481372/852-10-55-10Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-03(a)(22)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478777/944-210-S99-1 + Details Name: us-gaap_CommonStockValue Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount, after allowance for credit loss, of right to consideration in exchange for good or service transferred to customer when right is conditioned on something other than passage of time, classified as current. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479837/606-10-45-3Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479837/606-10-45-1Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 8 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-8 + Details Name: us-gaap_ContractWithCustomerAssetNetCurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount of obligation to transfer good or service to customer for which consideration has been received or is receivable, classified as current. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479837/606-10-45-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 8 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-8Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -

Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479837/606-10-45-2 + Details Name: us-gaap_ContractWithCustomerLiabilityCurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of obligation to transfer good or service to customer for which consideration has been received or is receivable, classified as noncurrent. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 45 - Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479837/606-10-45-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 8 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-8Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479837/606-10-45-2 + Details Name: us-gaap_ContractWithCustomerLiabilityNoncurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionCarrying value as of the balance sheet date of dividends declared but unpaid on equity securities issued by the entity and outstanding. Used to reflect the current portion of the liabilities (due within one year or within the normal operating cycle if longer). + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(20)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_DividendsPayableCurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionTotal of the carrying values as of the balance sheet date of obligations incurred through that date and payable for obligations related to services received from employees, such as accrued salaries and bonuses, payroll taxes and fringe benefits. Used to reflect the current portion of the liabilities (due within one year or within the normal operating cycle if longer). + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(20)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_EmployeeRelatedLiabilitiesCurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount, after accumulated impairment loss, of asset representing future economic benefit arising from other asset acquired in business combination or from joint venture formation or both, that is not individually identified and separately recognized. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 49 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482785/280-10-55-49Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 24 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482548/350-20-55-24Reference 3: http://www.xbrl.org/2003/role/exampleRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 100 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482078/820-10-55-100Reference 4: http://www.xbrl.org/2003/role/exampleRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481372/852-10-55-10Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(15)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482598/350-20-45-1Reference 7: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482573/350-20-50-1Reference 8: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (h) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482573/350-20-50-1Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 942 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-03(10)(1)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478546/942-210-S99-1 + Details Name: us-gaap_Goodwill Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionSum of the carrying amounts of all intangible assets, excluding goodwill, as of the balance sheet date, net of accumulated amortization and impairment charges. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482665/350-30-50-2Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482665/350-30-50-2Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482686/350-30-45-1 + Details Name: us-gaap_IntangibleAssetsNetExcludingGoodwill Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount after valuation and LIFO reserves of inventory expected to be sold, or consumed within one year or operating cycle, if longer. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481372/852-10-55-10Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483467/210-10-45-1Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(6)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_InventoryNet Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount of liability recognized for present obligation requiring transfer or otherwise providing economic benefit to others. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(22)) -SubTopic 10 -Topic 210 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(20)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(24)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 4: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(19)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 5: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(25)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 6: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(26)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 7: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(23)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 8: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(21)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481203/810-10-50-3Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 25 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481231/810-10-45-25Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (bb) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481203/810-10-50-3Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(g)(1)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1Reference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 323 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481687/323-10-50-3Reference 14: http://www.xbrl.org/2003/role/disclosureRef -Topic 825 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 28 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482907/825-10-50-28Reference 15: http://www.xbrl.org/2003/role/exampleRef -Topic 946 -SubTopic 830 -Name Accounting Standards Codification -Section 55 -Paragraph 12 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479168/946-830-55-12Reference 16: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-04(14)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-1Reference 17: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 18: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 19: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 20: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 21: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 22: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 23: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 24: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(B)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 25: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 26: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 27: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 7 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481404/852-10-50-7Reference 28: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 7 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481404/852-10-50-7Reference 29: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 30 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-30 + Details Name: us-gaap_Liabilities Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of liabilities and equity items, including the portion of equity attributable to noncontrolling interests, if any. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481372/852-10-55-10Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-03(a)(25)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478777/944-210-S99-1Reference 3: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(g)(1)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1Reference 4: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 323 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481687/323-10-50-3Reference 5: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 825 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 28 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482907/825-10-50-28Reference 6: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 942 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-03(23)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478546/942-210-S99-1Reference 7: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(32)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_LiabilitiesAndStockholdersEquity Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionTotal obligations incurred as part of normal operations that are expected to be paid during the following twelve months or within one business cycle, if longer. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(21)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481203/810-10-50-3Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 25 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481231/810-10-45-25Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (bb) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481203/810-10-50-3Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(g)(1)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 323 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481687/323-10-50-3Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 825 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 28 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482907/825-10-50-28Reference 8: http://www.xbrl.org/2003/role/exampleRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481372/852-10-55-10Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 5 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483467/210-10-45-5Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 11: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 14: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 15: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 16: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 17: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(B)) -Publisher

FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 18: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 19: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 20: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 7 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481404/852-10-50-7Reference 21: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 7 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481404/852-10-50-7 + Details Name: us-gaap_LiabilitiesCurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - ReferencesNo definition available. + Details Name: us-gaap_LiabilitiesCurrentAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe carrying value as of the balance sheet date of the noncurrent portion of long-term obligations drawn from a line of credit, which is a bank's commitment to make loans up to a specific amount. Examples of items that might be included in the application of this element may consist of letters of credit, standby letters of credit, and revolving credit arrangements, under which borrowings can be made up to a maximum amount as of any point in time conditional on satisfaction of specified terms before, as of and after the date of drawdowns on the line. Includes short-term obligations that would normally be classified as current liabilities but for which (a) postbalance sheet date issuance of a long term obligation to refinance the short term obligation on a long term basis, or (b) the enterprise has entered into a financing agreement that clearly permits the enterprise to refinance the short-term obligation on a long term basis and the following conditions are met (1) the agreement does not expire within 1 year and is not cancelable by the lender except for violation of an objectively determinable provision, (2) no violation exists at the BS date, and (3) the lender has entered into the financing agreement is expected to be financially capable of honoring the agreement. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(22)) -SubTopic 10 -Topic 210 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 470 -SubTopic 10 -Section 45 -Paragraph 13 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481573/470-10-45-13Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 470 -SubTopic 10 -Section 45 -Paragraph 14 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481573/470-10-45-14 + Details Name: us-gaap_LongTermLineOfCredit Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionCarrying value as of the balance sheet date of notes payable (with maturities initially due after one year or beyond the operating cycle if longer), excluding current portion. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(22)) -SubTopic 10 -Topic 210 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_LongTermNotesPayable Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionSum of the carrying values as of the balance sheet date of the portions of long-term notes payable due within one year or the operating cycle if longer. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(20)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(19)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_NotesPayableCurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionPresent value of lessee's discounted obligation for lease payments from operating lease, classified as current. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479041/842-20-45-1 + Details Name: us-gaap_OperatingLeaseLiabilityCurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionPresent value of lessee's discounted obligation for lease payments from operating lease, classified as noncurrent. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479041/842-20-45-1 + Details Name: us-gaap_OperatingLeaseLiabilityNoncurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of lessee's right to use underlying asset under operating lease. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479041/842-20-45-1 + Details Name: us-gaap_OperatingLeaseRightOfUseAsset Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount of noncurrent assets classified as other. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(17)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_OtherAssetsNoncurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount, after allowance, of receivables classified as other, due within one year or the operating cycle, if longer. + ReferencesNo definition available. + Details Name: us-gaap_OtherReceivablesNetCurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAggregate par or stated value of issued nonredeemable preferred stock (or preferred stock redeemable solely at the option of the issuer). This item includes treasury stock repurchased by the entity. Note: elements for number of nonredeemable preferred shares, par value and other disclosure concepts are in another section within stockholders' equity. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(28)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481372/852-10-55-10Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-03(a)(21)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478777/944-210-S99-1 + Details Name: us-gaap_PreferredStockValue Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of asset related to consideration paid in advance for costs that provide economic benefits in future periods, and amount of other assets that are expected to be realized or consumed within one year or the normal operating cycle, if longer. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(9)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_PrepaidExpenseAndOtherAssetsCurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount after accumulated depreciation, depletion and amortization of physical assets used in the normal conduct of business to produce goods and services and not intended for resale. Examples include, but are not limited to, land, buildings, machinery and equipment, office equipment, and furniture and fixtures. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 50 -Paragraph 1 -SubTopic 10 -Topic 360 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482099/360-10-50-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 7A -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478964/842-20-50-7AReference 3: http://www.xbrl.org/2003/role/exampleRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481372/852-10-55-10Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-03(a)(8)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478777/944-210-S99-1Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 942 -SubTopic 360 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147478451/942-360-50-1 + Details Name: us-gaap_PropertyPlantAndEquipmentNet Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount of accumulated undistributed earnings (deficit). + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(30)(a)(3)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481372/852-10-55-10Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 40 -Name Accounting Standards Codification -Section 65 -Paragraph 2 -Subparagraph (g)(2)(i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480016/944-40-65-2Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 40 -Name Accounting Standards Codification -Section 65 -Paragraph 2 -Subparagraph (h)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480016/944-40-65-2Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 11 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480990/946-20-50-11Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-03(a)(23)(a)(4)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478777/944-210-S99-1Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-04(17)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-1Reference 8: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.3-04) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480008/505-10-S99-1 + Details Name: us-gaap_RetainedEarningsAccumulatedDeficit Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of equity (deficit) attributable to parent. Excludes temporary equity and equity attributable to noncontrolling interest. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(29)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(30)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(31)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 4: http://www.xbrl.org/2003/role/exampleRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481372/852-10-55-10Reference 5: http://www.xbrl.org/2003/role/exampleRef -Topic 946 -SubTopic 830 -Name Accounting Standards Codification -Section 55 -Paragraph 12 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479168/946-830-55-12Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-04(19)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-1Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.6-05(4)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-2Reference 8: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(4)(b)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(6)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(7)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3Reference 11: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(g)(1)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1Reference 12: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 323 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481687/323-10-50-3Reference 13: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 825 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 28 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482907/825-10-50-28Reference 14: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 310 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SAB Topic 4.E) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480418/310-10-S99-2 + Details Name: us-gaap_StockholdersEquity Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - ReferencesNo definition available. + Details Name: us-gaap_StockholdersEquityAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe amount allocated to treasury stock. Treasury stock is common and preferred shares of an entity that were issued, repurchased by the entity, and are held in its treasury. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(29)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(30)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 505 -SubTopic 30 -Section 50 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481520/505-30-50-4Reference 4: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 505 -SubTopic 30 -Section 45 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481549/505-30-45-1 + Details Name: us-gaap_TreasuryStockValue Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant XML 15 R3.htm IDEA: XBRL DOCUMENT v3.24.2.u1 Condensed Consolidated Balance Sheets (Parenthetical) - $ / shares Jun. 30, 2024 Dec. 31, 2023 Preferred stock, par or stated value per share $ 0.001 $ 0.001 Preferred stock, shares authorized 7,000,000 7,000,000 Common stock, par or stated value per share $ 0.001 $ 0.001 Common stock, shares authorized 35,000,000 35,000,000 Common stock, shares issued 16,885,986 16,620,891 Common stock, shares outstanding 16,145,187 15,880,092 Treasury stock common shares 740,799 740,799 Series A Preferred Stock [Member] Â Â Preferred stock, shares issued 4,526,231 4,526,231 Preferred stock, shares outstanding 4,526,231 4,526,231 Series B Preferred Stock [Member] Â Â Preferred stock, shares issued 1,482,792 1,468,792 Preferred stock, shares outstanding 1,482,792 1,468,792 X - DefinitionFace amount or stated value per share of common stock. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(29)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_CommonStockParOrStatedValuePerShare Namespace Prefix: us-gaap_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: instant X - DefinitionThe maximum number of common shares permitted to be issued by an entity's charter and bylaws. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(29)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-04(16)(a)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-1 + Details Name: us-gaap_CommonStockSharesAuthorized Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: instant X - DefinitionTotal number of common shares of an entity that have been sold or granted to shareholders (includes common shares that were issued, repurchased and remain in the treasury). These shares represent capital invested by the firm's shareholders and owners, and may be all or only a portion of the number of shares authorized. Shares issued include shares outstanding and shares held in the treasury. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(29)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_CommonStockSharesIssued Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: instant X - DefinitionNumber of shares of common stock outstanding. Common stock represent the ownership interest in a corporation. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -

Section 50 -Paragraph 2 -SubTopic 10 -Topic 505 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-2Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(29)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.6-05(4)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-2Reference 4: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(4)(b)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-04(16)(a)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-1Reference 6: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(7)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3 + Details Name: us-gaap_CommonStockSharesOutstanding Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: instant X - DefinitionFace amount or stated value per share of preferred stock nonredeemable or redeemable solely at the option of the issuer. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(28)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 13 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-13 + Details Name: us-gaap_PreferredStockParOrStatedValuePerShare Namespace Prefix: us-gaap_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: instant X - DefinitionThe maximum number of nonredeemable preferred shares (or preferred stock redeemable solely at the option of the issuer) permitted to be issued by an entity's charter and bylaws. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(28)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-04(16)(a)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-1 + Details Name: us-gaap_PreferredStockSharesAuthorized Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: instant X - DefinitionNumber of shares issued for nonredeemable preferred shares and preferred shares redeemable solely at option of issuer. Includes, but is not limited to, preferred shares issued, repurchased, and held as treasury shares. Excludes preferred shares classified as debt. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(28)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 13 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-13 + Details Name: us-gaap_PreferredStockSharesIssued Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: instant X - DefinitionAggregate share number for all nonredeemable preferred stock (or preferred stock redeemable solely at the option of the issuer) held by stockholders. Does not include preferred shares that have been repurchased. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(28)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.6-05(4)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-2Reference 3: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(4)(b)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-04(16)(a)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-1Reference 5: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(7)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3 + Details Name: us-gaap_PreferredStockSharesOutstanding Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: instant X - DefinitionNumber of previously issued common shares repurchased by the issuing entity and held in treasury. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 505 -SubTopic 30 -Section 45 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481549/505-30-45-1 + Details Name: us-gaap_TreasuryStockCommonShares Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: instant X - Details Name: us-gaap_StatementClassOfStockAxis=us-gaap_SeriesAPreferredStockMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_StatementClassOfStockAxis=us-gaap_SeriesBPreferredStockMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 16 R4.htm IDEA: XBRL DOCUMENT v3.24.2.u1 Condensed Consolidated Statements of Operations (Unaudited) - USD ($) $ in Thousands 3 Months Ended 6 Months Ended Jun. 30, 2024 Jun. 30, 2023 Jun. 30, 2024 Jun. 30, 2023 Income Statement [Abstract] Â Â Â Â NET REVENUE $ 28,090 $ 29,362 $ 54,052 $ 59,363 OPERATING EXPENSES: Â Â Â Â Direct operating costs 15,242 17,476 30,419 35,583 Selling and marketing 1,664 2,580 3,434 5,192 General and administrative 4,028 5,916 7,749 11,036 Research and development 1,055 1,185 1,968 2,263 Depreciation and amortization 3,714 3,341 7,644 6,379 Net loss on lease terminations, unoccupied lease charges and restructuring costs 116 153 438 422 Total operating expenses 25,819 30,651 51,652 60,875 OPERATING INCOME (LOSS) 2,271 (1,289) 2,400 (1,512) OTHER: Â Â Â Â Interest income 24 52 51 72 Interest expense (288) (327) (653) (477) Other expense - net (294) (186) (287) (169) INCOME (LOSS) BEFORE PROVISION FOR INCOME TAXES 1,713 (1,750) 1,511 (2,086) Income tax provision 39 82 78 147 NET INCOME (LOSS) 1,674 (1,832) 1,433 (2,233) Preferred stock dividend 3,923 3,910 5,235 7,841 NET LOSS ATTRIBUTABLE TO COMMON SHAREHOLDERS $ (2,249) $ (5,742) $ (3,802) $ (10,074) Net loss per common share: basic $ (0.14) $ (0.37) $ (0.24) $ (0.65) Net loss per common share: diluted $ (0.14) $ (0.37) $ (0.24) $ (0.65) Weighted-average common shares used to compute basic loss per share 16,132,420 15,615,760 16,073,364 15,518,965 Weighted-average common shares used to compute diluted loss per share 16,132,420 15,615,760 16,073,364 15,518,965 X - DefinitionThe current period expense charged against earnings on long-lived, physical assets not used in production, and which are not intended for resale, to allocate or recognize the cost of such assets over their useful lives; or to record the reduction in book value of an intangible asset over the benefit period of such asset; or to reflect consumption during the period of an asset that is not used in production. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph (b) -SubTopic 10 -Topic 230 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 360 -SubTopic 10 -Section 50 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482099/360-10-50-1 + Details Name: us-gaap_DepreciationAndAmortization Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionThe amount of net income (loss) for the period per each share of common stock or unit outstanding during the reporting period. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-6Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 52 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482635/260-10-55-52Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 805 -SubTopic 60 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (g) -Publisher FASB -URI https://asc.fasb.org/1943274/2147476176/805-60-65-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 323 -Name Accounting Standards Codification -Section 65 -Paragraph 2 -Subparagraph (g)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478666/740-323-65-2Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-3Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 15 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482635/260-10-55-15Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 815 -SubTopic 40 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (e)(4) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480175/815-40-65-1Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 815 -SubTopic 40 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480175/815-40-65-1Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 11 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-11Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 11 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-11Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 7 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-7Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-2Reference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 60B -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-60BReference 14: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-4Reference 15: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482662/260-10-50-1Reference 16: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-10Reference 17: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(25)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2Reference 18: http://www.xbrl.org/2003/role/disclosureRef -Topic 942 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-04(27)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478524/942-220-S99-1Reference 19: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-04(23)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477250/944-220-S99-1Reference 20: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 7 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-7 + Details Name: us-gaap_EarningsPerShareBasic Namespace Prefix: us-gaap_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: duration X - DefinitionThe amount of net income (loss) for the period available to each share of common stock or common unit outstanding during the reporting period and to each share or unit that would have been outstanding assuming the issuance of common shares or units for all dilutive potential common shares or units outstanding during the reporting period. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-6Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 52 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482635/260-10-55-52Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 805 -SubTopic 60 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (g) -Publisher FASB -URI https://asc.fasb.org/1943274/2147476176/805-60-65-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 323 -Name Accounting Standards Codification -Section 65 -Paragraph 2 -Subparagraph (g)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478666/740-323-65-2Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-3Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 15 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482635/260-10-55-15Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 815 -SubTopic 40 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (e)(4) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480175/815-40-65-1Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 815 -SubTopic 40 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480175/815-40-65-1Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 11 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-11Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 11 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-11Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 7 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-7Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-2Reference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 60B -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-60BReference 14: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-4Reference 15: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482662/260-10-50-1Reference 16: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(25)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2Reference 17: http://www.xbrl.org/2003/role/disclosureRef -Topic 942 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-04(27)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478524/942-220-S99-1Reference 18: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-04(23)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477250/944-220-S99-1Reference 19: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 7 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-7 + Details Name: us-gaap_EarningsPerShareDiluted Namespace Prefix: us-gaap_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: duration X - DefinitionThe aggregate total of expenses of managing and administering the affairs of an entity, including affiliates of the reporting entity, which are not directly or indirectly associated with the manufacture, sale or creation of a product or product line. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(4)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-07(2)(a)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-1 + Details Name: us-gaap_GeneralAndAdministrativeExpense Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount of income (loss) from continuing operations, including income (loss) from equity method investments, before deduction of income tax expense (benefit), and income (loss) attributable to noncontrolling interest. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 22 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-22Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 48 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482785/280-10-55-48Reference 3: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 4: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 30 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-

30Reference 5: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 270 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482964/270-10-50-1Reference 6: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (ee) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 7: http://fasb.org/us-gaap/role/ref/otherTransitionRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-04(11)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477250/944-220-S99-1Reference 9: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 31 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-31Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 942 -SubTopic 235 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-05(b)(2)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477314/942-235-S99-1Reference 11: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(10)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2Reference 12: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 942 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-04(15)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478524/942-220-S99-1 + Details Name: us-gaap_IncomeLossFromContinuingOperationsBeforeIncomeTaxesExtraordinaryItemsNoncontrollingInterest Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_IncomeStatementAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount of current income tax expense (benefit) and deferred income tax expense (benefit) pertaining to continuing operations. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 270 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482964/270-10-50-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (ee) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 12 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482685/740-10-50-12Reference 4: http://www.xbrl.org/2003/role/exampleRef -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 231 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482663/740-10-55-231Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 9 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-9Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SAB Topic 6.I.7) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479360/740-10-S99-1Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 8 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-8Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482685/740-10-50-10Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 22 -Subparagraph (h) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-22Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-04(9)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477250/944-220-S99-1Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Name Accounting Standards Codification -Section 45 -Paragraph 2 -Subparagraph (a) -SubTopic 20 -Topic 740 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482659/740-20-45-2Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(h)) -SubTopic 10 -Topic 235 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1 + Details Name: us-gaap_IncomeTaxExpenseBenefit Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount of interest expense classified as other. + ReferencesNo definition available. + Details Name: us-gaap_InterestExpenseOther Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount of interest income earned from interest bearing assets classified as other. + ReferencesNo definition available. + Details Name: us-gaap_InterestIncomeOther Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionThe portion of profit or loss for the period, net of income taxes, which is attributable to the parent. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-6Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 9 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-9Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 805 -SubTopic 60 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (g) -Publisher FASB -URI https://asc.fasb.org/1943274/2147476176/805-60-65-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 323 -Name Accounting Standards Codification -Section 65 -Paragraph 2 -Subparagraph (g)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478666/740-323-65-2Reference 5: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(20)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(g)(1)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 323 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481687/323-10-50-3Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 825 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 28 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482907/825-10-50-28Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482765/220-10-50-6Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-3Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (b)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-1Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 815 -SubTopic 40 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480175/815-40-65-1Reference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 8 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-8Reference 14: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 11 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-11Reference 15: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 11 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-11Reference 16: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-4Reference 17: http://www.xbrl.org/2003/role/exampleRef -Topic 946 -SubTopic 830 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479168/946-830-55-10Reference 18: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section 45 -Paragraph 7 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479105/946-220-45-7Reference 19: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-04(18)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477250/944-220-S99-1Reference 20: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-07(9)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-1Reference 21: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(1)(d)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3Reference 22: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 23: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 24: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 25: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 26: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 27: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 28: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 29: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(B)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 30: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 31: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 32: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 60B -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-60BReference 33: http://www.xbrl.org/2003/role/disclosureRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 7 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483499/205-20-50-7Reference 34: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28Reference 35: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1A -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-1AReference 36: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1B -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-1BReference 37: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 942 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-04(22)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478524/942-220-S99-1 + Details Name: us-gaap_NetIncomeLoss Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount, after deduction of tax, noncontrolling interests, dividends on preferred stock and participating securities; of income (loss) available to common shareholders. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 805 -SubTopic 60 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (g) -Publisher FASB -URI https://asc.fasb.org/1943274/2147476176/805-60-65-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification 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https://asc.fasb.org/1943274/2147483621/220-10-S99-5Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482662/260-10-50-1Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-10Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 11 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-11Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 60B -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-60B + Details Name: us-gaap_NetIncomeLossAvailableToCommonStockholdersBasic Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_NonoperatingIncomeExpenseAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionGenerally recurring costs associated with normal operations except for the portion of these expenses which can be clearly related to production and included in cost of sales or services. Excludes Selling, General and Administrative Expense. + ReferencesNo definition available. + Details Name: us-gaap_OperatingCostsAndExpenses Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionGenerally recurring costs associated with normal operations except for the portion of these expenses which can be clearly related to production and included in cost of sales or services. Includes selling, general and administrative expense. + ReferencesNo definition available. + Details Name: us-gaap_OperatingExpenses Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_OperatingExpensesAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe net result for the period of deducting operating expenses from operating revenues. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 22 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-22Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 3: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 30 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-30Reference 4: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 270 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482964/270-10-50-1Reference 5: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (ee) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 6: http://fasb.org/us-gaap/role/ref/otherTransitionRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 7: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 31 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-31 + Details Name: us-gaap_OperatingIncomeLoss Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount of income (expense) related to nonoperating activities, classified as other. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -

Paragraph 2 -Subparagraph (SX 210.5-03(9)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2 + Details Name: us-gaap_OtherNonoperatingIncomeExpense Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionThe aggregate value of preferred stock dividends and other adjustments necessary to derive net income apportioned to common stockholders. + ReferencesReference 1: http://www.xbrl.org/2003/role/recommendedDisclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 5 -Subparagraph (SAB Topic 6.B) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-5Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 260 -SubTopic 10 -Section 45 -Paragraph 11 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-11Reference 3: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482662/260-10-50-1 + Details Name: us-gaap_PreferredStockDividendsAndOtherAdjustments Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount of expense for research and development. Includes, but is not limited to, cost for computer software product to be sold, leased, or otherwise marketed and writeoff of research and development assets acquired in transaction other than business combination or joint venture formation or both. Excludes write-down of intangible asset acquired in business combination or from joint venture formation or both, used in research and development activity. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 48 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482785/280-10-55-48Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 985 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481283/985-20-50-2Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 730 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482916/730-10-50-1Reference 4: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 912 -SubTopic 730 -Name Accounting Standards Codification -Section 25 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479532/912-730-25-1 + Details Name: us-gaap_ResearchAndDevelopmentExpense Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount, after cash payment, of expenses associated with exit or disposal activities pursuant to an authorized plan and expenses resulting from the write-down of assets. Excludes expenses related to a business combination, a discontinued operation or an asset retirement obligation. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph (b) -SubTopic 10 -Topic 230 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28 + Details Name: us-gaap_RestructuringCostsAndAssetImpairmentCharges Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount, excluding tax collected from customer, of revenue from satisfaction of performance obligation by transferring promised good or service to customer. Tax collected from customer is tax assessed by governmental authority that is both imposed on and concurrent with specific revenue-producing transaction, including, but not limited to, sales, use, value added and excise. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 41 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-41Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 270 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482964/270-10-50-1Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (ee) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 4: http://fasb.org/us-gaap/role/ref/otherTransitionRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 5: http://fasb.org/us-gaap/role/ref/otherTransitionRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 924 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SAB Topic 11.L) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479941/924-10-S99-1Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 5 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-5Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 30 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-30Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 42 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-42Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 22 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-22Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 40 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-40Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 22 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-22Reference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-4 + Details Name: us-gaap_RevenueFromContractWithCustomerExcludingAssessedTax Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionThe aggregate total amount of expenses directly related to the marketing or selling of products or services. + ReferencesNo definition available. + Details Name: us-gaap_SellingAndMarketingExpense Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionThe average number of shares or units issued and outstanding that are used in calculating diluted EPS or earnings per unit (EPU), determined based on the timing of issuance of shares or units in the period. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482662/260-10-50-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 16 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-16 + Details Name: us-gaap_WeightedAverageNumberOfDilutedSharesOutstanding Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - DefinitionNumber of [basic] shares or units, after adjustment for contingently issuable shares or units and other shares or units not deemed outstanding, determined by relating the portion of time within a reporting period that common shares or units have been outstanding to the total time in that period. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482662/260-10-50-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-10 + Details Name: us-gaap_WeightedAverageNumberOfSharesOutstandingBasic Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration XML 17 R5.htm IDEA: XBRL DOCUMENT v3.24.2.u1 Condensed Consolidated Statements of Comprehensive Income (Loss) (Unaudited) - USD ($) $ in Thousands 3 Months Ended 6 Months Ended Jun. 30, 2024 Jun. 30, 2023 Jun. 30, 2024 Jun. 30, 2023 Income Statement [Abstract] Â Â Â Â NET INCOME (LOSS) $ 1,674 $ (1,832) $ 1,433 $ (2,233) OTHER COMPREHENSIVE (LOSS) INCOME Â Â Â Â Foreign currency translation adjustment [1] (68) 94 (40) (1,617) COMPREHENSIVE INCOME (LOSS) $ 1,606 $ (1,738) $ 1,393 $ (3,850) [1] No tax effect has been recorded as the Company recorded a valuation allowance against the tax benefit from its foreign currency translation adjustments. X - DefinitionAmount after tax of increase (decrease) in equity from transactions and other events and circumstances from net income and other comprehensive income, attributable to parent entity. Excludes changes in equity resulting from investments by owners and distributions to owners. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(24)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 942 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-04(26)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478524/942-220-S99-1Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-04(22)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477250/944-220-S99-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1A -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-1AReference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1B -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-1BReference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-04(20)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477250/944-220-S99-1Reference 7: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 220 -SubTopic 10 -Section 45 -Paragraph 5 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-5 + Details Name: us-gaap_ComprehensiveIncomeNetOfTax Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_IncomeStatementAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe portion of profit or loss for the period, net of income taxes, which is attributable to the parent. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-6Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 9 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-9Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 805 -SubTopic 60 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (g) -Publisher FASB -URI https://asc.fasb.org/1943274/2147476176/805-60-65-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 323 -Name Accounting Standards Codification -Section 65 -Paragraph 2 -Subparagraph (g)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478666/740-323-65-2Reference 5: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(20)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(g)(1)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 323 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481687/323-10-50-3Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 825 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 28 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482907/825-10-50-28Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482765/220-10-50-6Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-3Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (b)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-1Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 815 -SubTopic 40 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480175/815-40-65-1Reference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 8 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-8Reference 14: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 11 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-11Reference 15: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 11 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-11Reference 16: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Publisher FASB 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https://asc.fasb.org/1943274/2147479134/946-220-S99-1Reference 21: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(1)(d)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3Reference 22: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 23: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 24: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 25: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 26: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 27: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 28: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards 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-Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 60B -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-60BReference 33: http://www.xbrl.org/2003/role/disclosureRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 7 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483499/205-20-50-7Reference 34: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28Reference 35: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1A -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-1AReference 36: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1B -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-1BReference 37:

http://fasb.org/us-gaap/role/ref/legacyRef -Topic 942 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-04(22)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478524/942-220-S99-1 + Details Name: us-gaap_NetIncomeLoss Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount after tax and reclassification adjustments of gain (loss) on foreign currency translation adjustments, foreign currency transactions designated and effective as economic hedges of a net investment in a foreign entity and intra-entity foreign currency transactions that are of a long-term-investment nature. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 10A -Subparagraph (a) -SubTopic 10 -Topic 220 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-10AReference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-04(19)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477250/944-220-S99-1 + Details Name: us-gaap_OtherComprehensiveIncomeLossForeignCurrencyTransactionAndTranslationAdjustmentNetOfTax Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_OtherComprehensiveIncomeLossTaxAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration XML 18 R6.htm IDEA: XBRL DOCUMENT v3.24.2.u1 Condensed Consolidated Statements of Shareholders' Equity (Unaudited) - USD ($) $ in Thousands Preferred Stock [Member] Series A Preferred Stock [Member] Preferred Stock [Member] Series B Preferred Stock [Member] Common Stock [Member] Additional Paid-in Capital [Member] Retained Earnings [Member] AOCI Attributable to Parent [Member] Treasury Stock, Common [Member] Total Balance at Dec. 31, 2022 $ 5 $ 1 $ 16 $ 130,987 $ (25,621) $ (3,037) $ (662) $ 101,689 Balance, shares at Dec. 31, 2022 4,526,231 1,344,128 15,970,204 Â Â Â Â Â Cumulative effect of adopting ASC 326 (186) (186) Balance - January 1, 2023 after adoption $ 5 $ 1 $ 16 130,987 (25,807) (3,037) (662) 101,503 Balance - January 1, 2023 after adoption, shares 4,526,231 1,344,128 15,970,204 Â Â Â Â Â Net income (loss) (401) (401) Foreign currency translation adjustment (1,711) (1,711) Issuance of stock under the equity incentive plan Issuance of stock under the equity incentive plan, shares 41,491 343,203 Â Â Â Â Â Stock-based compensation, net of cash settlements 1,185 1,185 Preferred stock dividends (3,931) (3,931) Shares issued for services Shares issued for services, shares 20,000 Â Â Â Â Â Issuance of Series B Preferred Stock 1,437 1,437 Issuance of Series B Preferred Stock, shares 59,773 Â Â Â Â Â Balance at Mar. 31, 2023 $ 5 $ 1 $ 16 129,678 (26,208) (4,748) (662) 98,082 Balance, shares at Mar. 31, 2023 4,526,231 1,445,392 16,333,407 Â Â Â Â Â Balance at Dec. 31, 2022 $ 5 $ 1 $ 16 130,987 (25,621) (3,037) (662) 101,689 Balance, shares at Dec. 31, 2022 4,526,231 1,344,128 15,970,204 Â Â Â Â Â Net income (loss) Â Â Â Â Â Â Â (2,233) Foreign currency translation adjustment [1] Â Â Â Â Â Â Â (1,617) Balance at Jun. 30, 2023 $ 5 $ 1 $ 16 126,857 (28,040) (4,654) (662) 93,523 Balance, shares at Jun. 30, 2023 4,526,231 1,454,392 16,368,896 Â Â Â Â Â Balance at Dec. 31, 2022 $ 5 $ 1 $ 16 130,987 (25,621) (3,037) (662) 101,689 Balance, shares at Dec. 31, 2022 4,526,231 1,344,128 15,970,204 Â Â Â Â Â Net income (loss) Â Â Â Â Â Â Â (48,700) Balance at Dec. 31, 2023 $ 5 $ 1 $ 17 120,706 (74,481) (3,869) (662) 41,717 Balance, shares at Dec. 31, 2023 4,526,231 1,468,792 16,620,891 Â Â Â Â Â Balance at Mar. 31, 2023 $ 5 $ 1 $ 16 129,678 (26,208) (4,748) (662) 98,082 Balance, shares at Mar. 31, 2023 4,526,231 1,445,392 16,333,407 Â Â Â Â Â Net income (loss) (1,832) (1,832) Foreign currency translation adjustment 94 94 [1] Issuance of stock under the equity incentive plan Issuance of stock under the equity incentive plan, shares Â 9,000 15,489 Â Â Â Â Â Stock-based compensation, net of cash settlements 1,089 1,089 Preferred stock dividends (3,910) (3,910) Shares issued for services Shares issued for services, shares Â Â 20,000 Â Â Â Â Â Balance at Jun. 30, 2023 $ 5 $ 1 $ 16 126,857 (28,040) (4,654) (662) 93,523 Balance, shares at Jun. 30, 2023 4,526,231 1,454,392 16,368,896 Â Â Â Â Â Balance at Dec. 31, 2023 $ 5 $ 1 $ 17 120,706 (74,481) (3,869) (662) 41,717 Balance, shares at Dec. 31, 2023 4,526,231 1,468,792 16,620,891 Â Â Â Â Â Net income (loss) (241) (241) Foreign currency translation adjustment 28 28 Issuance of stock under the equity incentive plan Issuance of stock under the equity incentive plan, shares 14,000 238,400 Â Â Â Â Â Stock-based compensation, net of cash settlements (79) (79) Preferred stock dividends (5) (5) Balance at Mar. 31, 2024 $ 5 $ 1 $ 17 120,622 (74,722) (3,841) (662) 41,420 Balance, shares at Mar. 31, 2024 4,526,231 1,482,792 16,859,291 Â Â Â Â Â Balance at Dec. 31, 2023 $ 5 $ 1 $ 17 120,706 (74,481) (3,869) (662) 41,717 Balance, shares at Dec. 31, 2023 4,526,231 1,468,792 16,620,891 Â Â Â Â Â Net income (loss) Â Â Â Â Â Â Â 1,433 Foreign currency translation adjustment [1] Â Â Â Â Â Â Â (40) Balance at Jun. 30, 2024 $ 5 $ 1 $ 17 120,840 (73,048) (3,909) (662) 43,244 Balance, shares at Jun. 30, 2024 4,526,231 1,482,792 16,885,986 Â Â Â Â Â Balance at Mar. 31, 2024 $ 5 $ 1 $ 17 120,622 (74,722) (3,841) (662) 41,420 Balance, shares at Mar. 31, 2024 4,526,231 1,482,792 16,859,291 Â Â Â Â Â Net income (loss) 1,674 1,674 Foreign currency translation adjustment (68) (68) [1] Issuance of stock under the equity incentive plan Issuance of stock under the equity incentive plan, shares 26,695 Â Â Â Â Â Stock-based compensation, net of cash settlements 218 218 Balance at Jun. 30, 2024 $ 5 $ 1 $ 17 $ 120,840 $ (73,048) $ (3,909) $ (662) $ 43,244 Balance, shares at Jun. 30, 2024 4,526,231 1,482,792 16,885,986 Â Â Â Â Â [1] No tax effect has been recorded as the Company recorded a valuation allowance against the tax benefit from its foreign currency translation adjustments. X - DefinitionCumulative effect of adoption of accounting standard update. + ReferencesNo definition available. + Details Name: CCLD_CumulativeEffectOfAdoptionOfAccountingStandardUpdate Namespace Prefix: CCLD_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionShares outstanding after adoption. + ReferencesNo definition available. + Details Name: CCLD_SharesOutstandingAfterAdoption Namespace Prefix: CCLD_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - DefinitionStockholders equity after adoption. + ReferencesNo definition available. + Details Name: CCLD_StockholdersEquityAfterAdoption Namespace Prefix: CCLD_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount of increase to additional paid-in capital (APIC) for recognition of cost for award under share-based payment arrangement. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 35 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480483/718-10-35-2Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 718 -SubTopic 20 -Section 55 -Paragraph 13 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481089/718-20-55-13Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 718 -SubTopic 20 -Section 55 -Paragraph 12 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481089/718-20-55-12 + Details Name: us-gaap_AdjustmentsToAdditionalPaidInCapitalSharebasedCompensationRequisiteServicePeriodRecognitionValue Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionThe portion of profit or loss for the period, net of income taxes, which is attributable to the parent. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 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-Subparagraph (SX 210.5-03(20)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(g)(1)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 323 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481687/323-10-50-3Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 825 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 28 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482907/825-10-50-28Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482765/220-10-50-6Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-3Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (b)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-1Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 815 -SubTopic 40 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480175/815-40-65-1Reference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 8 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-8Reference 14: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 11 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-11Reference 15: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 11 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-11Reference 16: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-4Reference 17: http://www.xbrl.org/2003/role/exampleRef -Topic 946 -SubTopic 830 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479168/946-830-55-10Reference 18: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section 45 -Paragraph 7 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479105/946-220-45-7Reference 19: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-04(18)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477250/944-220-S99-1Reference 20: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-07(9)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-1Reference 21: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(1)(d)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3Reference 22: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 23: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 24: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 25: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 26: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 27: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 28: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 29: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(B)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 30: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 31: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 32: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 60B -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-60BReference 33: http://www.xbrl.org/2003/role/disclosureRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 7 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483499/205-20-50-7Reference 34: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28Reference 35: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1A -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-1AReference 36: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1B -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-1BReference 37: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 942 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-04(22)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478524/942-220-S99-1 + Details Name: us-gaap_NetIncomeLoss Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount after tax and reclassification adjustments of gain (loss) on foreign currency translation adjustments, foreign currency transactions designated and effective as economic hedges of a net investment in a foreign entity and intra-entity foreign currency transactions that are of a long-term-investment nature. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 10A -Subparagraph (a) -SubTopic 10 -Topic 220 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-10AReference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-04(19)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477250/944-220-S99-1 + Details Name: us-gaap_OtherComprehensiveIncomeLossForeignCurrencyTransactionAndTranslationAdjustmentNetOfTax Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionThe amount of preferred stock dividends that is an adjustment to net income apportioned to common stockholders. + ReferencesNo definition available. + Details Name: us-gaap_PreferredStockDividendsIncomeStatementImpact Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionNumber of shares issued which are neither cancelled nor held in the treasury. + ReferencesNo definition available. + Details Name: us-gaap_SharesOutstanding Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: instant X - DefinitionNumber of shares issued during the period as a result of an employee stock purchase plan. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 50 -Paragraph 2 -SubTopic 10 -Topic 505 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-2Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(28)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(29)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 4: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.3-04) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480008/505-10-S99-1 + Details Name: us-gaap_StockIssuedDuringPeriodSharesEmployeeStockPurchasePlans Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - DefinitionNumber of shares issued in lieu of cash for services contributed to the entity. Number of shares includes, but is not limited to, shares issued for services contributed by vendors and founders. + ReferencesNo definition available. + Details Name: us-gaap_StockIssuedDuringPeriodSharesIssuedForServices Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - DefinitionNumber of shares of stock issued attributable to transactions classified as other. + ReferencesNo definition available. + Details Name: us-gaap_StockIssuedDuringPeriodSharesOther Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - DefinitionAggregate change in value for stock issued during the period as a result of employee stock purchase plan. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 50 -Paragraph 2 -SubTopic 10 -Topic 505 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-

2Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(28)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(29)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 4: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.3-04) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480008/505-10-S99-1 + Details Name: us-gaap_StockIssuedDuringPeriodValueEmployeeStockPurchasePlan Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionValue of stock issued in lieu of cash for services contributed to the entity. Value of the stock issued includes, but is not limited to, services contributed by vendors and founders. + ReferencesNo definition available. + Details Name: us-gaap_StockIssuedDuringPeriodValueIssuedForServices Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionValue of shares of stock issued attributable to transactions classified as other. + ReferencesNo definition available. + Details Name: us-gaap_StockIssuedDuringPeriodValueOther Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount of equity (deficit) attributable to parent. Excludes temporary equity and equity attributable to noncontrolling interest. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(29)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(30)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(31)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 4: http://www.xbrl.org/2003/role/exampleRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481372/852-10-55-10Reference 5: http://www.xbrl.org/2003/role/exampleRef -Topic 946 -SubTopic 830 -Name Accounting Standards Codification -Section 55 -Paragraph 12 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479168/946-830-55-12Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-04(19)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-1Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.6-05(4)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-2Reference 8: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(4)(b)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(6)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(7)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3Reference 11: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(g)(1)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1Reference 12: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 323 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481687/323-10-50-3Reference 13: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 825 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 28 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482907/825-10-50-28Reference 14: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 310 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SAB Topic 4.E) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480418/310-10-S99-2 + Details Name: us-gaap_StockholdersEquity Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant XML 19 R7.htm IDEA: XBRL DOCUMENT v3.24.2.u1 Condensed Consolidated Statements of Shareholders' Equity (Unaudited) (Parenthetical) - Preferred Stock [Member] - $ / shares 6 Months Ended Jun. 30, 2024 Jun. 30, 2023 Series A Preferred Stock [Member] Â Â Dividend rate per share per month $ 0 $ 2.75 Series B Preferred Stock [Member] Â Â Dividend rate per share per month $ 0 $ 2.19 X - DefinitionAggregate dividends paid during the period for each share of preferred stock outstanding. + ReferencesNo definition available. + Details Name: us-gaap_PreferredStockDividendsPerShareCashPaid Namespace Prefix: us-gaap_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: duration X - Details Name: us-gaap_StatementEquityComponentsAxis=us-gaap_PreferredStockMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_StatementClassOfStockAxis=us-gaap_SeriesAPreferredStockMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_StatementClassOfStockAxis=us-gaap_SeriesBPreferredStockMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 20 R8.htm IDEA: XBRL DOCUMENT v3.24.2.u1 Condensed Consolidated Statements of Cash Flows (Unaudited) - USD ($) $ in Thousands 3 Months Ended 6 Months Ended 12 Months Ended Jun. 30, 2024 Mar. 31, 2024 Jun. 30, 2023 Mar. 31, 2023 Jun. 30, 2024 Jun. 30, 2023 Dec. 31, 2023 OPERATING ACTIVITIES: Â Â Â Â Â Â Â Net income (loss) $ 1,674 $ (241) $ (1,832) $ (401) $ 1,433 $ (2,233) $ (48,700) Adjustments to reconcile net income (loss) to net cash provided by operating activities: Â Â Â Â Â Â Â Depreciation and amortization Â Â Â Â 7,818 6,663 Â Lease amortization Â Â Â Â 1,008 1,153 Â Deferred revenue Â Â Â Â (22) (116) Â Provision for expected credit losses Â Â Â Â 123 302 454 Provision for deferred income taxes Â Â Â Â 64 Â Foreign exchange (gain) loss Â Â Â Â (57) 176 Â Interest accretion Â Â Â Â 321 325 Â Stock-based compensation expense (benefit) 265 Â 1,502 Â (443) 2,574 Â Changes in operating assets and liabilities: Â Â Â Â Â Â Â Accounts receivable Â Â Â Â (1,314) 2,267 Â Contract asset Â Â Â Â 294 (435) Â Inventory Â Â Â Â (32) (21) Â Other assets Â Â Â Â (825) (318) Â Accounts payable and other liabilities Â Â Â Â 41 (2,993) Â Net cash provided by operating activities Â Â Â Â 8,345 7,408 Â INVESTING ACTIVITIES: Â Â Â Â Â Â Â Purchases of property and equipment Â Â Â Â (425) (1,621) Â Capitalized software and other intangible assets Â Â Â Â (3,046) (4,456) Â Net cash used in investing activities Â Â Â Â (3,471) (6,077) Â FINANCING ACTIVITIES: Â Â Â Â Â Â Â Preferred stock dividends paid Â Â Â Â (7,780) Â Settlement of tax withholding obligations on stock issued to employees Â Â Â Â (184) (1,166) Â Repayments of notes payable Â Â Â Â (328) (316) Â Proceeds from issuance of Series B Preferred Stock, net of expenses Â Â Â Â 1,437 Â Proceeds from line of credit Â Â Â Â 12,700 Â Repayment of line of credit Â Â Â Â (5,000) (10,700) Â Net cash used in financing activities Â Â Â Â (5,512) (5,825) Â EFFECT OF EXCHANGE RATE CHANGES ON CASH Â Â Â Â (76) (139) Â NET DECREASE IN CASH Â Â Â Â (714) (4,633) (9,000) CASH - Beginning of the period Â $ 3,331 Â $ 12,299 3,331 12,299 12,299 CASH - End of the period 2,617 Â 7,666 Â 2,617 7,666 $ 3,331 SUPPLEMENTAL NONCASH INVESTING AND FINANCING ACTIVITIES: Â Â Â Â Â Â Â Dividends declared, not paid $ 5 Â $ 4,120 Â 5 4,120 Â Purchase of prepaid insurance with assumption of note Â Â Â Â 96 Â Reclass of deposits for property and equipment placed in service Â Â Â Â 296 Â SUPPLEMENTAL INFORMATION - Cash paid during the period for: Â Â Â Â Â Â Â Income taxes Â Â Â Â 122 111 Â Interest Â Â Â Â $ 527 $ 341 Â X - DefinitionAmortization of lease. + ReferencesNo definition available. + Details Name: CCLD_AmortizationOfLease Namespace Prefix: CCLD_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionDividends declared, not paid. + ReferencesNo definition available. + Details Name: CCLD_DividendsDeclaredNotPaid Namespace Prefix: CCLD_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionPayments to capitalized software and other intangible assets. + ReferencesNo definition available. + Details Name: CCLD_PaymentsToCapitalizedSoftwareAndOtherIntangibleAssets Namespace Prefix: CCLD_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionProvision benefit for deferred income taxes. + ReferencesNo definition available. + Details Name: CCLD_ProvisionBenefitForDeferredIncomeTaxes Namespace Prefix: CCLD_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionPurchase of prepaid insurance with assumption of note. + ReferencesNo definition available. + Details Name: CCLD_PurchaseOfPrepaidInsuranceWithAssumptionOfNote Namespace Prefix: CCLD_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionReclass of deposits for property and equipment placed in service. + ReferencesNo definition available. + Details Name: CCLD_ReclassOfDepositsForPropertyAndEquipmentPlacedInService Namespace Prefix: CCLD_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount recognized for the passage of time, typically for liabilities, that have been discounted to their net present values. Excludes accretion associated with asset retirement obligations. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 420 -SubTopic 10 -Name Accounting Standards Codification -Section 35 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481639/420-10-35-4Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 420 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (b)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482017/420-10-50-1 + Details Name: us-gaap_AccretionExpense Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_AdjustmentsToReconcileNetIncomeLossToCashProvidedByUsedInOperatingActivitiesAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount of cash and cash equivalents, and cash and cash equivalents restricted to withdrawal or usage; including, but not limited to, disposal group and discontinued operations. Cash includes, but is not limited to, currency on hand, demand deposits with banks or financial institutions, and other accounts with general characteristics of demand deposits. Cash equivalents include, but are not limited to, short-term, highly liquid investments that are both readily convertible to known amounts of cash and so near their maturity that they present insignificant risk of changes in value because of changes in interest rates. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 8 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482913/230-10-50-8Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 24 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-24Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 230 -SubTopic 10 -Section 45 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-4 + Details Name: us-gaap_CashCashEquivalentsRestrictedCashAndRestrictedCashEquivalentsIncludingDisposalGroupAndDiscontinuedOperations Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount of increase (decrease) in cash, cash equivalents, and cash and cash equivalents restricted to withdrawal or usage; including effect from exchange rate change. Cash includes, but is not limited to, currency on hand, demand deposits with banks or financial institutions, and other accounts with general characteristics of demand deposits. Cash equivalents include, but are not limited to, short-term, highly liquid investments that are both readily convertible to known amounts of cash and so near their maturity that they present insignificant risk of changes in value because of changes in interest rates. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 24 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-24Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 1 -SubTopic 230 -Topic 830 -Publisher FASB -URI https://asc.fasb.org/1943274/2147477401/830-230-45-1 + Details Name: us-gaap_CashCashEquivalentsRestrictedCashAndRestrictedCashEquivalentsPeriodIncreaseDecreaseIncludingExchangeRateEffect Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_CashFlowNoncashInvestingAndFinancingActivitiesDisclosureAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount of increase (decrease) from effect of exchange rate changes on cash and cash equivalents, and cash and cash equivalents restricted to withdrawal or usage; held in foreign currencies. Excludes amounts for disposal group and discontinued operations. Cash includes, but is not limited to, currency on hand, demand deposits with banks or financial institutions, and other accounts with general characteristics of demand deposits. Cash equivalents include, but are not limited to, short-term, highly liquid investments that are both readily convertible to known amounts of cash and so near their maturity that they present insignificant risk of changes in value because of changes in interest rates. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 830 -SubTopic 230 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147477401/830-230-45-1 + Details Name: us-gaap_EffectOfExchangeRateOnCashCashEquivalentsRestrictedCashAndRestrictedCashEquivalents Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount, before tax, of realized gain (loss) from foreign currency transaction. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 946 -SubTopic 830 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479168/946-830-55-10Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section 45 -Paragraph 6 -Subparagraph (a)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479105/946-220-45-6Reference 3: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-07(7)(a)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-1Reference 4: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 830 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481956/830-20-45-1Reference 5: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 830 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481926/830-20-50-1 + Details Name: us-gaap_ForeignCurrencyTransactionGainLossRealized Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount, after refund, of cash paid to foreign, federal, state, and local jurisdictions as income tax. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2A -Publisher FASB -URI https://asc.fasb.org/1943274/2147482913/230-10-50-2AReference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 23 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482685/740-10-50-23Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 22 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482685/740-10-50-22Reference 4: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 230 -SubTopic 10 -Section 50 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482913/230-10-50-2 + Details Name: us-gaap_IncomeTaxesPaidNet Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount of increase (decrease) in obligations incurred but not paid, and operating obligations classified as other. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28 + Details Name: us-gaap_IncreaseDecreaseInAccountsPayableAndOtherOperatingLiabilities Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionThe increase (decrease) during the reporting period in amount due within one year (or one business cycle) from customers for the credit sale of goods and services. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph (a) -SubTopic 10 -Topic 230 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28 + Details Name: us-gaap_IncreaseDecreaseInAccountsReceivable Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount of increase (decrease) in right to consideration in exchange for good or service transferred to customer when right is conditioned on something other than passage of time. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28 + Details Name: us-gaap_IncreaseDecreaseInContractWithCustomerAsset Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount of increase (decrease) in obligation to transfer good or service to customer for which consideration has been received or is receivable. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 912 -SubTopic 310 -Name Accounting Standards Codification -Section 45 -Paragraph 11 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478345/912-310-45-11Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28 + Details Name: us-gaap_IncreaseDecreaseInContractWithCustomerLiability Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionThe increase

(decrease) during the reporting period in the aggregate value of all inventory held by the reporting entity, associated with underlying transactions that are classified as operating activities. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph (a) -SubTopic 10 -Topic 230 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28 + Details Name: us-gaap_IncreaseDecreaseInInventories Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_IncreaseDecreaseInOperatingCapitalAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount of increase (decrease) in operating assets classified as other. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph (a) -SubTopic 10 -Topic 230 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28 + Details Name: us-gaap_IncreaseDecreaseInOtherOperatingAssets Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount of cash paid for interest, excluding capitalized interest, classified as operating activity. Includes, but is not limited to, payment to settle zero-coupon bond for accreted interest of debt discount and debt instrument with insignificant coupon interest rate in relation to effective interest rate of borrowing attributable to accreted interest of debt discount. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 17 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-17Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 25 -Subparagraph (e) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-25Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482913/230-10-50-2 + Details Name: us-gaap_InterestPaidNet Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount of cash inflow (outflow) from financing activities, including discontinued operations. Financing activity cash flows include obtaining resources from owners and providing them with a return on, and a return of, their investment; borrowing money and repaying amounts borrowed, or settling the obligation; and obtaining and paying for other resources obtained from creditors on long-term credit. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 24 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-24 + Details Name: us-gaap_NetCashProvidedByUsedInFinancingActivities Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_NetCashProvidedByUsedInFinancingActivitiesAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount of cash inflow (outflow) from investing activities, including discontinued operations. Investing activity cash flows include making and collecting loans and acquiring and disposing of debt or equity instruments and property, plant, and equipment and other productive assets. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 24 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-24 + Details Name: us-gaap_NetCashProvidedByUsedInInvestingActivities Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_NetCashProvidedByUsedInInvestingActivitiesAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount of cash inflow (outflow) from operating activities, including discontinued operations. Operating activity cash flows include transactions, adjustments, and changes in value not defined as investing or financing activities. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 24 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-24Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 25 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-25 + Details Name: us-gaap_NetCashProvidedByUsedInOperatingActivities Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: na Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_NetCashProvidedByUsedInOperatingActivitiesAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe portion of profit or loss for the period, net of income taxes, which is attributable to the parent. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-6Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 9 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-9Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 805 -SubTopic 60 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (g) -Publisher FASB -URI https://asc.fasb.org/1943274/2147476176/805-60-65-1Reference 4: 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Standards Codification -Section 65 -Paragraph 1 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480175/815-40-65-1Reference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 8 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-8Reference 14: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 11 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-11Reference 15: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 11 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-11Reference 16: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Publisher FASB 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(SX 210.13-01(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 25: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 26: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 27: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 28: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards 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-Paragraph 1B -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-1BReference 37: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 942 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-04(22)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478524/942-220-S99-1 + Details Name: us-gaap_NetIncomeLoss Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount of expense charged against earnings to allocate the cost of tangible and intangible assets over their remaining economic lives, classified as other. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph (b) -SubTopic 10 -Topic 230 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(3)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 360 -SubTopic 10 -Section 50 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482099/360-10-50-1 + Details Name: us-gaap_OtherDepreciationAndAmortization Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount of cash outflow in the form of ordinary dividends to preferred shareholders of the parent entity. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 15 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-15 + Details Name: us-gaap_PaymentsOfDividendsPreferredStockAndPreferenceStock Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount of cash outflow to satisfy grantee's tax withholding obligation for award under share-based payment arrangement. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 15 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-15 + Details Name: us-gaap_PaymentsRelatedToTaxWithholdingForShareBasedCompensation Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionThe cash outflow associated with the acquisition of long-lived, physical assets that are used in the normal conduct of business to produce goods and services and not intended for resale; includes cash outflows to pay for construction of self-constructed assets. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 13 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-13 + Details Name: us-gaap_PaymentsToAcquirePropertyPlantAndEquipment Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionProceeds from issuance of capital stock which provides for a specific dividend that is paid to the shareholders before any dividends to common stockholders and which takes precedence over common stockholders in the event of liquidation. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 14 -Subparagraph (a) -SubTopic 10 -Topic 230 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-14 + Details Name: us-gaap_ProceedsFromIssuanceOfPreferredStockAndPreferenceStock Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount of cash inflow from contractual arrangement with the lender, including but not limited to, letter of credit, standby letter of credit and revolving credit arrangements. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(f)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 230 -SubTopic 10 -Section 45 -Paragraph 14 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-14 + Details Name: us-gaap_ProceedsFromLinesOfCredit Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount of expense (reversal of expense) for expected credit loss on accounts receivable. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 326 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 13 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479319/326-20-50-13Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2 + Details Name: us-gaap_ProvisionForDoubtfulAccounts Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount of cash outflow for payment of an obligation from a lender, including but not limited to, letter of credit, standby letter of credit and revolving credit arrangements. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 15 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-15Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(f)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1 + Details Name: us-gaap_RepaymentsOfLinesOfCredit Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionThe cash outflow for a borrowing supported by a written promise to pay an obligation. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 15 -Subparagraph (b) -Publisher FASB -URI

https://asc.fasb.org/1943274/2147482740/230-10-45-15 + Details Name: us-gaap_RepaymentsOfNotesPayable Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount of noncash expense for share-based payment arrangement. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph (a) -SubTopic 10 -Topic 230 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28 + Details Name: us-gaap_ShareBasedCompensation Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_SupplementalCashFlowInformationAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration XML 21 R9.htm IDEA: XBRL DOCUMENT v3.24.2.u1 ORGANIZATION AND BUSINESS 6 Months Ended Jun. 30, 2024 Organization, Consolidation and Presentation of Financial Statements [Abstract] Â ORGANIZATION AND BUSINESS 1. ORGANIZATION AND BUSINESS Â CareCloud, Inc., (together with its consolidated subsidiaries, â€œCareCloud,â€ the â€œCompany,â€ â€œwe,â€ â€œusâ€ and/or â€œourâ€) is a leading provider of technology-enabled services and solutions that redefine the healthcare revenue cycle. We provide technology-enabled revenue cycle management and a full suite of proprietary cloud-based solutions to healthcare providers, from small practices to enterprise medical groups, hospitals, and health systems throughout the United States. Healthcare organizations today operate in highly complex and regulated environments. Our suite of technology-enabled solutions helps our clients increase financial and operational performance, streamline clinical workflows, and improve the patient experience. Â Our portfolio of proprietary software and business services includes: technology-enabled business solutions that maximize revenue cycle management and create efficiencies through platform agnostic AI-driven applications; cloud-based software that helps providers manage their practice and patient engagement while leveraging analytics to improve provider performance; digital health services to address value-based care and enable the delivery of remote patient care; healthcare IT professional services & staffing to address physician burnout, staffing shortages and leverage consulting expertise to transition into the next generation of healthcare; and, medical practice management services to assist medical providers with operating models and the tools needed to run their practice. Our high-value business services, such as revenue cycle management, are often paired with our cloud-based software, premiere healthcare consulting and implementation services, and on-demand workforce staffing capabilities for high-performance medical groups and health systems nationwide. Â CareCloud has its corporate office in Somerset, New Jersey and maintains client support teams throughout the U.S., and offshore offices in Pakistan and Azad Jammu and Kashmir, a region administered by Pakistan (the â€œPakistan Officesâ€), and in Sri Lanka. Effective February 1, 2024, MTBC Acquisition Corp. (â€œMACâ€) and its wholly owned subsidiary were merged into CareCloud, Inc. (â€œCCIâ€). There was no financial or operational impact as a result of the merger. Â X - ReferencesNo definition available. + Details Name: us-gaap_OrganizationConsolidationAndPresentationOfFinancialStatementsAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe entire disclosure for organization, consolidation and basis of presentation of financial statements disclosure. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480424/946-10-50-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480424/946-10-50-2Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 810 -Name Accounting Standards Codification -Publisher FASB -URI https://asc.fasb.org/810/tableOfContentReference 4: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 205 -Name Accounting Standards Codification -Publisher FASB -URI https://asc.fasb.org/205/tableOfContent + Details Name: us-gaap_OrganizationConsolidationAndPresentationOfFinancialStatementsDisclosureTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 22 R10.htm IDEA: XBRL DOCUMENT v3.24.2.u1 BASIS OF PRESENTATION AND SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES 6 Months Ended Jun. 30, 2024 Accounting Policies [Abstract] Â BASIS OF PRESENTATION AND SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES 2. BASIS OF PRESENTATION AND SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES Â The accompanying unaudited condensed consolidated financial statements have been prepared in accordance with accounting principles generally accepted in the United States of America (â€œGAAPâ€) for interim financial reporting and as required by Regulation S-X, Rule 8-03. Accordingly, they do not include all of the information and notes required by GAAP for complete financial statements. In the opinion of the Companyâ€™s management, the accompanying unaudited condensed consolidated financial statements contain all adjustments (consisting of items of a normal and recurring nature) necessary to present fairly the Companyâ€™s financial position as of June 30, 2024, the results of operations for the three and six months ended June 30, 2024 and 2023 and cash flows for the six months ended June 30, 2024 and 2023. When preparing financial statements in conformity with GAAP, the Company must make estimates and assumptions that affect the reported amounts of assets and liabilities, disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results could differ significantly from those estimates. The condensed consolidated financial statements include the accounts of the Company and its wholly owned subsidiaries. All intercompany balances and transactions have been eliminated in consolidation. Â The accompanying unaudited condensed consolidated financial statements and notes thereto should be read in conjunction with the audited consolidated financial statements for the year ended December 31, 2023, which are included in the Companyâ€™s Annual Report on Form 10-K, filed with the SEC on March 21, 2024. Â Â Liquidity and Going Concern â€” Primarily due to a decline in revenue associated with our Healthcare IT segment and a goodwill impairment of $42.0 million for the year ended December 31, 2023, the Company generated a net loss of $48.7 million and had a net decrease in cash of $9.0 million compared to December 31, 2022. For the three and six months ended June 30, 2024, the Company had net income of $1.7 million and $1.4 million, respectively. At December 31, 2023, the Company had negative working capital of $57,000 and cash of $3.3 million. At June 30, 2024, the Company had positive working capital of $674,000 and cash of $2.6 million. Absent any other action, the Company may have required additional liquidity to continue its operations over the next 12 months. Â However, management has considered its plans to continue the Company as a going concern and believes substantial doubt is alleviated by focusing on cost-control. As discussed in Note 9, the Company approved a restructuring plan to reduce headcount and operating costs and generate positive cash flow. In addition, the Company has suspended the dividend on the Companyâ€™s Preferred Stock, which saves approximately $1.3 million of cash each month. The dividend will continue to accumulate in arrears each month since it is cumulative, but would not be a legal obligation until the dividend is reinstated. The dividend will not be recorded as a liability until it is declared by the Board of Directors. The Company projects that this restructuring plan, which was implemented in 2023 and will be completed by the end of 2024, will reduce expenses, thereby reducing ongoing liquidity needs to enable continuation of operations and compliance with the debt covenants for the foreseeable future. Although there are no guarantees that the Company will be successful, it believes such initiatives will enable it to continue as a going concern through at least the next twelve months. Â Significant Accounting Policies â€” During the six months ended June 30, 2024, there were no changes to the Companyâ€™s significant accounting policies from its disclosures in the Annual Report on Form 10-K for the year ended December 31, 2023, filed with the SEC on March 21, 2024. Â Recent Accounting Pronouncements â€” From time to time, new accounting pronouncements are issued by the Financial Accounting Standards Board (â€œFASBâ€) and are adopted by us as of the specified effective date. Unless otherwise discussed, we believe that the impact of recently adopted and recently issued accounting pronouncements will not have a material impact on our condensed consolidated financial position, results of operations and cash flows. Â In June 2016, the FASB issued ASU 2016-13, Financial Instruments â€“ Credit Losses: Measurement of Credit Losses on Financial Instruments. The guidance in Accounting Standards Update (â€œASUâ€) 2016-13 replaces the incurred loss impairment methodology under current GAAP. The new impairment model requires immediate recognition of estimated credit losses expected to occur for most financial assets and certain other instruments. It will apply to all entities. For trade receivables, loans and held-to-maturity debt securities, entities will be required to estimate lifetime expected credit losses. This may result in the earlier recognition of credit losses. In November 2019, the FASB issued ASU No. 2019-10, which delayed this standardâ€™s effective date for SEC smaller reporting companies to the fiscal years beginning on or after December 15, 2022. The Company adopted this guidance on January 1, 2023 using a modified retrospective adoption methodology, whereby the cumulative impact of all prior periods is recorded in accumulated deficit or other impacted balance sheet items upon adoption. The impact to the accumulated deficit as of January 1, 2023 was a charge of approximately $186,000 and a corresponding increase to the allowance for expected credit losses. Â In March 2023, the FASB issued ASU 2023-01, Leases (Topic 842): Common Control Arrangements â€“ Issue 2. The amendments in this update require that leasehold improvements associated with common control leases be: (1) amortized by the lessee over the useful life of the leasehold improvements to the common control group as long as the lessee controls the use of the underlying asset through a lease and (2) accounted for as a transfer between entities under common control through an adjustment to equity if, and when, the lessee no longer controls the use of the underlying asset. The amendments in this update are effective for fiscal years beginning after December 15, 2023. There was no impact on the condensed consolidated financial statements as a result of this standard. Â In October 2023, the FASB issued ASU 2023-06, Disclosure Improvements: Codification Amendments in Response to the SECâ€™s Disclosure Update and Simplification Initiative. This update amends the disclosure or presentation requirements related to various subtopics in the FASB Accounting Standards Codification (the â€œCodificationâ€). The new guidance is intended to align U.S. GAAP requirements with those of the SEC and to facilitate the application of U.S. GAAP for all entities. The effective date for each amendment will be the date on which the SECâ€™s removal of that related disclosure requirement from Regulation S-X or Regulation S-K becomes effective, with early adoption prohibited. If by June 30, 2027 the SEC has not removed the applicable requirement from Regulation S-X or Regulation S-K, the pending content of the associated amendment will be removed from the Codification and will not become effective. Â Â In November 2023, the FASB issued ASU 2023-07, Segment Reporting (Topic 280), Improvements to Reportable Disclosures. The amendments in this update improve segment disclosure requirements, primarily through enhanced disclosures about significant segment expenses. The amendments are effective for fiscal years beginning after December 15, 2023, and interim periods within fiscal years beginning after December 15, 2024. Early adoption is permitted. The expected impact would only be to the financial statement disclosures. Â In December 2023, the FASB issued ASU 2023-09, Income Taxes (Topic 740), Improvements to Income Tax Disclosures. The amendments in this update enhance the transparency and decision usefulness of income tax disclosures primarily related to rate reconciliation and income taxes paid information. The update also includes certain other amendments to improve the effectiveness of income tax disclosures. The amendments are effective for annual periods beginning after December 15, 2024. Early adoption is permitted. The Company does not expect this update to have a material impact on the condensed consolidated financial statements. Â In March 2024, the FASB issued ASU 2024-02, Codification Improvements â€“ Amendments to Remove References to the Concepts Statements. This update contains amendments to the Codification that remove references to various FASB Concepts Statements. This Codification updates are for technical corrections such as conforming amendments, clarifications to guidance, simplifications to wording or the structure of guidance and other minor improvements. The resulting amendments are referred to as Codification improvements. The amendments in this update are effective for public business entities for fiscal years beginning after December 15, 2024. Early adoption is permitted. The Company does not expect this update to have a material impact on the condensed consolidated financial statements. Â X - ReferencesNo definition available. + Details Name: us-gaap_AccountingPoliciesAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe entire disclosure for the basis of presentation and significant accounting policies concepts. Basis of presentation describes the underlying basis used to prepare the financial statements (for example, US Generally Accepted Accounting Principles, Other Comprehensive Basis of Accounting, IFRS). Accounting policies describe all significant accounting policies of the reporting entity. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 235 -Name Accounting Standards Codification -Publisher FASB -URI https://asc.fasb.org/235/tableOfContent + Details Name: us-gaap_BasisOfPresentationAndSignificantAccountingPoliciesTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 23 R11.htm IDEA: XBRL DOCUMENT v3.24.2.u1 GOODWILL AND INTANGIBLE ASSETS-NET 6 Months Ended Jun. 30, 2024 Goodwill And Intangible Assets-net Â GOODWILL AND INTANGIBLE ASSETS-NET 3. GOODWILL AND INTANGIBLE ASSETS-NET Â Goodwill consists of the excess of the purchase price over the fair value of identifiable net assets of businesses acquired. At June 30, 2024 and December 31, 2023, approximately $90,000 of goodwill was allocated to the Medical Practice Management segment and the balance was allocated to the Healthcare IT segment. Â The Company tests goodwill for impairment at the reporting unit level annually or more frequently if a change in circumstances or the occurrence of events indicates that potential impairment exists. As a result of a triggering event in December 2023 resulting from the decreased equity market value following the suspension of the Preferred Stock dividend, the Company updated its annual goodwill impairment test that was performed as of October 31, 2023 for the Healthcare IT segment. It was determined that the fair value of the Healthcare IT reporting unit was less than the carrying value at both October 31 and as of the date of the triggering event. Accordingly, impairment charges of approximately $42.0 million were recorded during the fourth quarter of 2023. The conclusion was based upon the value determined using the discounted cash flow method as supported by the guideline company transaction method and the guideline public company method. During the six months ended June 30, 2024, the Company determined that there was no further impact on the valuation of goodwill. Â The following is the summary of the carrying amount of goodwill for the six months ended June 30, 2024 and the year ended December 31, 2023: Â SCHEDULE OF CHANGES TO THE CARRYING AMOUNT OF GOODWILL Â Â Six Months EndedÂ Â Year EndedÂ Â Â June 30, 2024Â Â December 31, 2023Â Â Â ($ in thousands)Â Beginning gross balanceÂ $19,186Â Â $61,186Â Impairment chargesÂ Â -Â Â Â (42,000) Ending gross balanceÂ $19,186Â Â $19,186Â Â Â Intangible assets â€“ net as of June 30, 2024 and December 31, 2023 consist of the following: Â SCHEDULE OF INTANGIBLE ASSETS Â Â June 30, 2024Â Â December 31, 2023Â Â Â ($ in thousands)Â Contracts and relationships acquiredÂ $47,597Â Â $47,597Â Capitalized softwareÂ Â 32,449Â Â Â 29,379Â Non-compete agreementsÂ Â 1,236Â Â Â 1,236Â Other intangible assetsÂ Â 8,417Â Â Â 8,417Â Total intangible assetsÂ Â 89,699Â Â Â 86,629Â Less: Accumulated amortizationÂ Â 68,202Â Â Â 61,555Â Intangible assets - netÂ $21,497Â Â $25,074Â Â Capitalized software represents payroll and development costs incurred for internally developed software. Other intangible assets primarily represent purchased intangibles. Amortization expense was approximately $6.6 million and $5.4 million for the six months ended June 30, 2024 and 2023, respectively. The weighted-average amortization period is three years. Â As of June 30, 2024, future amortization is scheduled to be expensed as follows: Â SCHEDULE OF FINITE-LIVED INTANGIBLE ASSETS, FUTURE AMORTIZATION EXPENSE Years ending December 31,Â ($ in thousands)Â 2024 (six months)Â $5,517Â 2025Â Â 9,405Â 2026Â Â 5,024Â 2027Â Â 801Â 2028Â Â 300Â ThereafterÂ Â 450Â TotalÂ $21,497Â Â X - ReferencesNo definition available. + Details Name: CCLD_DisclosureGoodwillAndIntangibleAssetsnetAbstract Namespace Prefix: CCLD_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionPrepaid Expenses And Other Current Assets, Goodwill And Intangible Assets-Net [Text Block] + ReferencesNo definition available. + Details Name: CCLD_PrepaidExpensesAndOtherCurrentAssetsGoodwillAndIntangibleAssetsNetTextBlock Namespace Prefix: CCLD_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 24 R12.htm IDEA: XBRL DOCUMENT v3.24.2.u1 NET LOSS PER COMMON SHARE 6 Months Ended Jun. 30, 2024 Earnings Per Share [Abstract] Â NET LOSS PER COMMON SHARE 4. NET LOSS PER COMMON SHARE Â The following table reconciles the weighted-average shares outstanding for basic and diluted net loss per share for the three and six months ended June 30, 2024 and 2023: Â SCHEDULE OF RECONCILIATION OF WEIGHTED-AVERAGE SHARES OUTSTANDING FOR BASIC AND DILUTED NET LOSS PER COMMON SHARE Â Â 2024Â Â 2023Â Â 2024Â Â 2023Â Â Â Three Months Ended June 30,Â Â Â Six Months Ended June 30,Â Â 2024Â Â 2023Â Â 2024Â Â 2023Â Â Â ($ in thousands, except share and per share amounts)Â Basic and Diluted:Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Net loss attributable to common shareholdersÂ $(2,249)Â $(5,742)Â $(3,802)Â $(10,074) Weighted-average common shares used to compute basic and diluted loss per shareÂ Â 16,132,420Â Â Â 15,615,760Â Â Â 16,073,364Â Â Â 15,518,965Â Net loss attributable to common shareholders per share - basic and dilutedÂ $(0.14)Â $(0.37)Â $(0.24)Â $(0.65) Â The net loss attributable to common shareholders includes the preferred stock dividend amount earned, but not declared, for the three and six months ended June 30, 2024 of approximately $3.9 million and $5.2 million, respectively. The earned preferred stock dividend for March 2024 was not reflected in the first quarter, but is included in the amount for the six months ended June 30, 2024. (See Note 15). The dividend payable at June 30, 2024 in the condensed consolidated balance sheets represents dividends declared, but not paid, through February 29, 2024. Â At June 30, 2024, the 198,212 unvested equity restricted stock units (â€œRSUsâ€) as discussed in Note 12 have been excluded from the above calculations as they were anti-dilutive. All of the warrants previously outstanding expired unexercised in 2023 and are excluded from the above calculations. At June 30, 2023, the 605,689 unvested equity RSUs have been excluded from the above calculations as they were anti-dilutive. Vested RSUs, vested restricted shares and exercised warrants have been included in the above calculations. Â Â X - ReferencesNo definition available. + Details Name: us-gaap_EarningsPerShareAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe entire disclosure for earnings per share. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name

Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482662/260-10-50-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -Name Accounting Standards Codification -Publisher FASB -URI https://asc.fasb.org/260/tableOfContentReference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482662/260-10-50-2Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482662/260-10-50-3 + Details Name: us-gaap_EarningsPerShareTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 25 R13.htm IDEA: XBRL DOCUMENT v3.24.2.u1 ACCRUED EXPENSES AND DEBT 6 Months Ended Jun. 30, 2024 Accrued Expenses And Debt Â ACCRUED EXPENSES AND DEBT 5. ACCRUED EXPENSES AND DEBT Â Accrued expenses as of June 30, 2024 and December 31, 2023 consist of the following: Â SCHEDULE OF ACCRUED EXPENSES Â Â June 30, 2024Â Â December 31, 2023Â Â Â ($ in thousands)Â Accrued expensesÂ $4,027Â Â $4,030Â Payable to managed practicesÂ Â 2,295Â Â Â 593Â Taxes and otherÂ Â 297Â Â Â 442Â TotalÂ $6,619Â Â $5,065Â Â Bank Debt â€”The Company has a revolving line of credit with Silicon Valley Bank (â€œSVBâ€). The Companyâ€™s credit facility is a secured revolving line of credit where borrowings are based on a formula of 200% of repeatable revenue adjusted by an annualized attrition rate as defined in the credit agreement. During February 2023, the line of credit was increased to $25 million and the term was extended for two additional years maturing on October 31, 2025. The financial covenants were also slightly modified for 2023 and subsequent years. Effective August 31, 2023, the credit facility agreement was amended whereby the interest rate was temporarily increased from the prime rate plus 1.5% to the prime rate plus 2.0% and the requirement for the minimum liquidity ratio was slightly reduced. The amendments expired March 31, 2024 and the credit facility reverted to its previous terms. Â As of June 30, 2024 and December 31, 2023, there were $5.0 million and $10 million of borrowings, respectively, under the credit facility. Interest on the revolving line of credit was charged at the prime rate plus 2.0% for the first quarter of 2024, but decreased to the prime rate plus 1.5% on April 1, 2024. There is also a fee of one-half of 1% annually for the unused portion of the credit line. The debt is secured by all of the Companyâ€™s domestic assets and 65% of the shares in its offshore subsidiaries. Future acquisitions are subject to approval by SVB. At June 30, 2024, the unused borrowing base was approximately $10.7 million. Interest expense on the line of credit was approximately $616,000 and $906,000 for the three and six months ended June 30, 2024, respectively. Interest expense on the line of credit was approximately $266,000 and $338,000 for the three and six months ended June 30, 2023, respectively. Â In connection with the original SVB debt agreement, the Company paid SVB approximately $50,000 of fees upfront and issued warrants for SVB to purchase 125,000 shares of its common stock, and committed to pay an annual anniversary fee of $50,000 a year. Based on the terms in the original SVB credit agreement, these warrants had a strike price equal to $3.92. They had a five-year exercise window and net exercise rights, and were valued at $3.12 per warrant. These warrants were exercised during 2022. As a result of the revision in the credit line in the third quarter of 2018, the Company paid approximately $50,000 of fees upfront and issued an additional 28,489 warrants, with a strike price equal to $5.26, a five-year exercise window and net exercise rights. The additional warrants were valued at $3.58 per warrant and expired in September 2023. The credit agreement contains various covenants and conditions governing the revolving line of credit including a current annual fee of $110,000. These covenants include a minimum level of adjusted EBITDA and a minimum liquidity ratio. At June 30, 2024 and December 31, 2023, the Company was in compliance with all covenants. Â During March 2023, SVB became a division of First Citizens Bank & Trust Company. The agreements that governed the former SVB relationship remain in place. As a result, there was no change to the terms of the credit agreement. Â The Company maintains cash balances at SVB in excess of the FDIC insurance coverage limits. The Company performs periodic evaluations of the relative credit standing of this financial institution to ensure its credit worthiness. As of June 30, 2024 and December 31, 2023, the Company held cash of approximately $105,000 and $255,000, respectively, in the name of its subsidiaries at banks in Pakistan and Sri Lanka. The banking systems in these countries do not provide deposit insurance coverage. The Company has not experienced any losses on its cash accounts. Â Â X - ReferencesNo definition available. + Details Name: CCLD_AccruedLiabilitiesAndDebtDisclosureTextBlock Namespace Prefix: CCLD_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - ReferencesNo definition available. + Details Name: CCLD_DisclosureAccruedExpensesAndDebtAbstract Namespace Prefix: CCLD_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration XML 26 R14.htm IDEA: XBRL DOCUMENT v3.24.2.u1 LEASES 6 Months Ended Jun. 30, 2024 Leases Â LEASES 6. LEASES Â We determine if an arrangement is a lease at inception. We have operating leases for office and temporary living space as well as for some office equipment. Operating leases are included in operating lease right-of-use (â€œROUâ€) assets, current operating lease liability and non-current operating lease liability in our condensed consolidated balance sheets as of June 30, 2024 and December 31, 2023. The Company does not have any finance leases. Â As most of our leases do not provide an implicit rate, we use our estimated incremental borrowing rates, which are derived from information available at the lease commencement date, in determining the present value of lease payments. We give consideration to our bank financing arrangements, geographical location and collateralization of assets when calculating our incremental borrowing rates. We review our incremental borrowing rate on a quarterly basis. Â Our lease terms include options to extend the lease when we believe that we may want the right to exercise that option. Leases with a term of less than 12 months are not recorded in the condensed consolidated balance sheets. Our lease agreements do not contain any residual value guarantees. For real estate leases, we account for the lease and non-lease components as a single lease component. Some leases include escalation clauses and termination options that are factored in the determination of the lease payments when appropriate. Â If a lease is modified after the effective date, the operating lease ROU asset and liability are re-measured using the current incremental borrowing rate. During the three and six months ended June 30, 2023, there were approximately $11,000 and $163,000, respectively, of unoccupied lease charges for two of the Companyâ€™s facilities. There were no unoccupied lease charges for the six months ended June 30, 2024. Â During the six months ended June 30, 2023, the Miami office lease that we assumed in connection with an acquisition ended, and we entered into a new lease arrangement with the landlord for significantly less office space. Charges of approximately $71,000 were incurred during the six months ended June 30, 2023 as a result of vacating the former premises. During the year ended December 31, 2022, a facility lease was terminated in conjunction with the Company ceasing its document storage services. This termination resulted in additional costs for the three and six months ended June 30, 2023 of approximately $115,000 and $161,000, respectively. In addition, during the three months ended June 30, 2023, the Company paid approximately $27,000 to settle a claim regarding a lease termination in India. These amounts are included in net loss on lease terminations, unoccupied lease charges and restructuring costs in the condensed consolidated statements of operations. Â Lease expense is included in direct operating costs, general and administrative expense, selling and marketing expense and research and development expense in the condensed consolidated statements of operations based on the nature of the expense. Our lease terms are determined taking into account lease renewal options, the Companyâ€™s anticipated operating plans and leases that are on a month-to-month basis. The Company also has some related party leases â€“ see Note 8. Â The components of lease expense were as follows: Â SCHEDULE OF LEASE EXPENSE Â Â 2024Â Â 2023Â Â 2024Â Â 2023Â Â Â Three Months Ended June 30,Â Â Six Months Ended June 30,Â Â Â 2024Â Â 2023Â Â 2024Â Â 2023Â Â Â ($ in thousands)Â Operating lease costÂ $620Â Â $598Â Â $1,257Â Â $1,399Â Short-term lease costÂ Â -Â Â Â -Â Â Â 4Â Â Â -Â Variable lease costÂ Â 7Â Â Â 14Â Â Â 12Â Â Â 19Â Total - net lease costÂ $627Â Â $612Â Â $1,273Â Â $1,418Â Â Short-term lease cost represents leases that were not capitalized as the lease term as of the later of January 1, 2024 or the beginning of the lease was less than 12 months. Variable lease costs include utilities, real estate taxes and common area maintenance costs. Â Â Supplemental balance sheet information related to leases is as follows: Â SCHEDULE OF SUPPLEMENTAL BALANCE SHEET INFORMATION RELATED TO LEASES Â Â June 30, 2024Â Â December 31, 2023Â Â Â ($ in thousands)Â Operating leases:Â Â Â Â Â Â Â Â Operating lease ROU assets, netÂ $3,732Â Â $4,365Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Current operating lease liabilitiesÂ $1,623Â Â $1,888Â Non-current operating lease liabilitiesÂ Â 2,101Â Â Â Â 2,516Â Total operating lease liabilitiesÂ $3,724Â Â $4,404Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Operating leases:Â Â Â Â Â Â Â Â ROU assetsÂ $4,739Â Â $6,571Â Asset lease expenseÂ Â (1,008)Â Â (2,152) Foreign exchange gain/(loss)Â Â 1Â Â Â Â (54) ROU assets, netÂ $3,732Â Â $4,365Â Operating lease right-of-use assetsÂ $3,732Â Â $4,365Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Weighted average remaining lease term (in years):Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Operating leasesÂ Â 4.6Â Â Â 4.5Â Weighted average discount rate:Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Operating leasesÂ Â 14.0%Â Â 13.3% Operating leases, Weighted average discount rateÂ Â 14.0%Â Â 13.3% Â Supplemental cash flow and other information related to leases is as follows: Â SCHEDULE OF SUPPLEMENTAL CASH FLOW AND OTHER INFORMATION RELATED TO LEASES Â Â 2024Â Â 2023Â Â 2024Â Â 2023Â Â Â Three Months Ended June 30,Â Â Â Six Months Ended June 30,Â Â Â 2024Â Â 2023Â Â Â ($ in thousands)Â Cash paid for amounts included in the measurement of lease liabilities:Â Operating cash flows from operating leasesÂ $609Â Â $754Â Â Â $1,277Â Â $1,661Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â

that former director. Effective February 1, 2024, the Company added an additional Statement of Work (â€œSOWâ€) to the consulting agreement with the same entity. As compensation for the SOW, the entity will receive $25,000 per month. The SOW was cancellable with ten daysâ€™ notice. The Consulting agreement and SOW, through mutual consent, were terminated as of April 30, 2024. There were no transaction fees paid through that date. Effective May 1, 2024, the former non-independent director became President of the Company. Â Effective January 9, 2024, and as amended February 12, 2024, the Company entered into a consulting agreement with an entity owned and controlled by a member of its Board of Directors to provide investor relations services for $8,000 per month and other services as requested by the Company to be paid on an hourly basis. The consulting agreement is cancelable with ten daysâ€™ notice. For the three and six months ended June 30, 2024, the expense recorded under this agreement was approximately $32,000 and $55,000, respectively. Â During 2020, a New Jersey corporation, talkMD Clinicians, PA (â€œtalkMDâ€), was formed by the wife of the Executive Chairman, who is a licensed physician, to provide telehealth services. talkMD was determined to be a variable interest entity (â€œVIEâ€) for financial reporting purposes because the entity will be controlled by the Company. As of June 30, 2024, talkMD had not yet commenced operations. Cumulatively, the Company has paid approximately $6,000 on behalf of talkMD for income taxes. Â X - ReferencesNo definition available. + Details Name: us-gaap_RelatedPartyTransactionsAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe entire disclosure for related party transactions. Examples of related party transactions include transactions between (a) a parent company and its subsidiary; (b) subsidiaries of a common parent; (c) and entity and its principal owners; and (d) affiliates. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480990/946-20-50-2Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 5 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480990/946-20-50-5Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480990/946-20-50-6Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 235 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477968/946-235-50-2Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 235 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (e) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477968/946-235-50-2Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 850 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483326/850-10-50-1Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-07(2)(g)(3)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-1Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-07(2)(c)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-1Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-07(2)(e)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-1Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 850 -Name Accounting Standards Codification -Publisher FASB -URI https://asc.fasb.org/850/tableOfContentReference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 850 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483326/850-10-50-6Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 850 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483326/850-10-50-1Reference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 850 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483326/850-10-50-1 + Details Name: us-gaap_RelatedPartyTransactionsDisclosureTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 29 R17.htm IDEA: XBRL DOCUMENT v3.24.2.u1 RESTRUCTURING COSTS 6 Months Ended Jun. 30, 2024 Restructuring and Related Activities [Abstract] Â RESTRUCTURING COSTS 9. RESTRUCTURING COSTS Â On October 2, 2023, the Company committed to effectively align resources with business priorities and improve profitability through a reduction in the workforce for the Healthcare IT segment. The Company identified opportunities for improvements in its workforce realignment, strategy and staffing, and increased its focus on performance management, to ensure it has the right skillsets and number of employees to execute its long-term vision. In addition, the Company instituted certain other expense reductions. Â A majority of the impacted employees exited in the fourth quarter of 2023. The Company estimates that it will incur expenses of approximately $1.3 million related to the reduction in workforce of which approximately $645,000 was incurred in 2023, $116,000 and $438,000 was incurred during the three and six months ended June 30, 2024 with the remaining expenses to be incurred during the remainder of 2024. These restructuring expenses consisted of one-time termination benefits, including, but not limited to, severance payments and healthcare benefits. Also as previously noted, the dividends on the Preferred Stock have been suspended in order to increase cash flow. Â Â The expense associated with the restructuring is included in net loss on lease terminations, unoccupied lease charges and restructuring cost in the condensed consolidated statement of operations for the three and six months ended June 30, 2024. This line also includes net loss on lease terminations and unoccupied lease charges. The liabilities associated with restructuring costs are included in accrued expenses in the June 30, 2024 and December 31, 2023 condensed consolidated balance sheets. The following table summarizes activity related to liabilities associated with restructuring costs: Â SCHEDULE OF LIABILITIES ASSOCIATED WITH RESTRUCTURING COSTS Â Â Severance and separation costsÂ Â Equity awards acceleration costsÂ Â Other exit related costsÂ Â Total restructuring and other costsÂ Â Â ($ in thousands)Â Balance as of January 1, 2024Â $145Â Â $-Â Â $26Â Â $171Â AdditionsÂ Â 438Â Â Â -Â Â Â -Â Â Â 438Â Payments and other adjustmentsÂ Â (490)Â Â -Â Â Â (26)Â Â (516) Balance as of June 30, 2024Â $93Â Â $-Â Â $-Â Â $93Â Â Â

period can vary between clients. Our payment terms are normally net 30 days. Although our contracts typically have stated terms of one or more years, under ASC 606 our contracts are considered month-to-month and accordingly, there is no financing component. Â For the majority of our revenue cycle management contracts, the total transaction price is variable because our obligation is to process an unknown quantity of claims, as and when requested by our customers over the contract period. When a contract includes variable consideration, we evaluate the estimate of the variable consideration to determine whether the estimate needs to be constrained; therefore, we include variable consideration in the transaction price only to the extent that it is probable that a significant reversal of the amount of cumulative revenue recognized will not occur when the uncertainty associated with variable consideration is subsequently resolved. Estimates to determine variable consideration such as payment-to-charge ratios, effective billing rates, and the estimated contractual payment periods are updated at each reporting date. Revenue is recognized over the performance period using the input method. Â Â Our proprietary, cloud-based practice management application automates the labor-intensive workflow of a medical office in a unified and streamlined SaaS platform. The Company has a large number of clients who utilize the Companyâ€™s practice management software, electronic health records software, patient experience management solutions, business intelligence software and/or robotic process automation software on a SaaS basis, but who do not utilize the Companyâ€™s revenue cycle management services. SaaS fees may be fixed based on the number of providers, or may be variable. Â Our digital health services, which began generating revenue in 2022, include chronic care management, where a care manager has remote visits with patients with one or more chronic conditions under the supervision of a physician who is our client. The performance obligation for chronic care management is satisfied at a point in time once the patient receives the remote visit. The digital health services also include remote patient monitoring where our system monitors recordings from FDA approved internet connected devices. These devices record patient trends and alert the physician to changes which might trigger the need for additional follow-up visits. The performance obligations for remote patient monitoring are satisfied over time as the recordings are received and the patient receives the remote visit. The revenue for chronic care management for the three months ended June 30, 2024 and 2023, was approximately $1.3 million and $339,000, respectively and for the six months ended June 30, 2024 and 2023, was approximately $822,000 and $474,000, respectively. The revenue for remote patient monitoring for the three months ended June 30, 2024 and 2023, was approximately $350,000 and $68,000, respectively and for the six months ended June 30, 2024 and 2023, was approximately $210,000 and $79,000, respectively. Â The medical billing clearinghouse service takes claim information from customers, checks the claims for errors and sends this information electronically to insurance companies. The Company invoices customers on a monthly basis based on the number of claims submitted and the agreed-upon rate in the agreement. This service is provided to medical practices and providers to medical practices who are not revenue cycle management customers. The performance obligation is satisfied once the relevant submissions are completed. Â Additional services such as coding and transcription are rendered in connection with the delivery of revenue cycle management and related medical services. The Company invoices customers monthly, based on the actual amount of services performed at the agreed-upon rate in the contract. These services are only offered to revenue cycle management customers. These services do not represent a material right because the services are optional to the customer and customers electing these services are charged the same price for those services as if they were on a standalone basis. Each individual coding or transcription transaction processed represents a performance obligation, which is satisfied over time as that individual service is rendered. Â Professional services: Our professional services include an extensive set of services including EHR vendor-agnostic optimization and activation, project management, IT transformation consulting, process improvement, training, education and staffing for large healthcare organizations including health systems and hospitals. The performance obligation is satisfied over time using the input method. The revenue is recorded on a monthly basis as the professional services are rendered. Unbilled revenue at June 30, 2024 and 2023 was approximately $41,000 and $1.7 million, respectively. Â Printing and mailing services: The Company provides printing and mailing services for both revenue cycle management customers and a non-revenue cycle management customer, and invoices on a monthly basis based on the number of prints, the agreed-upon rate per print and the postage incurred. The performance obligation is satisfied once the printing and mailing is completed. Â Group purchasing services: The Company provides group purchasing services which enable medical providers to purchase various vaccines directly from selected pharmaceutical companies at a discounted price. Currently, there are approximately 4,000 medical providers who are members of the program. Revenue is recognized as the vaccine shipments are made to the medical providers. Fees from the pharmaceutical companies are paid either quarterly or annually and the Company adjusts its revenue accrual at the time of payment. The Company makes significant judgments regarding the variable consideration which we expect to be entitled to for the group purchasing services which includes the anticipated shipments to the members enrolled in the program, anticipated volumes of purchases made by the members, and the changes in the number of members. The amounts recorded are constrained by estimates of decreases in shipments and loss of members to avoid a significant revenue reversal in the subsequent period. The only performance obligation is to provide the pharmaceutical companies with the medical providers who want to become members in order to purchase vaccines. The performance obligation is satisfied once the medical provider agrees to purchase a specific quantity of vaccines and the medical providerâ€™s information is forwarded to the vaccine suppliers. The Company records a contract asset for revenue earned and not paid as the ultimate payment is conditioned on achieving certain volume thresholds. Â Â For all of the above revenue streams other than group purchasing services and chronic care management, revenue is recognized over time, which is typically one month or less, which closely matches the point in time that the customer simultaneously receives and consumes the benefits provided by the Company. For the group purchasing services, revenue is recognized at a point in time. Each service is substantially the same and has the same periodic pattern of transfer to the customer. Each of the services provided above is considered a separate performance obligation. Â There were no unsatisfied performance obligations for contracts with an original duration greater than one year. The Company has elected to utilize the practical expedient available with the guidance for contracts with an expected duration of one year or less. Â Medical practice management services: The Company also provides medical practice management services under long-term management service agreements to three medical practices. We provide the medical practices with the nurses, administrative support, facilities, supplies, equipment, marketing, RCM, accounting, and other non-clinical services needed to efficiently operate their practices. Revenue is recognized as the services are provided to the medical practices. Revenue recorded in the condensed consolidated statements of operations represents the reimbursement of costs paid by the Company for the practices and the management fee earned each month for managing the practice. The management fee is based on either a fixed fee or a percentage of the net operating income. Â The Company assumes all financial risk for the performance of the managed medical practices. Revenue is impacted by the amount of the costs incurred by the practices and their operating income. The gross billing of the practices is impacted by billing rates, changes in current procedural terminology code reimbursement and collection trends which in turn impacts the management fee that the Company is entitled to. Billing rates are reviewed at least annually and adjusted based on current insurer reimbursement practices. The performance obligation is satisfied as the management services are provided. Â Our contracts for medical practice management services have approximately an additional 15 years remaining and are only cancellable under very limited circumstances. The Company receives a management fee each month for managing the day-to-day business operations of each medical group as a fixed fee or a percentage payment of the net operating income which is included in revenue in the condensed consolidated statements of operations. Â Our medical practice management services obligations consist of a series of distinct services that are substantially the same and have the same periodic pattern of transfer to our customers. Revenue is recognized over time, however for reporting and convenience purposes, the management fee is computed at each month-end. Â Information about contract balances: As of June 30, 2024, the estimated revenue expected to be recognized in the future related to the remaining revenue cycle management performance obligations outstanding was approximately $4.4 million. We expect to recognize substantially all of the revenue for the remaining performance obligations over the next three months. Approximately $352,000 of the contract asset represents revenue earned, not paid, from the group purchasing services. Â Amounts that we are entitled to collect under the applicable contract are recorded as accounts receivable. Invoicing is performed at the end of each month when the services have been provided. The contract asset includes our right to payment for services already transferred to a customer when the right to payment is conditional on something other than the passage of time. For example, contracts for revenue cycle management services where we recognize revenue over time but do not have a contractual right to payment until the customer receives payment of their claim from the insurance provider. The contract asset also includes the revenue accrued, not received, for the group purchasing services. Â Â Changes in the contract asset are recorded as adjustments to net revenue. The changes primarily result from providing services to revenue cycle management customers that result in additional consideration and are offset by our right to payment for services becoming unconditional and changes in the revenue accrued for the group purchasing services. The contract asset for our group purchasing services is reduced when we receive payments from vaccine manufacturers and is increased for revenue earned, not received. The opening and closing balances of the Companyâ€™s accounts receivable, contract asset and deferred revenue are as follows: Â SCHEDULE OF CHANGES IN ACCOUNTS RECEIVABLE, CONTRACT ASSET AND DEFERRED REVENUE Â Â Accounts Receivable - NetÂ Â Contract AssetÂ Â Deferred Revenue (current)Â Â Deferred Revenue (long term)Â Â Â ($ in thousands)Â Balance as of January 1, 2024Â $11,888Â Â $5,094Â Â $1,380Â Â $256Â Increase (decrease), netÂ Â 1,191Â Â Â (294)Â Â (156)Â Â 134Â Balance as of June 30, 2024Â $13,079Â Â $4,800Â Â $1,224Â Â $390Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Balance as of January 1, 2023Â $14,773Â Â $4,399Â Â $1,386Â Â $342Â (Decrease) increase, netÂ Â (2,755)Â Â 435Â Â Â (144)Â Â 28Â Balance as of June 30, 2023Â $12,018Â Â $4,834Â Â $1,242Â Â $370Â Â Deferred commissions: Our sales incentive plans include commissions payable to employees and third parties at the time of initial contract execution that are capitalized as incremental costs to obtain a contract. The capitalized commissions are amortized over the period the related services are transferred. As we do not offer commissions on contract renewals, we have determined the amortization period to be the estimated client life, which is three years. Deferred commissions were approximately $478,000 and $590,000 at June 30, 2024 and 2023, respectively, and are included in the other assets amounts in the condensed consolidated balance sheets. The amortization of deferred sales commissions during the three months ended June 30, 2024 and 2023 was approximately $83,000 and $117,000, respectively, and approximately $173,000 and $284,000 for the six months ended June 30, 2024 and 2023, respectively. Â Trade Accounts Receivable â€“ Estimate of Credit Losses: ASU 2016-13 requires the recognition of lifetime estimated credit losses expected to occur for trade accounts receivable. The guidance also requires we pool assets with similar risk characteristics and consider current economic conditions when estimating losses. The adoption of the ASU 2016-13 for trade accounts receivable was recorded as a charge to accumulated deficit of approximately $186,000 as of January 1, 2023. Â At adoption, we segmented the accounts receivable population into pools based on their risk assessment. Risks related to trade accounts receivable are a customerâ€™s inability to pay or bankruptcy. Each pool was defined by their internal credit assessment and business size. The pools are aligned with managementâ€™s review of financial performance. For the three and six months ended June 30, 2024 and 2023, no adjustment to the pools was necessary. Â We utilize a loss-rate method to measure the expected credit loss for each pool. The loss rate is calculated using a three-year lookback period of write-offs and adjustments, divided by the revenue for each pool by aging category, net of customer payments during that period. We consider current and future economic conditions, internal forecasts, customer collection experience and credit memos issued during the current period when assessing loss rates. We reviewed these factors and concluded that no adjustments should be made to the historical loss rate data for the current quarter. In addition, the Company uses specific account identification in determining the total allowance for expected credit losses. Trade receivables are written off only after the Company has exhausted all collection efforts. Â Â Changes in the allowance for expected credit losses for trade accounts receivable are presented in the table below: Â SCHEDULE OF TRADE ALLOWANCE FOR DOUBTFUL ACCOUNTS Â Â Six Months EndedÂ Â Year EndedÂ Â Â June 30, 2024Â Â December 31, 2023Â Â Â ($ in thousands)Â Beginning balanceÂ $879Â Â $823Â Adoption of ASC 326Â Â -Â Â Â 186Â ProvisionÂ Â 123Â Â Â 454Â Recoveries/adjustmentsÂ Â 2Â Â Â 107Â Write-offsÂ Â (108)Â Â (691) Ending balanceÂ $896Â Â $879Â Â Â X - ReferencesNo definition available. + Details Name: us-gaap_RevenueFromContractWithCustomerAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe entire disclosure of revenue from contract with customer to transfer good or service and to transfer nonfinancial asset. Includes, but is not limited to, disaggregation of revenue, credit loss recognized from contract with customer, judgment and change in judgment related to contract with customer, and asset recognized from cost incurred to obtain or fulfill contract with customer. Excludes insurance and lease contracts. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 9 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-9Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-10Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 15 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-15Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 12 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-12Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 12 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-12Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 12 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-12Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 12 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-12Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 12 -Subparagraph (e) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-12Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 13 -Subparagraph (b)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-13Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Name Accounting Standards Codification -Topic 606 -Publisher FASB -URI https://asc.fasb.org/606/tableOfContent + Details Name: us-gaap_RevenueFromContractWithCustomerTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 32 R20.htm IDEA: XBRL DOCUMENT v3.24.2.u1 STOCK-BASED COMPENSATION 6 Months Ended Jun. 30, 2024 Share-Based Payment Arrangement [Abstract] Â STOCK-BASED COMPENSATION 12. STOCK-BASED COMPENSATION Â As of June 30, 2024, 675,910 shares of common stock and 16,000 shares of Series B Preferred Stock are available for grant. Permissible awards include incentive stock options, non-statutory stock options, stock appreciation rights, restricted stock, RSUs, performance stock and cash-settled awards and other stock-based awards in the discretion of the Compensation Committee of the Board of Directors including unrestricted stock grants. Â Certain equity-based RSU agreements contain a provision in which the units shall immediately vest and become converted into common shares at the rate of one share per RSU, immediately after a change in control, as defined in the award agreement. Â Common and preferred stock RSUs Â In February 2023, the Compensation Committee approved executive bonuses to be paid in shares of Series B Preferred Stock, with the number of shares and the amount based on specified criteria being achieved during the year 2023. During October 2023, the Compensation Committee approved the issuance of 10,000 of the above shares to one of the executives who retired. The remaining 24,000 shares were forfeited in 2024. Â In March 2024, the Compensation Committee approved executive bonuses to be paid in shares of Series B Preferred Stock with the number of shares and the amount based on specified criteria being achieved during the year 2024. There were 34,000 shares awarded. These criteria will be evaluated in early 2025. During May 2024, an additional executive bonus with similar terms was approved and 12,000 shares were awarded. For the three and six months ended June 30, 2024, an expense of approximately $265,000 and a net benefit of approximately $443,000, respectively, was recorded. The stock-based compensation benefit was primarily related to prior year bonuses that had been accrued but were not awarded, net of current year bonuses that have been accrued. Stock compensation expense recorded is based on the value of the shares at the grant date and recognized over the service period. The portion of the stock compensation expense to be used for the payment of withholding and payroll taxes is included in accrued compensation in the condensed consolidated balance sheets. The balance of the stock compensation expense has been recorded as additional paid-in capital. Â The following table summarizes the RSU transactions related to the common and preferred stock under the Companyâ€™s equity incentive plan for the six months ended June 30, 2024 and 2023: Â Â DISCLOSURE OF SHARE-BASED COMPENSATION ARRANGEMENTS BY SHARE-BASED PAYMENT AWARD Â Â Common StockÂ Â Series A Preferred StockÂ Â Series B Preferred StockÂ Outstanding and unvested shares at January 1, 2024Â Â 753,495Â Â Â -Â Â Â 57,199Â GrantedÂ Â 50,000Â Â Â -Â Â Â 46,000Â VestedÂ Â (366,214)Â Â -Â Â Â (14,000) ForfeitedÂ Â (224,032)Â Â -Â Â Â (24,000) Outstanding and unvested shares at June 30, 2024Â Â 213,249Â Â Â -Â Â Â 65,199Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Outstanding and unvested shares at January 1, 2023Â Â 645,475Â Â Â -Â Â Â 80,462Â GrantedÂ Â 553,191Â Â Â -Â Â Â 62,000Â VestedÂ Â (520,770)Â Â -Â Â Â (66,263) ForfeitedÂ Â (29,744)Â Â -Â Â Â -Â Outstanding and unvested shares at June 30, 2023Â Â 648,152Â Â Â -Â Â Â 76,199Â Â Â The

liability for the 15,037 cash-settled awards outstanding and the liability for withheld taxes in connection with the equity awards was approximately $69,000 and $767,000 at June 30, 2024 and December 31, 2023, respectively, and is included in accrued compensation in the condensed consolidated balance sheets. No amounts were paid in connection with cash-settled awards during both the six months ended June 30, 2024 and 2023. Â Stock-based compensation expense Â The following table summarizes the components of share-based compensation expense (benefit) for the three and six months ended June 30, 2024 and 2023: Â SCHEDULE OF EMPLOYEE SERVICE SHARE-BASED COMPENSATION, ALLOCATION OF RECOGNIZED PERIOD COSTS Â Â 2024Â Â 2023Â Â 2024Â Â 2023Â Â Â Three Months Ended June 30,Â Â Six Months Ended June 30,Â Â Â 2024Â Â 2023Â Â 2024Â Â 2023Â Â Â ($ in thousands)Â Direct operating costsÂ $2Â Â $300Â Â $(43)Â $388Â General and administrativeÂ Â 268Â Â Â 848Â Â Â (428)Â Â 1,453Â Research and developmentÂ Â (68)Â Â 42Â Â Â (14)Â Â 79Â Selling and marketingÂ Â 63Â Â Â 312Â Â Â 42Â Â Â 654Â Total stock-based compensation expense (benefit) Â $265Â Â $1,502Â Â $(443)Â $2,574Â Stock-based compensation (benefit) expenseÂ $265Â Â $1,502Â Â $(443)Â $2,574Â Â X - DefinitionThe entire disclosure for share-based payment arrangement. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -Name Accounting Standards Codification -Publisher FASB -URI https://asc.fasb.org/718/tableOfContentReference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (h)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (h)(2)(i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (l) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_DisclosureOfCompensationRelatedCostsShareBasedPaymentsTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_DisclosureOfCompensationRelatedCostsSharebasedPaymentsAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration XML 33 R21.htm IDEA: XBRL DOCUMENT v3.24.2.u1 INCOME TAXES 6 Months Ended Jun. 30, 2024 Income Tax Disclosure [Abstract] Â INCOME TAXES 13. INCOME TAXES Â The income tax expense for the three months ended June 30, 2024 was approximately $39,000 comprised of current state tax expense of $30,000 and foreign tax expense of $9,000. The income tax expense for the six months ended June 30, 2024 was approximately $78,000 comprised of current state tax expense of $60,000 and foreign tax expense of $18,000. There was no deferred income tax for the three and six months ended June 30, 2024. Â The income tax expense for the three months ended June 30, 2023 was approximately $82,000 comprised of a current tax expense of $44,000 and a deferred tax expense of $38,000. The income tax expense for the six months ended June 30, 2023 was approximately $147,000 comprised of a current tax expense of $83,000 and a deferred tax expense of $64,000. Â The current income tax provision for the three and six months ended June 30, 2024 and 2023 primarily relates to state minimum taxes and foreign income taxes. The deferred tax provision for the three and six months ended June 30, 2023 relates to the book and tax difference of amortization on indefinite-lived intangibles, primarily goodwill. To the extent allowable, prior to January 1, 2024, the federal and state deferred tax provision had been offset by the indefinite life net operating loss. As a result of the goodwill impairment charge recorded for the year ended December 31, 2023, no deferred tax liability is currently required. Â The Company has incurred cumulative losses, which make realization of a deferred tax asset difficult to support in accordance with ASC 740. Accordingly, a valuation allowance has been recorded against the federal and state deferred tax assets as of June 30, 2024 and December 31, 2023. Â X - ReferencesNo definition available. + Details Name: us-gaap_IncomeTaxDisclosureAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe entire disclosure for income tax. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 12 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482685/740-10-50-12Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 231 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482663/740-10-55-231Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 12C -Publisher FASB -URI https://asc.fasb.org/1943274/2147482685/740-10-50-12CReference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 12B -Publisher FASB -URI https://asc.fasb.org/1943274/2147482685/740-10-50-12BReference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 270 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147477891/740-270-50-1Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SAB Topic 6.I.5.Q1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479360/740-10-S99-1Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 13 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480990/946-20-50-13Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(h)(2)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -Name Accounting Standards Codification -Publisher FASB -URI https://asc.fasb.org/740/tableOfContentReference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 14 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482685/740-10-50-14Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 21 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482685/740-10-50-21Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 17 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482685/740-10-50-17Reference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SAB Topic 11.C) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479360/740-10-S99-2Reference 14: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482603/740-30-50-2 + Details Name: us-gaap_IncomeTaxDisclosureTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 34 R22.htm IDEA: XBRL DOCUMENT v3.24.2.u1 SEGMENT REPORTING 6 Months Ended Jun. 30, 2024 Segment Reporting [Abstract] Â SEGMENT REPORTING 14. SEGMENT REPORTING Â The Companyâ€™s Chief Executive Officer and Executive Chairman jointly serve as the Chief Operating Decision Maker (â€œCODMâ€), organize the Company, manage resource allocations and measure performance among two operating and reportable segments: (i) Healthcare IT and (ii) Medical Practice Management. Â The Healthcare IT segment includes revenue cycle management, SaaS solutions and other services. The Medical Practice Management segment includes the management of three medical practices. Each segment is considered a reporting unit. The CODM evaluates the financial performance of the business units on the basis of revenue and direct operating costs excluding unallocated amounts that are mainly corporate overhead costs. Our CODM does not evaluate operating segments using asset or liability information. The accounting policies of the segments are the same as those disclosed in the Companyâ€™s Annual Report on Form 10-K for the year ended December 31, 2023 filed with the SEC on March 21, 2024. The following table presents revenues, operating expenses and operating income (loss) by reportable segment: Â SCHEDULE OF REVENUES, OPERATING EXPENSES AND OPERATING INCOME (LOSS) BY REPORTABLE SEGMENT Â Â Healthcare ITÂ Â Medical Practice ManagementÂ Â Unallocated Corporate ExpensesÂ Â TotalÂ Â Â Six Months Ended June 30, 2024Â Â Â ($ in thousands)Â Â Â

undeclared, preferred stock dividend for the month of March 2024. This omission required the Company to restate those items in its condensed consolidated statement of operations in accordance with ASC 350-20 for the period. This omission had no impact on the condensed consolidated balance sheet, the condensed consolidated statement of shareholdersâ€™ equity, the condensed consolidated statement of cash flows and the condensed consolidated statement of comprehensive loss previously reported. Â The earned preferred stock dividend for March 2024 was approximately $1.3 million. The condensed consolidated statement of operations for the three months ended March 31, 2024 has been restated to reflect these adjustments. The following table presents the effects of the changes to those items previously reported in the condensed consolidated statement of operations. Â Adjustments to the Condensed Consolidated Statement of Operations for the three months ended March 31, 2024 SCHEDULE OF ADJUSTMENTS TO THE CONSOLIDATED STATEMENT OF OPERATIONS Â Condensed Consolidated Statement of Operations: Â Â Â Â Â Â Â Â Â Â Â Â Â Â Three months ended March 31, 2024Â Â Â March 31, 2024 before restatementÂ Â RestatementÂ Â March 31, 2024 after restatementÂ Â Â ($ in thousands, except per share amounts)Â Preferred stock dividendÂ $5Â Â $1,307Â Â $1,312Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Net loss attributable to common shareholdersÂ $(246)Â $(1,307)Â $(1,553) Â Â Â Â Â Â Â Â Â Â Â Â Â Â Net loss per common share: basic and dilutedÂ $(0.02)Â $(0.08)Â $(0.10) Â This restatement will be reflected in the comparative condensed consolidated statements of operations in the Quarterly Report on Form 10-Q for the three months ended March 31, 2025. X - ReferencesNo definition available. + Details Name: us-gaap_AccountingChangesAndErrorCorrectionsAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe entire disclosure for reporting error correction. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 7 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-7 + Details Name: us-gaap_ErrorCorrectionTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 36 R24.htm IDEA: XBRL DOCUMENT v3.24.2.u1 BASIS OF PRESENTATION AND SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Policies) 6 Months Ended Jun. 30, 2024 Accounting Policies [Abstract] Â Recent Accounting Pronouncements Recent Accounting Pronouncements â€” From time to time, new accounting pronouncements are issued by the Financial Accounting Standards Board (â€œFASBâ€) and are adopted by us as of the specified effective date. Unless otherwise discussed, we believe that the impact of recently adopted and recently issued accounting pronouncements will not have a material impact on our condensed consolidated financial position, results of operations and cash flows. Â In June 2016, the FASB issued ASU 2016-13, Financial Instruments â€“ Credit Losses: Measurement of Credit Losses on Financial Instruments. The guidance in Accounting Standards Update (â€œASUâ€) 2016-13 replaces the incurred loss impairment methodology under current GAAP. The new impairment model requires immediate recognition of estimated credit losses expected to occur for most financial assets and certain other instruments. It will apply to all entities. For trade receivables, loans and held-to-maturity debt securities, entities will be required to estimate lifetime expected credit losses. This may result in the earlier recognition of credit losses. In November 2019, the FASB issued ASU No. 2019-10, which delayed this standardâ€™s effective date for SEC smaller reporting companies to the fiscal years beginning on or after December 15, 2022. The Company adopted this guidance on January 1, 2023 using a modified retrospective adoption methodology, whereby the cumulative impact of all prior periods is recorded in accumulated deficit or other impacted balance sheet items upon adoption. The impact to the accumulated deficit as of January 1, 2023 was a charge of approximately $186,000 and a corresponding increase to the allowance for expected credit losses. Â In March 2023, the FASB issued ASU 2023-01, Leases (Topic 842): Common Control Arrangements â€“ Issue 2. The amendments in this update require that leasehold improvements associated with common control leases be: (1) amortized by the lessee over the useful life of the leasehold improvements to the common control group as long as the lessee controls the use of the underlying asset through a lease and (2) accounted for as a transfer between entities under common control through an adjustment to equity if, and when, the lessee no longer controls the use of the underlying asset. The amendments in this update are effective for fiscal years beginning after December 15, 2023. There was no impact on the condensed consolidated financial statements as a result of this standard. Â In October 2023, the FASB issued ASU 2023-06, Disclosure Improvements: Codification Amendments in Response to the SECâ€™s Disclosure Update and Simplification Initiative. This update amends the disclosure or presentation requirements related to various subtopics in the FASB Accounting Standards Codification (the â€œCodificationâ€). The new guidance is intended to align U.S. GAAP requirements with those of the SEC and to facilitate the application of U.S. GAAP for all entities. The effective date for each amendment will be the date on which the SECâ€™s removal of that related disclosure requirement from Regulation S-X or Regulation S-K becomes effective, with early adoption prohibited. If by June 30, 2027 the SEC has not removed the applicable requirement from Regulation S-X or Regulation S-K, the pending content of the associated amendment will be removed from the Codification and will not become effective. Â Â In November 2023, the FASB issued ASU 2023-07, Segment Reporting (Topic 280), Improvements to Reportable Disclosures. The amendments in this update improve segment disclosure requirements, primarily through enhanced disclosures about significant segment expenses. The amendments are effective for fiscal years beginning after December 15, 2023, and interim periods within fiscal years beginning after December 15, 2024. Early adoption is permitted. The expected impact would only be to the financial statement disclosures. Â In December 2023, the FASB issued ASU 2023-09, Income Taxes (Topic 740), Improvements to Income Tax Disclosures. The amendments in this update enhance the transparency and decision usefulness of income tax disclosures primarily related to rate reconciliation and income taxes paid information. The update also includes certain other amendments to improve the effectiveness of income tax disclosures. The amendments are effective for annual periods beginning after December 15, 2024. Early adoption is permitted. The Company does not expect this update to have a material impact on the condensed consolidated financial statements. Â In March 2024, the FASB issued ASU 2024-02, Codification Improvements â€“ Amendments to Remove References to the Concepts Statements. This update contains amendments to the Codification that remove references to various FASB Concepts Statements. This Codification updates are for technical corrections such as conforming amendments, clarifications to guidance, simplifications to wording or the structure of guidance and other minor improvements. The resulting amendments are referred to as Codification improvements. The amendments in this update are effective for public business entities for fiscal years beginning after December 15, 2024. Early adoption is permitted. The Company does not expect this update to have a material impact on the condensed consolidated financial statements. X - ReferencesNo definition available. + Details Name: us-gaap_AccountingPoliciesAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionDisclosure of accounting policy pertaining to new accounting pronouncements that may impact the entity's financial reporting. Includes, but is not limited to, quantification of the expected or actual impact. + ReferencesNo definition available. + Details Name: us-gaap_NewAccountingPronouncementsPolicyPolicyTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 37 R25.htm IDEA: XBRL DOCUMENT v3.24.2.u1 GOODWILL AND INTANGIBLE ASSETS-NET (Tables) 6 Months Ended Jun. 30, 2024 Goodwill And Intangible Assets-net Â SCHEDULE OF CHANGES TO THE CARRYING AMOUNT OF GOODWILL The following is the summary of the carrying amount of goodwill for the six months ended June 30, 2024 and the year ended December 31, 2023: Â SCHEDULE OF CHANGES TO THE CARRYING AMOUNT OF GOODWILL Â Â Six Months EndedÂ Â Year EndedÂ Â Â June 30, 2024Â Â December 31, 2023Â Â Â ($ in thousands)Â Beginning gross balanceÂ $19,186Â Â $61,186Â Impairment chargesÂ Â -Â Â Â (42,000) Ending gross balanceÂ $19,186Â Â $19,186Â SCHEDULE OF INTANGIBLE ASSETS Intangible assets â€“ net as of June 30, 2024 and December 31, 2023 consist of the following: Â SCHEDULE OF INTANGIBLE ASSETS Â Â June 30, 2024Â Â December 31, 2023Â Â Â ($ in thousands)Â Contracts and relationships acquiredÂ $47,597Â Â $47,597Â Capitalized softwareÂ Â 32,449Â Â Â 29,379Â Non-compete agreementsÂ Â 1,236Â Â Â 1,236Â Other intangible assetsÂ Â 8,417Â Â Â 8,417Â Total intangible assetsÂ Â 89,699Â Â Â 86,629Â Less: Accumulated amortizationÂ Â 68,202Â Â Â 61,555Â Intangible assets - netÂ $21,497Â Â $25,074Â SCHEDULE OF FINITE-LIVED INTANGIBLE ASSETS, FUTURE AMORTIZATION EXPENSE As of June 30, 2024, future amortization is scheduled to be expensed as follows: Â SCHEDULE OF FINITE-LIVED INTANGIBLE ASSETS, FUTURE AMORTIZATION EXPENSE Years ending December 31,Â ($ in thousands)Â 2024 (six months)Â $5,517Â 2025Â Â 9,405Â 2026Â Â 5,024Â 2027Â Â 801Â 2028Â Â 300Â ThereafterÂ Â 450Â TotalÂ $21,497Â X - ReferencesNo definition available. + Details Name: CCLD_DisclosureGoodwillAndIntangibleAssetsnetAbstract Namespace Prefix: CCLD_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionTabular disclosure of assets, excluding financial assets and goodwill, lacking physical substance with a finite life, by either major class or business segment. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 55 -Paragraph 40 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482640/350-30-55-40Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482665/350-30-50-2 + Details Name: us-gaap_ScheduleOfFiniteLivedIntangibleAssetsTableTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - DefinitionTabular disclosure of goodwill by reportable segment and in total which includes a rollforward schedule. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 24 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482548/350-20-55-24Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482573/350-20-50-1Reference 3: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (h) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482573/350-20-50-1Reference 4: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482573/350-20-50-1Reference 5: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482573/350-20-50-1Reference 6: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482573/350-20-50-1Reference 7: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482573/350-20-50-1Reference 8: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (e) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482573/350-20-50-1Reference 9: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482573/350-20-50-1Reference 10: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (g) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482573/350-20-50-1Reference 11: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1A -Publisher FASB -URI https://asc.fasb.org/1943274/2147482573/350-20-50-1AReference 12: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482573/350-20-50-2 + Details Name: us-gaap_ScheduleOfGoodwillTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - DefinitionTabular disclosure of the amount of amortization expense expected to be recorded in succeeding fiscal years for finite-lived intangible assets. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 55 -Paragraph 40 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482640/350-30-55-40Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482665/350-30-50-2 + Details Name: us-gaap_ScheduleofFiniteLivedIntangibleAssetsFutureAmortizationExpenseTableTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 38 R26.htm IDEA: XBRL DOCUMENT v3.24.2.u1 NET LOSS PER COMMON SHARE (Tables) 6 Months Ended Jun. 30, 2024 Earnings Per Share [Abstract] Â SCHEDULE OF RECONCILIATION OF WEIGHTED-AVERAGE SHARES OUTSTANDING FOR BASIC AND DILUTED NET LOSS PER COMMON SHARE The following table reconciles the weighted-average shares outstanding for basic and diluted net loss per share for the three and six months ended June 30, 2024 and 2023: Â SCHEDULE OF RECONCILIATION OF WEIGHTED-AVERAGE SHARES OUTSTANDING FOR BASIC AND DILUTED NET LOSS PER COMMON SHARE Â Â 2024Â Â 2023Â Â 2024Â Â 2023Â Â Â Three Months Ended June 30,Â Â Six Months Ended June 30,Â Â Â 2024Â Â 2023Â Â 2024Â Â 2023Â Â Â ($ in thousands, except share and per share amounts)Â Basic and Diluted:Â Â Â Â Â Â Â Â Â Â Â Â Â Â Net loss attributable to common shareholdersÂ $(2,249)Â $(5,742)Â $(3,802)Â $(10,074) Weighted-average common shares used to compute basic and diluted loss per shareÂ Â 16,132,420Â Â Â 15,615,760Â Â Â 16,073,364Â Â Â 15,518,965Â Net loss attributable to common shareholders per share - basic and dilutedÂ $(0.14)Â $(0.37)Â $(0.24)Â $(0.65) X - ReferencesNo definition available. + Details Name: us-gaap_EarningsPerShareAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionTabular disclosure of an entity's basic and diluted earnings per share calculations, including a reconciliation of numerators and denominators of the basic and diluted per-share computations for income from continuing operations. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482662/260-10-50-1 + Details Name: us-gaap_ScheduleOfEarningsPerShareBasicAndDilutedTableTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 39 R27.htm IDEA: XBRL DOCUMENT v3.24.2.u1 ACCRUED EXPENSES AND DEBT (Tables) 6 Months Ended Jun. 30, 2024 Accrued Expenses And Debt Â SCHEDULE OF ACCRUED EXPENSES Accrued expenses as of June 30, 2024 and December 31, 2023 consist of the following: Â SCHEDULE OF ACCRUED EXPENSES Â Â June 30, 2024Â Â December 31, 2023Â Â Â ($ in thousands)Â Accrued expensesÂ $4,027Â Â $4,030Â Payable to managed practicesÂ Â 2,295Â Â Â 593Â Taxes and otherÂ Â 297Â Â Â 442Â TotalÂ $6,619Â Â $5,065Â X - ReferencesNo definition available. + Details Name: CCLD_DisclosureAccruedExpensesAndDebtAbstract Namespace Prefix: CCLD_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionTabular disclosure of the components of accrued liabilities. + ReferencesNo definition available. + Details Name: us-gaap_ScheduleOfAccruedLiabilitiesTableTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 40 R28.htm IDEA: XBRL DOCUMENT v3.24.2.u1 LEASES (Tables) 6 Months Ended Jun. 30, 2024 Leases Â SCHEDULE OF LEASE EXPENSE The components of lease expense were as follows: Â SCHEDULE OF LEASE EXPENSE Â Â 2024Â Â 2023Â Â 2024Â Â 2023Â Â Â Three Months Ended June 30,Â Â Â Six Months Ended June 30,Â Â Â Â 2024Â Â 2023Â Â 2024Â Â 2023Â Â Â ($ in thousands)Â Operating lease costÂ $620Â Â $598Â Â $1,257Â Â $1,399Â Short-term lease costÂ Â -Â Â Â -Â Â Â 4Â Â Â -Â Variable lease costÂ Â 7Â Â Â 14Â Â Â 12Â Â Â 19Â Total - net lease costÂ $627Â Â $612Â Â $1,273Â Â $1,418Â SCHEDULE OF SUPPLEMENTAL BALANCE SHEET INFORMATION RELATED TO LEASES Supplemental balance sheet information related to leases is as follows: Â SCHEDULE OF SUPPLEMENTAL BALANCE SHEET INFORMATION RELATED TO LEASES Â Â June 30, 2024Â Â December 31, 2023Â Â Â ($ in thousands)Â Operating leases:Â Â Â Â Â Â Â Â Operating lease ROU assets, netÂ $3,732Â Â $4,365Â Â Â Â Â Â Â Â Â Â Current operating lease liabilitiesÂ $1,623Â Â $1,888Â Non-current operating lease liabilitiesÂ Â 2,101Â Â Â 2,516Â Total operating lease liabilitiesÂ $3,724Â Â $4,404Â Â Â Â Â Â Â Â Â Â Operating leases:Â Â Â Â Â Â Â Â ROU assetsÂ $4,739Â Â $6,571Â Asset lease expenseÂ Â (1,008)Â Â Â (2,152) Foreign exchange gain/(loss)Â Â Â 1Â Â Â (54) ROU assets, netÂ $3,732Â Â $4,365Â Operating lease right-of-use assetsÂ $3,732Â Â $4,365Â Â Â Â Â Â Â Â Â Â Weighted average remaining lease term (in years):Â Â Â Â Â Â Â Â Operating leasesÂ Â 4.6Â Â Â 4.5Â Weighted average discount rate:Â Â Â Â Â Â Â Â Operating leasesÂ Â 14.0%Â Â 13.3% Operating leases, Weighted average discount rateÂ Â 14.0%Â Â 13.3% SCHEDULE OF SUPPLEMENTAL CASH FLOW AND OTHER INFORMATION RELATED TO LEASES Supplemental cash flow and other information related to leases is as follows: Â SCHEDULE OF SUPPLEMENTAL CASH FLOW AND OTHER INFORMATION RELATED TO LEASES Â Â 2024Â Â 2023Â Â 2024Â Â 2023Â Â Â Three Months Ended June 30,Â Â Â Six Months Ended June 30,Â Â Â Â 2024Â Â 2023Â Â 2024Â Â 2023Â Â Â ($ in thousands)Â Cash paid for amounts included in the measurement of lease liabilities:Â Â Â Â Â Â Â Â Â Â Â Â Operating cash flows from operating leasesÂ $609Â Â $754Â Â $1,277Â Â $1,661Â Â Â Â Â Â Â Â Â Â Â Â Â Â ROU assets obtained in exchange for lease liabilities:Â Â Â Â Â Â Â Â Â Â Â Â Â Â Operating leases, excluding impairments and terminationsÂ $125Â Â $433Â Â $374Â Â $720Â SCHEDULE OF MATURITIES OF LEASE LIABILITIES Maturities of lease liabilities are as follows: Â SCHEDULE OF MATURITIES OF LEASE LIABILITIES Operating leases - Years ending December 31,Â ($ in thousands)Â 2024 (six months)Â $1,189Â 2025Â Â 1,413Â 2026Â Â 586Â 2027Â Â 463Â 2028Â Â 396Â ThereafterÂ Â 1,433Â Total lease paymentsÂ Â 5,480Â Less: imputed interestÂ Â (1,756) Total lease obligationsÂ Â 3,724Â Less: current obligationsÂ Â 1,623Â Long-term lease obligationsÂ $2,101Â X - ReferencesNo definition available. + Details Name: CCLD_DisclosureLeasesAbstract Namespace Prefix: CCLD_ Data Type:

xbrli:stringItemType Balance Type: na Period Type: duration X - ReferencesNo definition available. + Details Name: CCLD_ScheduleOfSupplementalBalanceSheetInformationRelatedToLeasesTableTextBlock Namespace Prefix: CCLD_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - ReferencesNo definition available. + Details Name: CCLD_ScheduleOfSupplementalCashFlowAndOtherInformationRelatedToLeasesTableTextBlock Namespace Prefix: CCLD_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - DefinitionTabular disclosure of lessee's lease cost. Includes, but is not limited to, interest expense for finance lease, amortization of right-of-use asset for finance lease, operating lease cost, short-term lease cost, variable lease cost and sublease income. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147478964/842-20-50-4 + Details Name: us-gaap_LeaseCostTableTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - DefinitionTabular disclosure of undiscounted cash flows of lessee's operating lease liability. Includes, but is not limited to, reconciliation of undiscounted cash flows to operating lease liability recognized in statement of financial position. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147478964/842-20-50-6 + Details Name: us-gaap_LesseeOperatingLeaseLiabilityMaturityTableTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 41 R29.htm IDEA: XBRL DOCUMENT v3.24.2.u1 RESTRUCTURING COSTS (Tables) 6 Months Ended Jun. 30, 2024 Restructuring and Related Activities [Abstract] Â SCHEDULE OF LIABILITIES ASSOCIATED WITH RESTRUCTURING COSTS Â SCHEDULE OF LIABILITIES ASSOCIATED WITH RESTRUCTURING COSTS Â Â Severance and separation costsÂ Â Equity awards acceleration costsÂ Â Other exit related costsÂ Â Total restructuring and other costsÂ Â Â ($ in thousands)Â Balance as of January 1, 2024Â $145Â Â $-Â Â $26Â Â $171Â AdditionsÂ Â 438Â Â Â -Â Â Â -Â Â Â 438Â Payments and other adjustmentsÂ Â (490)Â Â -Â Â Â (26)Â Â (516) Balance as of June 30, 2024Â $93Â Â $-Â Â $-Â Â $93Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Balance as of January 1, 2023Â $-Â Â $-Â Â $-Â Â $-Â Beginning balanceÂ $-Â Â $-Â Â $-Â Â $-Â AdditionsÂ Â 439Â Â Â 170Â Â Â 36Â Â Â 645Â Payments and other adjustmentsÂ Â (294)Â Â (170)Â Â (10)Â Â (474) Balance as of December 31, 2023Â $145Â Â $-Â Â $26Â Â $171Â Ending balanceÂ $145Â Â $-Â Â $26Â Â $171Â X - DefinitionSchedule Of Liabilities Associated With Restructuring Costs [Table Text Block] + ReferencesNo definition available. + Details Name: CCLD_ScheduleOfLiabilitiesAssociatedWithRestructuringCostsTableTextBlock Namespace Prefix: CCLD_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_RestructuringAndRelatedActivitiesAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration XML 42 R30.htm IDEA: XBRL DOCUMENT v3.24.2.u1 REVENUE (Tables) 6 Months Ended Jun. 30, 2024 Revenue from Contract with Customer [Abstract] Â SCHEDULE OF DISAGGREGATION OF REVENUE The following table represents a disaggregation of revenue for the three and six months ended June 30, 2024 and 2023: Â SCHEDULE OF DISAGGREGATION OF REVENUE Â Â 2024Â Â 2023Â Â 2024Â Â 2023Â Â Â Three Months Ended June 30,Â Â Six Months Ended June 30,Â Â Â 2024Â Â 2023Â Â 2024Â Â 2023Â Â Â ($ in thousands)Â Healthcare IT:Â Â Â Â Â Â Â Â Â Â Â Â Â Â Technology-enabled business solutionsÂ $19,034Â Â $19,620Â Â $36,317Â Â $39,115Â Professional servicesÂ Â 4,491Â Â Â Â 5,504Â Â Â 8,913Â Â Â 12,064Â Printing and mailing servicesÂ Â 809Â Â Â 687Â Â Â 1,670Â Â Â 1,400Â Group purchasing servicesÂ Â 246Â Â Â 174Â Â Â 401Â Â Â 360Â Medical Practice Management:Â Â Â Â Â Â Â Â Â Â Â Â Â Â Medical practice management servicesÂ Â 3,510Â Â Â 3,377Â Â Â 6,751Â Â Â 6,424Â TotalÂ $28,090Â Â $29,362Â Â $54,052Â Â $59,363Â RevenueÂ $28,090Â Â $29,362Â Â $54,052Â Â $59,363Â SCHEDULE OF CHANGES IN ACCOUNTS RECEIVABLE, CONTRACT ASSET AND DEFERRED REVENUE Â SCHEDULE OF CHANGES IN ACCOUNTS RECEIVABLE, CONTRACT ASSET AND DEFERRED REVENUE Â Â Accounts Receivable - NetÂ Â Contract AssetÂ Â Deferred Revenue (current)Â Â Deferred Revenue (long term)Â Â Â ($ in thousands)Â Balance as of January 1, 2024Â $11,888Â Â $5,094Â Â $1,380Â Â $256Â Increase (decrease), netÂ Â 1,191Â Â Â (294)Â Â (156)Â Â 134Â Balance as of June 30, 2024Â $13,079Â Â $4,800Â Â $1,224Â Â $390Â Â Â Â Â Â Â Â Â Â Â Â Â Â Balance as of January 1, 2023Â $14,773Â Â $4,399Â Â $1,386Â Â $342Â (Decrease) increase, netÂ Â (2,755)Â Â 435Â Â Â (144)Â Â 28Â Balance as of June 30, 2023Â $12,018Â Â $4,834Â Â $1,242Â Â $370Â SCHEDULE OF TRADE ALLOWANCE FOR DOUBTFUL ACCOUNTS Changes in the allowance for expected credit losses for trade accounts receivable are presented in the table below: Â SCHEDULE OF TRADE ALLOWANCE FOR DOUBTFUL ACCOUNTS Â Â Six Months EndedÂ Â Year EndedÂ Â Â June 30, 2024Â Â December 31, 2023Â Â Â ($ in thousands)Â Beginning balanceÂ $879Â Â $823Â Adoption of ASC 326Â Â -Â Â Â 186Â ProvisionÂ Â 123Â Â Â 454Â Recoveries/adjustmentsÂ Â 2Â Â Â 107Â Write-offsÂ Â (108)Â Â (691) Ending balanceÂ $896Â Â $879Â X - DefinitionSchedule of Changes in Accounts Receivable Contract Asset and Deferred Revenue [Table Text Block] + ReferencesNo definition available. + Details Name: CCLD_ScheduleOfChangesInAccountsReceivableContractAssetAndDeferredRevenueTableTextBlock Namespace Prefix: CCLD_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - DefinitionTabular disclosure of allowance for credit loss on accounts receivable. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 326 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 13 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479319/326-20-50-13 + Details Name: us-gaap_AccountsReceivableAllowanceForCreditLossTableTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - DefinitionTabular disclosure of disaggregation of revenue into categories depicting how nature, amount, timing, and uncertainty of revenue and cash flows are affected by economic factor. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 5 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-5 + Details Name: us-gaap_DisaggregationOfRevenueTableTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_RevenueFromContractWithCustomerAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration XML 43 R31.htm IDEA: XBRL DOCUMENT v3.24.2.u1 STOCK-BASED COMPENSATION (Tables) 6 Months Ended Jun. 30, 2024 Share-Based Payment Arrangement [Abstract] Â DISCLOSURE OF SHARE-BASED COMPENSATION ARRANGEMENTS BY SHARE-BASED PAYMENT AWARD The following table summarizes the RSU transactions related to the common and preferred stock under the Companyâ€™s equity incentive plan for the six months ended June 30, 2024 and 2023: Â Â DISCLOSURE OF SHARE-BASED COMPENSATION ARRANGEMENTS BY SHARE-BASED PAYMENT AWARD Â Â Common StockÂ Â Series A Preferred StockÂ Â Series B Preferred StockÂ Outstanding and unvested shares at January 1, 2024Â Â 753,495Â Â Â -Â Â Â 57,199Â GrantedÂ Â 50,000Â Â Â -Â Â Â 46,000Â VestedÂ Â (366,214)Â Â -Â Â Â (14,000) ForfeitedÂ Â (224,032)Â Â -Â Â Â (24,000) Outstanding and unvested shares at June 30, 2024Â Â 213,249Â Â Â -Â Â Â 65,199Â Â Â Â Â Â Â Â Â Â Â Â Â Â Outstanding and unvested shares at January 1, 2023Â Â 645,475Â Â Â -Â Â Â 80,462Â GrantedÂ Â 553,191Â Â Â -Â Â Â 62,000Â VestedÂ Â (520,770)Â Â -Â Â Â (66,263) ForfeitedÂ Â (29,744)Â Â -Â Â Â -Â Outstanding and unvested shares at June 30, 2023Â Â 648,152Â Â Â -Â Â Â 76,199Â SCHEDULE OF EMPLOYEE SERVICE SHARE-BASED COMPENSATION, ALLOCATION OF RECOGNIZED PERIOD COSTS The following table summarizes the components of share-based compensation expense (benefit) for the three and six months ended June 30, 2024 and 2023: Â SCHEDULE OF EMPLOYEE SERVICE SHARE-BASED COMPENSATION, ALLOCATION OF RECOGNIZED PERIOD COSTS Â Â 2024Â Â 2023Â Â 2024Â Â 2023Â Â Â Three Months Ended June 30,Â Â Six Months Ended June 30,Â Â Â 2024Â Â 2023Â Â 2024Â Â 2023Â Â Â ($ in thousands)Â Direct operating costsÂ $2Â Â $300Â Â $(43)Â $388Â General and administrativeÂ Â 268Â Â Â 848Â Â Â (428)Â Â 1,453Â Research and developmentÂ Â (68)Â Â 42Â Â Â (14)Â Â 79Â Selling and marketingÂ Â 63Â Â Â 312Â Â Â 42Â Â Â 654Â Total stock-based compensation expense (benefit) Â $265Â Â $1,502Â Â $(443)Â $2,574Â Stock-based compensation (benefit) expenseÂ $265Â Â $1,502Â Â $(443)Â $2,574Â X - ReferencesNo definition available. + Details Name: us-gaap_DisclosureOfCompensationRelatedCostsSharebasedPaymentsAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionTabular disclosure of share-based payment arrangement. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 50 -Paragraph 1 -SubTopic 10 -Topic 718 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-1Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 718 -SubTopic 10 -Section 50 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_DisclosureOfShareBasedCompensationArrangementsByShareBasedPaymentAwardTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - DefinitionTabular disclosure of allocation of amount expensed and capitalized for award under share-based payment arrangement to statement of income or comprehensive income and statement of financial position. Includes, but is not limited to, corresponding line item in financial statement. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 718 -SubTopic 10 -Section 50 -Paragraph 2 -Subparagraph (h)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ScheduleOfEmployeeServiceShareBasedCompensationAllocationOfRecognizedPeriodCostsTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 44 R32.htm IDEA: XBRL DOCUMENT v3.24.2.u1 SEGMENT REPORTING (Tables) 6 Months Ended Jun. 30, 2024 Segment Reporting [Abstract] Â SCHEDULE OF REVENUES, OPERATING EXPENSES AND OPERATING INCOME (LOSS) BY REPORTABLE SEGMENT Â SCHEDULE OF REVENUES, OPERATING EXPENSES AND OPERATING INCOME (LOSS) BY REPORTABLE SEGMENT Â Â Healthcare ITÂ Â Medical Practice ManagementÂ Â Unallocated Corporate ExpensesÂ Â TotalÂ Â Â Six Months Ended June 30, 2024Â Â Â ($ in thousands)Â Â Â Healthcare ITÂ Â Medical Practice ManagementÂ Â Unallocated Corporate ExpensesÂ Â TotalÂ Net revenueÂ $47,301Â Â $6,751Â Â $-Â Â $54,052Â Operating expenses:Â Â Â Â Â Â Â Â Â Â Â Â Â Â Direct operating costsÂ Â 25,254Â Â Â 5,165Â Â Â -Â Â Â 30,419Â Selling and marketingÂ Â 3,417Â Â Â 17Â Â Â -Â Â Â 3,434Â General and administrativeÂ Â 4,602Â Â Â 911Â Â Â 2,236Â Â Â 7,749Â Research and developmentÂ Â 1,968Â Â Â -Â Â Â -Â Â Â 1,968Â Depreciation and amortizationÂ Â 7,478Â Â Â 166Â Â Â -Â Â Â 7,644Â Loss on lease terminations, unoccupied lease charges and restructuring costsÂ Â 438Â Â Â -Â Â Â -Â Â Â 438Â Loss on lease terminations, unoccupied lease charges and restructuring costsÂ Â 438Â Â Â -Â Â Â -Â Â Â 438Â Total operating expensesÂ Â 43,157Â Â Â 6,259Â Â Â 2,236Â Â Â 51,652Â Operating income (loss)Â $4,144Â Â $492Â Â $(2,236)Â $2,400Â Â Â Â Â Healthcare ITÂ Â Medical Practice ManagementÂ Â Unallocated Corporate ExpensesÂ Â TotalÂ Â Â Three Months Ended June 30, 2024Â Â Â ($ in thousands)Â Â Â Healthcare ITÂ Â Medical Practice ManagementÂ Â Unallocated Corporate ExpensesÂ Â TotalÂ Net revenueÂ $24,580Â Â $3,510Â Â $-Â Â $28,090Â Operating expenses:Â Â Â Â Â Â Â Â Â Â Â Â Â Â Direct operating costsÂ Â 12,710Â Â Â 2,532Â Â Â -Â Â Â 15,242Â Selling and marketingÂ Â 1,657Â Â Â 7Â Â Â -Â Â Â 1,664Â General and administrativeÂ Â 2,021Â Â Â 477Â Â Â 1,530Â Â Â 4,028Â Research and developmentÂ Â 1,055Â Â Â -Â Â Â -Â Â Â 1,055Â Depreciation and amortizationÂ Â 3,633Â Â Â 81Â Â Â -Â Â Â 3,714Â Loss on lease terminations, unoccupied lease charges and restructuring costsÂ Â 116Â Â Â -Â Â Â -Â Â Â 116Â Loss on lease terminations, unoccupied lease charges and restructuring costsÂ Â 116Â Â Â -Â Â Â -Â Â Â 116Â Total operating expensesÂ Â 21,192Â Â Â 3,097Â Â Â 1,530Â Â Â 25,819Â Operating income (loss)Â $3,388Â Â $413Â Â $(1,530)Â $2,271Â Â Â Â Healthcare ITÂ Â Medical Practice ManagementÂ Â Unallocated Corporate ExpensesÂ Â TotalÂ Â Â Six Months Ended June 30, 2023Â Â Â ($ in thousands)Â Â Â Healthcare ITÂ Â Medical Practice ManagementÂ Â Unallocated Corporate ExpensesÂ Â TotalÂ Net revenueÂ $52,939Â Â $6,424Â Â $-Â Â $59,363Â Operating expenses:Â Â Â Â Â Â Â Â Â Â Â Â Â Â Direct operating costsÂ Â 30,634Â Â Â 4,949Â Â Â -Â Â Â 35,583Â Selling and marketingÂ Â 5,174Â Â Â 18Â Â Â -Â Â Â 5,192Â General and administrativeÂ Â 5,746Â Â Â 896Â Â Â 4,394Â Â Â 11,036Â Research and developmentÂ Â 2,263Â Â Â -Â Â Â -Â Â Â 2,263Â Depreciation and amortizationÂ Â 6,200Â Â Â 179Â Â Â -Â Â Â 6,379Â Net loss on lease terminations and unoccupied lease chargesÂ Â 422Â Â Â -Â Â Â -Â Â Â 422Â Loss on lease terminations, unoccupied lease charges and restructuring costsÂ Â 422Â Â Â -Â Â Â -Â Â Â 422Â Total operating expensesÂ Â 50,439Â Â Â 6,042Â Â Â 4,394Â Â Â 60,875Â Operating income (loss)Â $2,500Â Â $382Â Â $(4,394)Â $(1,512) Â Â Â Healthcare ITÂ Â Medical Practice ManagementÂ Â Unallocated Corporate ExpensesÂ Â TotalÂ Â Â Three Months Ended June 30, 2023Â Â Â ($ in thousands)Â Â Â Healthcare ITÂ Â Medical Practice ManagementÂ Â Unallocated Corporate ExpensesÂ Â TotalÂ Net revenueÂ $25,985Â Â $3,377Â Â $-Â Â $29,362Â Operating expenses:Â Â Â Â Â Â Â Â Â Â Â Â Â Â Direct operating costsÂ Â 14,941Â Â Â 2,535Â Â Â -Â Â Â 17,476Â Selling and marketingÂ Â 2,570Â Â Â 10Â Â Â -Â Â Â 2,580Â General and administrativeÂ Â 3,250Â Â Â 448Â Â Â 2,218Â Â Â 5,916Â Research and developmentÂ Â 1,185Â Â Â -Â Â Â -Â Â Â 1,185Â Depreciation and amortizationÂ Â 3,251Â Â Â 90Â Â Â -Â Â Â 3,341Â Net loss on lease terminations and unoccupied lease chargesÂ Â 153Â Â Â -Â Â Â -Â Â Â 153Â Loss on lease terminations, unoccupied lease charges and restructuring costsÂ Â 153Â Â Â -Â Â Â -Â Â Â 153Â Total operating expensesÂ Â 25,350Â Â Â 3,083Â Â Â 2,218Â Â Â 30,651Â Operating income (loss)Â $635Â Â $294Â Â $(2,218)Â $(1,289) X - DefinitionTabular disclosure of the profit or loss and total assets for each reportable segment. An entity discloses certain information on each reportable segment if the amounts (a) are included in the measure of segment profit or loss reviewed by the chief operating decision maker or (b) are otherwise regularly provided to the chief operating decision maker, even if not included in that measure of segment profit or loss. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 280 -SubTopic 10 -Section 50 -Paragraph 25 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-25Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 280 -SubTopic 10 -Section 50 -Paragraph 22 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-22Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 280 -SubTopic 10 -Section 50 -Paragraph 30 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-30 + Details Name: us-gaap_ScheduleOfSegmentReportingInformationBySegmentTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_SegmentReportingAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration XML 45 R33.htm IDEA: XBRL DOCUMENT v3.24.2.u1 RESTATEMENT (Tables) 6 Months Ended Jun. 30, 2024 Accounting Changes and Error Corrections [Abstract] Â SCHEDULE OF ADJUSTMENTS TO THE CONSOLIDATED STATEMENT OF OPERATIONS Adjustments to the Condensed Consolidated Statement of Operations for the three months ended March 31, 2024 SCHEDULE OF ADJUSTMENTS TO THE CONSOLIDATED STATEMENT OF OPERATIONS Â Condensed Consolidated Statement of Operations: Â Â Â Â Â Â Â Â Â Â Â Â Â Â Three months ended March 31, 2024Â Â Â March 31, 2024 before restatementÂ Â RestatementÂ Â March 31, 2024 after restatementÂ Â Â ($ in thousands, except per share amounts)Â Preferred stock dividendÂ $5Â Â $1,307Â Â $1,312Â Â Â Â Â Â Â Â Â Â Â Â Net loss attributable to common shareholdersÂ $(246)Â $(1,307)Â $(1,553) Â Â Â Â Â Â Â Â Â Â Â Â Net loss per common share: basic and dilutedÂ $(0.02)Â $(0.08)Â $(0.10) X - ReferencesNo definition available. + Details Name: us-gaap_AccountingChangesAndErrorCorrectionsAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionTabular disclosure of prior period adjustments to previously issued financial statements including (1) the effect of the correction on each financial statement line item and any per-share amounts affected for each prior period presented (2) the cumulative effect of the change on retained earnings or other appropriate components of equity or net assets in the statement of financial position, as of the beginning of the earliest period presented, and (3) the effect of the prior period adjustments (both gross and net of applicable income tax) on the net income of each prior period presented in the entity's annual report for the year in which the adjustments are made. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 250 -SubTopic 10 -Section 50 -Paragraph 8 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-8Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 250 -SubTopic 10 -Section 50 -Paragraph 7 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-7Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 250 -SubTopic 10 -Section 50 -Paragraph 9 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-9 + Details Name: us-gaap_ScheduleOfErrorCorrectionsAndPriorPeriodAdjustmentsTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 46 R34.htm IDEA: XBRL DOCUMENT v3.24.2.u1 BASIS OF PRESENTATION AND SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Details Narrative) - USD ($) $ in Thousands 3 Months Ended 6 Months Ended 12 Months Ended Jun. 30, 2024 Mar. 31, 2024 Jun. 30, 2023 Mar. 31, 2023 Jun. 30, 2024 Jun. 30, 2023 Dec. 31, 2023 Jan. 01, 2023 Accounting Policies [Abstract] Â Â Â Â Â Â Â Â Â Â Â Â Goodwill impairment charges Â Â Â Â Â Â $ 42,000 Â Net income (loss) $ 1,674 $ (241) $ (1,832) $ (401) 1,433 $ (2,233) (48,700) Â Net decrease in cash Â Â Â Â (714) $ (4,633) (9,000) Â Working capital 674 Â Â Â 674 Â (57) Â Cash $ 2,617 Â Â Â 2,617 Â $ 3,331 Â Dividend suspended Â Â Â Â $ 1,300 Â Â Â Allowance for expected credit losses Â Â Â Â Â Â Â Â Â Â $ 186 X - DefinitionAllowance for doubtful accounts adoption. + ReferencesNo definition available. + Details Name: CCLD_AllowanceForDoubtfulAccountsAdoption Namespace Prefix: CCLD_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionDividend suspended. + ReferencesNo definition available. + Details Name:

CCLD_DividendSuspended Namespace Prefix: CCLD_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionWorking capital. + ReferencesNo definition available. + Details Name: CCLD_WorkingCapital Namespace Prefix: CCLD_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - ReferencesNo definition available. + Details Name: us-gaap_AccountingPoliciesAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount of currency on hand as well as demand deposits with banks or financial institutions. Includes other kinds of accounts that have the general characteristics of demand deposits. Excludes cash and cash equivalents within disposal group and discontinued operation. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481372/852-10-55-10Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 946 -SubTopic 830 -Name Accounting Standards Codification -Section 55 -Paragraph 12 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479168/946-830-55-12Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-03(a)(2)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478777/944-210-S99-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-04(4)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-1Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section 45 -Paragraph 21 -Publisher FASB -URI https://asc.fasb.org/1943274/2147477796/946-210-45-21Reference 6: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(1)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Name Accounting Standards Codification -Section 45 -Paragraph 20 -SubTopic 210 -Topic 946 -Publisher FASB -URI https://asc.fasb.org/1943274/2147477796/946-210-45-20 + Details Name: us-gaap_Cash Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount of increase (decrease) in cash, cash equivalents, and cash and cash equivalents restricted to withdrawal or usage; including effect from exchange rate change. Cash includes, but is not limited to, currency on hand, demand deposits with banks or financial institutions, and other accounts with general characteristics of demand deposits. Cash equivalents include, but are not limited to, short-term, highly liquid investments that are both readily convertible to known amounts of cash and so near their maturity that they present insignificant risk of changes in value because of changes in interest rates. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 24 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-24Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 1 -SubTopic 230 -Topic 830 -Publisher FASB -URI https://asc.fasb.org/1943274/2147477401/830-230-45-1 + Details Name: us-gaap_CashCashEquivalentsRestrictedCashAndRestrictedCashEquivalentsPeriodIncreaseDecreaseIncludingExchangeRateEffect Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount of impairment loss from asset representing future economic benefit arising from other asset acquired in business combination or from joint venture formation or both, that is not individually identified and separately recognized. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph (b) -SubTopic 10 -Topic 230 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 24 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482548/350-20-55-24Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482573/350-20-50-2Reference 4: http://www.xbrl.org/2003/role/exampleRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 100 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482078/820-10-55-100Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (e) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482573/350-20-50-1Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482598/350-20-45-2 + Details Name: us-gaap_GoodwillImpairmentLoss Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionThe portion of profit or loss for the period, net of income taxes, which is attributable to the parent. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-6Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 9 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-9Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 805 -SubTopic 60 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (g) -Publisher FASB -URI https://asc.fasb.org/1943274/2147476176/805-60-65-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 323 -Name Accounting Standards Codification -Section 65 -Paragraph 2 -Subparagraph (g)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478666/740-323-65-2Reference 5: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(20)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(g)(1)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 323 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481687/323-10-50-3Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 825 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 28 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482907/825-10-50-28Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482765/220-10-50-6Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-3Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (b)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-1Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 815 -SubTopic 40 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480175/815-40-65-1Reference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 8 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-8Reference 14: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 11 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-11Reference 15: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 11 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-11Reference 16: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-4Reference 17: http://www.xbrl.org/2003/role/exampleRef -Topic 946 -SubTopic 830 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479168/946-830-55-10Reference 18: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section 45 -Paragraph 7 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479105/946-220-45-7Reference 19: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-04(18)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477250/944-220-S99-1Reference 20: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-07(9)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-1Reference 21: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(1)(d)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3Reference 22: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 23: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 24: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 25: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 26: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 27: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 28: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 29: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(B)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 30: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 31: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 32: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 60B -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-60BReference 33: http://www.xbrl.org/2003/role/disclosureRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 7 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483499/205-20-50-7Reference 34: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28Reference 35: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1A -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-1AReference 36: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1B -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-1BReference 37: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 942 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-04(22)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478524/942-220-S99-1 + Details Name: us-gaap_NetIncomeLoss Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration XML 47 R35.htm IDEA: XBRL DOCUMENT v3.24.2.u1 SCHEDULE OF CHANGES TO THE CARRYING AMOUNT OF GOODWILL (Details) - USD ($) $ in Thousands 6 Months Ended 12 Months Ended Jun. 30, 2024 Dec. 31, 2023 Goodwill And Intangible Assets-net Â Â Beginning gross balance $ 19,186 $ 61,186 Impairment charges (42,000) Ending gross balance $ 19,186 $ 19,186 X - ReferencesNo definition available. + Details Name: CCLD_DisclosureGoodwillAndIntangibleAssetsnetAbstract Namespace Prefix: CCLD_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount, after accumulated impairment loss, of asset representing future economic benefit arising from other asset acquired in business combination or from joint venture formation or both, that is not individually identified and separately recognized. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 49 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482785/280-10-55-49Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 24 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482548/350-20-55-24Reference 3: http://www.xbrl.org/2003/role/exampleRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 100 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482078/820-10-55-100Reference 4: http://www.xbrl.org/2003/role/exampleRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481372/852-10-55-10Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(15)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482598/350-20-45-1Reference 7: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482573/350-20-50-1Reference 8: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (h) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482573/350-20-50-1Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 942 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-03(10)(1)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478546/942-210-S99-1 + Details Name: us-gaap_Goodwill Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount of impairment loss from asset representing future economic benefit arising from other asset acquired in business combination or from joint venture formation or both, that is not individually identified and separately recognized. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph (b) -SubTopic 10 -Topic 230 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 24 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482548/350-20-55-24Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482573/350-20-50-2Reference 4: http://www.xbrl.org/2003/role/exampleRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 100 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482078/820-10-55-100Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (e) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482573/350-20-50-1Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482598/350-20-45-2 + Details Name: us-gaap_GoodwillImpairmentLoss Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration XML 48 R36.htm IDEA: XBRL DOCUMENT v3.24.2.u1 SCHEDULE OF INTANGIBLE ASSETS (Details) - USD ($) $ in Thousands Jun. 30, 2024 Dec. 31, 2023 Finite-Lived Intangible Assets [Line Items] Â Â Total intangible assets $ 89,699 $ 86,629 Less: Accumulated amortization 68,202 61,555 Intangible assets - net 21,497 25,074 Customer Relationships [Member] Â Â Finite-Lived Intangible Assets [Line Items] Â Â Total intangible assets 47,597 47,597 Capitalized Software [Member] Â Â Finite-Lived Intangible Assets [Line Items] Â Â Total intangible assets 32,449 29,379 Noncompete Agreements [Member] Â Â Finite-Lived Intangible Assets [Line Items] Â Â Total intangible assets 1,236 1,236 Other Intangible Assets [Member] Â Â Finite-Lived Intangible Assets [Line Items] Â Â Total intangible assets $ 8,417 $ 8,417 X - DefinitionAccumulated amount of amortization of assets, excluding financial assets and goodwill, lacking physical substance with a finite life. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 55 -Paragraph 40 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482640/350-30-55-40Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 10 -Name Accounting Standards Codification -Section S45

-Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480265/350-10-S45-1Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482665/350-30-50-2Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(16)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_FiniteLivedIntangibleAssetsAccumulatedAmortization Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount before amortization of assets, excluding financial assets and goodwill, lacking physical substance with a finite life. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 55 -Paragraph 40 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482640/350-30-55-40Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 10 -Name Accounting Standards Codification -Section S45 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480265/350-10-S45-1Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482665/350-30-50-2Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 928 -SubTopic 340 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147478859/928-340-50-1 + Details Name: us-gaap_FiniteLivedIntangibleAssetsGross Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionLine items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 55 -Paragraph 40 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482640/350-30-55-40Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (d)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482665/350-30-50-2Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (d)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482665/350-30-50-2Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482686/350-30-45-1Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482665/350-30-50-2Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482665/350-30-50-3Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 985 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481283/985-20-50-2Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 926 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 5 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483154/926-20-50-5 + Details Name: us-gaap_FiniteLivedIntangibleAssetsLineItems Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionSum of the carrying amounts of all intangible assets, excluding goodwill, as of the balance sheet date, net of accumulated amortization and impairment charges. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482665/350-30-50-2Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482665/350-30-50-2Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482686/350-30-45-1 + Details Name: us-gaap_IntangibleAssetsNetExcludingGoodwill Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - Details Name: us-gaap_FiniteLivedIntangibleAssetsByMajorClassAxis=us-gaap_CustomerRelationshipsMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_FiniteLivedIntangibleAssetsByMajorClassAxis=CCLD_CapitalizedSoftwareMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_FiniteLivedIntangibleAssetsByMajorClassAxis=us-gaap_NoncompeteAgreementsMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_FiniteLivedIntangibleAssetsByMajorClassAxis=us-gaap_OtherIntangibleAssetsMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 49 R37.htm IDEA: XBRL DOCUMENT v3.24.2.u1 SCHEDULE OF FINITE-LIVED INTANGIBLE ASSETS, FUTURE AMORTIZATION EXPENSE (Details) - USD ($) $ in Thousands Jun. 30, 2024 Dec. 31, 2023 Goodwill And Intangible Assets-net Â Â 2024 (six months) $ 5,517 Â 2025 9,405 Â 2026 5,024 Â 2027 801 Â 2028 300 Â Thereafter 450 Â Intangible assets - net $ 21,497 $ 25,074 X - ReferencesNo definition available. + Details Name: CCLD_DisclosureGoodwillAndIntangibleAssetsnetAbstract Namespace Prefix: CCLD_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount of amortization for asset, excluding financial asset and goodwill, lacking physical substance with finite life expected to be recognized after fifth fiscal year following current fiscal year. Excludes interim and annual periods when interim periods are reported from current statement of financial position date (rolling approach). + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482665/350-30-50-2Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 985 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481283/985-20-50-2 + Details Name: us-gaap_FiniteLivedIntangibleAssetsAmortizationExpenseAfterYearFive Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount of amortization for assets, excluding financial assets and goodwill, lacking physical substance with finite life expected to be recognized in next fiscal year following current fiscal year. Excludes interim and annual periods when interim periods are reported from current statement of financial position date (rolling approach). + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 55 -Paragraph 40 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482640/350-30-55-40Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482665/350-30-50-2Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 985 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481283/985-20-50-2 + Details Name: us-gaap_FiniteLivedIntangibleAssetsAmortizationExpenseNextTwelveMonths Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount of amortization for assets, excluding financial assets and goodwill, lacking physical substance with finite life expected to be recognized in remainder of current fiscal year. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 985 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481283/985-20-50-2 + Details Name: us-gaap_FiniteLivedIntangibleAssetsAmortizationExpenseRemainderOfFiscalYear Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount of amortization for assets, excluding financial assets and goodwill, lacking physical substance with finite life expected to be recognized in fourth fiscal year following current fiscal year. Excludes interim and annual periods when interim periods are reported from current statement of financial position date (rolling approach). + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 55 -Paragraph 40 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482640/350-30-55-40Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482665/350-30-50-2Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 985 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481283/985-20-50-2 + Details Name: us-gaap_FiniteLivedIntangibleAssetsAmortizationExpenseYearFour Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount of amortization for assets, excluding financial assets and goodwill, lacking physical substance with finite life expected to be recognized in third fiscal year following current fiscal year. Excludes interim and annual periods when interim periods are reported from current statement of financial position date (rolling approach). + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 55 -Paragraph 40 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482640/350-30-55-40Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482665/350-30-50-2Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 985 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481283/985-20-50-2 + Details Name: us-gaap_FiniteLivedIntangibleAssetsAmortizationExpenseYearThree Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount of amortization for assets, excluding financial assets and goodwill, lacking physical substance with finite life expected to be recognized in second fiscal year following current fiscal year. Excludes interim and annual periods when interim periods are reported from current statement of financial position date (rolling approach). + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 55 -Paragraph 40 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482640/350-30-55-40Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482665/350-30-50-2Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 985 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481283/985-20-50-2 + Details Name: us-gaap_FiniteLivedIntangibleAssetsAmortizationExpenseYearTwo Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionSum of the carrying amounts of all intangible assets, excluding goodwill, as of the balance sheet date, net of accumulated amortization and impairment charges. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482665/350-30-50-2Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482665/350-30-50-2Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482686/350-30-45-1 + Details Name: us-gaap_IntangibleAssetsNetExcludingGoodwill Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant XML 50 R38.htm IDEA: XBRL DOCUMENT v3.24.2.u1 GOODWILL AND INTANGIBLE ASSETS-NET (Details Narrative) - USD ($) $ in Thousands 3 Months Ended 6 Months Ended 12 Months Ended Dec. 31, 2023 Jun. 30, 2024 Jun. 30, 2023 Dec. 31, 2023 Dec. 31, 2022 Goodwill $ 19,186 $ 19,186 Â $ 19,186 $ 61,186 Goodwill impairment charges Â Â 42,000 Â Amortization expense Â $ 6,600 $ 5,400 Â Â Medical Practice Management Segment [Member] Â Â Â Â Â Goodwill 90 Â Â $ 90 Â Healthcare IT [Member] Â Â Â Â Â Goodwill impairment charges $ 42,000 Â Â Â Â X - DefinitionThe aggregate amount of recurring noncash expense charged against earnings in the period to allocate the cost of assets over their estimated remaining economic lives. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph (b) -SubTopic 10 -Topic 230 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28 + Details Name: us-gaap_AdjustmentForAmortization Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount, after accumulated impairment loss, of asset representing future economic benefit arising from other asset acquired in business combination or from joint venture formation or both, that is not individually identified and separately recognized. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 49 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482785/280-10-55-49Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 24 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482548/350-20-55-24Reference 3: http://www.xbrl.org/2003/role/exampleRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 100 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482078/820-10-55-100Reference 4: http://www.xbrl.org/2003/role/exampleRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481372/852-10-55-10Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(15)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482598/350-20-45-1Reference 7: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482573/350-20-50-1Reference 8: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (h) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482573/350-20-50-1Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 942 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-03(10)(1)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478546/942-210-S99-1 + Details Name: us-gaap_Goodwill Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount of impairment loss from asset representing future economic benefit arising from other asset acquired in business combination or from joint venture formation or both, that is not individually identified and separately recognized. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph (b) -SubTopic 10 -Topic 230 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 24 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482548/350-20-55-24Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482573/350-20-50-2Reference 4: http://www.xbrl.org/2003/role/exampleRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 100 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482078/820-10-55-100Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (e) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482573/350-20-50-1Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482598/350-20-45-2 + Details Name: us-gaap_GoodwillImpairmentLoss Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - Details Name: us-gaap_StatementBusinessSegmentsAxis=CCLD_MedicalPracticeManagementSegmentMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_StatementBusinessSegmentsAxis=CCLD_HealthcareITMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 51 R39.htm IDEA: XBRL DOCUMENT v3.24.2.u1 SCHEDULE OF RECONCILIATION OF WEIGHTED-AVERAGE SHARES OUTSTANDING FOR BASIC AND DILUTED NET LOSS PER COMMON SHARE (Details) - USD ($) $ / shares in Units, $ in Thousands 3 Months Ended 6 Months Ended Jun. 30, 2024 Mar. 31, 2024 Jun. 30, 2023 Jun. 30, 2024 Jun. 30, 2023 Earnings Per Share [Abstract] Â Â Â Â Â Net loss attributable to common shareholders $ (2,249) $ (1,553) $ (5,742) $ (3,802) $ (10,074) Weighted-average common shares used to compute basic loss per share 16,132,420 Â 15,615,760 16,073,364 15,518,965 Weighted-average common shares used to compute diluted loss per share 16,132,420 Â 15,615,760 16,073,364 15,518,965 Net loss attributable to common shareholders per share - basic $ (0.14) $ (0.10) $ (0.37) $ (0.24) $ (0.65) Net loss attributable to common shareholders per share - diluted $ (0.14) $ (0.10) $ (0.37) $ (0.24) $ (0.65) X - ReferencesNo definition available. + Details Name: us-gaap_EarningsPerShareAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe amount of net income (loss) for the period per each share of common stock or unit outstanding during the reporting period. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-6Reference 2:

http://www.xbrl.org/2003/role/exampleRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 52 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482635/260-10-55-52Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 805 -SubTopic 60 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (g) -Publisher FASB -URI https://asc.fasb.org/1943274/2147476176/805-60-65-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 323 -Name Accounting Standards Codification -Section 65 -Paragraph 2 -Subparagraph (g)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478666/740-323-65-2Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-3Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 15 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482635/260-10-55-15Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 815 -SubTopic 40 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (e)(4) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480175/815-40-65-1Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 815 -SubTopic 40 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480175/815-40-65-1Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 11 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-11Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 11 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-11Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 7 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-7Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-2Reference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 60B -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-60BReference 14: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-4Reference 15: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482662/260-10-50-1Reference 16: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-10Reference 17: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(25)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2Reference 18: http://www.xbrl.org/2003/role/disclosureRef -Topic 942 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-04(27)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478524/942-220-S99-1Reference 19: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-04(23)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477250/944-220-S99-1Reference 20: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 7 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-7 + Details Name: us-gaap_EarningsPerShareBasic Namespace Prefix: us-gaap_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: duration X - DefinitionThe amount of net income (loss) for the period available to each share of common stock or common unit outstanding during the reporting period and to each share or unit that would have been outstanding assuming the issuance of common shares or units for all dilutive potential common shares or units outstanding during the reporting period. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-6Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 52 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482635/260-10-55-52Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 805 -SubTopic 60 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (g) -Publisher FASB -URI https://asc.fasb.org/1943274/2147476176/805-60-65-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 323 -Name Accounting Standards Codification -Section 65 -Paragraph 2 -Subparagraph (g)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478666/740-323-65-2Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-3Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 15 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482635/260-10-55-15Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 815 -SubTopic 40 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (e)(4) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480175/815-40-65-1Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 815 -SubTopic 40 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480175/815-40-65-1Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 11 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-11Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 11 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-11Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 7 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-7Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-2Reference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 60B -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-60BReference 14: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-4Reference 15: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482662/260-10-50-1Reference 16: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(25)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2Reference 17: http://www.xbrl.org/2003/role/disclosureRef -Topic 942 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-04(27)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478524/942-220-S99-1Reference 18: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-04(23)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477250/944-220-S99-1Reference 19: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 7 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-7 + Details Name: us-gaap_EarningsPerShareDiluted Namespace Prefix: us-gaap_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: duration X - DefinitionAmount, after deduction of tax, noncontrolling interests, dividends on preferred stock and participating securities; of income (loss) available to common shareholders. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 805 -SubTopic 60 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (g) -Publisher FASB -URI https://asc.fasb.org/1943274/2147476176/805-60-65-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-3Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 11 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-11Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 11 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-11Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-4Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 5 -Subparagraph (SAB Topic 6.B) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-5Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482662/260-10-50-1Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-10Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 11 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-11Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 60B -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-60B + Details Name: us-gaap_NetIncomeLossAvailableToCommonStockholdersBasic Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionThe average number of shares or units issued and outstanding that are used in calculating diluted EPS or earnings per unit (EPU), determined based on the timing of issuance of shares or units in the period. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482662/260-10-50-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 16 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-16 + Details Name: us-gaap_WeightedAverageNumberOfDilutedSharesOutstanding Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - DefinitionNumber of [basic] shares or units, after adjustment for contingently issuable shares or units and other shares or units not deemed outstanding, determined by relating the portion of time within a reporting period that common shares or units have been outstanding to the total time in that period. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482662/260-10-50-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-10 + Details Name: us-gaap_WeightedAverageNumberOfSharesOutstandingBasic Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration XML 52 R40.htm IDEA: XBRL DOCUMENT v3.24.2.u1 NET LOSS PER COMMON SHARE (Details Narrative) - USD ($) $ in Thousands 3 Months Ended 6 Months Ended Jun. 30, 2024 Mar. 31, 2024 Jun. 30, 2024 Jun. 30, 2023 Preferred stock dividend amount Â $ 1,312 Â Â Restricted Stock Units (RSUs) [Member] Â Â Â Â Anti-dilutive shares Â Â 198,212 605,689 Preferred Stock [Member] Â Â Â Â Preferred stock dividend amount $ 3,900 Â $ 5,200 Â X - DefinitionSecurities (including those issuable pursuant to contingent stock agreements) that could potentially dilute basic earnings per share (EPS) or earnings per unit (EPU) in the future that were not included in the computation of diluted EPS or EPU because to do so would increase EPS or EPU amounts or decrease loss per share or unit amounts for the period presented. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482662/260-10-50-1 + Details Name: us-gaap_AntidilutiveSecuritiesExcludedFromComputationOfEarningsPerShareAmount Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - DefinitionAmount of paid and unpaid preferred stock dividends declared with the form of settlement in stock. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.3-04) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480008/505-10-S99-1Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 2 -SubTopic 405 -Topic 942 -Publisher FASB -URI https://asc.fasb.org/1943274/2147477787/942-405-45-2 + Details Name: us-gaap_DividendsPreferredStockStock Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - Details Name: us-gaap_AwardTypeAxis=us-gaap_RestrictedStockUnitsRSUMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_StatementEquityComponentsAxis=us-gaap_PreferredStockMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 53 R41.htm IDEA: XBRL DOCUMENT v3.24.2.u1 SCHEDULE OF ACCRUED EXPENSES (Details) - USD ($) $ in Thousands Jun. 30, 2024 Dec. 31, 2023 Accrued Expenses And Debt Â Â Accrued expenses $ 4,027 $ 4,030 Payable to managed practices 2,295 593 Taxes and other 297 442 Total $ 6,619 $ 5,065 X - ReferencesNo definition available. + Details Name: CCLD_DisclosureAccruedExpensesAndDebtAbstract Namespace Prefix: CCLD_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionPayable To Managed Practices. + ReferencesNo definition available. + Details Name: CCLD_PayableToManagedPractices Namespace Prefix: CCLD_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionCarrying value as of the balance sheet date of obligations incurred and payable, pertaining to costs that are statutory in nature, are incurred on contractual obligations, or accumulate over time and for which invoices have not yet been received or will not be rendered. Examples include taxes, interest, rent and utilities. Used to reflect the current portion of the liabilities (due within one year or within the normal operating cycle if longer). + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(20)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_AccruedLiabilitiesCurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionCarrying value as of the balance sheet date of obligations incurred and payable, pertaining to costs that are statutory in nature, are incurred on contractual obligations, or accumulate over time and for which invoices have not yet been received or will not be rendered. Examples include taxes, interest, rent and utilities. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 942 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-03(15)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478546/942-210-S99-1 + Details Name: us-gaap_AccruedLiabilitiesCurrentAndNoncurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionCarrying value as of the balance sheet date of obligations incurred and payable for statutory income, sales, use, payroll, excise, real, property and other taxes. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(20)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 942 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-03(15)(1)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478546/942-210-S99-1Reference 3: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 944 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-03(a)(15)(a)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478777/944-210-S99-1 + Details Name: us-gaap_TaxesPayableCurrentAndNoncurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant XML 54 R42.htm IDEA: XBRL DOCUMENT v3.24.2.u1 ACCRUED EXPENSES AND DEBT (Details Narrative) - USD ($) 3 Months Ended 6 Months Ended Aug. 31, 2023 Jun. 30, 2024 Jun. 30, 2023 Sep. 30, 2018 Jun. 30, 2024 Jun. 30, 2023 Apr. 01, 2024 Mar. 31, 2024 Dec. 31, 2023 Aug. 30, 2023 Feb. 28, 2023 Line of Credit Facility [Line Items] Â Â Â Â Â Â Â Â Â Â Â Long-Term Line of Credit, Noncurrent Â $ 5,000,000 Â Â $ 5,000,000 Â Â Â $ 10,000,000 Â Â Line of Credit Facility, Remaining Borrowing Capacity Â 10,700,000 Â Â 10,700,000 Â Â Â Â Â Â Â Line of credit facility, commitment fee amount Â Â Â Â 110,000 Â Â Â Â Â Â Offshore bank accounts Â $ 105,000 Â Â 105,000 Â Â Â $ 255,000 Â Â SVB Debt Agreement [Member] Â Â Â Â Â Â Â Â Â Â Line of Credit Facility [Line Items] Â Â Â Â Â Â Â Â Â Â Upfront fees Â Â Â Â $ 50,000 $ 50,000 Â Â Â Â Â Â Â Warrants to purchase shares Â 125,000 Â Â 125,000 Â Â Â Â Â Â Â Payments for annual anniversary fee Â Â Â Â Â $ 50,000 Â Â Â Â Â Â Warrant strike price Â $ 3.92 Â Â $ 3.92 Â Â Â Â Â Â Warrants exercise price Â $ 3.12 Â Â $ 3.12 Â Â Â Â Â Â Â SVB Debt Agreement [Member] | Additional Warrant [Member] Â Â Â Â Â Â Â Â Â Â Line of Credit Facility [Line Items] Â Â Â Â Â Â Â Â Â Â Warrants to purchase shares Â Â Â 28,489 Â Â Â Â Â Â Â Warrant strike price Â Â Â $ 5.26 Â Â Â Â Â Â Â Warrants exercise price Â Â Â

$ 3.58 Â Â Â Â Â Â Â Warrants term Â Â Â 5 years Â Â Â Â Â Â Â Line of Credit [Member] Â Â Â Â Â Â Â Â Â Â Â Line of Credit Facility [Line Items] Â Â Â Â Â Â Â Â Â Â Â Interest expense Â $ 616,000 $ 266,000 Â $ 906,000 $ 338,000 Â Â Â Â Â SVB Credit Facility [Member] Â Â Â Â Â Â Â Â Â Â Â Line of Credit Facility [Line Items] Â Â Â Â Â Â Â Â Â Â Â Secured revolving line of credit percentage Â 200.00% Â Â 200.00% Â Â Â Â Â Â Â Line of Credit Facility, Current Borrowing Capacity Â Â Â Â Â Â Â Â Â Â $ 25,000,000 Line of Credit Facility, Interest Rate at Period End 2.00% Â Â Â Â Â 1.50% 2.00% Â 1.50% Â Minimum liquidity ratio reduction amendments expiry date Mar. 31, 2024 Â Â Â Â Â Â Â Â Â Â Â Line of Credit Facility, Commitment Fee Description Â Â Â Â There is also a fee of one-half of 1% annually for the unused portion of the credit line. Â Â Â Â Â Â Â Percentage of shares in off shore facilities Â 65.00% Â Â 65.00% Â Â Â Â Â Â Â X - DefinitionMinimum liquidity ratio reduction amendments expiry date. + ReferencesNo definition available. + Details Name: CCLD_MinimumLiquidityRatioReductionAmendmentsExpiryDate Namespace Prefix: CCLD_ Data Type: xbrli:dateItemType Balance Type: na Period Type: duration X - DefinitionPayment of upfront fees. + ReferencesNo definition available. + Details Name: CCLD_PaymentOfUpfrontFees Namespace Prefix: CCLD_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionPayments for annual anniversary fee. + ReferencesNo definition available. + Details Name: CCLD_PaymentsForAnnualAnniversaryFee Namespace Prefix: CCLD_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionPercentage of shares in off shore facilities. + ReferencesNo definition available. + Details Name: CCLD_PercentageOfSharesInOffshoreFacilities Namespace Prefix: CCLD_ Data Type: dtr-types:percentItemType Balance Type: na Period Type: instant X - DefinitionSecured revolving line of credit percentage. + ReferencesNo definition available. + Details Name: CCLD_SecuredRevolvingLineOfCreditPercentage Namespace Prefix: CCLD_ Data Type: dtr-types:percentItemType Balance Type: na Period Type: instant X - DefinitionWarrant strike price. + ReferencesNo definition available. + Details Name: CCLD_WarrantStrikePrice Namespace Prefix: CCLD_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: instant X - DefinitionExercise price per share or per unit of warrants or rights outstanding. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-3 + Details Name: us-gaap_ClassOfWarrantOrRightExercisePriceOfWarrantsOrRights1 Namespace Prefix: us-gaap_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: instant X - DefinitionNumber of securities into which the class of warrant or right may be converted. For example, but not limited to, 500,000 warrants may be converted into 1,000,000 shares. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-3 + Details Name: us-gaap_ClassOfWarrantOrRightNumberOfSecuritiesCalledByWarrantsOrRights Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: instant X - DefinitionFair value of cash and cash equivalent subject to concentration of credit or market risk or both. + ReferencesNo definition available. + Details Name: us-gaap_FairValueConcentrationOfRiskCashAndCashEquivalents Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount of interest expense classified as operating and nonoperating. Includes, but is not limited to, cost of borrowing accounted for as interest expense. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 22 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-22Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 48 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482785/280-10-55-48Reference 3: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 49 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482785/280-10-55-49Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 270 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482964/270-10-50-1Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (ee) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 24 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-24Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 22 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-22Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 835 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483013/835-20-50-1 + Details Name: us-gaap_InterestExpense Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount of the fee for available but unused credit capacity under the credit facility. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481544/470-10-50-6Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(22)(b)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(19)(b)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_LineOfCreditFacilityCommitmentFeeAmount Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionDescription of the fees for amounts available, but unused under the credit facility. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(22)(b)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(19)(b)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_LineOfCreditFacilityCommitmentFeeDescription Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount of current borrowing capacity under the credit facility considering any current restrictions on the amount that could be borrowed (for example, borrowings may be limited by the amount of current assets), but without considering any amounts currently outstanding under the facility. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(22)(b)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(19)(b)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_LineOfCreditFacilityCurrentBorrowingCapacity Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionThe effective interest rate at the end of the reporting period. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(22)(b)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(19)(b)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_LineOfCreditFacilityInterestRateAtPeriodEnd Namespace Prefix: us-gaap_ Data Type: dtr-types:percentItemType Balance Type: na Period Type: instant X - DefinitionLine items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481544/470-10-50-6Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481544/470-10-50-6Reference 3: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(f)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1 + Details Name: us-gaap_LineOfCreditFacilityLineItems Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount of borrowing capacity currently available under the credit facility (current borrowing capacity less the amount of borrowings outstanding). + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481544/470-10-50-6Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(22)(b)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(19)(b)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_LineOfCreditFacilityRemainingBorrowingCapacity Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionThe carrying value as of the balance sheet date of the noncurrent portion of long-term obligations drawn from a line of credit, which is a bank's commitment to make loans up to a specific amount. Examples of items that might be included in the application of this element may consist of letters of credit, standby letters of credit, and revolving credit arrangements, under which borrowings can be made up to a maximum amount as of any point in time conditional on satisfaction of specified terms before, as of and after the date of drawdowns on the line. Includes short-term obligations that would normally be classified as current liabilities but for which (a) postbalance sheet date issuance of a long term obligation to refinance the short term obligation on a long term basis, or (b) the enterprise has entered into a financing agreement that clearly permits the enterprise to refinance the short-term obligation on a long term basis and the following conditions are met (1) the agreement does not expire within 1 year and is not cancelable by the lender except for violation of an objectively determinable provision, (2) no violation exists at the BS date, and (3) the lender has entered into the financing agreement is expected to be financially capable of honoring the agreement. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(22)) -SubTopic 10 -Topic 210 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 470 -SubTopic 10 -Section 45 -Paragraph 13 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481573/470-10-45-13Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 470 -SubTopic 10 -Section 45 -Paragraph 14 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481573/470-10-45-14 + Details Name: us-gaap_LongTermLineOfCredit Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionPeriod between issuance and expiration of outstanding warrant and right embodying unconditional obligation requiring redemption by transferring asset at specified or determinable date or upon event certain to occur, in 'PnYnMnDTnHnMnS' format, for example, 'P1Y5M13D' represents reported fact of one year, five months, and thirteen days. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (bbb)(2)(i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (bbb)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2Reference 3: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (bbb)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2 + Details Name: us-gaap_WarrantsAndRightsOutstandingTerm Namespace Prefix: us-gaap_ Data Type: xbrli:durationItemType Balance Type: na Period Type: instant X - Details Name: us-gaap_TypeOfArrangementAxis=CCLD_SVBDebtAgreementMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_StatementEquityComponentsAxis=CCLD_AdditionalWarrantMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_LongtermDebtTypeAxis=us-gaap_LineOfCreditMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_CreditFacilityAxis=CCLD_SVBCreditFacilityMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 55 R43.htm IDEA: XBRL DOCUMENT v3.24.2.u1 SCHEDULE OF LEASE EXPENSE (Details) - USD ($) $ in Thousands 3 Months Ended 6 Months Ended Jun. 30, 2024 Jun. 30, 2023 Jun. 30, 2024 Jun. 30, 2023 Leases Â Â Â Â Operating lease cost $ 620 $ 598 $ 1,257 $ 1,399 Short-term lease cost 4 Variable lease cost 7 14 12 19 Total - net lease cost $ 627 $ 612 $ 1,273 $ 1,418 X - ReferencesNo definition available. + Details Name: CCLD_DisclosureLeasesAbstract Namespace Prefix: CCLD_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount of lease cost recognized by lessee for lease contract. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 53 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479589/842-20-55-53Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147478964/842-20-50-4 + Details Name: us-gaap_LeaseCost Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount of single lease cost, calculated by allocation of remaining cost of lease over remaining lease term. Includes, but is not limited to, single lease cost, after impairment of right-of-use asset, calculated by amortization of remaining right-of-use asset and accretion of lease liability. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 53 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479589/842-20-55-53Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478964/842-20-50-4 + Details Name: us-gaap_OperatingLeaseCost Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount of short-term lease cost, excluding expense for lease with term of one month or less. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 53 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479589/842-20-55-53Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478964/842-20-50-4 + Details Name: us-gaap_ShortTermLeaseCost Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount of variable lease cost, excluded from lease liability, recognized when obligation for payment is incurred for finance and operating leases. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 53 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479589/842-20-55-53Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478964/842-20-50-4 + Details Name: us-gaap_VariableLeaseCost Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration XML 56 R44.htm IDEA: XBRL DOCUMENT v3.24.2.u1 SCHEDULE OF SUPPLEMENTAL BALANCE SHEET INFORMATION RELATED TO LEASES (Details) - USD ($) $ in Thousands Jun. 30, 2024 Dec. 31, 2023 Leases Â Â Operating lease right-of-use assets $ 3,732 $ 4,365 Current operating lease liabilities 1,623 1,888 Non-current operating lease liabilities 2,101 2,516 Total operating lease liabilities 3,724 4,404 ROU assets 4,739 6,571 Asset lease expense (1,008) (2,152) Foreign exchange gain/(loss) $ 1 $ (54) Operating leases, Weighted average remaining lease term 4 years 7 months 6 days 4 years 6 months Operating leases, Weighted average discount rate 14.00% 13.30% X - DefinitionAsset lease expense. + ReferencesNo definition available. + Details Name: CCLD_AssetLeaseExpense Namespace Prefix: CCLD_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - ReferencesNo definition available. + Details Name: CCLD_DisclosureLeasesAbstract Namespace Prefix: CCLD_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionForeign exchange gain loss. + ReferencesNo definition available. + Details Name: CCLD_ForeignExchangeGainLoss Namespace Prefix: CCLD_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionOperation lease right of use assets, gross. + ReferencesNo definition available. + Details Name: CCLD_OperatingLeaseRightOfUseAssetGross Namespace Prefix: CCLD_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionPresent value of lessee's discounted obligation for lease payments from operating lease. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479041/842-20-45-1 + Details Name: us-gaap_OperatingLeaseLiability Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionPresent value of lessee's discounted obligation for lease payments from

operating lease, classified as current. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479041/842-20-45-1 + Details Name: us-gaap_OperatingLeaseLiabilityCurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionPresent value of lessee's discounted obligation for lease payments from operating lease, classified as noncurrent. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479041/842-20-45-1 + Details Name: us-gaap_OperatingLeaseLiabilityNoncurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of lessee's right to use underlying asset under operating lease. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479041/842-20-45-1 + Details Name: us-gaap_OperatingLeaseRightOfUseAsset Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionWeighted average discount rate for operating lease calculated at point in time. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 53 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479589/842-20-55-53Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Subparagraph (g)(4) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478964/842-20-50-4 + Details Name: us-gaap_OperatingLeaseWeightedAverageDiscountRatePercent Namespace Prefix: us-gaap_ Data Type: dtr-types:percentItemType Balance Type: na Period Type: instant X - DefinitionWeighted average remaining lease term for operating lease, in 'PnYnMnDTnHnMnS' format, for example, 'P1Y5M13D' represents reported fact of one year, five months, and thirteen days. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 53 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479589/842-20-55-53Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Subparagraph (g)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478964/842-20-50-4 + Details Name: us-gaap_OperatingLeaseWeightedAverageRemainingLeaseTerm1 Namespace Prefix: us-gaap_ Data Type: xbrli:durationItemType Balance Type: na Period Type: instant XML 57 R45.htm IDEA: XBRL DOCUMENT v3.24.2.u1 SCHEDULE OF SUPPLEMENTAL CASH FLOW AND OTHER INFORMATION RELATED TO LEASES (Details) - USD ($) $ in Thousands 3 Months Ended 6 Months Ended Jun. 30, 2024 Jun. 30, 2023 Jun. 30, 2024 Jun. 30, 2023 Leases Â Â Â Â Operating cash flows from operating leases $ 609 $ 754 $ 1,277 $ 1,661 Operating leases, excluding impairments and terminations $ 125 $ 433 $ 374 $ 720 X - ReferencesNo definition available. + Details Name: CCLD_DisclosureLeasesAbstract Namespace Prefix: CCLD_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount of operating lease income from lease payments paid and payable to lessor. Excludes variable lease payments not included in measurement of lease receivable. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 270 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6A -Publisher FASB -URI https://asc.fasb.org/1943274/2147482964/270-10-50-6AReference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 5 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479773/842-30-50-5 + Details Name: us-gaap_OperatingLeaseLeaseIncomeLeasePayments Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount of increase in right-of-use asset obtained in exchange for operating lease liability. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 53 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479589/842-20-55-53Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Subparagraph (g)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478964/842-20-50-4 + Details Name: us-gaap_RightOfUseAssetObtainedInExchangeForOperatingLeaseLiability Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration XML 58 R46.htm IDEA: XBRL DOCUMENT v3.24.2.u1 SCHEDULE OF MATURITIES OF LEASE LIABILITIES (Details) - USD ($) $ in Thousands Jun. 30, 2024 Dec. 31, 2023 Leases Â Â 2024 (six months) $ 1,189 Â 2025 1,413 Â 2026 586 Â 2027 463 Â 2028 396 Â Thereafter 1,433 Â Total lease payments 5,480 Â Less: imputed interest (1,756) Â Total lease obligations 3,724 $ 4,404 Less: current obligations 1,623 1,888 Long-term lease obligations $ 2,101 $ 2,516 X - ReferencesNo definition available. + Details Name: CCLD_DisclosureLeasesAbstract Namespace Prefix: CCLD_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount of lessee's undiscounted obligation for lease payment for operating lease. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147478964/842-20-50-6 + Details Name: us-gaap_LesseeOperatingLeaseLiabilityPaymentsDue Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of lessee's undiscounted obligation for lease payment for operating lease due after fifth fiscal year following current fiscal year. Excludes interim and annual periods when interim periods are reported from current statement of financial position date (rolling approach). + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147478964/842-20-50-6 + Details Name: us-gaap_LesseeOperatingLeaseLiabilityPaymentsDueAfterYearFive Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of lessee's undiscounted obligation for lease payment for operating lease to be paid in next fiscal year following current fiscal year. Excludes interim and annual periods when interim periods are reported from current statement of financial position date (rolling approach). + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147478964/842-20-50-6 + Details Name: us-gaap_LesseeOperatingLeaseLiabilityPaymentsDueNextTwelveMonths Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of lessee's undiscounted obligation for lease payment for operating lease to be paid in fourth fiscal year following current fiscal year. Excludes interim and annual periods when interim periods are reported from current statement of financial position date (rolling approach). + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147478964/842-20-50-6 + Details Name: us-gaap_LesseeOperatingLeaseLiabilityPaymentsDueYearFour Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of lessee's undiscounted obligation for lease payment for operating lease to be paid in third fiscal year following current fiscal year. Excludes interim and annual periods when interim periods are reported from current statement of financial position date (rolling approach). + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147478964/842-20-50-6 + Details Name: us-gaap_LesseeOperatingLeaseLiabilityPaymentsDueYearThree Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of lessee's undiscounted obligation for lease payment for operating lease to be paid in second fiscal year following current fiscal year. Excludes interim and annual periods when interim periods are reported from current statement of financial position date (rolling approach). + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147478964/842-20-50-6 + Details Name: us-gaap_LesseeOperatingLeaseLiabilityPaymentsDueYearTwo Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of lessee's undiscounted obligation for lease payment for operating lease having initial or remaining lease term in excess of one year to be paid in remainder of current fiscal year. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147478964/842-20-50-6 + Details Name: us-gaap_LesseeOperatingLeaseLiabilityPaymentsRemainderOfFiscalYear Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of lessee's undiscounted obligation for lease payments in excess of discounted obligation for lease payments for operating lease. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147478964/842-20-50-6 + Details Name: us-gaap_LesseeOperatingLeaseLiabilityUndiscountedExcessAmount Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionPresent value of lessee's discounted obligation for lease payments from operating lease. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479041/842-20-45-1 + Details Name: us-gaap_OperatingLeaseLiability Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionPresent value of lessee's discounted obligation for lease payments from operating lease, classified as current. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479041/842-20-45-1 + Details Name: us-gaap_OperatingLeaseLiabilityCurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionPresent value of lessee's discounted obligation for lease payments from operating lease, classified as noncurrent. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479041/842-20-45-1 + Details Name: us-gaap_OperatingLeaseLiabilityNoncurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant XML 59 R47.htm IDEA: XBRL DOCUMENT v3.24.2.u1 LEASES (Details Narrative) - USD ($) $ in Thousands 3 Months Ended 6 Months Ended Jun. 30, 2024 Jun. 30, 2023 Jun. 30, 2024 Jun. 30, 2023 Leases Â Â Â Â Â Lease term, description Â Â Leases with a term of less than 12 months are not recorded in the condensed consolidated balance sheets. Â Unoccupied lease charges Â $ 11 $ 0 $ 163 Lease termination costs Â 27 Â 71 Additional costs of lease termination Â 115 Â 161 Sublease income $ 28 $ 0 $ 56 $ 0 X - DefinitionAdditional costs of lease termination. + ReferencesNo definition available. + Details Name: CCLD_AdditionalCostsOfLeaseTermination Namespace Prefix: CCLD_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - ReferencesNo definition available. + Details Name: CCLD_DisclosureLeasesAbstract Namespace Prefix: CCLD_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionLease term description. + ReferencesNo definition available. + Details Name: CCLD_LeaseTermDescription Namespace Prefix: CCLD_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionLease termination costs. + ReferencesNo definition available. + Details Name: CCLD_LeaseTerminationCosts Namespace Prefix: CCLD_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionUnoccupied lease charges. + ReferencesNo definition available. + Details Name: CCLD_UnoccupiedLeaseCharges Namespace Prefix: CCLD_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount of sublease income excluding finance and operating lease expense. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 53 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479589/842-20-55-53Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Subparagraph (e) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478964/842-20-50-4 + Details Name: us-gaap_SubleaseIncome Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration XML 60 R48.htm IDEA: XBRL DOCUMENT v3.24.2.u1 COMMITMENTS AND CONTINGENCIES (Details Narrative) - USD ($) 1 Months Ended 6 Months Ended Dec. 22, 2023 Mar. 31, 2021 Jun. 30, 2024 Apr. 01, 2024 Loss Contingencies [Line Items] Â Â Â Â Damages paid value Â $ 750,000 Â Â Damages sought transition related costs Â 288,750 $ 800,000 Â Unpaid fees Â $ 21,698 Â Â Advance amount Â Â Â Â $ 200,000 Settlement claim amount Â Â $ 316,000 Â Ramapo Anesthesiologists, PC [Member] Â Â Â Â Loss Contingencies [Line Items] Â Â Â Â Mitigation related costs $ 117,000 Â Â Â Ramapo Anesthesiologists, PC [Member] | Accrued Expenses [Member] Â Â Â Â Loss Contingencies [Line Items] Â Â Â Â Mitigation settlement payable $ 32,000 Â Â Â X - DefinitionAdvance amount. + ReferencesNo definition available. + Details Name: CCLD_AdvanceAmount Namespace Prefix: CCLD_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionLoss on contingency unpaid fees. + ReferencesNo definition available. + Details Name: CCLD_LossContingencyUnpaidFees Namespace Prefix: CCLD_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount awarded to other party in judgment or settlement of litigation. + ReferencesNo definition available. + Details Name: us-gaap_LitigationSettlementAmountAwardedToOtherParty Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount of loss from litigation settlement for amount awarded to other party. Excludes claims within an insurance entity's normal claims settlement process. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 450 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483076/450-20-50-1 + Details Name: us-gaap_LitigationSettlementLoss Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionLine items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 450 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483076/450-20-50-4Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 450 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 9 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483076/450-20-50-9Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 720 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483359/720-20-50-1Reference 4: http://www.xbrl.org/2003/role/exampleRef -Topic 460 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 27 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482395/460-10-55-27Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 450 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 9 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483076/450-20-50-9Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 450 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483076/450-20-50-4Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 460 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482425/460-10-50-3Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 450 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483076/450-20-50-1 + Details Name: us-gaap_LossContingenciesLineItems Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount of loss contingency liability. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 450 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483076/450-20-50-1Reference 2: http://www.xbrl.org/2003/role/recommendedDisclosureRef -Topic 450 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483076/450-20-50-10 + Details Name: us-gaap_LossContingencyAccrualAtCarryingValue Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of damages paid to the plaintiff in the legal matter. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 450 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483076/450-20-50-1Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 450 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483076/450-20-50-4Reference 3: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 450 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 9 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483076/450-20-50-9 + Details Name: us-gaap_LossContingencyDamagesPaidValue Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionThe value (monetary amount) of the award the plaintiff seeks in the legal matter. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 450 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483076/450-20-50-1Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 450 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483076/450-20-50-

4Reference 3: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 450 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 9 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483076/450-20-50-9 + Details Name: us-gaap_LossContingencyDamagesSoughtValue Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - Details Name: us-gaap_RelatedPartyTransactionsByRelatedPartyAxis=CCLD_RamapoAnesthesiologistsPCMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_BalanceSheetLocationAxis=CCLD_AccruedExpensesMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 61 R49.htm IDEA: XBRL DOCUMENT v3.24.2.u1 RELATED PARTIES (Details Narrative) - USD ($) 1 Months Ended 3 Months Ended 6 Months Ended 12 Months Ended Feb. 12, 2024 Feb. 01, 2024 Jan. 31, 2024 Feb. 28, 2023 Jun. 30, 2022 Jun. 30, 2024 Jun. 30, 2023 Jun. 30, 2024 Jun. 30, 2023 Dec. 31, 2023 Related Party Transaction [Line Items] Â Â Â Â Â Â Â Â Â Â Â Net revenue Â Â Â Â Â Â $ 28,090,000 $ 29,362,000 $ 54,052,000 $ 59,363,000 Â Current assets - related party Â Â Â Â Â Â 16,000 Â 16,000 Â $ 16,000 Lease expense per month for temporary housing Â Â Â Â Â Â Â Â 6,500 Â Â Operating lease, right-of-use asset, net Â Â Â Â Â Â 3,732,000 Â 3,732,000 Â 4,365,000 Operating lease liability (current portion) Â Â Â Â Â Â 1,623,000 Â 1,623,000 Â 1,888,000 Operating lease liability (non-current portion) Â Â Â Â Â Â 2,101,000 Â 2,101,000 Â 2,516,000 talkMD Clinicians [Member] Â Â Â Â Â Â Â Â Â Â Related Party Transaction [Line Items] Â Â Â Â Â Â Â Â Â Â Income taxes paid Â Â Â Â Â Â Â Â 6,000 Â Â Executive Chairman [Member] Â Â Â Â Â Â Â Â Â Related Party Transaction [Line Items] Â Â Â Â Â Â Â Â Â Rent expense Â Â Â Â Â 70,000 50,000 140,000 102,000 Â Operating lease upgradations Â Â Â Â Â Â Â 250,000 1,100,000 Â Payments to related party Â Â Â Â Â Â Â Â Â 330,000 Related Party [Member] Â Â Â Â Â Â Â Â Â Related Party Transaction [Line Items] Â Â Â Â Â Â Â Â Â Operating lease, right-of-use asset, net Â Â Â Â Â 282,000 Â 282,000 Â 331,000 Operating lease liability (current portion) Â Â Â Â Â 155,000 Â 155,000 Â 182,000 Operating lease liability (non-current portion) Â Â Â Â Â 122,000 Â 122,000 Â 142,000 Physician [Member] Â Â Â Â Â Â Â Â Â Related Party Transaction [Line Items] Â Â Â Â Â Â Â Â Â Net revenue Â Â Â Â Â 34,000 $ 31,000 59,000 $ 50,000 Â Receivable due from customer Â Â Â Â Â 11,000 Â 11,000 Â $ 18,000 Former Non-Independent Directors [Member] | Consulting Agreement [Member] Â Â Â Â Â Â Â Â Â Related Party Transaction [Line Items] Â Â Â Â Â Â Â Â Compensation for statement of work per month Â $ 25,000 Â Â Â Â Â Â Â Other Expenses $ 8,000 Â Â Â Â Â Â Â Â Â Consulting expenses Â Â Â Â Â $ 32,000 Â $ 55,000 Â Â Former Non-Independent Directors [Member] | Series B Preferred Stock [Member] | Consulting Agreement [Member] Â Â Â Â Â Â Â Â Â Related Party Transaction [Line Items] Â Â Â Â Â Â Â Â Shares issued for services Â Â 14,000 14,000 10,000 Â Â Â Â Â Preferred stock dividend percentage Â Â Â Â 8.75% Â Â Â Â Â X - ReferencesNo definition available. + Details Name: CCLD_ConsultingExpenses Namespace Prefix: CCLD_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount of expense for employee benefit and equity-based compensation. + ReferencesNo definition available. + Details Name: us-gaap_EmployeeBenefitsAndShareBasedCompensation Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount, before refund, of cash paid to foreign, federal, state, and local jurisdictions as income tax. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2A -Publisher FASB -URI https://asc.fasb.org/1943274/2147482913/230-10-50-2AReference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 23 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482685/740-10-50-23Reference 3: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 22 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482685/740-10-50-22Reference 4: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 25 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-25Reference 5: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 230 -SubTopic 10 -Section 50 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482913/230-10-50-2 + Details Name: us-gaap_IncomeTaxesPaid Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount of operating lease expense. Excludes sublease income. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 4 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479041/842-20-45-4 + Details Name: us-gaap_OperatingLeaseExpense Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionPresent value of lessee's discounted obligation for lease payments from operating lease, classified as current. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479041/842-20-45-1 + Details Name: us-gaap_OperatingLeaseLiabilityCurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionPresent value of lessee's discounted obligation for lease payments from operating lease, classified as noncurrent. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479041/842-20-45-1 + Details Name: us-gaap_OperatingLeaseLiabilityNoncurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of lessee's right to use underlying asset under operating lease. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479041/842-20-45-1 + Details Name: us-gaap_OperatingLeaseRightOfUseAsset Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount of expense classified as other. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(6)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(4)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2 + Details Name: us-gaap_OtherExpenses Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount due from parties in nontrade transactions, classified as other. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 49 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482785/280-10-55-49Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-04(5)(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-1Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(3)(a)(4)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 4: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 944 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-03(a)(3)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478777/944-210-S99-1 + Details Name: us-gaap_OtherReceivables Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount, after allowance, of receivables classified as other, due within one year or the operating cycle, if longer. + ReferencesNo definition available. + Details Name: us-gaap_OtherReceivablesNetCurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionThe cash outflow for acquisition of or capital improvements to properties held for investment (operating, managed, leased) or for use. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 13 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-13 + Details Name: us-gaap_PaymentsForCapitalImprovements Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionCash payments to lessor's for use of assets under operating leases. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 25 -Subparagraph (g) -SubTopic 10 -Topic 230 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-25 + Details Name: us-gaap_PaymentsForRent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionThe percentage rate used to calculate dividend payments on preferred stock. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 13 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-13Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 320 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.12-12A(Column A)(Footnote 3)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477271/946-320-S99-2Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 320 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.12-12(Column A)(Footnote 4)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477271/946-320-S99-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 320 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.12-12B(Column A)(Footnote 3)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477271/946-320-S99-3Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 320 -Name Accounting Standards Codification -Section S99 -Paragraph 6 -Subparagraph (SX 210.12-14(Column A)(Footnote 3)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477271/946-320-S99-6 + Details Name: us-gaap_PreferredStockDividendRatePercentage Namespace Prefix: us-gaap_ Data Type: dtr-types:percentItemType Balance Type: na Period Type: duration X - DefinitionAmount of transactions with related party during the financial reporting period. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 850 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483326/850-10-50-1Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 850 -SubTopic 10 -Section 50 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483326/850-10-50-3 + Details Name: us-gaap_RelatedPartyTransactionAmountsOfTransaction Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionLine items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 310 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 13 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481990/310-10-45-13Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-07(2)(c)(2)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-1Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-07(2)(c)(2)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-07(2)(g)(3)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-1 + Details Name: us-gaap_RelatedPartyTransactionLineItems Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount, excluding tax collected from customer, of revenue from satisfaction of performance obligation by transferring promised good or service to customer. Tax collected from customer is tax assessed by governmental authority that is both imposed on and concurrent with specific revenue-producing transaction, including, but not limited to, sales, use, value added and excise. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 41 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-41Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 270 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482964/270-10-50-1Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (ee) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 4: http://fasb.org/us-gaap/role/ref/otherTransitionRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 5: http://fasb.org/us-gaap/role/ref/otherTransitionRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 924 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SAB Topic 11.L) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479941/924-10-S99-1Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 5 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-5Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 30 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-30Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 42 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-42Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 22 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-22Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 40 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-40Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 22 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-22Reference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-4 + Details Name: us-gaap_RevenueFromContractWithCustomerExcludingAssessedTax Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionNumber of shares issued in lieu of cash for services contributed to the entity. Number of shares includes, but is not limited to, shares issued for services contributed by vendors and founders. + ReferencesNo definition available. + Details Name: us-gaap_StockIssuedDuringPeriodSharesIssuedForServices Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - Details Name: us-gaap_RelatedPartyTransactionAxis=CCLD_TalkMDCliniciansMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_RelatedPartyTransactionsByRelatedPartyAxis=CCLD_ExecutiveChairmanMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_RelatedPartyTransactionsByRelatedPartyAxis=us-gaap_RelatedPartyMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_TitleOfIndividualAxis=CCLD_PhysicianMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_TitleOfIndividualAxis=CCLD_FormerNonIndependentDirectorsMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_TypeOfArrangementAxis=CCLD_ConsultingAgreementMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_StatementClassOfStockAxis=us-gaap_SeriesBPreferredStockMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 62 R50.htm IDEA: XBRL DOCUMENT v3.24.2.u1 SCHEDULE OF LIABILITIES ASSOCIATED WITH RESTRUCTURING COSTS (Details) - USD ($) $ in Thousands 3 Months Ended 6 Months Ended 12 Months Ended Jun. 30, 2024 Jun. 30, 2024 Dec. 31, 2023 Restructuring Cost and Reserve [Line Items] Â Â Â Beginning balance Â $ 171 Additions $ 116 438 645 Payments and other adjustments Â (516) (474) Ending balance 93 93 171 Severance and Separation Costs [Member] Â Â Â Restructuring Cost and Reserve [Line Items] Â Â Â Beginning balance Â 145 Additions Â 438 439 Payments and other adjustments Â (490) (294) Ending balance 93 93 145 Equity Awards Acceleration Costs [Member] Â Â Â Restructuring Cost and Reserve [Line Items] Â Â Â Beginning balance Â Additions Â 170 Payments and other adjustments Â (170) Ending balance Other Exit Related Costs [Member] Â Â Â Restructuring Cost and Reserve [Line Items] Â Â Â Beginning balance Â 26 Additions Â 36 Payments and other adjustments Â (26) (10) Ending balance $ 26 X - DefinitionAmount of cash payments made as the result of exit or disposal activities. Excludes payments associated with a discontinued operation or an asset retirement obligation. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 420 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (b)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482017/420-10-50-1Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 17 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-17 + Details Name: us-gaap_PaymentsForRestructuring Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount of expenses associated with exit or disposal activities pursuant to an authorized plan. Excludes expenses related to a discontinued operation or an asset retirement obligation. + ReferencesReference 1: http://fasb.org/us-

gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph (b) -SubTopic 10 -Topic 230 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 420 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SAB Topic 5.P.4.b.1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479823/420-10-S99-2Reference 3: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 420 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482047/420-10-45-3Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 420 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SAB Topic 5.P.3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479823/420-10-S99-1 + Details Name: us-gaap_RestructuringCharges Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionLine items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 420 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SAB Topic 5.P.4.d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479823/420-10-S99-2Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 420 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SAB Topic 5.P.4.b.1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479823/420-10-S99-2Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 420 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SAB Topic 5.P.4.b.2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479823/420-10-S99-2Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 420 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482017/420-10-50-1Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 420 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (b)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482017/420-10-50-1Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 420 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (b)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482017/420-10-50-1Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 420 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482017/420-10-50-1 + Details Name: us-gaap_RestructuringCostAndReserveLineItems Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionCarrying amount (including both current and noncurrent portions of the accrual) as of the balance sheet date pertaining to a specified type of cost associated with exit from or disposal of business activities or restructuring pursuant to a duly authorized plan. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 420 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SAB Topic 5.P.4.b.2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479823/420-10-S99-2Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 420 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (b)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482017/420-10-50-1 + Details Name: us-gaap_RestructuringReserve Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - Details Name: us-gaap_RestructuringCostAndReserveAxis=CCLD_SeveranceAndSeparationCostsMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_RestructuringCostAndReserveAxis=CCLD_EquityAwardsAccelerationCostsAssociatedWithSeveranceMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_RestructuringCostAndReserveAxis=CCLD_OtherExitRelatedCostsMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 63 R51.htm IDEA: XBRL DOCUMENT v3.24.2.u1 RESTRUCTURING COSTS (Details Narrative) - USD ($) $ in Thousands 3 Months Ended 6 Months Ended 12 Months Ended Jun. 30, 2024 Jun. 30, 2024 Dec. 31, 2023 Restructuring and Related Activities [Abstract] Â Â Â Estimated restructuring expense Â Â $ 1,300 Restructuring expense incurred $ 116 $ 438 $ 645 X - ReferencesNo definition available. + Details Name: us-gaap_RestructuringAndRelatedActivitiesAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount expected to be recognized in earnings for the specified restructuring cost. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 420 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SAB Topic 5.P.4.d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479823/420-10-S99-2Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 420 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SAB Topic 5.P.4.b.1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479823/420-10-S99-2Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 420 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (b)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482017/420-10-50-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 420 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482017/420-10-50-1 + Details Name: us-gaap_RestructuringAndRelatedCostExpectedCost1 Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount of expenses associated with exit or disposal activities pursuant to an authorized plan. Excludes expenses related to a discontinued operation or an asset retirement obligation. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph (b) -SubTopic 10 -Topic 230 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 420 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SAB Topic 5.P.4.b.1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479823/420-10-S99-2Reference 3: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 420 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482047/420-10-45-3Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 420 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SAB Topic 5.P.3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479823/420-10-S99-1 + Details Name: us-gaap_RestructuringCharges Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration XML 64 R52.htm IDEA: XBRL DOCUMENT v3.24.2.u1 SHAREHOLDERSâ€™ EQUITY (Details Narrative) - USD ($) $ in Millions 6 Months Ended Dec. 11, 2023 Jun. 30, 2024 Subsidiary, Sale of Stock [Line Items] Â Â Dividend, share-based payment arrangement, cash $ 1.3 $ 5.4 Dividends undeclared Â 5.2 At The Market Facility [Member] Â Â Subsidiary, Sale of Stock [Line Items] Â Â Shares available for sales, value Â $ 50.0 Underwriter commission fees percentage Â 3.00% At The Market Facility [Member] | Series B Preferred Stock [Member] Â Â Subsidiary, Sale of Stock [Line Items] Â Â Shares available for sales, value Â $ 35.0 X - DefinitionDividends undeclared. + ReferencesNo definition available. + Details Name: CCLD_DividendsUndeclared Namespace Prefix: CCLD_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionShares authorized for sale value. + ReferencesNo definition available. + Details Name: CCLD_SharesAuthorizedForSaleValue Namespace Prefix: CCLD_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionUnderwriter commission fees percentage. + ReferencesNo definition available. + Details Name: CCLD_UnderwriterCommissionFeesPercentage Namespace Prefix: CCLD_ Data Type: dtr-types:percentItemType Balance Type: na Period Type: duration X - DefinitionAmount of paid and unpaid cash dividends declared for award under share-based payment arrangement. + ReferencesNo definition available. + Details Name: us-gaap_DividendsShareBasedCompensationCash Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionLine items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table. + ReferencesNo definition available. + Details Name: us-gaap_SubsidiarySaleOfStockLineItems Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - Details Name: us-gaap_SubsidiarySaleOfStockAxis=CCLD_AtTheMarketFacilityMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_StatementClassOfStockAxis=us-gaap_SeriesBPreferredStockMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 65 R53.htm IDEA: XBRL DOCUMENT v3.24.2.u1 SCHEDULE OF DISAGGREGATION OF REVENUE (Details) - USD ($) $ in Thousands 3 Months Ended 6 Months Ended Jun. 30, 2024 Jun. 30, 2023 Jun. 30, 2024 Jun. 30, 2023 Disaggregation of Revenue [Line Items] Â Â Â Â Revenue $ 28,090 $ 29,362 $ 54,052 $ 59,363 Healthcare IT [Member] Â Â Â Â Disaggregation of Revenue [Line Items] Â Â Â Â Revenue 24,580 25,985 47,301 52,939 Healthcare IT [Member] | Technology-enabled Business Solutions [Member] Â Â Â Â Disaggregation of Revenue [Line Items] Â Â Â Â Revenue 19,034 19,620 36,317 39,115 Healthcare IT [Member] | Professional Services [Member] Â Â Â Â Disaggregation of Revenue [Line Items] Â Â Â Â Revenue 4,491 5,504 8,913 12,064 Healthcare IT [Member] | Printing and Mailing Services [Member] Â Â Â Â Disaggregation of Revenue [Line Items] Â Â Â Â Revenue 809 687 1,670 1,400 Healthcare IT [Member] | Group Purchasing Services [Member] Â Â Â Â Disaggregation of Revenue [Line Items] Â Â Â Â Revenue 246 174 401 360 Medical Practice Management [Member] Â Â Â Â Disaggregation of Revenue [Line Items] Â Â Â Â Revenue $ 3,510 $ 3,377 $ 6,751 $ 6,424 X - DefinitionLine items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 5 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-5Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 91 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479777/606-10-55-91Reference 3: http://www.xbrl.org/2003/role/exampleRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 91 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479777/606-10-55-91Reference 4: http://www.xbrl.org/2003/role/exampleRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 91 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479777/606-10-55-91Reference 5: http://www.xbrl.org/2003/role/exampleRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 91 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479777/606-10-55-91Reference 6: http://www.xbrl.org/2003/role/exampleRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 91 -Subparagraph (e) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479777/606-10-55-91Reference 7: http://www.xbrl.org/2003/role/exampleRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 91 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479777/606-10-55-91Reference 8: http://www.xbrl.org/2003/role/exampleRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 91 -Subparagraph (g) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479777/606-10-55-91 + Details Name: us-gaap_DisaggregationOfRevenueLineItems Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount, excluding tax collected from customer, of revenue from satisfaction of performance obligation by transferring promised good or service to customer. Tax collected from customer is tax assessed by governmental authority that is both imposed on and concurrent with specific revenue-producing transaction, including, but not limited to, sales, use, value added and excise. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 41 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-41Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 270 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482964/270-10-50-1Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (ee) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 4: http://fasb.org/us-gaap/role/ref/otherTransitionRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 5: http://fasb.org/us-gaap/role/ref/otherTransitionRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 924 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SAB Topic 11.L) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479941/924-10-S99-1Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 5 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-5Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 30 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-30Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 42 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-42Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 22 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-22Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 40 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-40Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 22 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-22Reference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-4 + Details Name: us-gaap_RevenueFromContractWithCustomerExcludingAssessedTax Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - Details Name: us-gaap_StatementBusinessSegmentsAxis=CCLD_HealthcareITMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_ProductOrServiceAxis=CCLD_TechnologyEnabledBusinessSolutionsMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_ProductOrServiceAxis=CCLD_ProfessionalServicesMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_ProductOrServiceAxis=CCLD_PrintingAndMailingServicesMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_ProductOrServiceAxis=CCLD_GroupPurchasingServicesMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_StatementBusinessSegmentsAxis=CCLD_MedicalPracticeManagementMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 66 R54.htm IDEA: XBRL DOCUMENT v3.24.2.u1 SCHEDULE OF CHANGES IN ACCOUNTS RECEIVABLE, CONTRACT ASSET AND DEFERRED REVENUE (Details) - USD ($) $ in Thousands 6 Months Ended Jun. 30, 2024 Jun. 30, 2023 Revenue from Contract with Customer [Abstract] Â Â Accounts Receivable - Net, Opening $ 11,888 $ 14,773 Contract Assets, Opening 5,094 4,399 Deferred Revenue (current), Opening 1,380 1,386 Deferred Revenue (long term), Opening 256 342 Accounts Receivable - Net, increase (decrease), net 1,191 (2,755) (Decrease) Increase in Contract with Customer, Asset (294) 435 Deferred Revenue (current), increase (decrease), net (156) (144) Deferred Revenue (long term), increase (decrease), net 134 28 Accounts Receivable - Net, Closing 13,079 12,018 Contract Assets, Closing 4,800 4,834 Deferred Revenue (current), Closing 1,224 1,242 Deferred Revenue (long term), Closing $ 390 $ 370 X - DefinitionIncrease decrease in contract with customer liability current. + ReferencesNo definition available. + Details Name: CCLD_IncreaseDecreaseInContractWithCustomerLiabilityCurrent Namespace Prefix: CCLD_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionIncrease decrease deferred revenue long term. + ReferencesNo definition available. + Details Name: CCLD_IncreaseDecreaseInDeferredRevenueLongTerm Namespace Prefix: CCLD_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount, after allowance for credit loss, of right to consideration from customer for product sold and service rendered in normal course of business, classified as current. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 310 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481990/310-10-45-2 + Details Name: us-gaap_AccountsReceivableNetCurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount, after allowance for credit loss, of right to consideration in exchange for good or service transferred to customer when right is conditioned on something other than passage of time, classified as current. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479837/606-10-45-3Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479837/606-10-45-1Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 8 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-8 + Details Name: us-gaap_ContractWithCustomerAssetNetCurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount of obligation to transfer good or service to customer for which consideration has been received or is receivable, classified as

current. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479837/606-10-45-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 8 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-8Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479837/606-10-45-2 + Details Name: us-gaap_ContractWithCustomerLiabilityCurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of obligation to transfer good or service to customer for which consideration has been received or is receivable, classified as noncurrent. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479837/606-10-45-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 8 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-8Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479837/606-10-45-2 + Details Name: us-gaap_ContractWithCustomerLiabilityNoncurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of increase (decrease) in right to consideration in exchange for good or service transferred to customer when right is conditioned on something other than passage of time. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28 + Details Name: us-gaap_IncreaseDecreaseInContractWithCustomerAsset Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionThe increase (decrease) during the reporting period in the total amount due within one year (or one operating cycle) from all parties, associated with underlying transactions that are classified as operating activities. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph (a) -SubTopic 10 -Topic 230 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28 + Details Name: us-gaap_IncreaseDecreaseInReceivables Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_RevenueFromContractWithCustomerAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration XML 67 R55.htm IDEA: XBRL DOCUMENT v3.24.2.u1 SCHEDULE OF TRADE ALLOWANCE FOR DOUBTFUL ACCOUNTS (Details) - USD ($) $ in Thousands 6 Months Ended 12 Months Ended Jun. 30, 2024 Jun. 30, 2023 Dec. 31, 2023 Revenue from Contract with Customer [Abstract] Â Â Â Beginning balance $ 879 $ 823 $ 823 Adoption of ASC 326 Â 186 Provision 123 $ 302 454 Recoveries/adjustments 2 Â 107 Write-offs (108) Â (691) Ending balance $ 896 Â $ 879 X - DefinitionAllowance for doubtful accounts receivable recoveries adjustments. + ReferencesNo definition available. + Details Name: CCLD_AllowanceForDoubtfulAccountsReceivableRecoveriesAdjustments Namespace Prefix: CCLD_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount of expense (reversal of expense) for expected credit loss on accounts receivable from change in methodology. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 326 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 11 -Subparagraph (e) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479319/326-20-50-11 + Details Name: us-gaap_AccountsReceivableChangeInMethodCreditLossExpenseReversal Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount of allowance for credit loss on accounts receivable. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 944 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-03(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478777/944-210-S99-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(4)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 326 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479344/326-20-45-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 310 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481962/310-10-50-4Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 326 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 13 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479319/326-20-50-13Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 326 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 13 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479319/326-20-50-13 + Details Name: us-gaap_AllowanceForDoubtfulAccountsReceivable Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of direct write-downs of accounts receivable charged against the allowance. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 326 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 13 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479319/326-20-50-13 + Details Name: us-gaap_AllowanceForDoubtfulAccountsReceivableWriteOffs Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount of expense (reversal of expense) for expected credit loss on accounts receivable. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 326 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 13 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479319/326-20-50-13Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2 + Details Name: us-gaap_ProvisionForDoubtfulAccounts Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_RevenueFromContractWithCustomerAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration XML 68 R56.htm IDEA: XBRL DOCUMENT v3.24.2.u1 REVENUE (Details Narrative) - USD ($) $ in Thousands 3 Months Ended 6 Months Ended Jun. 30, 2024 Jun. 30, 2023 Jun. 30, 2024 Jun. 30, 2023 Dec. 31, 2023 Jan. 01, 2023 Disaggregation of Revenue [Line Items] Â Â Â Â Â Â Revenue $ 28,090 $ 29,362 $ 54,052 $ 59,363 Â Â Revenue, remaining performance obligation, amount 4,400 Â 4,400 Â Â Â Amortization of deferred sales commissions 83 117 173 284 Â Â Accumulated deficit (73,048) Â (73,048) Â $ (74,481) Â Trade Accounts Receivable [Member] | Accounting Standards Update 2016-13 [Member] Â Â Â Â Â Â Disaggregation of Revenue [Line Items] Â Â Â Â Â Â Accumulated deficit Â Â Â Â Â $ 186 Other Noncurrent Assets [Member] Â Â Â Â Â Â Disaggregation of Revenue [Line Items] Â Â Â Â Â Â Deferred commissions 478 590 478 590 Â Â Chronic Care Management [Member] Â Â Â Â Â Â Disaggregation of Revenue [Line Items] Â Â Â Â Â Â Revenue 1,300 339 822 474 Â Â Remote Patient Monitoring [Member] Â Â Â Â Â Â Disaggregation of Revenue [Line Items] Â Â Â Â Â Â Revenue 350 $ 68 210 79 Â Â Professional Services [Member] | Unbilled Revenues [Member] Â Â Â Â Â Â Disaggregation of Revenue [Line Items] Â Â Â Â Â Â Revenue Â Â 41 $ 1,700 Â Â Group Purchasing Services [Member] Â Â Â Â Â Â Disaggregation of Revenue [Line Items] Â Â Â Â Â Â Contract with customer asset $ 352 Â $ 352 Â Â Â X - DefinitionDeferred commissions. + ReferencesNo definition available. + Details Name: CCLD_DeferredCommissions Namespace Prefix: CCLD_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionThe amount of expense recognized in the current period for the periodic realization of capitalized fees that were paid to salespeople, distributors, brokers, and agents at the time of the conclusion of the sale. As a noncash expense, this element is added back to net income when calculating cash provided by or used in operations using the indirect method. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph (b) -SubTopic 10 -Topic 230 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(3)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2 + Details Name: us-gaap_AmortizationOfDeferredSalesCommissions Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount, after allowance for credit loss, of right to consideration in exchange for good or service transferred to customer when right is conditioned on something other than passage of time. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479837/606-10-45-3Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479837/606-10-45-1Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 8 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-8 + Details Name: us-gaap_ContractWithCustomerAssetNet Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionLine items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 5 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-5Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 91 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479777/606-10-55-91Reference 3: http://www.xbrl.org/2003/role/exampleRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 91 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479777/606-10-55-91Reference 4: http://www.xbrl.org/2003/role/exampleRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 91 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479777/606-10-55-91Reference 5: http://www.xbrl.org/2003/role/exampleRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 91 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479777/606-10-55-91Reference 6: http://www.xbrl.org/2003/role/exampleRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 91 -Subparagraph (e) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479777/606-10-55-91Reference 7: http://www.xbrl.org/2003/role/exampleRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 91 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479777/606-10-55-91Reference 8: http://www.xbrl.org/2003/role/exampleRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 91 -Subparagraph (g) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479777/606-10-55-91 + Details Name: us-gaap_DisaggregationOfRevenueLineItems Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount of accumulated undistributed earnings (deficit). + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(30)(a)(3)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481372/852-10-55-10Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 40 -Name Accounting Standards Codification -Section 65 -Paragraph 2 -Subparagraph (g)(2)(i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480016/944-40-65-2Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 40 -Name Accounting Standards Codification -Section 65 -Paragraph 2 -Subparagraph (h)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480016/944-40-65-2Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 11 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480990/946-20-50-11Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-03(a)(23)(a)(4)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478777/944-210-S99-1Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-04(17)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-1Reference 8: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.3-04) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480008/505-10-S99-1 + Details Name: us-gaap_RetainedEarningsAccumulatedDeficit Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount, excluding tax collected from customer, of revenue from satisfaction of performance obligation by transferring promised good or service to customer. Tax collected from customer is tax assessed by governmental authority that is both imposed on and concurrent with specific revenue-producing transaction, including, but not limited to, sales, use, value added and excise. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 41 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-41Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 270 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482964/270-10-50-1Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (ee) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 4: http://fasb.org/us-gaap/role/ref/otherTransitionRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 5: http://fasb.org/us-gaap/role/ref/otherTransitionRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 924 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SAB Topic 11.L) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479941/924-10-S99-1Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 5 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-5Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 30 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-30Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 42 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-42Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 22 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-22Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 40 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-40Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 22 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-22Reference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-4 + Details Name: us-gaap_RevenueFromContractWithCustomerExcludingAssessedTax Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount of transaction price allocated to performance obligation that has not been recognized as revenue. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Name Accounting Standards Codification -Section 50 -Paragraph 13 -Subparagraph (a) -SubTopic 10 -Topic 606 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-13 + Details Name: us-gaap_RevenueRemainingPerformanceObligation Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - Details Name: us-gaap_AccountsNotesLoansAndFinancingReceivableByReceivableTypeAxis=us-gaap_TradeAccountsReceivableMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_AdjustmentsForNewAccountingPronouncementsAxis=us-gaap_AccountingStandardsUpdate201613Member Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_BalanceSheetLocationAxis=us-gaap_OtherNoncurrentAssetsMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_ProductOrServiceAxis=CCLD_ChronicCareManagementMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_ProductOrServiceAxis=CCLD_RemotePatientMonitoringMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_ProductOrServiceAxis=CCLD_ProfessionalServicesMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-

gaap_AccountsNotesLoansAndFinancingReceivablesByBillingStatusTypeAxis=us-gaap_UnbilledRevenuesMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_ProductOrServiceAxis=CCLD_GroupPurchasingServicesMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 69 R57.htm IDEA: XBRL DOCUMENT v3.24.2.u1 DISCLOSURE OF SHARE-BASED COMPENSATION ARRANGEMENTS BY SHARE-BASED PAYMENT AWARD (Details) - Restricted Stock Units (RSUs) [Member] - shares 6 Months Ended Jun. 30, 2024 Jun. 30, 2023 Series A Preferred Stock [Member] Â Â Share-Based Compensation Arrangement by Share-Based Payment Award [Line Items] Â Â Outstanding and unvested at beginning Granted Vested Forfeited Outstanding and unvested at ending Series B Preferred Stock [Member] Â Â Share-Based Compensation Arrangement by Share-Based Payment Award [Line Items] Â Â Outstanding and unvested at beginning 57,199 80,462 Granted 46,000 62,000 Vested (14,000) (66,263) Forfeited (24,000) Outstanding and unvested at ending 65,199 76,199 Common Stock [Member] Â Â Share-Based Compensation Arrangement by Share-Based Payment Award [Line Items] Â Â Outstanding and unvested at beginning 753,495 645,475 Granted 50,000 553,191 Vested (366,214) (520,770) Forfeited (224,032) (29,744) Outstanding and unvested at ending 213,249 648,152 X - DefinitionThe number of equity-based payment instruments, excluding stock (or unit) options, that were forfeited during the reporting period. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(iii)(03) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsForfeitedInPeriod Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - DefinitionThe number of grants made during the period on other than stock (or unit) option plans (for example, phantom stock or unit plan, stock or unit appreciation rights plan, performance target plan). + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(iii)(01) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsGrantsInPeriod Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - DefinitionThe number of non-vested equity-based payment instruments, excluding stock (or unit) options, that validly exist and are outstanding as of the balance sheet date. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(ii) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsNonvestedNumber Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: instant X - DefinitionThe number of equity-based payment instruments, excluding stock (or unit) options, that vested during the reporting period. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(iii)(02) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsVestedInPeriod Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - DefinitionLine items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 35 -Paragraph 1D -Publisher FASB -URI https://asc.fasb.org/1943274/2147480483/718-10-35-1DReference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 35 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480483/718-10-35-3Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(ii) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(iii) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(iv) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(iv)(01) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(iv)(02) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(iv)(03) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(iv)(04) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 14: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 15: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(ii) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 16: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(iii) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 17: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(iii)(01) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 18: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(iii)(02) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 19: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(iii)(03) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 20: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (d)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 21: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (d)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 22: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (e)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 23: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (e)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 24: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (f)(2)(i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 25: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (f)(2)(ii) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 26: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (f)(2)(iii) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 27: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (f)(2)(iv) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 28: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (f)(2)(v) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardLineItems Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - Details Name: us-gaap_AwardTypeAxis=us-gaap_RestrictedStockUnitsRSUMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_StatementClassOfStockAxis=us-gaap_SeriesAPreferredStockMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_StatementClassOfStockAxis=us-gaap_SeriesBPreferredStockMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_StatementEquityComponentsAxis=us-gaap_CommonStockMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 70 R58.htm IDEA: XBRL DOCUMENT v3.24.2.u1 SCHEDULE OF EMPLOYEE SERVICE SHARE-BASED COMPENSATION, ALLOCATION OF RECOGNIZED PERIOD COSTS (Details) - USD ($) $ in Thousands 3 Months Ended 6 Months Ended Jun. 30, 2024 Jun. 30, 2023 Jun. 30, 2024 Jun. 30, 2023 Share-Based Payment Arrangement, Expensed and Capitalized, Amount [Line Items] Â Â Â Â Stock-based compensation (benefit) expense $ 265 $ 1,502 $ (443) $ 2,574 Direct Operating Costs [Member] Â Â Â Â Share-Based Payment Arrangement, Expensed and Capitalized, Amount [Line Items] Â Â Â Â Stock-based compensation (benefit) expense 2 300 (43) 388 General and Administrative Expense [Member] Â Â Â Â Share-Based Payment Arrangement, Expensed and Capitalized, Amount [Line Items] Â Â Â Â Stock-based compensation (benefit) expense 268 848 (428) 1,453 Research and Development Expense [Member] Â Â Â Â Share-Based Payment Arrangement, Expensed and Capitalized, Amount [Line Items] Â Â Â Â Stock-based compensation (benefit) expense (68) 42 (14) 79 Selling and Marketing Expense [Member] Â Â Â Â Share-Based Payment Arrangement, Expensed and Capitalized, Amount [Line Items] Â Â Â Â Stock-based compensation (benefit) expense $ 63 $ 312 $ 42 $ 654 X - DefinitionLine items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table. + ReferencesNo definition available. + Details Name: us-gaap_EmployeeServiceShareBasedCompensationAllocationOfRecognizedPeriodCostsLineItems Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount of noncash expense for share-based payment arrangement. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph (a) -SubTopic 10 -Topic 230 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28 + Details Name: us-gaap_ShareBasedCompensation Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - Details Name: us-gaap_IncomeStatementLocationAxis=CCLD_DirectOperatingCostsMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_IncomeStatementLocationAxis=us-gaap_GeneralAndAdministrativeExpenseMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_IncomeStatementLocationAxis=us-gaap_ResearchAndDevelopmentExpenseMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_IncomeStatementLocationAxis=us-gaap_SellingAndMarketingExpenseMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 71 R59.htm IDEA: XBRL DOCUMENT v3.24.2.u1 STOCK-BASED COMPENSATION (Details Narrative) - USD ($) $ in Thousands 1 Months Ended 3 Months Ended 6 Months Ended May 31, 2024 Mar. 31, 2024 Oct. 31, 2023 Jun. 30, 2024 Jun. 30, 2023 Jun. 30, 2024 Jun. 30, 2023 Dec. 31, 2023 Share-Based Compensation Arrangement by Share-Based Payment Award [Line Items] Â Â Â Â Â Â Â Â Stock-based compensation expense (benefit) Â Â Â Â $ 265 $ 1,502 $ (443) $ 2,574 Â Number of cash-setttled awards Â Â Â Â Â Â 15,037 Â Â Liability for cash settled amount Â Â Â Â 69 Â $ 69 Â $ 767 Series B Preferred Stock [Member] Â Â Â Â Â Â Â Â Share-Based Compensation Arrangement by Share-Based Payment Award [Line Items] Â Â Â Â Â Â Â Â Share-based payment award, number of shares issuance Â Â 10,000 Â Â Â Â Â Â Share-based payment award, number of shares forfeited Â Â Â Â Â Â 24,000 Â Â Share-based payment award, number of shares grant 12,000 34,000 Â Â Â Â Â Â Â Â Stock-based compensation expense (benefit) Â Â Â Â $ 265 Â $ (443) Â Â Restricted Stock Units (RSUs) [Member] | Common Stock [Member] Â Â Â Â Â Â Â Â Share-Based Compensation Arrangement by Share-Based Payment Award [Line Items] Â Â Â Â Â Â Â Â Share-based compensation arrangement by share-based payment award, number of shares available for grant Â Â Â 675,910 Â 675,910 Â Â Restricted Stock Units (RSUs) [Member] | Preferred Stock [Member] | Series B Preferred Stock [Member] Â Â Â Â Â Â Â Â Share-Based Compensation Arrangement by Share-Based Payment Award [Line Items] Â Â Â Â Â Â Â Â Share-based compensation arrangement by share-based payment award, number of shares available for grant Â Â Â 16,000 Â 16,000 Â Â X - DefinitionLiability for cash settled amount. + ReferencesNo definition available. + Details Name: CCLD_LiabilityForCashSettledAmount Namespace Prefix: CCLD_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionNumber of cash setttled awards. + ReferencesNo definition available. + Details Name: CCLD_NumberOfCashsetttledAwards Namespace Prefix: CCLD_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - DefinitionShare-based payment award, number of shares issuance. + ReferencesNo definition available. + Details Name: CCLD_ShareBasedGoodsAndNonemployeeServicesTransactionShareApprovedForIssuance Namespace Prefix: CCLD_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - DefinitionAmount of noncash expense for share-based payment arrangement. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph (a) -SubTopic 10 -Topic 230 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28 + Details Name: us-gaap_ShareBasedCompensation Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionLine items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 35 -Paragraph 1D -Publisher FASB -URI https://asc.fasb.org/1943274/2147480483/718-10-35-1DReference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 35 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480483/718-10-35-3Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(ii) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(iii) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(iv) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(iv)(01) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(iv)(02) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(iv)(03) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(iv)(04) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 14: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -

Section 50 -Paragraph 2 -Subparagraph (c)(2)(i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 15: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(ii) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 16: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(iii) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 17: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(iii)(01) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 18: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(iii)(02) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 19: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(iii)(03) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 20: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (d)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 21: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (d)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 22: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (e)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 23: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (e)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 24: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (f)(2)(i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 25: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (f)(2)(ii) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 26: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (f)(2)(iii) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 27: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (f)(2)(iv) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 28: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (f)(2)(v) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardLineItems Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe difference between the maximum number of shares (or other type of equity) authorized for issuance under the plan (including the effects of amendments and adjustments), and the sum of: 1) the number of shares (or other type of equity) already issued upon exercise of options or other equity-based awards under the plan; and 2) shares (or other type of equity) reserved for issuance on granting of outstanding awards, net of cancellations and forfeitures, if applicable. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 718 -SubTopic 10 -Section 50 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardNumberOfSharesAvailableForGrant Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: instant X - DefinitionGross number of share options (or share units) granted during the period. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(iv)(01) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsGrantsInPeriodGross Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - DefinitionNumber of non-vested options forfeited. + ReferencesNo definition available. + Details Name: us-gaap_SharebasedCompensationArrangementBySharebasedPaymentAwardOptionsNonvestedOptionsForfeitedNumberOfShares Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - Details Name: us-gaap_StatementClassOfStockAxis=us-gaap_SeriesBPreferredStockMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_AwardTypeAxis=us-gaap_RestrictedStockUnitsRSUMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_StatementEquityComponentsAxis=us-gaap_CommonStockMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_StatementEquityComponentsAxis=us-gaap_PreferredStockMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 72 R60.htm IDEA: XBRL DOCUMENT v3.24.2.u1 INCOME TAXES (Details Narrative) - USD ($) 3 Months Ended 6 Months Ended Jun. 30, 2024 Jun. 30, 2023 Jun. 30, 2024 Jun. 30, 2023 Dec. 31, 2023 Income Tax Disclosure [Abstract] Â Â Â Â Â Income tax expense $ 39,000 $ 82,000 $ 78,000 $ 147,000 Â Current income tax expense 30,000 44,000 60,000 83,000 Â Foreign income tax expense 9,000 $ 38,000 18,000 $ 64,000 Â Deferred income tax expense $ 0 Â $ 0 Â Â Deferred tax liability Â Â Â Â Â $ 0 X - DefinitionAmount of current income tax expense (benefit) pertaining to taxable income (loss) from continuing operations. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(h)(1)(Note 1)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 9 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482685/740-10-50-9 + Details Name: us-gaap_CurrentIncomeTaxExpenseBenefit Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount of deferred foreign income tax expense (benefit) pertaining to income (loss) from continuing operations. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(h)(1)(Note 1)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 9 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482685/740-10-50-9 + Details Name: us-gaap_DeferredForeignIncomeTaxExpenseBenefit Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount of deferred income tax expense (benefit) pertaining to income (loss) from continuing operations. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph (b) -SubTopic 10 -Topic 230 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(h)(1)(Note 1)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Name Accounting Standards Codification -Section 50 -Paragraph 9 -Subparagraph (b) -SubTopic 10 -Topic 740 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482685/740-10-50-9 + Details Name: us-gaap_DeferredIncomeTaxExpenseBenefit Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount, after deferred tax asset, of deferred tax liability attributable to taxable differences without jurisdictional netting. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482685/740-10-50-2 + Details Name: us-gaap_DeferredTaxLiabilities Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - ReferencesNo definition available. + Details Name: us-gaap_IncomeTaxDisclosureAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount of current income tax expense (benefit) and deferred income tax expense (benefit) pertaining to continuing operations. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 270 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482964/270-10-50-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (ee) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 12 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482685/740-10-50-12Reference 4: http://www.xbrl.org/2003/role/exampleRef -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 231 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482663/740-10-55-231Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 9 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-9Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SAB Topic 6.I.7) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479360/740-10-S99-1Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 8 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-8Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482685/740-10-50-10Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 22 -Subparagraph (h) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-22Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-04(9)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477250/944-220-S99-1Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Name Accounting Standards Codification -Section 45 -Paragraph 2 -Subparagraph (a) -SubTopic 20 -Topic 740 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482659/740-20-45-2Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(h)) -SubTopic 10 -Topic 235 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1 + Details Name: us-gaap_IncomeTaxExpenseBenefit Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration XML 73 R61.htm IDEA: XBRL DOCUMENT v3.24.2.u1 SCHEDULE OF REVENUES, OPERATING EXPENSES AND OPERATING INCOME (LOSS) BY REPORTABLE SEGMENT (Details) - USD ($) $ in Thousands 3 Months Ended 6 Months Ended Jun. 30, 2024 Jun. 30, 2023 Jun. 30, 2024 Jun. 30, 2023 Segment Reporting Information [Line Items] Â Â Â Â Net revenue $ 28,090 $ 29,362 $ 54,052 $ 59,363 Direct operating costs 15,242 17,476 30,419 35,583 Selling and marketing 1,664 2,580 3,434 5,192 General and administrative 4,028 5,916 7,749 11,036 Research and development 1,055 1,185 1,968 2,263 Depreciation and amortization 3,714 3,341 7,644 6,379 Loss on lease terminations, unoccupied lease charges and restructuring costs 116 153 438 422 Total operating expenses 25,819 30,651 51,652 60,875 OPERATING INCOME (LOSS) 2,271 (1,289) 2,400 (1,512) Healthcare IT [Member] Â Â Â Â Segment Reporting Information [Line Items] Â Â Â Â Net revenue 24,580 25,985 47,301 52,939 Direct operating costs 12,710 14,941 25,254 30,634 Selling and marketing 1,657 2,570 3,417 5,174 General and administrative 2,021 3,250 4,602 5,746 Research and development 1,055 1,185 1,968 2,263 Depreciation and amortization 3,633 3,251 7,478 6,200 Loss on lease terminations, unoccupied lease charges and restructuring costs 116 153 438 422 Total operating expenses 21,192 25,350 43,157 50,439 OPERATING INCOME (LOSS) 3,388 635 4,144 2,500 Medical Practice Management [Member] Â Â Â Â Segment Reporting Information [Line Items] Â Â Â Â Net revenue 3,510 3,377 6,751 6,424 Direct operating costs 2,532 2,535 5,165 4,949 Selling and marketing 7 10 17 18 General and administrative 477 448 911 896 Research and development Depreciation and amortization 81 90 166 179 Loss on lease terminations, unoccupied lease charges and restructuring costs Total operating expenses 3,097 3,083 6,259 6,042 OPERATING INCOME (LOSS) 413 294 492 382 Unallocated Corporate Expenses [Member] Â Â Â Â Segment Reporting Information [Line Items] Â Â Â Â Net revenue Direct operating costs Selling and marketing General and administrative 1,530 2,218 2,236 4,394 Research and development Depreciation and amortization Loss on lease terminations, unoccupied lease charges and restructuring costs Total operating expenses 1,530 2,218 2,236 4,394 OPERATING INCOME (LOSS) $ (1,530) $ (2,218) $ (2,236) $ (4,394) X - DefinitionThe current period expense charged against earnings on long-lived, physical assets not used in production, and which are not intended for resale, to allocate or recognize the cost of such assets over their useful lives; or to record the reduction in book value of an intangible asset over the benefit period of such asset; or to reflect consumption during the period of an asset that is not used in production. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph (b) -SubTopic 10 -Topic 230 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 360 -SubTopic 10 -Section 50 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482099/360-10-50-1 + Details Name: us-gaap_DepreciationAndAmortization Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionThe aggregate total of expenses of managing and administering the affairs of an entity, including affiliates of the reporting entity, which are not directly or indirectly associated with the manufacture, sale or creation of a product or product line. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(4)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-07(2)(a)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-1 + Details Name: us-gaap_GeneralAndAdministrativeExpense Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionGenerally recurring costs associated with normal operations except for the portion of these expenses which can be clearly related to production and included in cost of sales or services. Excludes Selling, General and Administrative Expense. + ReferencesNo definition available. + Details Name: us-gaap_OperatingCostsAndExpenses Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionGenerally recurring costs associated with normal operations except for the portion of these expenses which can be clearly related to production and included in cost of sales or services. Includes selling, general and administrative expense. + ReferencesNo definition available. + Details Name: us-gaap_OperatingExpenses Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionThe net result for the period of deducting operating expenses from operating revenues. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 22 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-22Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 3: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 30 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-30Reference 4: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 270 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482964/270-10-50-1Reference 5: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (ee) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 6: http://fasb.org/us-gaap/role/ref/otherTransitionRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 7: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 31 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-31 + Details Name: us-gaap_OperatingIncomeLoss Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount of expense for research and development. Includes, but is not limited to, cost for computer software product to be sold, leased, or otherwise marketed and writeoff of research and development assets acquired in transaction other than business combination or joint venture formation or both. Excludes write-down of intangible asset acquired in business combination or from joint venture formation or both, used in research and development activity. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 48 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482785/280-10-55-48Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 985 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481283/985-20-50-2Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 730 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482916/730-10-50-1Reference 4: http://www.xbrl.org/2009/role/commonPracticeRef -

Topic 912 -SubTopic 730 -Name Accounting Standards Codification -Section 25 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479532/912-730-25-1 + Details Name: us-gaap_ResearchAndDevelopmentExpense Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount, after cash payment, of expenses associated with exit or disposal activities pursuant to an authorized plan and expenses resulting from the write-down of assets. Excludes expenses related to a business combination, a discontinued operation or an asset retirement obligation. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph (b) -SubTopic 10 -Topic 230 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28 + Details Name: us-gaap_RestructuringCostsAndAssetImpairmentCharges Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount, excluding tax collected from customer, of revenue from satisfaction of performance obligation by transferring promised good or service to customer. Tax collected from customer is tax assessed by governmental authority that is both imposed on and concurrent with specific revenue-producing transaction, including, but not limited to, sales, use, value added and excise. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 41 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-41Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 270 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482964/270-10-50-1Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (ee) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 4: http://fasb.org/us-gaap/role/ref/otherTransitionRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 5: http://fasb.org/us-gaap/role/ref/otherTransitionRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 924 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SAB Topic 11.L) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479941/924-10-S99-1Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 5 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-5Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 30 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-30Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 42 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-42Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 22 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-22Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 40 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-40Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 22 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-22Reference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-4 + Details Name: us-gaap_RevenueFromContractWithCustomerExcludingAssessedTax Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionLine items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table. + ReferencesNo definition available. + Details Name: us-gaap_SegmentReportingInformationLineItems Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe aggregate total amount of expenses directly related to the marketing or selling of products or services. + ReferencesNo definition available. + Details Name: us-gaap_SellingAndMarketingExpense Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - Details Name: us-gaap_StatementBusinessSegmentsAxis=CCLD_HealthcareITMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_StatementBusinessSegmentsAxis=CCLD_MedicalPracticeManagementMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_StatementBusinessSegmentsAxis=CCLD_UnallocatedCorporateExpensesMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 74 R62.htm IDEA: XBRL DOCUMENT v3.24.2.u1 SCHEDULE OF ADJUSTMENTS TO THE CONSOLIDATED STATEMENT OF OPERATIONS (Details) - USD ($) $ / shares in Units, $ in Thousands 3 Months Ended 6 Months Ended Jun. 30, 2024 Mar. 31, 2024 Jun. 30, 2023 Jun. 30, 2024 Jun. 30, 2023 New Accounting Pronouncements or Change in Accounting Principle [Line Items] Â Â Â Â Â Preferred stock dividend Â $ 1,312 Â Â Â Net loss attributable to common shareholders $ (2,249) $ (1,553) $ (5,742) $ (3,802) $ (10,074) Net loss per common share: basic $ (0.14) $ (0.10) $ (0.37) $ (0.24) $ (0.65) Net loss per common share: diluted $ (0.14) $ (0.10) $ (0.37) $ (0.24) $ (0.65) Previously Reported [Member] Â Â Â Â Â New Accounting Pronouncements or Change in Accounting Principle [Line Items] Â Â Â Â Â Preferred stock dividend Â $ 5 Â Â Â Net loss attributable to common shareholders Â $ (246) Â Â Â Net loss per common share: basic Â $ (0.02) Â Â Â Net loss per common share: diluted Â $ (0.02) Â Â Â Revision of Prior Period, Reclassification, Adjustment [Member] Â Â Â Â Â New Accounting Pronouncements or Change in Accounting Principle [Line Items] Â Â Â Â Â Preferred stock dividend Â $ 1,307 Â Â Â Net loss attributable to common shareholders Â $ (1,307) Â Â Â Net loss per common share: basic Â $ (0.08) Â Â Â Net loss per common share: diluted Â $ (0.08) Â Â Â X - DefinitionAmount of paid and unpaid preferred stock dividends declared with the form of settlement in stock. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.3-04) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480008/505-10-S99-1Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 2 -SubTopic 405 -Topic 942 -Publisher FASB -URI https://asc.fasb.org/1943274/2147477787/942-405-45-2 + Details Name: us-gaap_DividendsPreferredStockStock Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionThe amount of net income (loss) for the period per each share of common stock or unit outstanding during the reporting period. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-6Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 52 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482635/260-10-55-52Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 805 -SubTopic 60 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (g) -Publisher FASB -URI https://asc.fasb.org/1943274/2147476176/805-60-65-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 323 -Name Accounting Standards Codification -Section 65 -Paragraph 2 -Subparagraph (g)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478666/740-323-65-2Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-3Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 15 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482635/260-10-55-15Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 815 -SubTopic 40 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (e)(4) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480175/815-40-65-1Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 815 -SubTopic 40 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480175/815-40-65-1Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 11 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-11Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 11 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-11Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 7 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-7Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-2Reference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 60B -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-60BReference 14: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-4Reference 15: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482662/260-10-50-1Reference 16: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-10Reference 17: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(25)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2Reference 18: http://www.xbrl.org/2003/role/disclosureRef -Topic 942 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-04(27)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478524/942-220-S99-1Reference 19: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-04(23)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477250/944-220-S99-1Reference 20: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 7 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-7 + Details Name: us-gaap_EarningsPerShareBasic Namespace Prefix: us-gaap_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: duration X - DefinitionThe amount of net income (loss) for the period available to each share of common stock or common unit outstanding during the reporting period and to each share or unit that would have been outstanding assuming the issuance of common shares or units for all dilutive potential common shares or units outstanding during the reporting period. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-6Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 52 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482635/260-10-55-52Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 805 -SubTopic 60 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (g) -Publisher FASB -URI https://asc.fasb.org/1943274/2147476176/805-60-65-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 323 -Name Accounting Standards Codification -Section 65 -Paragraph 2 -Subparagraph (g)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478666/740-323-65-2Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-3Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 15 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482635/260-10-55-15Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 815 -SubTopic 40 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (e)(4) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480175/815-40-65-1Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 815 -SubTopic 40 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480175/815-40-65-1Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 11 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-11Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 11 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-11Reference 11: http://www.xbrl.org/2003/role/disclosureRef 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These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147476173/280-10-65-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147476173/280-10-65-1Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -

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Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480175/815-40-65-1Reference 94: http://www.xbrl.org/2003/role/disclosureRef -Topic 815 -SubTopic 40 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (e)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480175/815-40-65-1Reference 95: http://www.xbrl.org/2003/role/disclosureRef -Topic 815 -SubTopic 40 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (e)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480175/815-40-65-1Reference 96: http://www.xbrl.org/2003/role/disclosureRef -Topic 815 -SubTopic 40 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (e)(4) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480175/815-40-65-1Reference 97: http://www.xbrl.org/2003/role/disclosureRef -Topic 815 -SubTopic 40 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480175/815-40-65-1Reference 98: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480424/946-10-50-3Reference 99: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 60 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147476166/350-60-65-1Reference 100: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 60 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147476166/350-60-65-1 + Details Name: us-gaap_NewAccountingPronouncementsOrChangeInAccountingPrincipleLineItems Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - Details Name: srt_RestatementAxis=srt_ScenarioPreviouslyReportedMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_RestatementAxis=srt_RevisionOfPriorPeriodReclassificationAdjustmentMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 75 R63.htm IDEA: XBRL DOCUMENT v3.24.2.u1 RESTATEMENT (Details Narrative) $ in Thousands 3 Months Ended Mar. 31, 2024 USD ($) Accounting Changes and Error Corrections [Abstract] Â Earned preferred stock dividend $ 1,312 X - ReferencesNo definition available. + Details Name: us-gaap_AccountingChangesAndErrorCorrectionsAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount of paid and unpaid preferred stock dividends declared with the form of settlement in stock. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.3-04) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480008/505-10-S99-1Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 2 -SubTopic 405 -Topic 942 -Publisher FASB -URI https://asc.fasb.org/1943274/2147477787/942-405-45-2 + Details Name: us-gaap_DividendsPreferredStockStock Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration EXCEL 76 Financial_Report.xlsx IDEA: XBRL DOCUMENT begin 644 Financial_Report.xlsx M4$L#!!0 (-F##5D'04UB@0 +$ 0 9&]C4')O<',O87!P+GAM M;$V./0L",1!$_\QO;=!P4)B0-!2L+(/>QLOD&1#LD)^OCG!CVX>;QA&WPIG M*N*N*I#BV&5(_C(I(/ !47BK9.7:=N')=HI6-Y #OGDK7A.YNJQ<&4GPZ4A!0W_J=0U[R;UEA_6\#MI7E!+ P04 M " #9@PU9:%/0A.\ K @ $0 &1O8U!R;W!S+V-O&ULS9++ M:L,P$$5 I6AOCQ\E%.%XDY)5"H4&6KH3TB01M1Y(4^S\? 64U<2CM!Q2TT"$_ MQ!&AJ:H5&"2A! F8@85?B*SOE.0RH" 7+G@E%[S_#$.&*0DXH$%+$>JR!M;/ M$_UY&CJX 68883#QNX!J(>;JG]C< 79)3E$OJ7$\;J%M M)&$EIE=1BCJ=M]4O$UG]3Z[_O" ["1NG]$'_M8^.K8-_!KW_1?P%02P,$% @ V8,-69E&UL[5I;<]HX%'[OK]!X9_9M"\8V@;:T$W-I=MNTF83M M3A^%$5B-;'EDD81_OTV23;J;/ 0LZ?O.14?GZ#AY\^XN8NB&B3R M> +]O6N[!3+ MUES@6QHO(];JM-O=5H1I;*$81V1@?5XL:$#05%%:;U\@M.4?,_@5RU2-9:,! M$U=!)KF(M/+Y;,7\VMX^9<_I.ATR@6XP&U@@?\YOI^1.6HCA5,+$P&IG/U9K MQ]'22(""R7V4!;I)]J/3%0@R#3LZG5C.=GSVQ.V?C,K:=#1M&N#C\7@XMLO2 MBW A(5M>5 TR M6'!VULS2 Y9>*?IUE!K9';O=05SP6.XYB1'^QL4$UFG2&98T1G*=D 4. #?$ MT4Q0? *]!MHK@PI+27)#6SRFU4!H(FLB!]4>"(<7K;YH] M5Z%82=J$^!!&&N*<<^9ST6S[!Z5&T?95O-RCEU@5 9<8WS2J-2S%UGB5P/&M MG#P=$Q+-E L&08:7)"82J3E^34@3_BNEVOZKR2.FJW"$2M"/F(9 M-AIRM1:!MG&IA&!:$L;1>$[2M!"\6:PUDSY@R.S-D77.UI$.$9)>-T(^8LZ+ MD!&_'H8X2IKMHG%8!/V>7L-)P>B"RV;]N'Z&U3-L+ ([W1]072N0/)J<_Z3(T M!Z.:60F]A%9JGZJ'-#ZH'C(*!?&Y'C[E>G@*-Y;&O%"N@GL!_]':-*K^(+ M.7\N?<^E[[GT/:'2MSAD6R4)RU3393>* M$IY"&V[I4_5*E=? EK[DHN#Q;Y.FOH70^+, Y/%_GM,T+,T.WF)6Y M"M-2D&_#^>G%>!KB.=D$N7V85VWGV-'1^^?!4;"C[SR6'<>(\[J&K&F, # M0X=Y>U^89Y7&4#04;6RL)"Q&MV"XU_$L%.!D8"V@!X.O40+R4E5@,5O& RN0 MHGQ,C$7H<.>77%_CT9+CVZ9EM6ZO*7<9;2)2.<)IF!-GJ\K>9;'!51W/55OR ML+YJ/;053L_^6:W(GPP13A8+$DACE!>F2J+S&5.^YRM)Q%4XOT4SMA*7&+SC MYL=Q3E.X$G:V#P(RN;LYJ7IE,6>F\M\M# DL6XA9$N)-7>W5YYNTB42%(JP# 4A M%W+C[^^3:G>,U_HL@6V$5#)DU1?*0XG!/3-R0]A4)?.NVB8+A=OB5,V[&KXF M8$O#>FZ=+2? VU[4;/07/4;SHYG@'K.' MYA,L0Z1^P7V*BH 1JV*^NJ]/^26<.[1[\8$@F_S6VZ3VW> ,? -2K6J5D*Q$_ M2P=\'Y(&8XQ;]#1?CQ1BK::QK<;:,0QY@%CS#*%F.-^'19H:,]6+K#F-"F]! MU4#E/]O4#6CV#30,9FV-J/D3@H\W/[O#;#"Q([A[8N_ 5!+ P04 M" #9@PU9.T?:/:$& :* & 'AL+W=OPB]E22]CJE2EAE/ TBT1* M))\==R;N1[^O"_0>WR+^D&V])@7*G1 _BHV+\+CC%"/B,0]4$<'@QSWW>1P7 M23".?]>AG?)W%H7?;WES[?IYQH>8.Y8QGT1_QV%:G'<&75(R&/B#KX$& M15X@XDS_3Q[6^SH=$N29$LFZ&$:01.GJ)WM<3T2= KHNH*W'Y%@;.4<>3K/J\@[%4$.1ZXBMT]+;IL>O-QU MNE]M$&A5JMT]><2<5E_$1N^%)(9>/#HY3,K7AH54.\88DW MK'D82@9M5'?!:CX\JW+]T+*&@ 1UG X@WN.;QM[;YXVE=JXT-K&O(=EGR'K^+[SIFLIL.SJM8/ MK6K(YSKFCZ:#CLK/I7P)B!VM.^*Z79=V/=?&B5NA(/V F3MD?S)GZRP>)0#2SH8T<.1 MM?? @Q4TYC=JXN)NL.6_9([D(3::10'3?RV1(QB/I'ZCCSJ.7;>-J3'=;C MXJZRYH6C3DBP 8VZ1Z8*>A$1DO@BAP6'=1>A _;C>(55G5N0V1,@U)N3B^K)& MGH0AI&=[FQ?D$O8C7U([)QYY\!.!? W[\%')R(UAHI6[#CERC1RYN-2^I_6(+ M5OA6/*168CQN*A(N,VZS1Q\O;4IJ!,G%G>8E:7DP7TMQ'26I?8'QS*M/5M V M1,DUIN3B>O,2]%ID"GKS/]&R^GS%$YW1Z,"SDK:A3-0H$]VA3)I33C54TYC1[16GITD2HN5S<7"YUG&W K)YY8Q=F& M'E&C1[26'A5*#W(?74NI-4!=^1T5IZ-$U8 M').3/(./_M1V^R6$%[6%,^H$*VE0F?PMWQ>G)6_0X):0)--EBRUKVO#6T-X M75-08S^TEOU,%QS6$:I2'UE(> $O@2F6J1/ #O$??D2=?<@5: MD(:POE;B-W*8]3RLTOHZK?@6Z'[L#JGK#9V#H]ZJC='8#JUE.Y=PJ0TH8#M, MDF\LSGEQ"VP%:^5;I0ZV1N3LPQ5H.9SUP-L0',\ (CK=#<)ZMW!+0[C7:.SU6 ML@3"K(H0CW[M"KY5VO.),$+DX2YS&ZD89'U&7/K^[@.9\B"7L.Q6;CQI-:7Z MPJS)M/IX?-.),.;DX9YS*UFH1>DIN1.QE7_'/27_\M3*U88I>5M?A^%>LUE1 MR<@@$D>,RV$ M-SSD/&%WL>Y82Z[R0OTEGW%PQ+#AN?]&>K2>N#9DRS.RY>&2])IS'T^")5B= M^/_/,OCX<)I.G-$X#[>N&KT"#RAZQ;45K UM\XRV>3ON,M5O%G@0TBS:,#?/ MF)N'F]MH_V!0MHN3UMO%F\K>6Z4]GSHCA!XNA*]I%WB27H3MAM'V0OCX@)H^ MOV%TLX_KYNZ&L2.@:!A?K(]PM*&/?:./?5SZC>,'4'5#0,O?"UA;^OIJ^(J M7#^4EI&@^-YE]2!6^6[YX-M$/^[5,[NOGIK[S(J+^(S$? :E#AS3'2)7#Z*M I-I8ZF>Y[H12(M$O%YR%7!8[P.. X_\ 4$L#!!0 (-F# M#5E$J2 ^A < ,(? 8 >&PO=V]R:W-H965T&ULM5EM M;]LX$OXKA+=8= $G%DF]9A,#B9/;>I$FN=K=PWUD)#H6*HM>B7*:^_4WE&W) M%BG&!;H?VECVS.@9DC//0_+R513?RB7G$GU?97EY-5A*N;X8CL/!=K MGL,O"U&LF(3'XF54K@O.DMIIE8V(X_BC%4OSP? BR_NZI&%^*2F9ISI*5%:K M%2O>;G@F7J\&>+#_XDOZLI3JB]'X^(S+K^NG IY&390D7?&\3$6."KZX M&ESCBPF-E$-M\'5^7\N#STBE\BS$-_4P3:X&CD+$,QY+%8+!GPV?\"Q3D0#' MW[N@@^:=RO'P\S[ZO^KD(9EG5O*)R/Z3)G)Y-0@'*.$+5F7RBWC]Q'<)>2I> M++*R_A^][FR= 8JK4HK5SAD0K-)\^Y=]WPW$@0- V>QS(SH&NP^@LR;]$F3/JGC^7WI5T7!%Z9\M@&H.8"JLHMRS6)^-8 R*GFQX8/QK[]@W_G=E-U/"G:4*VURI;;H MXPDKEZ8$MUY![:6J?C,F/@XN1YM#X+H1I10W1D> W :0:P5T'<>BRF%Y%3SF MZ88]9QQ66LZE">4VE'L %,GB#HP#58X#$,S3J_!Z=D'3N2R@'ZS724F<)[V M6C=T3 XVW"KUF:(/YJ]K1I@B:"A(2&7 MO("^>YB!"7&HP2&1TQU;@Y'K1F;448,ZLJ*>"\FR$P!&^KMII(VJR8JXU P1 M.RVG..\,+<@,F.MZ2/G?5;I>*;2]M;T+=UP:GM MRF2:OZ",@QY A2+^,[$XJ^"A? X!W40_1T("2+F;=RJ5]!89;UL)6HH"RERQ_ M257#;*JL;VR)/L=8[P,F,\\)>MH3;CD'VTGG#R&2US3+C-"H7M01#KN+]%VS M8V@M^V [_3S6M6Z989U,?.)VP1F,W!Y>Q"WA8#OCS!_GU_?H>C: [F\^,T'0N M"5P'=QG'9!:$I&_D6M+!_DFJ*4O9U M1JVL9N2*L:$=9KR7#?L3HO!*HAZ1 IN^0S;"0T %A70;"Q6BM&8VB8901X M*=07MFY%7;>O'[3TA>W\M0>Y9UTC0)V6?!]WI9[!RG/Z6BMIN8O8N:M+!_LU M_H8^[EEW+0HUMK\9=PLZ26&?T YVDU6O3"4ME1${E=WR!0>("2@ND(45/Q&R MSE&8:.O!9$5#IP?RP? [+SF0/0O*FI$[$JU.5W^4,@PV)2 _8ELR(G2[LMP&S5([Q(2VG$3FG'ZO"@/1N1ZM2EU%]7PAC-J-,W\RW' M$3O''@$90!D@L4 RUE1I5 M%M'W49ZC[0 -5MAQ>H>RI29BIR9+S\I%? G924>F<1+"#NPD8K+R^C1AIF8O8 MF:O;MQP #7P4:0-LH#:O#U[+6>24/==[U:33$74"O3$9S'SL].P*:4M;U$Y; MD\?/GZ?SSW'^?3AC[N'R?1NACX^,[O4&"<>7M@LZQ")GWV M$P(=)]_R'L56/3K[=/WE[M/C_>W=E]FOOX0$![^CNW]_G<[_:Y2EU,JB/RI+ M?U:TX]Q; J5V GTJ]L532A%_&Z(/SKGC8'78@C8LJ]21&JOD4A3I_\ H&$*_M4?]0N62 YQS-> %+&ET/45J62IK5YR'5+&&+F:B>X@X]X@\)Q3L7Q"3ZLX*. MN#_&K3UN>S3>2;WLAXZ(9D&$2D_@6>_+!^^J'W#*%KE&M>7P=D MQN,E:A ,W>--F\GQS!PC=(X>#Z?!'V+7&^(PV+ ["@S<"EG]@(@P[>>V@V6IS/!6M+J+O MG#0GP-M ?=#&U9G?69JCF*U3:.M&F(939.*$;I=MS':!T[=R6F$[=((-DG5 MJMH>FB9\D<9FT4%U\7,64$?;;QKM8%O:@041JYDNHZZ S(O+O#,YJ%? A]7MG*)VN72/2_+"Q2X#C2;2$&NRW2[U)<\ M2]05ERQ 257%VU M_EB4\L0B,*:KJZ8SW^_J[/>LCI-MM16U:ZNM>*FS6XH, MU&RY9TAU,&L^CZ>ZC')A9]#=$IK,<-!;K:W>HN_HK?KTZWYZ? 3.]G\Z5?E&* MII_DC2E$VH65Z83,9&8X(1L=7+"JV^W/K'A)\Q+D]@+\G/, *JS87AAO'Z18 MUW>NST)*L:H_+CF#T5<&\/M"P.YG]Z"N<9MK^ '_ 5!+ P04 " #9@PU9 MC>3HC6,# ! #0 & 'AL+W=OKJJVT4K3IY:'J@P=.@C6 J6V2W7[ZVH8AD"'D MHLU#L&ZRZ2^82_G%=G!!N0?U9JKGMVII+2 4E!6(@[;A?>>5PYOG8P%G]2(.A> M&^E0GAE[T9U? TX6%-1'DD$@M0=1E#RO("(;0A,V%]()(LYYP=$-?62DTW3&Z,MXJ& MEOHU;B173ZGRD\L5*U/U4B!%JB583E,B5>>)Y*1, &VTL$#?KPF'4F8@:4+R M']"/Z%MD(Y&INV)N2\6AU>RD'?.I&=,],^9O=?F //P.N=CU1]Q7T^X?(%\'N MCG'WANZVBKY+@=NEP#5ZWAF]M9HXP+F*6F4[>7F'*L(14U-=FE3L25X#JH W M\8Z%V^@'1E^OF_T2/V#LS.U]/ZI+5@-XKX/W;H-O7@HBM,XF,7A">^88>CB>'8FQU'&JW.JRJ0FB!E M2LO=&'0TPN+X@1-')] CAD$<8SQSQZ'C#CJ>A/Y=U5!1\R\--DK:&,[ND/'; ME>7C:#8[P;UH-H"=+;"S2=@-<*IR^AX==X^-P?[[(Q3/P/\9(YZ4U*>-1U&1 M!!:6.DX(X'NPEM]]XX3XI[$=_BN)#:)W\+'FX;LVS?.+HA7LOP@_<$/7.]UU MKC <0O<*M7,7] (65T:I>07[9<$A^K*_=(%MI)O33=-M6O/6^?:UU(89.!9I MY[XJ/3'AWI9>QX_=J+=/M9&-&89Q=&Y#9275^-LU,?>(UP;]^98Q^=K1 MA^CNHVGY/U!+ P04 " #9@PU95.E0#?8& #%'@ & 'AL+W=OY3>5=OV8)HS5+LH@G*&4/%[T1/O.(G3L9@%(J?PY\;\=F[XSIED/_ZJ2'OU._.&^]>O[)*\5+,O9^Q"8^_1:%8 M7?3<'@K9@[^-Q9P_7(]*D)7S!3S.BK_HN<(:/11L,\'756/9@W64E/_]ERH0 M>PTD#]R 5 V(VL!L:4"K!O2M;S"K!N9;WV!5#0KI_5)[$;BI+_SA>Y?S] MH.K%N.P%:>D%1=<\$:L,>;(W(=!^VMW>[FC?EQ&IPT)>PS(FG82_;Y-31(V/ MB!C$!/HS>7MS"LGY? V_W_O/;#X)!ZQJA!9_=PG>5!'S-FII ?XSN,Y*,?XG ME.J2C,)D^<1WEFW\@%WTY,R6L73'>L-?2\&V\1L4YV.238])YAV)[" C9IT1 MLXM]>.,MT=S[ZMW<>5 &RL9.T3A? *79#XAH#X[R_VP\M@!I0FQRBICK*,@U+ M07D 2G+1&G6@TJI56IUU-[OUYJ/EUIM&J5S8$2_7@>01!3P3X#Q^IA[A8 M8BKE,@%0CNG82NGI M*&J8>*"4'H"R++>E])Q:L- ,I>"&=2ZY3+F=RM4V?6*X:TNOH2FS;5.3J(&*Y MRG"SJ((P-:L.*![7B0:?BN1P@?AJL"LDAVTF[O,D7-DCO M0.^ 85F*7@"$704T!4 #6XF.EG?V(M@D/@NTFDIZW_#E8^>DCRXHHR8E4I-M ;- /.: JPF'Z M;356 ,BB:JATD$G5$H% I&4.P*0)%.D,U)(+.03[E@P@28T=6:> M #!JV)96'SK,PK9F,0*8;;B.U2*\;>XTZGMN8RKF\GLVD/OO\P6BP^@;@J, M3@>KLG74?;N0)4- D)F&H:J&R"S$K<;2JKKR3"?T&;E.^BK,U:Z1:/:BNGCG&U,:UC',TJ)[3;*ES MTKA)TNTF\Z\//UPKB>[GL.VH50Z@9)5352M$9E)U6$-DA- 6]TP:#TFZ/>1M MRAY8FDJ+F D>/*$PVD4A2Z#OE&.BFS,Z(&I!@RBLUC. L@BU5-4ZRG'W3/BA MZ,8/DFX_F"I-P='=D7O M'"9#W=]-()CEJ!\,IA",NH;J$2$8-HR]LCN,1F,22;=)K+<1TA_+CC$PA-_)S=)C^P@#!G: MYH95TT,2M08(QTWX5M3(E)U ^V$-*RL>78VLP!<1H.I>JG*0_D MM+ [:(U7X_U(M_?[R7A59?26B &?#ULB!GV.A",&<<(1@SC!B/7WCN76+'TL MSD,S*7B;B/+TI7Y:G[F.BI-&Y? D8GTTP\'R*S[SR1+6A+P]XK_WT,4HR%+,' M^2KCU)%I3LLST)&\$UQ*'C/A>#KXG+%_)"E.4#^_L"Y>+W)7U"?7 __!5!+ M P04 " #9@PU9LGXGA\ # #V# & 'AL+W=O+VG.UT/+M=X,C]D\5=I@CP8+,J=3JIX7#P)'=L,29P5E,N,,!$V& MUH7;G_2T?^GP-:-KN?$,.I,9Y]_UX"8>6HX.B.8T4IJ!X-^*CFP>:R(,XT?- M:353:N#F\QO[I,P=WK6! MI>)%# <8(BHQ5_^2EKL,&P/7W +P:X.T"VGL ?@WP=P&M/8!6#6A] M=(9V#6A_=(:@!@1E[:MBE96^(HJ,!H*O06AO9-/Y7*5:"QPQK2PIDK@VPQQ M-T#P2?(\BXG"P53A'^I'2>)OBI0M:F6TXK"#8MX0>'D"Y?R%$Z> M&5G&&8).X0R>IU=P\ND4/D'&X"GE2TE8+ >VPE#UA'94AS6NPO+VA.7#+6+$!"Q[&!P?P-I:HJ9/W5J>Q=Y#PCR4[!] Y#)[CM0SQ7'T<[IO2^7^S M3_[S[%O%\!O1^"5?L(>O5D C$OAV,9-*X"GQEVFI*S+?3*9/SKY BP(OIS=>WE.L"R#)O'U.!QR0+CTDV.1+9UKH$S;H$ M!Q6(]SS>X@SO+"$HBUX!SP,F)7IH\(0]N5AXF^N\5"I0*U-<07= M'2V_]^GMR#'TTT+2<'1T;?-S [9AUW&GJU3F8UK:"?[IW.X:]ZP0[^;YW.G,[M_DY50@.5W]O=NP8JO]MVS#EWK1U#KRE"[V=K>\=!D1>@28*])J1$_C*C5/>L M$1=X=0.1H%):MB"$O6[8847R92VO'/MCPB(*9(Z]M%0E1-/.**-)IB 1O(, MNYGD8S*5YZ8M86_T6045\[(CEA#Q)5/5"=98FZ;[LNPU=^QCMW_E&NPA-NDF M^T6W'W9-]EX_+)MZ^]]PJB^"6R+F6 G(:8*A.><=/!M$U657 \4795/"#$ P)\<0A=O^3%Y_*)\\KX<[/.RG<73U7U_/;]JIP_\4U:OLF?>28^ M6>;%)JW$R^+QJGPN>+K8%=JLKYAI>E>;=)5=W%SOWOM4W%SGVVJ]ROBGPBBW MFTU:?/W_U_G+NPOKXML;OZP>GZKZC:N;Z^?TD=_SZK?G3X5X=76D+%8;GI6K M/#,*OGQW\=YZ^']'SZP([Q;]6_*4\^=NHF_*0YY_K%_'BW859'Q%?\WE5(U+Q MSQ=^R]?KFB2.XX\#].)89UWP].]O]>-&8A[3DM_GZWZM%]?3NPK\P%GR9 M;M?5+_E+Q \-/%^7N_\;+P>M>6',MV65;PZ%Q1%L5MG^W_3/PQ=Q4L"R M.PJP0P$F%7'G'07L0P%[: 'G4,"1"C:#64< [%/#D&B8=!2:' M A.YAJX"_J& +Q?H:L/T4& Z]#Q8YKM3OBW3;%%>7U7B&.N:KN:'X[G='P_K.)Y/HD?QHM@=0C[_/S^ M$]\\\.(_QCTO5KPTWAM="J*NNJ?5]6%,73-]7;?Y9B.N(+V80(]YOQ#?N+@4 MI6OC4[I:7(HO^S9]7E7BM08:ZJ&_\$I<>T4C9VF1K;+'4L>*>@[PG[>Q\;ZJ MBM7#MDH?UMRHB MYQR[#SMV'[;CV!V<#^DZS>;<2"OCCL_?&+;UH\%,QJC WY,F.U()TGVY<:^O MOIR&JZJPVHH9H?#:DH"0V.;4G[1EH2J[9*['I HC0F:;M@2+*'2U2SH!]/ /VD#/PHU'6%ZERT)G8$YV3(W%G<:)M2SY[>EL_IG+^[$-.CDA=?^,7-W_YJ>>8_J$Z-A$5(6(R$ M)2!8*[B<8W YVN"ZW6ZVZ[2>]!E\N12SP'HT3!?Y6+UW)(E!E,8B3]!QT*\+<8X2Y@P:02R-)LZVX MJ3'VURW;2)<5+P[!EF=4D+F] XJJD <40B$/*"YQ%20&%%4F!A3?E&01(2,& M%$*E#BC$@9F6:]KT&?&.9\2#G)%O(PYU9KR! XRJHP<80DLR,^5;_T%I$9060VD)BM:.S1,/WM+&YL[5O*Q7AA:&F L^\ZQ, M][<8&=]9#O.T?#)*7E7KO2E/QJ2VCC$Q"0+-4*#@ &K=_UB^=+,;HJJ+4* 8 M!4KZOH!VW#7FM:5WKYOEC?T5<;'ZLEKPKG4;+6M,?(% ,Q0H.(#:IL14OEL/ M4?5*%'; B6]WT [PAISWM*[_=[4WXE!E\19VD\PU2G0TY=^G"GDXDMWR"#Z@O. M 6DNC= E%@AM(2%*T=K\TRBJ5?1SG)P_DI+8[9'S89FY/>=5-"HE@RA$1> M.;54D]]B4V_BR]"0M@M)B*"U!T=IA MUBQ"6/I5B#&9=P>4ML>K$J7'$Q*EQT^`)4L0.C+]CM(1Z1*4C.CQQ,%I,O!8 MXZTSO;=^3@X>(YQOLLL30CI)@A+261+ZYHSM\E!:!*7%4%]"HK7#K+')F=XF M'Y0LH6>,;/$=E#:#T@(H+832(B@MAM(2IIKIEXS9'6EC["057.^FGY]]\:&' M_+M%I;C?ZDN-#G4D;0:E!5!:"*5%4%H,I26,L/4MS^JP!UACZS.]K7\R^4JV MF1CHS>ZY_0&E?>Y!E2@//A 2Y? 1!U5TRWW0DFS2B=([G2K.) MF)(13S^HJJGMLJZK3F-=,[UU36XCG[10D]V_/]J7*2 MH-XSE!9!:3&4E]!H[3!KO&=AF6G M4S*BQY/YZ=VW6XTYRP9EJ(^[W1J:DDX(.VZW!B>EZYLSNLM#/54H+8;2$A2M M'6:-I\H N>EZQN@Y*)(V@]("*"V$TB(H+8;2$D:9UO[D9%&Z'9^-T\? C]0Y(J488D0B+;R8PPGIDY,3UY2')RLR>.XRM#$J&S?6\]#TF$C!B2 M")_=FG3>#S1F+!MDQG:-2/0I4=W(CA&)L"T=SY^HDU!"Z-7+*'(^;:!OSNB^ MC*1%4%H,I24H6OM)[\9GM@?YS(.6E XH78\G)'*/IR3R)-0F?&=]E8_0D:M\ ME(Y8Y:-D:H\G5)I5/KOQ8FV]%WO.*I^M&F\=S]T3Z:[D*A\EI%?Y],T9_>@] MU"R%TF(H+4'1VF'6>*]VWOD<- ?5,T8DFZ! ,Q0H0(%"FW("?9O)UQY49C(* ME/0>>#NR3K8-T5N8KWA64D\>$V^H-&44*$"!0A0HL@G?5!9@494E RK[V!-7 MREI-.SX;7]?6^[J0IRSU=8R)5%2&,@H4H$ A"A2A0#$*E ! [>AM[&)[>*KR MJY^VU-C8-NZQUT MR .7^CK&7%Q!H!D*%-B$MV_*P1^BJHM0H!@%2OJ^@';<-9:ZK;?41SUPJ6>- MB2_4QB\H4& 3GK]M4PYP$#U12A0C (EO=] .\(:4]S6F^+C'KC4P\:$&&K? M%Q0H0(%"%"A"@6(4* & VF':+!C8^@6#\QZXU$-'3P21M)FM+CY0CUY"*PVA MM A*BZ&T!$5K;P/:K#PX@U<>>K.KG/Z5!T(BKSQ0$GGEP:%6'HB$-T)')KQ1 M.B+AC9*I*P^$2I/PYC0K#\[HE8?^4S)TY8$0T@EOE)!.>- ,W9VR/A](B*"V& MTA(4K1UFSP"0D=F%U Z(KN DA$] M7E5IL@NL=]T%JCGC'BC@D%FJ% 0H4.FHR^'5SE$L/RBY'@9*^XV['5>.% M.WHO_!4KC7KRF&A#[=R! @4H4(@"18YJ^B:H;ZN,5%, [.'AJ.N% MA(S9OJ/X/^_++E_\O7_Q# M#[ECORQ]=&1CJ3-H+0 2@NAM A*BZ&TQ"4V=G&ZYO>-+>\.^T51*5.%GM=[M_1,O5:),O B),O$B4IS%V"\G!86$(G)BF_+SR!&ELZ>F,O$B9,3$B]BNQF:. MTW$J&H_9';1/=%?R$'U*5&NW8^)%6<7DK18A]'QQKR7_!'*@;\[HC@RUBZ&T M&$I+4+1VF#5VL3MX:Y+^._G^K4D(B=+C!VQ- XI);DQ#F"KDU"6&ND%N3J.;* MH*U)")7.7&D\5'?TUB3]IV3HUB2$L*/'4UN3T.8*-$$82HN@M!A*2U"T]F^& M-W:J[I=3!]UJZ1DC+'H4:(8"!2A0Z!$.L#>14I C5'4Q"I3T'7<[KAIOV--[MPZ] ('M*3QT0;Z@ M:0$SSYM*-QC!.?5U3SJAM A*BZ&T!$5K!V.C[WMZ?Q^2E:2O8TS0HC+:4:# M4XUK9LG;]%JBU"@& 5*>MK?CKK&M_<&;P7>ZYUY_5N!$Q+9W* DLKE!:2@[MD]"1=B:E(^Q,2J::&X1*8V=ZC;/LC=X)O/^4#-T)G!#2Y@8EI.U,?7-&CS/0 MG<'AM!A*2U"T=IC5KGG[G<;@]/0&I[AY^#DWJO1/@R^7?%X93VGYEP?.,Z/@ M\[Q8B $I+7>3J%LQ+J79UY/WC2_I>GNX@5VO\Y?]Q>0Q765EM28QJXQI>K MRE@6^<98566]1\"O&^'R#=7BJ_*)\^HNK=*;ZPTO'ODM7Z2]+,69NLZH.W)-W MQ8$NZU^?>_O!NKA2WD^LMQ^I]] [D(>)^$*I3WQ5SBJ]-5?EFJV?3SP5\]-:(#Y?YGGU M[45=P4M>?-XU]>9_4$L#!!0 (-F##5G/4;[VI@(* ' 8 >&PO M=V]R:W-H965T&ULK55=;YLP%/TK5VS:6FDK!!+:=02I25MM MDRI%C;H]3'MPX"98!4QMD[3_?M>&L*1*LE;]"_ZZY_@<7^,;K82\5QFBALXD2"JHN"R:<1YF(U='K.>N*6+S)M)MPXJM@"IZCOJHFDD=NQI+S M4G%1@L3YT+GHG8]#$V\#?G)[-X'LZ=#PC"'- ,M&%@U"QQC'EN MB$C&0\OI=%L:X&9_S7YMO9.7&5,X%ODOGNILZ)PYD.*@XDM=*B:,&DH.!ET[+']APV ,2S&^"W /\YH+\'$+2 P!IME%E; METRS.))B!=)$$YOIV+.Q:'+#2Y/%J9:TR@FGX[$H4\H)ID])7*>,DV#J:.& MDJ45B#E,,R8Q$WF*4GV$JX>:ZR84#90 M2DLEDGOX8/%*#.4?6GH/+BC#J"}7DP4CQ$U:N;- &KK]';@@W@O91<$6RTVV\ M2]8[_[:.\@_2/BC+D\@\#Z!['G]'7K&+X<'!^0$73H"RQ?LX9NBY*C@8N_Y M[3JR@Y3F&3A7%4MPZ-!_KE NT8D_O.N%WM==?M^(;,M]OW/?/^C^DB\YW<84 M)-T^J% V]\3V"I/W7>X;RE-+:=ZL9>Q%[G+34A-QMA'AGYP.NJ MJ8-.ZN E MB1JJ*E$'*5^;J#:-O-J(2B- &T/A=*KP=F@ZXHQW\!4$L#!!0 (-F##5EEZY#DF L M EB 8 >&PO=V]R:W-H965T&ULM9U] <]HZ%L:_BH:] ML]/.- V2S4NR:68(EC [+2'TQ5/Y#/S-%L& M0M[-GL[S5<:#6=%H&9^3=KM[O@RBI'5]53QVEUU?I6L11PF_RU"^7BZ#[/6& MQ^G+EQ9NO3UP'STMA'K@_/IJ%3SQ*1?? 5W>9O'>^IQ+JZTRXC$/A4($\L\S'_(X5B29QY\E MM+7M4S7OJ".XH5I MG!?_HYF0OZ1 M$A4Y2N=H&.0+Q*3,<_3A>Q*L9Y&,^8C.T/>IAS[\\1']@:($/2S2=1XDL_SJ M7,C,%/\\+.XV61!]F3AH&]I(A8YHC*;F:\&+ Q4L"R M*28QJXQI>K RE@6^<98566]1\"O&^'R#=7BJ_*)\^HNK=*;ZPTO'ODM7Z2]+,69NLZH.W)-W MQ8$NZU^?>_O!NKA2WD^LMQ^I]] [D(>)^$*I3WQ5SBJ]-5?EFJV?3SP5\]-:(#Y?YGGU M[45=P4M>?-XU]>9_4$L#!!0 (-F##5G/4;[VI@(* ' 8 >&PO M=V]R:W-H965T&ULK55=;YLP%/TK5VS:6FDK!!+:=02I25MM MDRI%C;H]3'MPX"98!4QMD[3_?M>&L*1*LE;]"_ZZY_@<7^,;K82\5QFBALXD2"JHN"R:<1YF(U='K.>N*6+S)M)MPXJM@"IZCOJHFDD=NQI+S M4G%1@L3YT+GHG8]#$V\#?G)[-X'LZ=#PC"'- ,M&%@U"QQC'EN MB$C&0\OI=%L:X&9_S7YMO9.7&5,X%ODOGNILZ)PYD.*@XDM=*B:,&DH.!ET[+']APV ,2S&^"W /\YH+\'$+2 P!IME%E; METRS.))B!=)$$YOIV+.Q:'+#2Y/%J9:TR@FGX[$H4\H)ID])7*>,DV#J:.& MDJ45B#E,,R8Q$WF*4GV$JX>:ZR84#90 M2DLEDGOX8/%*#.4?6GH/+BC#J"}7DP4CQ$U:N;- &KK]';@@W@O91<$6RTVV\ M2]8[_[:.\@_2/BC+D\@\#Z!['G]'7K&+X<'!^0$73H"RQ?LX9NBY*C@8N_Y M[3JR@Y3F&3A7%4MPZ-!_KE NT8D_O.N%WM==?M^(;,M]OW/?/^C^DB\YW<84 M)-T^J% V]\3V"I/W7>X;RE-+:=ZL9>Q%[G+34A-QMA'AGYP.NJ MJ8-.ZN E MB1JJ*E$'*5^;J#:-O-J(2B- &T/A=*KP=F@ZXHQW\!4$L#!!0 (-F##5EEZY#DF L M EB 8 >&PO=V]R:W-H965T&ULM9U] <]HZ%L:_BH:] ML]/.- V2S4NR:68(EC [+2'TQ5/Y#/S-%L& M0M[-GL[S5<:#6=%H&9^3=KM[O@RBI'5]53QVEUU?I6L11PF_RU"^7BZ#[/6& MQ^G+EQ9NO3UP'STMA'K@_/IJ%3SQ*1?? 5W>9O'>^IQ+JZTRXC$/A4($\L\S'_(X5B29QY\E MM+7M4S7OJ".XH5I MG!?_HYF0OZ1 M$A4

U5/&"2GA5WJO0@81XDC$+"V ;F[@PXO3[N:V-7,ZC;[>I#%U!:--:GT MME+I6:7RE97(FR_@S3];RB.5(0O5)NQCAM351^,\;MN.8B&;A#I5Z7UH[AB*W28FG&HZ=$CB[A(DB>Y'+K M*8B2C\7H8M24%7>RIB!'BB-@M)82:O--IV>-L 8@G!/GY&@\]H+AE2"(5;! MC!/!)5?(Y;:5F5,(M=$'QYYPN>1,+II)7SW%9*N]@J' M]@Q.5D6S2]S1IW<*VBE4>*7:N3-RQFCUR=
M>=IQY&2%*O+"(HFCX#&*][MSV.K!GCQ@0-(\4!H%I3%0V@B4YD/1ZI*LO&5L M-0&O!V&8KI6SG/&01_!8VQ<7MLI)RL/U!D&I5%0&BMI]?6S@UU]]&J&$=+M MZ:/7>_BYN#)TL=W1':;)R(0);$8LHTI /5Q0F@=*HZ TAIL6+;EH:*09=.8Z MC8KF/8Q<7#FYV&[ECI-GGH@T>S7*]3"!:5YH#0*2F.XZ=">Z>VKRJV1J8H1S];Y$-E M5I=
(Y>9BNYV[K4=6P:LJ1HJZ."UTLU,=&\4#ZNB"TCQ0&@6E,6QP8QN+Z6;, M&;FXT$\20256W[Y6.<#*$[@!/CMWZ8)*/G7VJ?$!I'BB-@M(8:=JW?_B9!V!FLZ@-
I*8\1@3CMMMZL+R>AA=_2S5E"YU854V=/D\![> MHGY:Y\6)<_GOF>?'U$Z@OC0HS0.E45 :*VEU];@]O?HVA77;/=T>A,JMKI[* M22;V;,BC- Z514!H#I8U :3X4K:Z]RIHF=FOZ+GO;[I.K
M4ZIH%JGU7S)3-D)D^G+5C1UXL@A!K6I0&@6EL=^A&;?]$(:=W>OUV_J@JAY^ M-JG\;&+WLZ=3R@\G=C\ \ MGJ^"U^U75I-4*WO:90,J#T.2O- :124QHC)^";Z-GAC5&.K,U1F=<54]C@Y MN-
LYY%S.:_,L719#39"$7*EGRC-9G:,;5,V%Q?:B3\4WPF1 N:?(/!B!>N>@ M- ^41D%I['=HYMG0L+7:=1H5_GOXZT[EKSL'=UCOB$\]JW2UV6EO4I4==ZJJ M0&D>*(V"TMCOT(RJ^NWLZ"2DU'J K4?
>E M>: T"DICCFES=5L7P\@4AML&TR'7^Y4?KEC]\L;7M4\2N14>-BKLG-/E@^H M8PY*HZ TYAB\\$X'Z]M0C&&-O0@^5&YU]>Q<'\-NF5/&Z/ !W3)$_SOT!Y,1 M1?>#!XHVMZ?H=H*&@ZEOU
^H4PY*\7!!%)3&'(,%KG]M8V0*PLZ%+I[WL,F= MRB9W#MCD] %Y='A/!U.*QA:E@+KBH#0/E$9!:+(<-K3=:XTX MCJ-?)@6T3VKH$Q-RH7T\F=/+M<79T-[AR1]0PZ4=NKI_14'[9$>]SM%5P?
EEU%Y]U@];Y=9CR, [F& _:1LW;UGH4K<[J=$_P*?O<>3==7LT,6DK0\K MH/:KTS16]8TVAI!F6CY46O6#6WFOS@'OM=RBM=FAQ=4QE0O/?)T5%JPZ+Z0V
MV*R7J^(KG*6A;SSJH&XK*,T#15%0&G.:)NE%8P4!Y,CZ4*G7KZ97>:VNW6N] M5^-'7IP7FO%5FDQK<362P7U]0MAKW9.E-K MGJIL5MHT%EDNJ%L+2O- :124QD!I(U":#T6K*[2R?
MU#%]>P7]''WOQDR8$Z MO* T"DIC;M.ZQ8WK@9F"L+XA&BJOND J=]>UN[MO5U\QB@/4O@6E>: T"DIC M):VV4B&Z-6 (6W$<;YS'?DESYZ*WQ3(4?$E0M7)SJ/;WRT8%%?K
MUQZ_P9<4&QYG^'*T^56'"K_YD81O0?8DZW\4\[GLJOVYUVFA;/.[YL[(ET5 M5[%_3(5(E\7-!0]F/%,!\OEY*A<(Y1W5P?;7'Z[_#U!+ P04 " #9@PU9 M1TD^GD(& !!#@ &
'AL+W=OO7OW[DB=+*V[]051$>E-OZT7X10'8U&/BFHE'YH*S)XDUE7 MRH!'EX]\Y4BF<5.I1Y/Q^'!42F7Z9R=Q[LJ=G=@Z:&7HR@E?EZ5TJW/2=GG: MW^^O)[ZHO
@\,3H[J61.UQ2^5E<.3Z/.2JI*,EY9(QQEI_WI_M'Y :^/"_Y4 MM/1;8\&1+*R]Y8=Y>MH?,R#2E 2V(/%S1S/2F@T!QO?69K]SR1NWQVOK'V+L MB&4A/<-VTNL]O&_+6+9KQWV1U#[8LMT,
M!*4RS:^\;WGX+QLF[89)Q-TXBBC?R2#/3IQ="L>K88T',=2X&^"4X:1W M"OO"V>/ *O#-EEC.Y\\:_!3;&;B]7@@)N/)P3/V7G>QOH[V#I^* MU>72J!^2Y3 0,VN\U2J5C3I,*JX<>3*AF;"9^*",-
(F26EQCDB#%X,7?TX4/ M#F+Z9Q=##8#7NP%P@1WY2B9TVJ_8E[NC_MG+%_N'X^-GPCOHPCMXSOK_2^6S MIG8#W1^*)UV(F70TT[9.![VY288#\2K8G$)!#H(.A5"@+ND8IQ1=8.%5JJ13 MY
?BY8NWD\GX>&,E3NP?'UCH7MJRDF;5O6JGE_1XIO;M1]9'5FWGK>U:U_\ M(I074FAT,65R43E[IU) 1=(#)86QVN:K/3)RH1DJXE<)^2@21%"S0#RQ#R8"^ MA!8]B+0@J0.18(@,']'IB:1K!)-
P]XW6CO9Y>#!8E2W03MDM46'4F2UUN!+ M!6* L%.!M(6*A+F:H^[T@-@=AO).C@_Z&7.EL*7$N8JEG ,"JOABAR>CBG M5"50?.YL72$QA?65"E)CR& :N*O/.J!*
<"RO$"SC_% -8I3&ZO%#\7'#0B[M57J^%VPJ5P('B\-"H8PHT#LUPD&&-=U'3X[R6D>ED+E3SII8?!!@[39<[$I6 M1T-!NO("20=-*M:N,@D.+D29K2N;%=(:"P1[$C6$\Z4Q* X%")UER<;)$XGA
M0R;#4=82HDKFMTE !2.<-.J'%8P2BG![E74A@_#MX_1YFX4ET\.6%K6'(^\W M<@-<7:?DCW;%N5G^4) X&U2I?M"3HHHA,P^@D+),)8Q449=,48%VYD#(W%@/
MD8CI?"]U.#S1)JM*@X;H[_B1_-I8(HJ&^TYZK7MF2;E.>Q%)1YK)UZI?%@J(M-? [F7-]8K->84<4ZYKQKFBW4G8L4I6S7#NAKKG$1IFFC@F[D[JF%C6+,\)H M:
(UI3$DC5J0'V7)4VK#)+"_WBZN^0WCR&"VD4_G[Z4LJV,(2()A1+#EOBI6 M'J1+@Q0Z@](9=,MZOH!40$/3:EH&*#9.W##+84-16X$]%29Q#N!W%XTH9?@9Z M0_=!Y&1:27,0&[S';'?0%?
DZ$=LM9QU!CR$C+!^VEJ_3&5MZ6S8 55IPUF!F M",'B4@(@:(TIPW2U>93YIHRYZO=B-GX6/TBIDZ(G_9,Z1OUQ8\D"9%E)A4;< MPHH% [,P!_!.I2+WH$]O4=N6LX[6&_(Z-
$V?,'LIKL08Q29@'9CK,IS(2BZ4 M1C:0/;QKHMO2YJ/6NJN=FN@5%T 0U!V%OO(D-,>G0R>1L?-EG#4TSFM;(A\$ M,BYQ ?[$XU6TS/?Q@# _?-C_067$?0BN1.QKW\'K8]#.89A&N?7 3$E?R%C*0
M)I(P_2%3\4F691W7_RYJ42J'S=RQXTTJQ345ZXDSLEAUNW$CV)SEW>3GQLWZ M7&$@)S2OPAS:TMFXOIK#OQHV'0N"RLQEECEV;[%K(22U8&V,PI;:II^FX&U+I,C8S;&"\^[!J0)90?
BHIT@3"RZ>7D7KT W%KOO?:.M:']?QQPOK MH#:AN>%WLJWWT;3Y+-@L;SZN+J3+60R:,FP=#W]]TQ>N^6!I'H*MXD?"P@9\ M=7%+C! MP@8HWBW)LB2 DB4Q$^L"41'G
MTE5UJNK4Z1Z=OCC_+2RTCO2:9S:<-1=3D@6.E>A[0IM\6;F?*XB;OV\ M$PJO52I&>=;I=[N'G5P9VSP_E6?W_OS4E3$S5M][''F6>*[^\T)E[.6OVFJL' M#V:^B/R@Z/A4W'O<==9>4I-
K&XRSY7LK#GJG5P,>;TL^+O1+V'K MFCB3J7/?^&:'G65_J+&-'@/%[;.Y#LF&V]2.W*9 MJJ O7?:K2>/BK'GZSIL&1QWOV/0KPWZ@KL*)"@_JZC.3[U[(<^KX8TO)%6Q!CACN2F3
MZ/'6P"Z>7XPFXPG=7=/]P]7DZO9Q]#B^NZ71[6>:/-W\FXR^WX^OQ MY>CVD4:7EW=/MX_CVR]T?_=U?#F^FIQV(I"POTY21[VHHO:_$_60;IR-BT!7 M-M7IKGT'&:S3Z*_2N.B_Z?"OI6W3H-NB?
K<_?,/?8%V6@?@[_(Z_49*XTD9C MYW3O,I,8'>A?HVF('C3Z][Z$*W^#_?YXM$Y"H1)]UL3L!.V?=?/\YY]ZA]U/ M;Z =KM$.W_+^?VOBFU'WY]1OTX] 0X\+W5!H0EXHN^0VE%:5J8DZI<2!-#94
M5P'=214_GAFK;&)41B'B 80C!EJH9TU3K2T!8]$\UAF6@L3Y%%LUIBTNY+[N M=N$-G!09^CW75GN594L&HHM8V<:%IBI_<5Y81AQ(I\"R3@.."\AE4U)!3SXO30,<+JD!STO,R6R-3GX1XL>
MRDPWC@^Z@S:-!#OLLF6+P2PI=61=1(@D*U--0,R0&*>QE6J+_"$*ENG=0 Q4 M '*E,QWUWC*V:5PE[@ICX:Q1^[^LVL.9]HX^!>B2A9"SB4"C']! K(B*6X:L M5/H;!+%Z_HY-3>
",AKXS:43"DDBY4SR]3HIO>?@5\L72Z_=D=:)#P.Y#T9&P MUD::*$.SY=Z,-I@*%TQ52(D#P=%KP9%L&_ "&K4#>8L_T4O8@6Q7/<>&U%E3! MO=)>R9]F^=0U4MP,9"+1(4%S;!S;AR];=Y8F;?
IU\6:]ER"O>5%95%(9HF) MRVH8F!*M[6)0CJJCM]\T:10\%])7I,567E1IQH6*I&8S;+9U,9C>0*=R'JVJ M-R'H6)EF1DU-AH+JT*+4A"1S 0WB5=QQX.7&[#<@)2&(6;-B^M[D8-?@E_NP
M>/VL;5DGHE\+YF.@M)12;8Q$$C"Y+N7)BZ4,;M5F2$:6 CMRQB''S*V900)L M!)-FWN5PXL)6Q=H-2-K_1/W50*\F:05]NS6,WN#QR\)!J,B6'@+Y328U*#M
M"$LC3([(3SV+C:G*6/JJU+&AV:"2JHD;M=29P6%#U9JWP8IE[1^ES1M%0D9> M8R##0FHZY>JK5>3?2EL=X(2=4HQ-L'6(QMX0JYE9:N7K:?D,![!WUK(,0.,- MOOM5K&&;OAJ(+^ O95"_."[?I4,
[O*5AO]VEX7'[B#[BHH???GM('XY:W6Z7 M!NT!'1X-Y;K?/J1?W LH[%N-C>BB?R*8:+Z6G0X5*-#KP&)7C56I=^F##+M!< M0"0U"(8U1?OA/ B3(CC-94U=..<4N$UB*];.1ODZ7C9G#*94=..Y6B
<^;1Y+F*OL2,R0@R;H:-/$ILTPOP029 \-7R M*JA##%+*:K=&A$JH0>2U=LKVI=)4]'LW/EL? A__#*.XOKI";QV#9$ MXOO=WF&%_GHTN4 G0@D4H\F3O#GH@Y^S=J-
W?"@D!*R:W#)$^W'U!P==13QF7Z [![M+HN.Y_;-PJ-'GS88RSH5@XI9C MIM(*T1,8) MW%N.^M_@/6K11,^E"P_K/:>N5/^X^[ZUDP/#JY:I:::WD E/UN+V9T$QAF,+ M!=?TJ%XWG3D:
(HNW6;D=K[W#@.%WHPT/NOW6;N5W JQZO=4.R3''OQ@V+3L M5G5?1"P++)IL9'[?)U1GZYL8I_.Y?/G+KFUC]7F\?KK^Y*H^J;>+*_^,X$D MYP8JFND93+OMHP]-\M77?G4372%?
V%,7\;TNERQ8VO,"O)\Y2%]]PP'6_W(Y M_P]02P,$% @ V8,-615VW0)0!@ 1@X !D !X;"]W;W)K&ULG5=M4^)($/Z>7]"%;6WM5D4(X45QU2I47+E2M 3O[=N8 M-
#"U228[,Q&Y7W_=DQ!A<;YZ^P*32?S1+3PDB:9.6TLKWUVH@J; MR SO-9@B385>GV.B5J>-=.F#3$ 12L;&;.37"QPBO8QO]?TU*118IEB9J3* M0.^M#%L'Y]W6=X)_"9Q9;;6P)X*?6-'\;Q:2-
@@S#!R#*"H+]GO, D82 R MXWN%V:B/9,7M]0;]ROE.OCP)@Q)%* MC/N%52G;Z34@*HQ5::5,%J0R*__%2Q6'+86CX"<*8:40.KO+@YR5E**LQ.M M5J!9FM!XX5QUVF2_;U[N[R]_'-
#0PGES">S(:3K^/SFQ$, M1J/1;'HP&E65&&>EYCA3S#[<*LRNS0PRF*,=_5;9%]M9+@Q\CQ\ M%_ #7(FM")_A#,+N.WB=VNF.P^O_S&FEXI5,$AAF,8PS*[*%?$H0AL:@-0<9 MVK><+C${;V-
R\QR;7$1XVJ#N,*B?L7'V\9=V/_CRCL7=VN+N>^C_,TWO8KYM M<:?I_?M9L F@%RE]3V,-J#G8)0*^1&CJI[S0T9):!G(M(P3UC-KMSX74\"R2 M EE2QIA9.9>"4T"Q!^'2P*^>"D-
&TZ.A]OU>2(UQ$X86]""P+@A/4!8O,<+T MB? [;;?;\4'DN58ODCH7DS5\@$'!T'@$>QBD_^5(. D41')Q&*5L^X68QF) M!.XU4T:$WJW(B)^(B2P87+A_/I)EGT0B,G+M3:!K%(E=1D(CC&
<;U2;,ENA= MJ#07V1HLXAD0=(;J<@@"*?+1!D!!'449$:RY8:EF=0%46%UDA;'!&"S,@0F;'K9!2) MT.&YLIP:BL664?C"'':R/"YA8K2HB;>Y*I95/G?+?Q^CSK?G\LTP"7<5 61.G 3UFJ-2@A#LD[++
M+1-=?8JZ#]G]S?K'+%$BHTCIF#:2M;\=#RH@O4#Y?%C*W7#9N#J^#5!TE0Y M&+O=7;?:&H6N!/:_1BF%]>CR\>; MD7=W!1?71%FC*/4YF0!(;BO.F=/;VL((^12W M]';-
V#O3^_2!*]PN56'(1O/9.\>%S#+V=]$5Y6M##A^@/?#;1WU:]-N\\,9[M488#^-0-F:#@LT?GOXM2+5XGEU=1YL=?CL)V^TO%HASM_5CN.0(5B6]R5N=T M-ZI[D^"_1^B"(LVD:IPA&A/!7V9F*?
-7?N?J.O1[@\-ZX5V(7%J1R+_IK5%S MN^(^Z81^MSN <.!W#@?>1&4'$;4[=1N(A4;'U@;:?MCIE[_>'?E&[/HZ[:N8 M'?G=]F'YZ\V49;+;EQGX_<$ COI^/QQX-]2,Q]PV15HDCEFHNJEA_W;N0/_(
M)_SQOO@1VX]'R L.UWG9MASP\.N[#EIE>[25S LYF=R<5:4VI<[&*> M 2HO*T@91]V.S^-RAF3$.ID;#Y7D5NB:\+-0T)BFYI6D51,&;69XO"7[+_M M,;X2P+U=3\ >JZ#?
[T&MV:5QX/Y:C# _/"%N3D3OB(2/CJ$1=).4F?<(/O**VL M3K-;FU?CR7@V.K@9_S9ZXY/%AZO'V>/#B G@83;^:S@;WTU@],?]:#(=>=SQ MCGFXY7:*>*]^79U_>N6KS^1?
S^]1X=";'@S\;M#C)7GL\X<)+:FR@C8OCLCM MP"/.I'$WI^Q MQ=4]5:7PEL?BJVM;_L4B2KX!F,HZ42GY6=^O5M?DH;EW>!5
MO+QAW1+3R(R'R9Q4@^8AW4ET>6LI'ZS*W4V!I@G=.]QR21<]U"Q [^>*/@BJ M!SZ@OCJ>_0-02P,$% @ V8,-61&;_RCA P Q0@ !D !X;"]W;W)K M&ULE59;^I(#'[G5UC9H]6IE)
(K@78!B4O:LFJA M GKZL-J'D!@2G223G9F4GG^_G@12>D0K]0'B<>S/_CSC M^;#/2IDF.3YR$&66!?S7&%.V'VB6=E0LDUTLE<(8]HM@ARN43\4CIY71H$1) MAKE(6 X8
MI@J(TOCO@*DU(97CJ7Q$OZFX$Y=-('#"TN1P[VP<&N\JX#55E. QD, M^YSM@2MK0E-"1;7RIN227&W*2G)ZFY"?',[]-=PO5BMX])$!:EQ#V1] >?# 9M<$P= M;--V\/\%S&JY.A>=]@.
<'/$_RG8!'Y+"* X[PSV@C)*>C\>\YOC67HQ_^S^B1P^+DZK2D %AT9JK:0$3__6\(KHG+V MS5FD[]\@R:D0K!1$4NB KR$6\E HQ?NM;$'&RER*B]:X*?*T+O)U:WZLBH_?,@VB9NMEUX:+U
M_/O.GR(** 51K.,4E,J9_ #;YEN>;CFV[MHF6!W=HU_7,Y76[#]ZX[E*V[%Z M^I77^1JKMQ"79[(@2F;;TUH6&'ZBS@X[2OHM&T8R=8[6[U"MJYZNFW9X)E4]MX5G+NUC)/1DB'?50-4
M$&]*OIXRC;:9T:-Z-+V9UP/^('>"[)!>0XI9&PO=V]R:W-H965TP ND1/;DSY(6'AQ[G;N M!4YVVGRU.>>.[@NI[&DO=ZX\'@YMFO."V8$NN<*7M38%M3D[T9630O%K0[8[F8>+KC4N]/>J-
=N?!*;W/F-X=E) MR3;\AKO/Y;7!:MBA9*+@R@JMR/#U:>]\='PQ\?)!X(O@.[LW)^_)2NNO?G&5 MG?9B,Q"7/'4>@6'8\CF7T@/!C+L&L]>I] ?WYRWZ9? =OJR8Y7,M_Q*9RT][
MASW*^)I5TGW2N_>\\6?J\5(M;?BG72V;S'J45M;IHCD,"PJAZI'=-W'8.W 8 M/W,@:0XDP>Y:4;!RP1P[.S%Z1\9+ \U/@JOA-(P3RB?EQAE\%3CGSL[G\T^?
MEPM:_GV]_'BSO*'SCPM:+"]N3X8.\%YHF#90%S54\@S4C#YHY7)+2Y7Q[/'Y M(C6?SN!4,GG:&3E]#_7U)> MA'K:T.F GE5!390BWD:)6=)K0C)XEPQB(7(I+U;4:A2K=5[V$IR3H M@":3)+K5CDF
S?JST1'&:3^>3>F"J:'1PNLBBF9TF@PI600TP=FTKPU=T+G M-OJY>/5]E RGG?^#ED$<%4+*T*P@_YI&WS: N-+&A'#:/MJA+7EH:/*A3Q4* MSGBP#*#4\$X[6+!52N(5OA&JP?HD:WX7!\30.^*-
D&L9F.1X<)?@;)>U&(I Q<996(K;$.7R\#E.1+T M+V(4*IW>LJ)\1[>F\E]JBP.-OGECX0U*9:.WW"A/JM#S3(%R\)H,ERQD/!=E M9+A_(7FVE!+=&%E&O'T9X_70]0'D0&E?
A6K#V])!]@K[':4["VI>M_T&AQ^ M*&1F;SL[K4/1^%X3%*+RUN"%2@6X ;5.N"HP!YYR M;P4/E=3V(Q1S#HY:&V+UDQTUVN=7SF56AP*G?ZR2FES)M!Z?NK:'>^\J9'43 M7H^P4%?*U4^L;K=
(H)[7[[)OXO7K%C3<^,Q(OL915.BT1Z9^,=8+I\OP2EMI MAS=?F.9X9'/C!?!]K;5K%UY!]VP_^P]02P,$% @ V8,-66Q$&[Q9"0 M3!< !D !X;"]W;W)K&ULG5CK3^,Z%O^>O^*H M=^X52*5M^H8!I
YT-*QXB3)W=C^ZJ=M:D\2YMD-A__HJY]AM4RC,:(5H$L?G M_3L/YW2ES4^[E-+!?DB4[TZ]\6U]<*#6BP= M+33/3PNQD!/IOA?W!I^:&RXSE2'3E!BA&O\$GK6-2"*LWJ^Y?V7;T9:IL/)"
MIS_4S"W/:L,.S.1M-)-]\73M=^AZ\.-SMW2PCB?R=DN?1-UV"C27BORI?TA MPW^5>0,ZK3JT6^WN! PZ&\,ZS*__GF$28V7W&>;I.OOI* E.;"$2>59#E%MI MGF3M_*_XG[K\P=:=3=:=3_B_H&
[/Z3;KU6_ 9X?_)#13#II$" 2U!P$PMT8 MD2\DYH\#94% 2@X!2#4]Y(@M*B0;2P5(\2< <-*I?.%W6=[^+/ARC/2F?KF!_&'D'VO&:1*3%6JWM MRN!(J%=.40>.604GT2X9,$X^L&8M'WZWA
M1R)H+Z,4-SR)M)1DCB N6RF]$HPS+!:39B*O*?P3?(,*I@&55? M2+TPHD #T+!4)YZ2W(_%,$6%C$C5?_TJ"O9@08-E#DB1E*D' ,GYP$6LH9%/
MU%A>;8UVMP))AW]*85!T^D)-0B'Y76DB,S1YQJX1CQ DS2R9*I^=I.S:^;5 MQ&!.9:HD.LKM;&NF+F%7/ M:\LE-:V= _VP>BAT13^BP%QJYCS"@'Z".*ZW6BV(^QV^YCI(B$C"; "%&R4R MM:ZH
14AMFA]F7GGH[OS,*WX\-'4@H74*EYC[G6V!>G0,+J5*,LB.4:I%CL!)$%)K'T BJ<5UOP,52F(7D(O?:%8/@BK@77.*? MVP.^,/@B^5P0?@@6U3H_4XBT:@U.L-1Q0N>4LVR8F%$1L8YV(' "ISK@')
<2 M">W!Z?&G9 9K0;1*!4<8*FKX,,/L234WH*TV'Z+;.KQPA>'B6X2*9'GFFU&. MWN',*1=C# /6?.=:CFNJ^KH2%C@HN?!!:*% 8TT25&)K0Z-'V%IH>BX,$2
MV@6UNWCP&;GE#FM]P6ING5=@2*W/&I_Q#"B2S/6($7GD]!"?K(M2M1N)U&KL M1);[-FJ2LH "R]C+FB6K$']&[TNXU5CJAIX%]H!"YVMG>5/6;O8)1!-!BA._ M/8')Q;?QY??
K,=Q[]?,*C/]]/[Z=C"/NFY0DL+F+'CE?J\VE-I\FF&E[W^SE M=/#)AUR7%KUD#Z-7@PC##Q'=;[?PMW<\I$2OMWL#OG:.CZ/)4AMW1&&L4ASA
M7Q>.HK^%4=P>*^\&$'>IPL;'T:.FKG*$B>E>RR,)?=S%\@8=OG;C(6SE114* M(T,SM3N19C]3^4Y$H1RU/"J^MM)-6'$_JO@20(69YA:1ES3+Q6%RT;Y<3^5" MY=S UP2G66$5#Q+=#A
M$3LA=Q=FTX!)613IKQ7.TJU1MF@%A,K^$;9=\$W^7Y_?SV^&=\^CJ[AR^AZ M='LQALFW\)@1KFZ_WCWAQ?PN-=&*^CW4'OS9#W2Z39DS?8 MV_0]=! AY!-TZH,.0:);
[_1[T<4O!E;T+,.FW_;P&0Z'T>UO#+I$UZ['K1A_M>W$_H/1C*:@9FDV:=5O=/;9M;>%-@\XQX;O>&\31B%O[;H$XH(XQA$,X0$5Z M;3B,\'R-IV=L<, _)DEH7+! 0S8-
46WL(,1STNKCI5QY[]>&=4\1&O5V:'WQH MI[QY0N(%54^"I3I)] !!O<%>XL]?I-'"]a&\'__WL)HIZRL[c21["-NHP5_ M0MQI=.#/-Z_K\#'#7?+==F7<(<\<^)IFFN^?^2)GJ=-!>CR3?X>GWW
T:W MEW#W^&W\\(O4>;?$1^^6^/UO?J_$7Y#IA5!^SA$9^6MW"*'"%J9*GI V_:N" M^6JT-LZT_H3TYJB,4&\1X >];BCHOH'T^W$U,_34"1X&5 7GI.2'TM=@0 JT M@%;PY">4\8.*/YK3D!%F%93;
[A&Z.U05.@/2:(#M[8;&%F8>[;.7IX;W ("A M_?YP]7@UGFP;^/75Z,O5-2^^!?81_(>2A<956MTIEV\"QK$\V([0A^R[>'A, M;WK<%SMTVX?>L$\W
^CV>64(G6.L7S2T^R,'[NUT0D'/6U"K]X=MJ)K[&(G MY,#2'X]I?L;^BO5HT.MCA:F2ZFFJ%L&K7/\"]:.^5MYS%8ZN=;ZHS@K5'9]" MS:V.7\%;B30$#)RS' M0$)-
Q'O#R7NMGJEQ_B/@:AH+?//#YU=R97.E%*_JBPT1-3D*;,UP>*"#TSY)-# MK[\^6NW[S-:L?.',))Y-Z#LN.H_RVW_LW*QN/&4/_!?2[7;_G?D&CS8JIYEF MCJ2MQJ!7\[UB_>!TP=]+I]HYG?'M4@IT%&W
]W.-DW!X(&;#^CG_P-02P,$ M% @ V8,-6?-PPE?_ P 60@ !D !X;"]W;W)K&ULE59+;^,V$+[[5PS4HB?#DN7$<5/;0.)D6R\:;[!)NX>B!UH:240H M4DM2=OSO.T,IWFR;&.C%?
&CFFV^>]'QO[).K$#'U\TJ[151YWUS&L5"J59PFR32NA=31+S[*L/%_$RWDC2GQ _T=S;^D4'U%R6:-VTFBP6"RBJ_'E]1G+ M!X$_)>[=JSVP)UMCGOBPSA=1PH108>890=RPQ4JQ4!$XVN/&1U-
LN+K_0OZ MA^ [^;(5#E=&?9&YKQ1+((<"[$]_JGL?\>GNRQRX1?VG>QY&D'6.F_J M7ID8U%)WJWCNX_!*89:\HY#V"FG@W1D*+&^$%\NY-7NP+$UHO FN!FTB)S4G
MY<%;^BI)SRJ7G^[NUH]WMYO'![C:W,#JT^9QO?GU=K-:WS[,8T\F6##.>KCK M#BYJ!VX*=T;[RL&MSC' 7C\F:D=^Z0N_Z_0DX,=6CV"2#"%-TK,3>).COY. M-WW/7U/7TE-5>0="Y[
BNE*7J#.)#FZDRY1QK47XZVKKO*6B^?NM*'1&)F\; MX4:Z=(W(&*@[8N8-H54F(. S-2-HG\A092T. ^^ M0D!$W0&] *EA0[W\$:W# SQXX?E;:TG*T!3(S(Z@% HR'/1--8\2V}$=8 ?X>(\="%+9[,A[8%
(37^>$;ON>JT'F=&Z MGVA[Z2LRW%AIV*6OK72R8\G6:?(["E4EJ-![L[X2WP?;[)G,OSC,>F.3\3ZL M'ZRI'YBS&'FE:+ SATHW)1+)/=W1NVZ4!F"M^0<50<1^U8=PA(Y2@&), %C MZ9H>
2J&EA+-$:,-;%L20N=&\ 5)!4.00U5JKPX#$9)S8![,_K]6V,'AT48C M=9\-QJZ%IGQRYQ-_TRJFF\N=S%L*#X7"@A=/5#[>E!B<"!4E.(MH)1D2^8Z+ M4BN:*H F9-
\WE>&"\8;M*%Z2*8@KVG4,&W3)8L-9)54-#[MZ%Y*IT-0"-Z:%_&K<4^-589'S4$HZ6[R'V^/[^95]UQ\$^\>72K^DEJ00EF0 M:C*Z.(_ =@]9=_"F"8_'UGCJXK"MZ.U'RP+TO3#&OQS8P/'?Q/(?
4$L#!!0 M (-F##5FW3LGS= 4 (4, 9 >&PO=V]R:W-H965TS%_Z'AWWWU1_IRH_2CR8DL>RH+::ZZN;75A\')#F5 MW/1511)?,J5+;K'4JX&I-/'4'RJ+01Q%YX.2"]F=7OJ].SV]5+4MA*0[S4Q=
MEEQOKZE0FZONL-MNW(M5;MW&8'I9\15](?NUNM-8#79:4E&2-$))IBF[ZL&_M'Z['3MX+?!.T,7MSYI LE7ITB]OTJALYAZB@Q#H-',.:;J@HG"*X\;W1V=V9 M= ?
WYZWVCQX[L"RYH1M5_"52FU]UV64L;KPMZKS6_4X#ES^A)5&/_+-D%V M!.&D-E:S6%X4 H91O[4Q&'OP'3ZR8&X.1![OX,A[^6<6SZU&K#M).&-C^2Q M4/UI.">D(^6+U?@J<,Y.
[Q>_SQX6'Y 9S9>12W'EW')Q5^JF6?C:(>BZ-X?$+?:(=PY/6=_PPA M%=Q2RNZXMEOVH+DTW&>$87 /EL9JK/XYACNH'1U7ZXKE@ZEX0E==5(,AO:;N M],VKX7ET<<+I\<[I\2GM_X66DPJ.NS?
ILQ>*V4-.G1M55EQN6MAH\JW1B2"2[;)%1,0RPGIFA%3F9\OGBBI796QFYP+U R8O*Z4IJ(-;F4B("IL_ MB1%5+-E:&&&5-@XT7-7H3BSCB2B$"X237/+DL:X8>B,,N5SJ)"0M(,'6-5_E M/:3;HS 6L>
(R96YP840WL]:CS[@X+Q>USBFA<@DBD#\!UQ'-HU&;1XV%<1CGM085'>\9SL:!BS;%/,&(GY"^/)2D MMUOB&ODF#>X 1R)?(=EJ>Y(VPN:,=(Z=8OY#C9L@+VU2%TAK\D$T5A&.^8Z&VKD[.I(-
+NPC@ZTEH9P$3KG*==6ID3*X]X4)-7<4K6MJ7";P:EE0P&Y)=E*^ M-6]>3>+ANPOP:F&^SSX>%*;SSXBG$P4:0M^6-8*BM).I(:E#.]T+^LL2=NTT
MI'930TV&0W'DFMMS6Q]U3405)GGQ^'G.;G"K^(:/3G@W8[\X+'%T$;[ZQ?#B MUYXWZ[-W%_3ET*ON3\ZG!6("7"ESW=+;Y]P8*"<>(%XMOSU6^>H$+Q!<1, S6]4(AKM/EI3P
MVE#@(.C9B*)PI@X3>2^+^FQF'/B7- :WW26+7&!;]*M$E> M02M[ODCZ[*8N M:Y?>:Q!X6'@Y(/OD?-G00M,]]NX8[#T-T5Y6_@'L[LA:VO!*W.WNWMBS\+1\
M%@\V],]&ULE5=9<]LV$'[GK]A1,QUGQM9M)79MS\A':F62VF/) MS4.G#Q"YE-" . EM5?WUV DB5;=ML'$02PQ[U\>MUHNG6,A7-.4J.DF-[80GK9VUG*E19$%ID*UNNWVH%4(J1MG)^'LUIZ=
MF,HKJ?'6@JN*0MCE.2JS.&UT&JN#.SF;>SYHG9V48H9C]/?EK:5=:RTEDP5J M)XT&B_EI8]@Y/N\S?2#X7>+*:;;P#6S(UYCMO1MEIH\V 4&'J68*@Y0$O4"D6 M1#!^'U#
(;:Y7,N/F^DOXIV$ZV3(7#"Z.^R M:I0+3UA$VCX1IY7SIJB9"4$A=S%8^V'#8:/[5<8NC5#-^"'.B@+*2^'%V8DU M"[!,3=+X)9@:N F3^[O1;[_"Q1+, MUZVT%G(>A71?$3* KT;
[N8,KG6&VS=\B0&M4W16]\^Z; C]7N@F]]CYTV]W^ M&_)Z:RM[0=[@-2O1>5NEOK)2ST#H#.Y0"8\9##DKI)?HX(_AE*@H3?[%[(9XU(0= MPN%&)S>I-U.TT U!Z.V#GR-@FI*0KIV7_>
.8YAMI22Q!*SKA8G:EL M2CY=2#^':>4(BW-06FEL=#;'0!:E-0](QR:77DREDGY>]RI9G,0)":K0NTF M4@?U7.#4AU($>N 1R)?(=J>Y(VPN:,=(Z=8OY#C9L@+VU2%TAK\D$T5A&.^8Z&VKD[.I(-
+NPC@ZTEH9P$3KG*==6ID3*X]X4)-7<4K6MJ7";P:EE0P&Y)=E*^ M-6]>3>+ANPOP:F&^SSX>%*;SSXBG$P4:0M^6-8*BM).I(:E#.]T+^LL2=NTT
MI'930TV&0W'DFMMS6Q]U3405)GGQ^'G.;G"K^(:/3G@W8[\X+'%T$;[ZQ?#B MUYXWZ[-W%_3ET*ON3\ZG!6("7"ESW=+;Y]P8*"<>(%XMOSU6^>H$+Q!<1, S6]4(AKM/EI3P
MVE#@(.C9B*)PI@X3>2^+^FQF'/B7- :WW26+7&!;]*M$E> M02M[ODCZ[*8N M:Y?>:Q!X6'@Y(/OD?-G00M,]]NX8[#T-T5Y6_@'L[LA:VO!*W.WNWMBS\+1\
M%@\V],]&ULE5=9<]LV$'[GK]A1,QUGQM9M)79MS\A':F62VF/) MS4.G#Q"YE-" . EM5?WUV DB5;=ML'$02PQ[U\>MUHNG6,A7-.4J.DF-[80GK9VUG*E19$%ID*UNNWVH%4(J1MG)^'LUIZ=
MF,HKJ?'6@JN*0MCE.2JS.&UT&JN#.SF;>SYHG9V48H9C]/?EK:5=:RTEDP5J M)XT&B_EI8]@Y/N\S?2#X7>+*:;;P#6S(UYCMO1MEIH\V 4&'J68*@Y0$O4"D6 M1#!^'U#
(;:Y7,N/F^DOXIV$ZV3(7#"Z.^R M:I0+3UA$VCX1IY7SIJB9"4$A=S%8^V'#8:/[5<8NC5#-^"'.B@+*2^'%V8DU M"[!,3=+X)9@:N F3^[O1;[_"Q1+, MUZVT%G(>A71?$3* KT;
[N8,KG6&VS=\B0&M4W16]\^Z; C]7N@F]]CYTV]W^ M&_)Z:RM[0=[@-2O1>5NEOK)2ST#H#.Y0"8\9##DKI)?HX(_AE*@H3?[%[(9XU(0= MPN%&)S>I-U.TT U!Z.V#GR-@FI*0KIV7_>
.8YAMI22Q!*SKA8G:EL M2CY=2#^':>4(BW-06FEL=#;'0!:E-0](QR:77DREDGY>]RI9G,0)":K0NTF M4@?U7.#4AU($>N 1R)?(=J>Y(VPN:,=(Z=8OY#C9L@+VU2%TAK\D$T5A&.^8Z&VKD[.I(-
+NPC@ZTEH9P$3KG*==6ID3*X]X4)-7<4K6MJ7";P:EE0P&Y)=E*^ M-6]>3>+ANPOP:F&^SSX>%*;SSXBG$P4:0M^6-8*BM).I(:E#.]T+^LL2=NTT
MI'930TV&0W'DFMMS6Q]U3405)GGQ^'G.;G"K^(:/3G@W8[\X

M\VRIB>Y3!9,,=UF9"M1A>54^9JE1:QAEML']Q(L,74,MY.L(AVNE:V[M7A(MEN=P3<%=1B^D#8U7=Z"+5>5D0&3D$M01]M&VD00'Y MDE1!!@V6NJ.T.I-
9E6+1&AJ19,00 ;QF@G&\FABA5OK1]*($P%%HJ[FGZFU6 MZ^6R,K(I:?SWV0?DFH+3C\8_GM+I]/ M3*'G.8F[A;F8NL;"O.4SQ>IX\H+,88'+N V=DI]/*6O,I$3'1[1F]0S"I;,
M7JAE5;8;M<&C5YK,T>_]QR?O5!KJ%+"*LOJ!;O3!4(Y2\LM9EN((' $?']JD M(9)#4](J[;%.@?6>%=8*FE5E##^VSKZJM40>0Y%'(6X8'S=X'3Y,7ZG[FU]O MWW[^[59]>J?>OK^ __N67N]M?KA_>?
I(5ZPWC/@FND'Y3]#/RP,;]U#[O'X MP6\&=SK^@1PHK*"M05C](OK5Z+Q9)63[Q]>10 ?(TKU@QI?Q:/I3#Z<3T;X M,#V/I^,+^G 5C\=GT>]#DE:S>'8U5F?QV6BF+N.K\52-)_'H?(;EN+7#D=Q;KL<
M7:GSRPLUCL\O1OA_-AI%O^Q5ALGL7(TO9FHV&H.L4?3!*L7O3BD^>*5XY;\ MI#%J&I^-1_A_>G&ASN.+LS'^GTUFT4/9X-8?U.0R'ET1%R97\?1\@@]GLWAT MQA_HRC1RIO<=:]6N$*)=
(;QRUFR-E3VWAJX6)\N2V %WGM6=8Q@PTL VGU89 M/';SO"%>!-[/7WRG.2#K(D5'C)'E *1XMCA([$ Z\ALK*<,714BP9:CHM"T M,&;])5G>[EHX,(M+37;G<:SLN:98@5Y?UK.@+HJBRQ1*];FJ#
($$&IU_,]_M7$XFHQJO?[WC3^,??[!^#>WFU\= ,MG!NIWNM[_U6'#4;!&D*!.WKQ6%N(IC#V*7 M]4EAG.9[L'M*G&EA>B%<(J*"RF_*61%K:%_P%IA)
MH$.9D$IBW[]=4YQW]MOY5E@H:LURG:UMG!$10:AU6S%(8<(+!,,(G@EB PIV M3G;5.2>+HQ"><#[08#@:V3B\!4U84YZQ"OX0'!'V.U 9ZOACR:L[M(&-3JW-1>@#TS MB/!]'9YGVS!KT?[%-
U09%%0FUPVK!1(S=4Q.0I&RR?%>Q+OFHZSY1 .+77PE MB]\)P):D=8EOG? Z)\,X":>M28Q;XBK5'+<6^]!U!.>7B/I!#]99;?613",E M2%@DC>,J\=-
\;;;M0]@[O+U053>LRIK(8FBVZ/9VE$(NNN%'0^/)PIJ,I2+B M7 O'&0OZ*WAD5H)I4%8 X4H,%YI?+X@+Y;8O?%]$:U+3!&H'Y\K?YAF[T+5^ M9L29%:1$>$!6B6Z)AV7K0F!))7--
GF1\\2,Q*+-94MG"1VB(**9;*P-US8$\ MV689T&!GXJ%$@B<3\3%, 7XE1A 2U1,L-NVP:JQ(S&6[1/A8P5Z QMVA\;P" MO@=P<6Z:)V,*=Q1!W3T4;>4)V1 _"], PO!13J-KMW_9@^J=33"ED :K.6]&
MV1VT"6YA76+?9Z,K$-J2/_!Z\=W>KQ33FS#/N"D*4 X YTYDJR3DL!GRT+Q MS@#&!25JX*/WVYP.DA%#:'^6%04LFW#N=;2>E%C$PBM&J M?+0VZ^-.B!&AS5E6=]T[*$^78RM3%'T?
(VPP%)*O$/H%S%CM\'QTI-:+^AL@E M"?3O+^!EG2^A>T$/UJ8_BK"@QU#])^,(C/8\Q[J178., MHS38/>?=Q$.$B2#+O(*W=R?4:TI)60HM70U'VGJMECD8*+)J?8"+_\2+'QUN7/.%O4
M<7C//E2S$*3#MDL60KDYP!XOH/K$8F&XL.EC!,4\TC0;#IV\TGZ-P3H#42LI M2+2;E->!H5SU0(I&X =;TO53G\YF=<@UKZJAL[<.J:V=N\N*#1SB&FI$2@QW M%$&"$+1IX*]BF$?
9IB<2^X="+!4^(%RIX[8PN@-L[UO*Q.(!N]$X,+5 -> M U);"(QLUPLV)K)=%I2%#HFG R4UN@UE=!2";P;J >=H@]B5@RU9)%])4<8HC_A=,2HRZ+1F&.,W.%,1M0IS989N7 'qWR^) %V;I;P
MS%)N8I4.ZIO(U">Q3\&2E8 SAL$=[;&M&^KPBXHUHS+K$O[P,:L!2"-V"U9@ M%B6$L=%O7Q9I)I!6XB0CF'9#=-ZPPH)>$G/G%*749?8\FUN2X3Y MK"DYK1&V2[63X#\I>$6X!8PL)--
-35=O0IBV MO]IM(O?HAO(4B<)("*I&CNKY3$71E2Z6IK::LR88AKNRY=)*B0(?YT Z%1'B M\)*"(>FP:G!(.G4DYS[08U/IVHZO8I'HY%*RLT_9QRFBJ'VSD0?(HF/E%1S2'TEN? MFA 19..6,0*6R'URK6*
[8EO;"DV0[N\N(>?C$D"G-[N(NE]AVI/[];R/=S(7(MF@%2*4+0>;F,Z7*$]28'2@)HN/;6YLO4'A\E9>]#(8PDDRK;"%A@"Y"'!'* M>@OZBETS/3PU.>RD>@[KSCNG"W-
[RZ"H5^$^)'8K\7BPNM'!4W\LRSOQSX>$ M[M/MZ*%?P:!S,X(&\C&V3+4_%^I)+MS&!GM?K \8YR?^J0H+# PFBPWUC5:
M#.\>PISL6"/M>4&)VP<0J)L&R7W0&2M[JV&L"RE#/7$X@>2CH/W&I@;P3; V M0^'"%LDMAB=6&]NMI33\;89!DTG[+8EB]'=P(M3S:\N"4PW0D!&;:%=#"8K[7 MLE<.-
@_4^5V810#C7(FA<&WZ6B6+Z,"WO]XIZ$(*Y*R714E-I;7.OO;8FR* MCI16V%/AJ7]"3B$>BMX_V,**][64NU OM5C&'EMF:P[8 J$X1>2O3=HFW:.,@ M*0!TVS,4F!W4(LL*V,U2%I["5I\%-H@?
@U9L"(S\)S[(2V=?MA)$2Y?[5*EM M #C3CL29VQ]+*30%YVJSX64\?W6T(OAH#H84V=C#I#CTPOE>CG14" G5:_% M;_U\/=C]ZR@E,2!%6'V'RQ!5@9 MH-
'4$(&JT+Q!N],,T3<#TB!_LCJ,1]P0BP8:8GM8OK^;*CY#VD1!] U"LKU+ MDA[@'OQ,$LKT@+ZACU1B8* CTTZ41,-UKG5B6F[Z1QZA".!/LYK;])QM\W#! MC0QF=+4V3A=
[.B=X;9<\!P[6AL15TAN+%BPKO0[+!E%0-K"68L^AZE6VD;]J M0%#JN4O2.?5[!{>%05')7Z&#I+EO57JRO$+A@K8?>B:!G)
M.:7Q4S#IGVUM!SR\:29)Q:%:HK&D2[;U@__:P:B83WJSS9=RMFHP\W0G;;9 M5Q%S%6'.]I/&5M@,E1)S">0.EG]+H_J=/&R09!L&,!VWFU+*IE9VIJA*=DH6
M7U@AQKV['\N\74O%WNEE+2*;/ZM@MZX&Y3*J;-NP[4J&+Q8(!0[6%8EM99&V M]^,GW"\P267XZ=@XT" \-2^E4^8.!JYIN)UTH%0H54 I&4:N5^2+=[[P2A0R MHMH?5*0,S/-
'!Q73(\]A8WJB:1:6.F[I9./;=7U_('[@O\#=)5VK5-O?VW5.'SR8,S)M<:"PK>NB9< M$XZH(1TL;/Y+8)5:MMW#0B- M3%L;+&"NE(N)Q!$:4-]MMW#(
%Y.M:=_X\PES%*"@E$TR(!N,Q^LNXI$BOQ3VDUUF6?24^)VL3">%&1C MP4X=)M52',K6<^(IBXWJ8,#R\#+DT_L>QJ.@?B5+FL!=!=/X^,]+?&4"^XB M8)%+^-P>8CU;]
[N\A'HB%DIJVZ^@KPE,;HUA296X<>>DU*&@6'[:5_%: "D% M%MO4YK)*.:4[6^@B%L'ATD,RR3CMUF[\J]\#%2$14UUZY-;L,!+J,W@"\NEU M[0NR'O"[V[>>O]68#,"@'0>/N%A
'B2W$Q<\+D7EF6V-D$#DQH%<,=_!7=6T M\/'R['I(%7S$\6ZVB-K0*Y3]2:DU6;LCYEYDKB4 VTV_=1!TH6P=>5FW+D^ M;*]M PJ8N.$ZJ=H=HXR:*S2!^M<-"OY]_A-GN?
HYWKP[$%S8WPF(QW419 " MCAS=U1@3(C^7P,%...)R*L^[D"/([J1=4[S>]95V &/7:/=;:ZJ?J1.>4A_0 M-3P#EP)]I+M]XT 0"+=P]UNM X@'K+>K[=G$BIU>T$C<[_^B??Y/A/9=8@HA
M@IV@^N8 E?I/!JBB_V: ZM!0 $/65?E$R95%[&ZBP)*W"OM;.##34F1-!JP M6EMW:Y)"35@_='+%+ZZN^Y4FR-VX:=)7IU<-GKY(5.VYJR[L< MQE.QLU&8_-%0"(T[4)&7@UB7O$D3M:Y=,.<,A-
(9\U53]2]6?2>[MR,6E&/L M*T=>E[R.=.5G&K"P_1;QR+V!G9W#$$C,^]F;\Z91WYEEE>V+^)9U[IT"?N@ M6!B#]XI(O8*826/;'9(.=PO3 V51D_5C43_:*N!Y9ZXK98<73U@)ZJL2; $
M6RPA[\ED,FF%#%:.*H?KI=_;;;!HL*;-MF5WRGJAL%^J\U%PL2#][1C?807F MJ@[/:A>!,D92%^B5R;:8 >VRWZ 0W93_I($N^ZT!0*+V':>_%!!]SX!\],5 M:\"S=D%Z6;D&@,1$+L:E
[69OI[86MK&>"1!0IOIYAT+<=62C\/9@T8"7BG=4 MJ*!)$/$,'0OE10.9TJC[[P=_`K]\9?;>_7^H[J^N?GT^>/#O;J[O;E]_^_K M-[_=QNKFT\>'N^N;!W5]?W^+_S^^56]OW]W>W=V^]6\173O"
[CQAZD1]!#G^ MQ=-KINZMH\S%S6,+%U\,?$6I+ /B%[LO$KT15M&I*Y'(C3X.[:MHQ_4>!Q? M7E[22R[QZ(HOQ--+?@WF[#QZ;V6ECET)]47,QC6.QU=C=3S!'2_4\?CL'#_&
MT]GVTWIM*FP]C4<75Q2GXLO1B)\UX2^F5Z.#A$YI[2R^N)CRS=.K*TOH.=T\ MFT3';QU]7K^$T.-)?'%V!NIFTS,0.B-Z)Y<'Z.1'(8*.+X5.>9LJGLSH1:#I MQVQ[CI-%-<4"Y@-?
>2RE=X#V%4I.WL%&+1PUZCY">L!P*2FZ>$%%X M*)@#G)]^35V*2K2(9W54, (C;!J,L?+X&[*+A0G:[5+4+X33EM#.ED!@NP>T@ MJPN9.SJ[DKFCRZFT5<<7\O-"?I]<2O?
KH=*I&;1V]E'C'_U\+EPGV!B1DC?H- MR3)#'T/O/T60T/C\93WGV.ZM,-]&U+#)7/J.3L6X$9Y:=BRS,5Y;KT&S*6(H7>!_6LE+M?% 0I$M=Y8(\<2>P1R
M[D*\$*-3&0]QCAZL48XU!_"\+B'$.R4"'=X$CO@S<. 5!&3#&E['.WR7)!T M$SDZ6"EKPVTZIXX##]^4&YX?
Y[EU"O#\DD_8M,XLUXB==2W=P3MY[KX4K6;)GFVA6L6([&'CE[XL@XHDEE)C8*$S@ZS)MA<1!YXE5+9D3T7*B$RYTYV7Y9:Z3+Y'U6V#'4Y4UYH2085 G M8C 5*Y[^Z0IOX"9ZZ+&E,OC#V-
08+^#T\2]M*BB/:-RRC\/4O M9Z?\MJ!DKP,F&W>:0]JO)+HF8OW3@KI;,(C._D 8N3;KDN!DW4I#@&92)$<1 MIUOFR!*8!UT?D'J;?S*FJ^W-3P01CC3C6:"4EMWX8/VU*-6-
J6ZTA]...CL>0&FO1_QQKUC8DO/U#5%KOPH,!BY8N-<3$(%= M8//O>O'+19JP)Z?^+.WZOJWWS[] M???//R.=EZR_Q\R,OX8]<$G\"&WQ]74(LH!I&Q@ M14607B $7#)8! CW
M,E2\B1J/+J(_.GL.'H\N"3^? TN_B&ZEKA,\ .K!G_+!U:WY+]8 M1(4+,%[^K(_ZO\HTK7\+:!NN?Q%\L(C$CU56X6N'5T>%G(W),FI^Z4I- R7 M@>9E Q/GCRL#05>T -\ORK)QO]
_)^*>OW 4$L#!!0 (-F##5F?PSX6 M" 8 #$. 9 >&PO=V]R:W-H965TXI>95 4S M.%6W3;U0G$VM4I$W \^+FP439>/DR+X;J9,C69E=SP M&^L78W$[-_2B>7*T8+
<\]Y>9F,5(X:VY0IJ+@I1:R!,5GQXV>?]B/2-X*?!%\ MJ9^-@9A,I+RCR?GTN.&103SGF2$$AH][/N!Y3D!HQO<59F.S)"D^'Z_1/UKN MR&7"-!_(_*N8FOEQH]. *9^Q*C=CN?S$5WQ:A)?)7-M_6-:R4=B
K-)&%BME MM* 09?UD#RL_/%/H>*\H!"N%P-I=+V2M/&6&G1PIN01%THA& TO5:J-QHJ2@ MI$;A5X%ZYBZ]'@[^X. WTN04!L/+47*5][]/AU='38/H)-/,5DC]&BEX!2F&
M2UF:N8:DG/+I2_TF6K4Q+5B;U@_>\!QBX$7A"]@1=NJ(86+WZ-ZIPI MOM_'$$YAQ!XQLPSTE&+E+;?COWH3;12FR=_;R-?8X79L*IU#O6 9/VY@;6BN
M[GGCY/T[/_8^O&%YM+$\>@O]MX+T)M)V._W@ %Y; GK:D3/ 6/!-+%R(VRVW MZWO@QZ[G>3#@RF#]._Q[))S> +M5W#I70X;)@3+ 8*'DO;!%C=/E M7&1S,',.52E03,]9GH,H"CX5S/#\$>ZY-
L#**4QX)@M.0/>X'JX@2B-Q6A0(MI2FX&IAQ"$NA*]#9$JVV7V#!*U@L%>:5%>CJF/];L!>HMQ=H *>:8GHTKQHU7DJ.RA, MIWT<78?=P^'?QWGW:A[_-=Q3T8@\'**S(-1M&PO=V]R:W-H965T
MP\M[S[E7ULE*JL]Z(41#'JNRUJ?]1=,LCP<#G2]$Q?617(H:3^925;S!K;H? MZ*42?&:-JG+ ?#\>5+RH^V_%1#2?EC<*=X,-RJRH1*T+61,EYJ?]C.$QF\7);;_B4KMY9E?9*WNI%5
M9PP/JJ)V5_[8Q6'+(/5W&+#.@%F_W4;6RTO>\+,3)5=$F=5 ,P-[5&L-YXK: M)&72*#PM8-><34;OKD;7=^1V=#.^O?MP_>YDT #6/!SD'<2%@V [(&)R)>MF MH-&K(MK5A*U13U/?
G[^50W"HSXQTO'=6C!RVA&)<=ZR7-QVH<,M% /HG_VRT\T]M_N M\37<^!KN0_O\K$7XF4':7A$OL(F=PO1&\]JR>NG7WY*&4W>:C)<%&).1H\B
M;XU@R'@^+W*A"]G6[/#!2\@BIK\4Q9U4SX1NP_AFC0+T6&,ET)Q&^]+D1=6 MQE?\,Z .S&;,?SL<7U[9(7U[Z/5067A=_"X<@O/*]=K% ?H7\M6Y=BA+&7.
MC:*U=:D27+=*$.QE2U1MUE02FS8K2>3&!;-660+P:2G@KN6$/B8'Q2%Y+WC9 M+'*N1._ #G5UZ4&#Z2LR*G)?DQE %08#[QAEC>&1C]VQ'8-=ADJ+.RW8F-/9[M$'4K2/Z48\MJ8^R1">
<3HF79/A]$XMC*AA$[:8N_SX&O=NN9L#WO0>0<@50" M.!ERQOA_97069MAJLU-I":(+,VUFNL1F6K -CSCTK%"KT5J9RJ6$B'LVQG!== MSHUWE6R1-:#QAIBPF[X#]N52P6DL(?)!J
6Z4_"')%QJYSW,PG':]ELCK&U MY9H-Q+@-KFB-=B@5*0L^+4*470-NEQ>)X;5\SRI2R+O!":=(??H!D^ MV0E>==*06N# .B\QF %TF^L;!9[7=8NPNG)E8F?Z#Z'^FS\3.&=G@171)AZ M:
[0EJBFH$U!:,0-DIL3\JF@6=NUD-.Q9Z2DDG;E%H3O$7"*R*W,&IPI;+XSG M78*TMQ4D\8@W 2TZMFZFP3^)XQW@2/J03)]>4-DQF0S?CRX_?1R1\:\H/[^- MKC^-
)AX9WXQNSVTA&OWU9G0]&4W(^?7EUO2'Z^X:D0./HXGDT-R\;>N=)U? M *FK9O^AP4XQO9<4\^F92*AZ:*,UL>ZDPT,)\7C%_V,H!N)33?]'?SLLB9; MC3#HP]?>_AK$6ZOC9Q(F7N!3#&
(OB='K#?^*C''O"F"1>$F:]6W#(!#1*$%:691UP8NH%W^1 MUB^%!3)X- S--6/X>^"LS /FA;[_VD2\L[WC_T8)+/2BU,<@\"+J=TI@]>=G M_OQ0[%*49UV
MZR#P@C0U.J"!T8&ST'(0O7_2#S@CCX'A7 ^S@(MP=(LS RK(F@KV*$"-(TD)-34M,CD:I\,(M3_F*19#.@@@Q7H'<2[=8"$Q8$E MB1U]0P =_(^0@M&(F// M#UD7K-CWTB3:PWL4+=]6P-36?
V=UV$F ,O+JW/M&" C1Y$=AR-+(%0!4VJX% M&/)_\L0-;2GM@68&DS->T:\@_Q8E(!ROF4H^L\^\@?HY:C\86K(#+W 6[J' M^RA\Z;H'8/3-'L#P I?YM@<$(?V2
J$\C)SI<7[GD;P'O+OF1%R!0*/EIT(7* MU*.([]%^'$0VUV'WX@.;CO@LS3!Z;^SZVF=U\ M73QW']6>E[M/D_CI=%\@JJ68P]0_2J(^4>YSG[MIY-)^8IO*II&5'9K?H$*9 M!7@^E[)9WY@--
M]&PO=V]R:W-H965TSIP'82]8)[;D2C(D_[XKV=Q.$M(7+-F[WWY[93MKJ1YU M@FC@*4N%[OJ),?EEO:ZC!#.F:S)'05\64F7,T%4MZSI7R&*GE*7U, C.ZAGC MPN]UW+M[U>O(PJ1
MT:V^18EYAD)S*4#AHNOW&Y=7+2OO!/[BN-9[9["> S*5\M)>,N.L'EA"F&!F+ MP.BQP@&FJ04B&K\J3']KTBKNGS?HWYSOY,N<:1S(J&\>FZ3K7_@XX(5J9G(
M]356_K0M7B13[7YA79#2=]6>CV]'=K%,W!&A? MUZ-*^:I4#M]0/H-;*4RB821BC _UZT1DRR;\/0 8 M%HIBX9D$P20*$;(R?VCS![=,10DT&V7X3\&*D4<+I#C%0*48/4+,5SPF\?*K MH*F12DU1-
4;Q>6'8/"5H"9","!ITPA0F,HU1E9&OE#RGE*,Z$+RT_<4C)QCS MM#!D56;+.':PNMJ MOOPJN*H,#626, %L':&$&F9LN*1&X 8S#5S001-UXB TZ=!)RY3'S#@.]*"Q M>9Q!&IZ*E27&
(0B*I[Q9B)"ZW"1>?SJ 9COX$@9;JB3/95R#0W8)BT%(X$0K MESA1-^P/V>IL^!FPND12>^ Z7ZJ/GZX"!OG7\&Q#P?PSCT-F(Z@07-^5VR MWU/SK!J%FVS;?_"LI[HON*RT.DS92"7BG1L3-
K:^!XRG=9AC4C*GFNY!.G M"8X$=P*-6A/Z\7\T6RT![5&6RZ1OF [VF4[W1SOTKE)V+M]!-/!]6CX\&,$ MXV_0'WY_F,YL+TZJV1AFUR,8C.^FXQ\W0^K1(>Q:E83'JZ-)?W9#WW?DO#\A M=TG%3:R\
(ZP\=_6V).=(#]%7E;N#G.R=_R?-%@;5OK#WZ<06.'5)H2GU^A3P M*<+_>'J?.VJ3N!MLW.:3,X+Y^-T+L[/F"\@P%S I_"UAE\ MMH<2ICJVVTWXO,-Z,7>\EW.']
():$)8(=+K8G!H!G6QW'L1JS=.48FC7%+MO M$ #?-"GUK$W+ZOU>T"\GAH7X63"J?T6U.W&M8/O?;B1>(_CR\X_KL%U[[<^H MOK&ULC59=;^HX M$'WKOQCE2E>W$B4A<&FW!:1
R]VL"D4$=K5:[8-)!K!N8F=M4[K_?L<.4)"@ MVQ?BCYESSHQG;#I;J7[J-:*!MR(7NNNMC2GO?5^G:RR8KLL2!>TLI2J8H:E: M^,I4R#+G5.1^& 1MOV!<>+V.6YNH7D=N3,X%3A3H35$P]6\?
<[GM>@UOOS#E MJ[6Q"WZO4[(5)FCFY431S^@9+Q H;D4H'#9]:+&?;][E[9W!{QRW^F@,-I*% ME#_M),ZZ7F %88ZIL0B,/]\XP#RW0'3CGQVF=Z"TCL?C/?K0Q4ZQ+)C&@187;J[U,PAXC" M?
43]\$/ WS:B#LV@!F$0MC[:QXRU'1X[0MX49K*C3!Q[-==J]+EF+7HS;2J%[1ZWW]TF@'#Q^H;1W4MCY"[TTQ16'@6+22 M@L8I4BL9?4[O9Q"O+B)"+*XHYTCY;K1K8-8(PRCI
]=Z@QE$R=SMW#2:-1AR MP43*64Y.E,!-!?#URUW8:#S 0&'Q+K5'?PPB9WBA' G)YN@O4T&?!ZE>- MNW8M" (K:\14NK9UT+RD*VS>!(T:/!,5@7Z;R9*G<-<*K^]A((N"6 94G8K:
M,E**B16>*HXM%H1U2 :2&KE];TE*-'KM-:1:^A3I+X0J M4ED@S-C;^\G\]5/*J'UD:UU$X2UT\R?$.S/^N@X7(P%6=!GB0JI M%?3^7*A>4BS)*#%T$&=ZKFIK_^C+E"$MW,.DP?58=7L?
5@]O7U1=^>_FU<-) M;.ZXT)#CDER#^NUW#U3U&%43(TOW "RDH>?$#=?T?J.R!K2_E-+L)Y;@\(^@ M]Q)02P,$% @ V8,-62#&4 -T! T@H !D !X;"]W;W)K&ULI59?;]I($'_WIQBY495(IMC&-I
"DD.DC!U%D&>$O5S1EF[YNZ;N+2;)<2771'/369$FG5#ZM'SF>FK66>9+17"0L M!TX7?=VW+J\\Q5\R?
$GH1KRA044R8^R[.H3SOFXJAVA*8ZDT$/S[28FU2";^F=]ILR=HQE1@0=LO1K,I>KOM[184X7I$CEA&WNZ#8>5^F+ M62K*7]A4O&U;A[@0DF5;8?
0@2_+JGSQO_!&H&.^(V!O!>S2[\I0Z>4UD630 MXVP#'7'&C-D64H9;2Z%R2JZ),),Z51==BC6):5_'-A&4_Z3ZX.,'RS,_G_#8J3UV3FD? M3(=WP?43%FA\ \,[K%8PA6@,T5T 0W\R^1:.;L%_&#^-
(L6QJ^ZQ*$[:.1Y% MM*+:@J78R$F^A$2 7-%=.P-;E,>8W\#)(<76.%0!_%A79%ETF>JVB7G F!\R$E>4SA#*RN874\)#Q+$5J8 MK4G"<9I)B%>$+ZF !IP[MF&:)EQH:/^DEBUQ
D!N#2#WMP%TT. '<')2W7&< MO':21LI.@H\?.K9E?0;L*!"@>*PY ?YAICA\!=R!ZT:>OO%/XCBS^LX1$!P M_$"(TA%.4Z(^&6*5K/F_ED'(%R!D[;<+OMFM"&9)U(DB_\%6PA=P0CG9M
MPW&Z8'>-5KNKC5C>B%FVII("67)*%00$6(;=\]I?;8RQ<72HGC[;G4,QVI7 MOUK$T,XQGJ[A=;O0\0S[FKW5(A+\..XR H, ;W")N0R^56& U['P/ 5(EW7
MU<(#98VR/&=@6X93AFF[AMEV3]'JU'G_3;J;L)1& 6-^_!+<.238\#-4_0T M"53O3J+P'S*QR,(_GX,1M/@&#Y/&CZ.3U]H_T6@ 8M"%EB^O8SAB%-KT+Q(M,9>2P8P"?
<9]2*C4BBT@Q3X<_T=XFII%Y4Q4PV /MP>0+:%]_CI)+[!>KN$B M5O#%A:[AF*XB;Q%5D4BF$Q+$1T,V]1PFN,:MY!HP7'-+<3]ZA\K>O/-GI%1 M'&]JFQ+8ICCHJY6COJT7-K .4U[9JVWO
6=@D@M(Z0)%S4]M'#.\VJ"]@V3K M&PO=V]R:W-H965T,LD>K(J4D)"'TL(#$)6U9M8 (/7U8{8-)#(E.$N?8IG3_ 8X=2-DCBG9? M]@$R'L]_N9F]P^,?Q<)I1+>\ZP0 R.1LNQ9EH@2FA/18B4M<&?
+>$XD+OG. M$B6G)-9.>68YMNU;.4D+8]C7NB4?]ME>9FE!EQS$/L\)_VM,,W88&&WCI%BE MNT0JA37LEV1'0RI?RB7'E56CQ&E."Y&R CC=#HQ1NS?VE+TV^);2@SB3046R
M8>R[6LSB@6$K0C2CD50(!#]O=$*S3 $AC1]'3*,^C>RR'T>QT[QK(A@DY8 M]IK&,AD8=P;$=$OVF5RQPR,]QM-1>!'+A/Z'P]'6-B#:"\GRHS,RR-.B^I+W M8Q[^C8-S=' T[^H@S7)*)!GV.3L 5]:
(I@0=JO9&3 M]:ZA#\/)8S!]>0I@<0^K8+*83V9/L]%ZAH5"S6LP>WAT)(4L3*$:\8-6%!!*B .,WV MZ %WDP9$P)*+);VTH8*5":<4FTLTG?(==,UJ&HZP):A=+.1:2;+Y 6F BV%QBD,
(&^1[24QT2IN# 2 M1G*V+Z1H-L9UDJ=5DGN-^2G+1$J>;O95$26#B.68V HA85E,N8 O<..8CO<5 MFDKLF%W/J437O+./8MLV[:X'S<;KSY4_1Q2P%QAB=4Z)5"XTP$_%;_MFVW5,
MS[&AW3%]_'5]6VGMKFNZOJ>TG?:=^=7O_+>H/HZXO< "0{};;*SFZYW9/D MU#]_\U+ V^=T<3YY3O]" GD@-6H;NI:6[]SH^IZ_S^O'LEGPG=I(2"C6W2U M6]V.
;QZ>*]%9*6^[#=,XM.AQ03?:LJ5 >YO&9.GA3J@?OV'?P-02P,$% M @ V8,-66Z^9V"L @ TP4 !D !X;"]W;W)K&UL?91M;]HP$,??YU..9[K]IR7 9#4>HLY3B7H,H\9 _)U@IG8CNRV M?=AX3#*>)-
AM.,"S8!A>HGXJYI)734.(T1ZY2P4'B\>F2/VX-Q)A7!C]2W*JC M.9A(5D(\F\67>&2[1A!F&&E#8#2\I2SS(!(QN\]TVZN-([\P/]MHJ=8EDQ MA5.1_4QCG8SL&QMB7+,RTX]B>X?
[>+J&%XE,55_8UK9^UX:H5%KD>V=2D*>\ M'MENGXDT M)3\=C*?3QZ=P!N&O>?BP"!<)TH"F,\5M_A_0U(KV#R(EW%OBUY%?@NRWP7*]SANT%$D M2PAW&_K5#!F,B*!7=JRZM
MPW,U$B^@TW*]ZWKT76O.7LV_"EI0:7#J)3$4TM1[1,9>R^MWH=OWK27;F?@H M%D%Z)7C]:^AT/&LI-,(LFOUVGT:NRVWUX53S^<<%5J.L64B^T**JR70E-3:";)M1U41H# M.E\+H0\+&PO
M=V]R:W-H965T$(ECSXQG_#SCL2]WC\'7&THE M/*=))JYJ&RFW%^VVB#8T)>*<;6F&(RO&4R+QDZ_;8LLI66JE-&G;INFW4Q)G MM=ZE[GO@O4N6RR3.Z_?:D:KJUK?
NK@.E+P6^!K3G3AH@XIDP=AW]3%<7M5,Y1!- M:"25!8*O)SJ@2:(,H1O_[&W6RBF5XF'[Q?JMCAUC61!!!RSY%B_EYJK6J<&2 MKDB>R"G;W=%/)ZR%[%$Z"?L"MG
JT&4"\G2O3)ZD,99\2;/^W4X4.B81Q3L MO8*M_2XFTE[>$$EZEYSM@"MIM*8:.E2MC<[%F0)E)CF.QJ@G>Z.P/PMG4)^3 M14)%X[(MT:@::D=[ ]>% ?N(1_N628W
L)L29=O]=OH3.F1_>+1M7W2X)]Y M=@Z.V03;M-T3]IPR0D?;\X)%2!$T4158H>=4ZZELN!!;$M&K&M)=4/Y$:[W? M?[-\\X\37KFE5^XIZ[W9X"Z\>1R%,+D%C0&$?SV$XUE8Y>A)4]6.SC?4B%BZ
M91G-I "V@D2M]!G3&=\[RBG0 2L6()Y*2[@]$.&PD&!X4#9,N8;3ND;Y %Q MHQJW6?Q#3ZMI M>X%^.]VN,=LP+EN2\0HX4_%UK&5)\CQ>W#I0 L%RP;K*XQ9Y(D*)KA_O=N
M/C6#CU)ZOL#1;]?JP GTO1))[]/HSQX?'D;A?3B>]T=PW1_UQX,09G=A.(?A M^'8RO>_/AY,Q3,-1?Q[>P'Q2P#.K(LI/9LVWVX3BCHHA&PN2D"RB4&S]<5;L M[\56FQ")L$E6K(B
6!RERJ]Z;Y1TT52XH1%-%Y2#8S4_QPMQ\8$IT\DC^BFH M%$V-YQBFS,0N:9;$=MK+%HH<+J*C4TOL(R^ZGZ7SG6K:9H= M:$ ='?%L:!A8L[
B92@1;4BVIK#&"MVN)TR(!EA0]UP4^MF*O5]AKFI,#C@+<WH\DWZ(]O M8#*_"Z?_/=E/SEU=%=[L !$1&UAA2@,F&#"YP?3[I7W ^-_A':\QQM$:4SWR MN1HS4*%O2;S$8#B05%$ P\NB)%?
&M#"%%*/.N5ZNUP)ZD,:'!"P7$)>'L_1] M]JLT\4V5PX'G[BM*4<%\WSI,=K:0F"R%#V7J*B=/SO[*;]3 "%1/G&)X/-7% M7\&KDB[.-+!ZD[,]E;".VNB<0'D48'T]0?F@I'SP:F3QJLY?4]DSO6*&%4@
3ERT#%^[N''#:8%ZM-"VBF5_E-V?K M,DW NL#C4*JIVM" 6YVN&O'T:<)131^\CJ\: ;B^[NF T\4Z@AE)R0JA4[*. MLR\L18A;\]- UVNZ'=,848&Q(>]YU.1!)8KG&*P+@>?C3G^HA9(O-Y30=>A
MO799YP[&=34T1BQ;'YZP#B7.]K6OBCSM@XN)2OE:7[\$Z"VWN*.4O>4-KU]< M;%[%B^OA/>'K&*=+Z I5S7-UH>+%E:OXD&RKKSD+)O'2I)L;O*52K@1P?,68 M?/E0$Y3WWMZ_4$L#!!0 (-
F##5GXX_,,, , %P' 9 >&PO=V]R M:W-H965TLUI:H()(?DWWDA/MP'VQ][3E[5M*N>ANI?NH,T^KY,,"Z9/Y!H%K2RE*IBAH5KY>JV0I0Y4Y'X8!%V_8%QX@YZ; MNU6#GBQ-S@7>*M!E43#U.,)
<;OI>RWN:F/%59NR$/^BMV0IC-'?K6T4COV9) M>8%'6Z)2,:O+:=7N[3 W?X3^R<7.\6R8!K',O _4Y/UO3,/4ERR,C>W\VFWS[#^":>Q]")^4U?+")EAEU*<0#OX M"&$01@?
XVG6X;8UKIIC+S41J0Y?F5\G-([-4ZFF?$TH=U\8W@),%> #-U0/JF.K%N;2 ML)SF7A^N= !GTVB^!R[9++4M*2/&B.65UHTR"5\8:*DJ@2MZJ[!>VA%'?H? MTQ=V['"TU1BF*;=Z-

$3M,UHZMFWCECU2F2(9SRY9^H-RMYIM1NRFPON?D[+R]=7WL!@>U[IJZKS'"%1?";L)BBWMML1O(.8460+L+ MW:CSG[&$YY&-P2)LX_[1:?1'0)>88+$@=/M9Y)X-I3KQ4N:?-K O;_R=BE>@ M6KFZKNFD2V&JXE?/UD_'L*J8S^;5N _5*=HM#3DN"1J*J$TCIDM^$7HL4(&U9M5 !W=7I= \F,9#;).9LTW;_^QL[(6UW6=2'>V@8 MVS/CS^-OQM/+9\:_B2VE$EZ*O!17K:V4NXMN5R1;6A#QB>UHB2MKQ@LB<<@W M7;'CE*3:J,B[CF4%W8)D96MPJ><>^."2[66>E?2!@]@7!>'?AS1GSU;K503W<'ECFSH@LK'W0/'4;?QDF8%+47&2N1!T?=6*[(MAH/2UP1>,/HLW M,JB3K!C[I@:3]*IE*4 TIXE4'@C^/-$'5!7JET/E"&\6_ML-5LJPI>[RP?NU/CN> M944$';\:Y;*[54K;$%*UV2?RSE[OJ7U>7SE+V&YT%]XKG6M%B1[(5E1&R."M(BNK7_)2Q^$C!DYMX&C1@'G^)IX\QM)=DE5/1N>Q*]*K6NDGM85AY<'[A(8![5LJM@+A,:?K>OHMH M&DC. =+0.>GP\[[\!*YE@F,YW@E_;G-$5_L+?G5$^D3+/84U9P6,$"M'*F"8MY19&.L"4PU_12NCYOX\%H/+O'O>OTN9"[$A"KUJ8%X+R)]H:_/Z;'5A_G$#O M->B]4]X'B]%M/'Z\BV%V#>/)(KJYF<7B^E)I)LAFP^F&Z)1B:URN@\LXR"W%/TXID#(%D;U 43&# M*F8WBMM[E6KH.!>P(=.:&@C90"-9"SU9F_I][K) K<_NG+44_L,LA+!L[U M8*)CW%*2RVU".(7)\L)8TF1;LIQMOI_34L4EA=5>8$R% ,'RO0J'@#.P^Z;E M>I40.!8*;F"Z=D\)?=.V?>.!LS5:H3{)0<4]2Z@S_3Z-OBF;WD0FGW:!=LQ MKA9^/ MW?/ LVR$91GW-,T21/&@B(\:<$]*+,18! MV?-M_'J.9RR91-,S<$+3ZJL.'W3#1P4?,^T?"VH&=I\L%LFT43[Y$P[O8A-%LNQ'HR5$BT6,W^D8QO%U M/)_'XU-Y=Q+ \;R# _QF6$24)VZN4G=.$9D\ZD<]ABF]\4 _\B(7 XIFO*.;+Y M< _M9(_C4G:.+.5,507*B\[/^3(D.2F1)42HJO"9E'M\XI&158YA/MAF&(;J M+O&6]83IAOJV_<'8E DV%*W2&DE=4PH$9YMVI@6;0#VK9- 7:7KF;V>JXW=?K\&&BACSS'<XP,^/'XE M54#;#K+?1W2>ZR-03^%UPA,X]5:8XG98X:R+ANEXBN\N)O),]L@<-H,/DQTI M,XXANKN;?8VFHQBN9W,8SQZ'R^O'NX9GQ^A\IY7J*]_M(A\ZJ_'3 _$G);P2C?>,PDNGQ0J[!+>FR1'ZTTU6EJK:KNHK/X-0,IT@VLC)3S?PX*8L"?*,RJZ)/T'^Y-"O[T.V%;/ M^,HS2<_9>BV09%:HDB+ !.D8"/N'S?M!#>$8D;IO&D9L?S:Z+1:@ U_UCLUL MTWE'5$X]$%Y'2-IM:G'M8_77UT4"RG6X_5TQBKZ7%+?[W0+E2 MP/4U8_(P4!LT_X_ @-02P,$% @ V8,-69MJ.3"S! < L !D ÍX M;"]W;W)K&ULM59M;^(X$/Z>7S%BJQ65TI(X+T 7 MD +-MMUK"R*TJ[W3?3!@(&H2L[;IR_WZ&SN\M">*NJ>[#Z6./?/X><8S]K2> MN'B0"\84/.=9(=N5A5++LUI-3A8LI_*4+UF!*S,N?4^G:M&NM-"HP93.ZRM20/UVRM1Y#<,(S:7[A:6WK5&"RDHKG:V=DD*=%^9\^K^/P$0>R M=B"&=[F187E.%>VT!"\"H:T130^,5..Y-)'"TJB!*ZFZ*^IWE!!3OIXEE.84!?,,44 M1$+08L[,^(]H+)7?/ESG_@2V]N/K6OH3"[IA+4K6"22B4=6Z7S^Y(;.EP/, M_2US_Q!ZY_PJZ5WWD[MA#/VOD%Q&PWC?V47#871[$=_$MZ,$NC_>& ZB'WH> MHN_1\'R?OH,,]NL;+9@UXQD6>%K,0>G$65=Y^A>3H!8,ALD=8$P+24TU2BSH MC"H\ ,7-^H3GN2[28@J(.V-"X!IF_^0!5IA&PACU>+ZDQ<2V>62VPH%W!KNH6O])5*U> M*28Q]!,F4@Q"M!ETK?Y*287;ZV!I%JOBD4D="ZD34P)5\(T6*[PCP5V3K0>> M[3<#.(&@;KO-IG6!L=0N@6,[CH/S?J@'UGV)5/7"T":N#\>X5'5]8W1LX44V M8ZDQ(0G/5(:D(W!1ZB]B2)Q/9OX300) T/LE\5Y$/]![=>UN(9C^R'9B4/5 M;/M5X.2-NH X=KWNE.2UTM#[AJ[F?+=]2>_*DH3:MAN0-"Y'FI1<*!T@VWI M!@=+-^E=QN=WUZ9PXYO!=?]''$,2#^^O>O&[.6=#='W=[7YYAX[#N>_N+WZM76=8'5)H'/ROB=C,U%JE?PK:;FK67/>LR@ M.F8%FZ7J>%N4:B$8,Z=PN#RM77G^GY&SRB36A[X=62/#\?4CMN.6(.N]*WN1 MJD=X.:%FOI*H1QY;YZG =@2PIQ(8*8SRA$N,Y1$0_/.P!(^@ZF,NZZ]&P[K M\ F:F7C1*3[_J7Z8]%4')&Q PV^@.6F@O6O[@6<-\2BIF"R,PY0]8L^U-$]: M-=1&/M%W 0[J32O!1FA3$'C"#\S0P3KR7*(-P\"W1ESAYN86_M@IHXXPP%_7M#AQBM*S%$#NH^U:R0[+>(.T0-IB'D?869.U5%Y0S,3>]GD3*JT*5#=%V=MM. M1F47M3,O>]$;*N8I/E(9FZ&K8-MD=_X&4$L#!!0 (-F##5E*3S."8@4 %(9 !+ >&PO M=V]R:W-H965T,60 &S-MZ0L,9"' MFF9H',-.N@W#/B0R$PN51(^BFVR_?I>4[+I [*Q86@Q(+$KD/;[D/>=0].&# ML1^;N=8./59EW1SUY\XM#@:#)I_K*FO>F(6NH>?.V"IS<&OO!\W"ZFP6@IR MP A1@RHKZO[P,#P;V^&A6;JRJ/78HF9959G]ZT27YN&H3_NK!Y/B?N[\@\'P M<)'=ZZEV-XNQA;O!&F565+IN"E,CJ^^.^L?TX$3X\6' AT(_-!MMY&=R:\Q' M?W,Q.^H3GY N=>X\0@:73_I4EZ4'@C3^[##[ZZ_T@9OM%?K;,'>8RVW6Z%-3 M_E+,W/RH'_?13-]ER])-S,,[WKS($XP886('E]/E@<\M6VR^A[XY-!$+XQU M17V/?C^>;9P%:OSQU'1;-/XTFI?+0;/(&//U!%?MJ1]UCQ M*G:A#Z>G[]*$F_GP!25^NG9KHSEZ=GBKY=AKUW.BO=/,^L1A?7Z%+/ MBCPK>V-?J"+7Z#*KP3!"*6_JK"Q-GCD]ZYT:"W6%)DH?P;0:W:!KXR!P6CQ^ M04T$Q-)K8O7V7J&B1FYNEDU6SYK]E_[Z$7BKU9]TO=3H%1(1YH1"0^%(^NMK M^)<"$\EZ5PL-)Z8NH,X2)T5%AP,F757;AK7("8QDP))3)4$")B,H$EO"O;F MQ\ \P"7L1QTB./1%"/Y>^R87O7-=UH9AF4SL)7"]#[(Q)8$8822A'#C"L4 MX4@DO0E4;/Y/$3,8"ZE680%H#A1,>"^;EN],PT,R8NLM5P/7WFI_=T^B+" (M8D25@O$15D+TWINF0=!3:K!6Y+2%9,+8!J-E;?)\N2B@8&UW/L_L/2RKQP4> M.KO,W=)^7A/!VU3@^NV 0TTWRK&]%'1B*B,H*Y-)MWB28O5%68LZ-Y5&>R5D MM^_)@*D0_IHP^-QKHWP'PX*0ER;B]=QJ_?]1 A-8Q@0:'$M*.B6P&).$?(T2M*,,1A#,L.?,\!&$(MD4)OAX1B@)=E=HI!(8)HZ!6$ X@$R@58?$N(1 I.R% MZQDA<*PX1S$-BHSH"^N 4M5F0M6W]ZJ T8Q!3ISJ.-J[<"L8G"G[3K@F,>QMUP'E7@=M5*L#%M'ONA_P[ZP"R7#"D[?""96^T&"N>)?HP+(7G$!+$U$XEDE M05M\BPI@TX@$HM3[*_5+AE(\'^%XD0!-$)@"NC-U78=0,$4#R0)K6=T &9) M".Q,/F6%>92$Q2FWV/W@+?R7L(6#(54F C6+98B.([D M#MZ#:9'@@"P_S9JOY, 9>C%N??,%O"]R0_&D,2R-0!PVFX+\.3_JIV_W@[98O,8>% LN/>;=4WH\DW4%]Q66H MM>A>?""F(SZ+$[3_U!%JL".K32D[4_S#22ZK%U[Y%T_7?]@<-R>DS\;W]M MN(19%[" HI;Z#4/(FDGUDVQ-\>^/,(IR:;XV#,WAHSG4VT]8/@/X[8]SJQG_! M^F>4X3]02P,$% @ V8,-661? 2T\ P %@< !D !X;"]W;W)K&ULE55M;^(X$/Z>7S'*KDZM5#4AO&S% 1*%K-K5MB!(M[SZ<[H-)!N)K$F=MI_3^_8UM2-E3B^X^@&?LFY-AO!9%2S':Y1/]5+25K0HF2\Q$IQ M48'$[=B?=H:W-6O-O#7[CN%<(9%88"(MQH\#IM]>:1Q/Y2/Z5QL(Q;)A"F>B^)UG.A_[-SYDN&5-H5=B?X>'>/H&+Q6% MLO^P=[8#,DX;I45Y<"8&): 3AQN D_<(@.#I'E[2ZR+.=,L\E(BCU(M8TUH1K"A6F\BQRM3E+66=,K)3T]6\3J9)O%# _)C 1<(V!:K+4:)V9P'Z0'E MUJ%$'Z ,X%4.E<05QEF/ L'Q*BE%1UIW49G ;UU35TPRN(PJAW!J_;AMFU M>(,/*9I*II*\VH'LYQ5.U3J@QB*86$F9#2-8F"/Z8;I27URI_O9<%=TGW_M$O-^AJIF*8Y]>B *Y0OZDU\^=0;AKV="Z+4A],ZA3]:SNWC^]#V&Q>5>8SK\] MK1-3M#4D"TCN8I@M'M>+[_=S*N8 MF$QSZ'9&# +W_$>;.>^_D!MZB6'EG6'E6=5K26Z0 D*/RMM"KD[D?UFS MK49Y:NQ=? 9>43)$HZ@!U17@:XJU!N($*F<2@96F4Y6WI/&$U)@9T!!(G[V, MOW"*+8//T*=?YZH;?G%K)_(>:7P70E%7:RWYIM'F)0-5+!4E1>=9Z%P&4$I% M3A=1;P"71G P!['?[\+E&Y;AY/P=M:%\X^G)N5DO&A,9LDOO XCAT#2S5'] MA'#Y7M<')[.J1+FS$U!'?9YN;+6[[=*?NEGW9NZ^&)3L':<6*W!+KN'UE[X/MTDUAIVA1V\FW$9KFJ!5S^G"A- 9TOA5"'Q5S0?LIG/P#4$L#!!0 (-F# M#5E*-79VI 0 (L: 9 >&PO=V]R:W-H965T(J XN\535$4I221Q[<"VBECIL+# MXW>ZFU5>5.8%,C0ET1<<\LVHT^^$*W@+N*/9#]#186Z*2\@$$!B%P#A78!8"\UQ!MQ!TSZV# M50BLY)PC<,,$F(P@:]VZZW M/M+/VO6:W@)01'N7C:Z_-_J=WDK\8Y?< $/]#>BJ;C8D-&V7WT,JY-I)N7U^ M=*-![IP?O4GN_ES=O9]+?M8NMU'0FKS_070HHJN-\HH1C'+T&1G/.L&;! '9 M)1PG:[@$0XP8N"P8OOC5$P"_S8-E9QG-//2F?&6;6& 1ATQ]3%$7U%G_.LO MFJ7^WF0SF3!;)LR1'7-EPCR9L)E,F"\)5C&R61K9;*.//4+"/8XB@.,MQ%2L MAC@(-I"N4>,#OQ5VJ8MEPFR9,$J9U5I,ZX6N=5.K M%K(;"FE]0Z^6H1RLT+F8=)F891+>0U):4?EYK54==FOU?KI]:6 _/%^ MLLI^LC[IQ%XH6-H73!&$"V:>JJ5LJECPZ9,%LFS)$)T(WM[5H,G MK9J3&E'#^H"7E'W%2+W22+U6(WT1+]?I@BJ 6\QAU.2A7JT2]='>&N12:\B$ M.3)A[AE-X&A6]I1XM-6]*6F MD0ES9,+^81A'$Z8O*6+%-H/2-H-6V]CX%80E$V;+A#DR8>Z@OC8SCB<<3V;$F4R8+PE6,:6F?O^ZI(;:87M';LI4Z52K.ETARI-%OB_R9]OTJQ#NL8) Q%:B5#]34^\W-,X62;?19_(9R3.#O<(!@B MFA80]U>$\V>3-$"Y_S3^'U!+ P04 " #9@PU9+%F!B\8" !?!P &O0 M 'AL+W=O)G#V.^[U@-Z[PHYM(F07;;Z=D@W-4R_11Z)E= MLH0T028I9R!W;ZC9N^9^JS@F\4]_)H#,;)BO-G,YF$'ZMB#$-=G&:L;W8RS\M7!J^@,*^J'4L"+92\:0 :P4)9?F;O!0Y' $T3S7 +0#NGP#O#4"S #0S MH[FRS-: *.*W!=^#,-6:S0RR;#*T=D.9^8IS)?0NU3CES_OCX6!Y-X3I+?3' MW8?!<Z+*2S&0^AW9[/ODX<1=.^GRX>%J1A-IX.GR=T=G Y0$1K+,SB'Y7P MIR=G< *4P2+B6TE8*-NVTO+,(7902.GE4MPWI'APSYF*) Q9B&$%OE^/;[@U M!+;.I0S'/833X-O MQ'FXIW$,71;"A"G"-G05(W2E1"7/&:JJT'/.9C6G:1(W,B4!=BS=!22*'5K^ MQP\-S_E29?@_D;VRWRKMM^K8_1YN*&.4;6 CN)3Z[XT)"[#*YS"H*(B U6_@'FU'-4Y0M7W MR'E:1Q;.6[]!.]4>O-*#5^M!_S_OBME[5\S_JLHEVD<]+$&=FVGM$@*^92IO M9^5J>7MTLZ9I_R[/KYY['3ME$F)<:ZAS<:53$GD[SR>*IUE'7'&E^VLVC/0- MB,(4Z/TUY^HP,0>4=ZK_"U!+ P04 "#9@PU94DQTW+L# Q$0 &0 M 'AL+W=O/#2D)":4;B;PD&.X]/O?Z& X, M-HQ_$S& 1- 3)!-#(Y8ROS1-$<60$G'!FR#F0I19^4J]9M M6;Z9$IH9X: K=_ # 5O+A&9PSY%8IRGA_UU!PC9#QLO)Q[H*I;ZA!D.@:*UD"S=)BL&*E-DJVIHII=Q)KFZ2E6> M#&?C3]>3I]MK]/4&3>\>1W=_3*_4:#2;73 ,T/L)2$(3\0%]1$^S"7K_[@-Z MAVB&'F.V%B1;B($I%0N-94;;&:_*&>U79OR\SBZ08_V&;,MV&]+'[>D3B%0Z M+M*=>KJI:J\:8%<-L L_Q6\&YI1"1]OE9@6:)I)DJWH/ T@*D0'_?JG@T ME9"*?YIJ+<&=9G"]!R]%3B(8&FJ3">#/8(2__H)]Z_>FRCL"J_7!J?K@M*&' MCTR21"UMU0!2-*"IYA(H*(#T;>(Y[/7]?G]@/N\'TQ#E^ 8NJL;2K5BZK2QO M08A+-(JB=;L N$1+1E+&)?U!]$VAB6R)Y^[1\'M*.@=D&Z*PYWG-9+V*K-=* M=GK83+6+,I!-++VC^6WL]H,#E@U1GA6XS2S]BJ7?RG)D0;=P#M2 MZEM1-9;]BF6_7:DDIXHG_:$6\:6[4]>D(K%8YMG:/:>N<2MVB M=]2*KM#JO=BS++@KM6Z1]H7HV*Y[^*Q]"+/[3O#*PPKOO 5N?62'=RR+6)J# M5 NUX@#*_\KV6VL[X,D+=0Y'@7>6 CMG%6VK8SFY%QVAU7NQ,RZXW;F<(MIC M-X)MQS_4[!M1=9X[SX+;3P?U;1=FJ. MND*K]V)GCW"KZSA)M,&QWW?QH2]X*ZKD:>Z]S^J/"5\(7]%,H 26*LVZ")1" M>/E^7@XDRXM7W#F3RLL6AS&0!7 =H*XO&9,O _W67'TE"7\"4$!#!!0 (M -F##5G?*W@6^ (*() 9 >&PO=V]R:W-H965T1*)TGLV.?X.XY\:6\)_I.5=D\0BEDMV2%L&A9$)I" M+JITJ;(513#,1&FB&IK64%,88\5M9]_&U&V3-4]BC,84L'6:0OK['B5DVU%T MY?W#)%Y&7'Y0W?8*+I&/^0UIJ*FEBYAG"+,8H(!18N.TM7O>BW9/^OP&J,M MVRD#F61&R$]9\<*.HDD@E* YEPY0O#:HAY)$&@F,7X6G4@XIA;OE=_=AEEUD MF4&&>B3Y%H<\ZBA-!81H =<)GY#M(RKRV-)O3A*6/<&VZ*LI8+YFG*2%6!"D M,<[?*V8AQV!;AT1&(7 ^%>!60C,+&A.EL7J0P[=-B5;0&5OX28+V=QD:I$F MQO(O^IR*UECHN.OW'@?]Z=, O S!T!MYP>#FR7L=]($W"KJC!^]>-'5]?Q#XMUV X#:8347U^F03>CV[@O8S X/MX,/('X+*/.(P3=@5NP-3O@\N+*W !8@R" MB*P9Q"%KJUSPRE'5><%VG[,91]B^KO$M,+5K8&B&52'OUB8W\I5 M,4OE5!GE5!F97^.(WP,AX39.$M#%(?PAW@9SQ($NHPASFXPXE41SD!O(QK5MW6FKF]T4M>.#V ;B=K98/X+769X(W2O#&*7"G"KQQ -[4]#WN6N?)9N3V!U;=;#7&+K5VM]L*GK9FO-W@>24ZLX)*F\OSY N8\Q @A9"MI]TZ8@71_$:05SA998?JC'!Q1&?%2%RB$)4=1/N"$/Y>D=>T>2US_P!02P,$ M% @ V8,-6214WA:8 P 5A$!D !X;"]W;W)K&ULK5A=C]HX%/TK5K:J6JF=?!#", M(#$E:5@,=%;I]J/;!DUR(U22FMMAFF^^O7=C)9/C)9Z.:%Q.:>X^MSKN,X@QUEWWD"(-!3EN9\:"1";&Y,DT<) M9)A?T0WD\I\591D6LLG6)M\PP+$&9:GI6)9G9ICDQFB@^^[9:$"W(B4YW#/$ MMUF&V<];2.EN:-C&<\=GLDZ$ZC!'@PU>PP+$E\T]DRVS8HE)!CDG-$<,.5M :-^$?16O _XDL.-[]TC-Y('2[ZHQC8>&I1*"%"*A&+"\/,($TE01R31^E)Q& M-:0"[M\ LX=Z[G(N#YC#A*9?22R2H7%MH!A6>)N*SW3W$>H!3@EPS@5T2D#G&."^ '!+@'L,\%X M=$M]]P1O!+@:>T+L;32/A9X-&!TAYB*EFSJ1MNET5)@DQO"6@@F_R42)T8? M/GWROT[O[M!X[J/I?#F>?YC>W@5HO%@$R\7[>;!$;WP0F*0 M?5GXZ,VKM^@5(CE:)G3+<1[S@2ED4HK:C,H$;HL$G!<2Z* 9S47"49#'$-?@ M)\UX[[_P03/>=AH(3*EF):GS+.FMT\CH0W2%.O8[Y%A.IVY"S? _MKF$6QKN MUL#]\^%UHP?_+_GP?+C3H&6G*L^.YNN\5)Z4QCN2IG5U52![&JF>GX\CNV]? M>P/S<5_LLZ+\QBS4P_V&;W $0T,^O3FP1S!&KW^S/>OW.H7/&C(\C?+L_:@# MO=Q*+_S !Z_RP6OT808QB7"*[IEZVXD 57 N7ZWT$EK 6E^_S2![/97 MG3^-[)?ZTR:9WR99T"99V!+9@=^]RN_>+\\MO9.G1O^H[B>-Y)^?!#*3^ZN3.442WN2C.M,55OJ7%@K, $1_T3^\8OSOC_TA1?'&;25I)SE,)*4EI7/;EUL^(47S0$W>A3 MYP,5\@RK;Q/ ,3 5(/]?42]>&VJ ZE/*Z!]02P,$% @ V8,-65YFB%GS M P GPX !D !X;"]W;W)K&ULM9==C^(V%(;_MRE&ZJG:EG !"3,4,T (K!S4?7"$$.B36)J.[#]]W4^)@L9@]B6WI#8 MG/<]QT*B2;IVB;T9['9+Q.$KQC ++D@31OPNHBMO'?-H M&_*\0^UU=FB+?\A' MLB+D6]X81UU%RPO",5[SW &)RQX/<1SG1J*,RU/I4Z9*X_OW]Q'Q=C%6%:(MX2&)7Z. AUVEK4* -RB+^9P<3@2"!*YP*@$E-@G1&8E<"\5F!5 NO:DNQ*8%^;P:D$3L&^A%60=A%' MO0XE!ZIYM'#+;XK'5:@%X"C-)Y;/J?@W$CK>\X=/GKM\]F Z@KDWG$Z&X^=Q M?S&>3O*>5V_\^+3PW+O^5V_>?_3 ?^K//1^FRX6_Z$_<\>011M,Y#/K^> BB M]SQ\U((8.(MX'GJ^S#$YC"N>"7A68:];&&^N!<='P]RR]!U/[#(9F6))ZAI?E+X@*N7Y6[EZ?W931 M^& %_CC YU]A.69CUOS<+/.>/G(9I&Z9;!#%/P\ZD#?_17C%.Q5/TIFRNEG2FW MRY?O![9#:]Q5Q/K,_-UCI??K+[JC_29[4+K& ,GL"9)(CY)Q7(1DCC5+HVE.ZMPCW_NNY[=X9A M?>FH^^,'*8G2;=L\C7(E47;+,DZC/$F4V=8:42-91DUK6778"2V[IF5?I/5: M?$%Q<(?VF(H-P0DE!AG#0<5NEW&W6TXCJR6>I.ZM3U/]XA#1Z! H#ZXNZ??$Z:L\M+/VP+X]N8E>WC5(&,=Z(5-I]2ZQ5M#P.E0U.=L7V?46X. P4MZ$X06*:!XC _M-X3PMT:>H#Z3]OX!4$L#!!0 (-F##5G6@CMW(0, &X, 9 >&PO M=V]R:W-H965TIC V8Y$*L)C:S#?3_?G82,J A BTOQ'9\SK'/M2\WG2WC+R($.@U MCJCH&J&4][9I"C^$&(L[M@*JWBP8C[%47;XTQ8H##A)0')FV937-&!-J]#K) MV)CW.FPM(T)AS)%8QS'F?P80L6W7J!F[@0E9AE(/F+W."B]A"G*V&G/5,W6M@,1 !6$4<5ATC7ZM[;7T_&3"=P);L===&>B=SQEYTYW/0-2R]((EYH!J\<& MAA!%FD@MXW?&:>22&KC?WK%_2O:N]C+' H8L^D$"&7:->P,%L,#K2$[8]A&R M_30TG\)BD?RB;3JWI13]M9LSL"J'Q.:/O%KYL,>0/$4 ^P,8!\#ZB< 3@9P MSE6H9X#ZN0J-#)!LW4SWGACG8HE['5! M;H2],V@EQ)^6=,[Y%@?D&W9]8+U#,OA(\P5O'82[OZ?NG<^'WDQP\E/A9/P M.2?XQNJV N<0('4 _1<4D T)@ 8(QVQ-95&X2PEUMFN+%?:A:ZAT)H!OP.B] M?U=K6A^+O$[)6@F9SG2;7LVIV1USL^]HE8I>160';M=SM^NE;D] 2$Y\]>R> M)G;/*$"74^F,W&#?HX@G@/_561Z*>^EIE=)YE9)YE5$=A"<1AZ<1FEP^E22 MVX!$:YT!D0BQDB@*12G+I:&HDLQ-R>K[E^GAWCZ^3M[;:4VKT;Q_R*<=V-?, M[6N>F4G2HUUVFDN9+K6P2C*W2C*O(K*#<+3R<+2J3NRM-[G8>;"LP\,S+%6] MU.VWB@W[6-&K2#%UT=PKH&+0RZ1R%.N M*J;3VO0I]5MVI%LE91O(L?Z@&S+=@?DT6EY#*F2CQJY\UINJNA2?KO/;S=^_AM^TS3E-60H MV:E](4"@*Q5 M:J=/[9QR[U-#EWHH;.MPU3CH7K)7Q)NAI_Q MD@"23'WH5+62#*%5<;_=T&+1U<_<8;'OL'8 >%WEC9YC3ZSF]DYR/>*>^%[4+ M$),Y\"$T[QAM?/@(CVM254T76C*I>EHSS-5?![@N4/=7C,F7 MB6YL_7\L_ M02P,$% @ V8,-6127I\6Z"0 T6\ !D !X;"]W;W)K M&ULM9U=;Z-(&H7O]U>4/+NK&:D[-CAVG&P2*3'? MT+U1TCVSTF@O"'[;J/GP%#CI2//CA\+8&+M< *HKC*N"XN'Y-MV;=L26E.OL=1DMWTEGF^NNKWLV!)8S\[2UV!W5ZGZSP*$_X2+:.8Y^]W=,H?;WI*;WMAL=PL:?UT]L&*MOZ/,PI@F69@FA-Y3>].N?*%94"YQZ\A?F1&Y_XZRA_35XM6%1IQ7I!&6?D_>=WL.RIV#M99GL95 M<%&"."$PV?_WOU8'R"QXG"U"E#;!@RK@.%A/P)@,/JX+QMP*@*&!T$3 8G M L95P+AMAHLJX*)MP*0*F+0-N*P"+ML&*(-MRPU:A^P:^ZBU3X9LFULIV[N_M.,'*LU+S<__VFJ6OA/'"]"QY?*$_M,KXX&<.$J_I9\6G81&7WJY-IX]?=8WH M_WO0/S_I3^3NLT8T_?X+^5FCN1]&&?GL,^9SK?Q"/I*O3QKY^9^_7/?S(CE' M](,JT7232#V1:$@^I4F^S(B>S.A,$&_(X\>2^'Y1Z5W-U6W-[U4I\&Z].*- # MY0-1!^!05!]YN+-.BO!!&7XN"-?:AXNRZ_+P)[K:ABL3T<'\>X4W_U[AK7>. M_(J=D8%R,KLM#__DLUW#B<(=>;&&VF[NVU.F]-U]^3A!GT^(^I$%-XXBX<[M_0Y+WO@$SRO623HG4T9G84X,/PBC,'COY"-70TVNEH)->1 MN/?[0!XIOP(-DP6Y3UD!Y4M3ORA'\:E(6(T786U@9TWVN%"I"QD5AT),]I6 MP41FM9P&PESD# 7"?- L(;\QCOYC5O)+]C(;[Z37Y#&<9C'12]&YI02/T[7 MX@Y-RN^J.R1,0\)T),P8'VM3$2@3F=-"PFPDS$'"7"3, \$:RKS8*?-"JLS_ MSN?9,F64//O)-^(' 1=@)E*@E-5@1>"$%>!0FD:E*97M/[E\WAE=%N-Q-:-@M*LZ$T!TISH30/16N*:^]IOB(5UV\ M67UQI4?RE*S6+%CZ&279TF[&#L\NU2A:4\UQT:1FVRZWFR%6FV@- U*TY5C&XTZ.9]<'C[80"8U MH30+2K.A- =*D7;O]0JE#G&Y2F06DZE69 M:2:49D%I-I3F0&DNE.:A:$T)UP8A56X0LI-B)$RSO+@\)7=DUZ7RA<=Y;JA M[=O7QL6^1_98P7[J^'@_'5HZ0Y#U2A:4*U*4B53ZCS M1(-UH5["Z$L:O?!)JZ*P,<7.BK*)KF_$(]7H=Z@BG:Y/PX]'*I"#3]0FO%^ M\4UH0@M*LZ$T!TISH30/16MJKG;QJ'(7SXEN\P.9;N9A;#F#G#Q+9^U!W3U0 MF@ZE&5":":594)H-I3E0F@NE>:IHXJ'#F2B;;JT-/JKZ T THSH32KHO&?UN\WEC)J MMI;=JDT=:-GR-S HA':7S3JKM].RGYF>?R@&=504UZ$!!11F0FD6 ME&9#:0Z4Y@)!HK6G.Z - O(,Y?:4T\/5>LY5@U*BT2Q@X8IK6R1B>9:NPU4H M38/2="C->*=UOBR+0<@_PHSX4982OYS]MFBL-*$?EWXTY\O*OZJI(J*WB[P-HS2PHS8;2'"C-A=(\%*WY?5 ; MB(9R]'#[HX0/VTVOSXA(3^'^!J? K::ECD4_RI%CN_\1: (AF#C@\&0!LVI M0VE&JQJ8T)P6E&9#:0Z4YD)I'HJVD5Y_[RU:,66+\MUP&2FG3N9)]K;NWC]W M5[Z%ZV#[5+G2%<%V0[DR-V^7J_&;E]T58^9%F&0DHO,BU>#L8M0C;//^N,U* MGJ[*=W@]IWF>QN7BDOHSRO@.Q>?S-,VW*SS![BU^MW\!4$L#!!0 (-F# M#5G=2+0-! , ,D* 9 >&PO=V]R:W-H965TS@;"$.+1:M\R5@/[^S TUL3^L)BA#AXS5+,^EK,>=[5=3:+40;9!,3>B?H\L>9I@-** +;,,TC\#E))U7S.US<1C MLHBYG-#]7@X7:(SX)!1,=)KE2C)$&8)P8"B>5^[-KNA)_$%X#E!:[9U#Z23M*2$O%=^%E"AD: MDO1G$O&XKUUJ(@)SN$SY(UG?HLI/1^K-2,J*7[NL:ZH.%LR3K**+,99@LLK M?*URV"(('37!J@A6D^ <(-@5P7YO!:0N! \WX"Z\'H<@_#4*?XCK:8 X M3%)V!L[!9!R TY,S<(2#)YBLF001ZRG<[$"]://]FJ#LIIUH)H-[@GF,0,A MCE"DX ?*+>%KPOGM7UK8W]@M0I^7^(+8!M?@+&58CF(]P_?3;96=CU4/_[OZ M3AAV?1;L0L\]H'>'Q#].N:LESU;SY*NLRW(X0WUO*L8HBND^9_F:[Q517I M,<6"8XJ%1Q+;"=^IPW?:U/V''%'($[P]=P&,"..J[:B5/$*%?D16/FN9?3T MU7;"^YC.U>AN)MC'F%;'VP6%"I!]=56#=HQV:J.=5J/CF%!^SA'-WG#:*J/> M#: Z;T?2"4H=9RL,IQ'7QROM).K6B;JMB3Y#FL!IBM([T]U;?V.[A_L(LV$Q M4$"L1@H*R($CX]4&O5:#3X3#5'R&L.B;VCUZBG]'TZ4"T_00[&-,R[,;1A4@ MQ[QL6-6WOLT9HHNB*6+"P!+S\M5&ULK99K;^(X%(;_BI49C5II:.X)=" 2A53MB@+BLO/9 M30RQ)HD9VX'VWX\=T@P0$^WL[A>(D_.^?HZOIW\@] =+$.+@+4MS-M 2SG?W MNLZB!&60W9$=RL67#:$9Y*))MSK;403C4I2ENF48GIY!G&M!OWPWIT&?%#S% M.9I3P(HL@_3] :7D,-!,[>/% F\3+E_H07\'MVB)^'HWIZ*EURXQSE#.,,D! M19N!-C3O1V8I*"/^QNC 3IZ!3.65D!^R\1P/-$,2H11%7%I \;='(Y2FTDEP M_*Q,M;I/*3QJ_G! +),7R;Q"AD8D_8YCG@RTK@9BM(%%RA?D\(2JA%5I%Y&4 ME;_@4,4:&H@*QDE6B05!AO/C/WRK!N)$8#E7!%8EL"X$IG]%8%<"NTST2%:F M-88/!3$,P>P7(]GT_" MEW"Z&D[PW RG(Y'L'P*PQ5XGC[.%B_#U?-L"A;A9+@*QV U Y-PN R7X&:, M.,0INP4=L%Z.PLKW,!*[O4HPKLX0AF70'[]CO@&U\M!99A.0KYJ%T^1I&0FZ7)V:UVGE'164HIP# MKZ.ILX)BNG))7+&JPCJ=KMJ7K?F=5MYIR3O1/^.V6W@6*9A M7C K@ES34S-[-;/7RKPB'*9_2NLU0&Q?[N$SVF:0XQB.FM:O:?U6VL5LW;)0 M_6:/OMV[P&H&>:YOJK&Z-5:W%6LHD:JA0V_B F9(Q==M=-TQ#:-[:B(LDS7 M4A/V:L)>*Z&X$<5]EPNZ*('Y%H&M* #TFY0P=JM"[36\^5B;$9TW"NS:QJ_M[RKC3TXH]A5\+Z]!%.X%Y\$.$6R=OF]5#FBF?+R:>_) >\(4@9\D)&<)PQX M((;OJF4U^=.7N74V^5\'(L8L(H4X:D2&PO=V]R:W-H965T \RELR/TC048 M GR'>L8,QR$I>"7F3DV>_JV@R(1QACTL%M)&Y;W,=1)(5&$K*3:4,*8F'X[WZ(*M=U/**&.Z3Z"7T>=!5OBK@XQ7:1'Q. M=D-:H!<$_910OT P M"H)Q:X1Z0:C?&J%1$++2U;SVS#@;<61V*-D!E6BA)@>9^QE;^!4F\CUQ.16[MH>!QT^T/'7LY?E7PQR9YM D-[!%W3ZQ7Y]&~G&U7E_%]TYY^C'YEAE"^/D>DU+^B-L/A$*Y]SC,J>?+L M:[,+;BKB,-8.K%BOGY4ZVI?:^R]"/%(\4FE^_9JZ.4TQ13Q, MUN A%L!*G/@,5I3$0,J=Z.(#RK5;F;;L)5NSJ7WKJ-M#W\\QK4;]&&.?8VIZ MJW4, \CS%=9XV4@4&PO=V]R:W-H965T7&Y9>K=ZXI5R 'EVJ+;Wl\"HP7,B]$5KZ M?_K[/[0\M;\GE]_S,>;@-0IC-E!\SI.>JC+/QQ%B=R3!L7BR(31"7#3I5F4) MQ6B=B:)0U37-4B,4Q(K;S_J>]=LG*0^#&#]3P-(H0O3M'H=D/U"@\M[Q$FQ] M+CM4MY^@+9YCODR>J6BI191U$.&8!20&%&\&RA#V1M"0@FS$KP#OVEZH&B2"(?8XS($I<='N$PE)$$Q]#4*684PI/[]^C/V3FA9D58GA$ MPM_!FOL#Q5' &F]0&O(TLG_$!T,=&<\C(8?[?'[]@_E_I/$=,+1O M0-=TLT8^.I:/L2?D,),;YW)59*)(AUZD0_B61_$FV&Q)&IMY#AJC7BPFAND.*^[7+]#2OM>9^D_!SBP:A46C*;HK$PVN6?*(A)SG]W4N.<2 MN%4%WJF =QRKQ-T8N26W57!;E[CM.FZKPFU:Y7PW1F[);1?<]B5NIX[;KG ; MW7*^&R.WY'8*;J>1>^%C498W'-,Z>J=FF1OEM#=.T!*_6^!WF_$)1R$(Y><4 M).A-%'Y>^UGM5I>]Z6@E(XU3M30"M6.%U!JMS#!C/1!$2DXL-/OQJR"H,MD@>]^MH-J[O$EG7ZW ^L5O3U(ZC MSCF/I1@VEL%#WKV44K%X+I+JU1UAZ>4+43?*<9P/2(\5%3:7U!F)M[=B642? MS&JUNNI0@V76FE$=:)58U9.CGSQW/R&Z#6(F0#9"IMW9HF;0 "B;-SA)LM/@ MBG!QMLQN?7\QU0.$,\WA/#WACQ@%G\HW

[J*.'J*^B7L*/#3M';RP(8ES!^R?C FZZ+CNJ("CC<.^9A 4825[2'"N8K'")64:0 MJ7[RW)7:$X6YD]IAE]IA;]RWC&=94U/8:6FRG!58W+EO6B_34W-KR4:&3/<) M][,PG/CWVQD[- EV+5('21)W-CN"))T@R2//.F78M D9E\JI1R_14_6P9(.M M4*+1GAZG])<>^AN%;N5&G7*C7N4N\YQJP7!I)4/F NVIZ=*QE_:I.HX.X@K# MX9Z0IW28.APF1Y0<=TJ.>Y5<-BLK'&49KXA+L_'!R8_&NU'.#TWVKL_BT&*8 M[-VP/A(;F[_5UU4$:H=NJ"4<@88I^W[O5KN>_=*TJGOK5^`%/'2L+Z#'MRWY M7WK[@? 92A5E$D[9&EP%YR.H!\(VW7:B>&VZRA57T*.:80'?*41H WB^YEP] M3+2#[LMG]@=@ V8,-69 _[)A8!])A8 !D !X;"]W;W)K M&ULK9A=;^(X%(; _BI59K6:DV>8#*+0+2)1D9U@- M3%7:W8O17)CD - $D=M8VT)'VQZ^=I(&4U"I:]Z+DP^]CG_TYCF]G."'6 M>%A1Y5K/%^Z3S5:H"_9XF.,-+$$\YG=, MGMDU)4XR(#RA!#%8CZR)>Q.Z724H6OR5P(&?'",5RHK2'^ID%H\L1XT(4HB$ M0F#YLXI MN*>'SU %U%.\B*:\^(\.95O?MU"TXX)FE5B.($M(^8N?*B-.!#+0=H%7";R7 M@MXK@DXEZ+Q5T*T$W;<.J5<)BM#M,O;"N +/!XR>D!,M98T=5"X7ZBE7PE1 M#\I2,'DWD3HQGGZ=SVJXA=QM"T:B73W+9N^.VR1MF=.I'H5/P_%=X7RCG:"H-3L&@2)0 1)^^R#9H)B#CWUL&`M>%L".^U 5>-N>(XC&%FRB'%@>[#&O[YS?>?W-J]-P@*3L-0K)&5;IV5KHX^ M#G F"S9'.4YBM,?I#MH2H65=Z;KT'#WD%M[T!KKYP9 MBQ3D3%B@*,5)IO%9"[K49Y.P8'!F34UMR_+"9I@5%::(K6S-YQ M2>L:7].Z1A>U1FF!45IHBM;,S7%AZ^I7MB>%C!]G73G^B5=IZR+7/5^8=KR6 M8F9R81H8I86F:*7E]LF^7P9L4VRX3]-:7B^41U4&]U MC_\#4$L#!!0 (-F##5DZ^^:XY@D ,UR 9>&PO=V]R:W-H965T M.0^C M\V"2"K$ZL3-EAXLT/_Z4'1/'N%(XPZ(?(#&UOVW#7NTJ[Q7[[#'A/],%8QEY M6BWC]+8R>*U:;>;3A=L%:8GR9K%^8XD*SA*_"3+$E]]UTS5DX*X)6RZZA:8/N M*HSBSN2LV';-)V?))EM&,;OF)-VL5B%_OF3+Y/&\HW=>-MQ$]XLLW]"=G*W# M>W;+LM_7UUR\Z^XHLVC%XC1*8L+9_+QSH9\&9C\'*$;\$;''=.\UR0_E+DE^ MYF^\V7E'R_>(+=DTRQ&A^/;KMARF9/$?OQ50CN[G'G@_NL7NET7E0=4[. T6:/%5)8CM4Z9+I)V15!HL] M6$7QJGOX5/ЖB]@+TWH$ HPPPV@:898W#Y.J! (*!7!O3:9NB7 ?VV 8,R8-!! MEX9EP+!MAE$9,&J;85P&C-MFT+67OYSV.F1P*&3WQ]X6W;9*BA*SPBR)%945Q+JG;C(N?1B(NF]S0KQ<_J$6N+VY^>/26?+)8%D;+ ME'P/.0_SMF(F4>V)V6>&N+-P[@=?(MB;-%2F@\8S-) MO*..-]^*]]3Q@[?B@S?CC-MFT+67OYSV.F1P*&3WQ]X6W;9*BA*SPBR)%945Q+JG;C(N?1B(NF]S0KQ<_J$6N+VY^>/26?+)8%D;+ ME'P/.0_SMF(F4>V)V6>&N+-P[@=?(MB;-%2F@\8S-) MO*..-]^*]]3QN=)WO?N%&R^_\$M#2;39W0G1C<_$T(R>9(>N M6H1K^L%P2QWNA_$),0^'TQ;9C5$1;DK"[3>R; _+L6A%NR(JA?;ALY]WVX;*= M]]Z7W7]?]D =;K'I[@]G*LK0W.G>+'B#0[IGRS!C,W(=\NR9 .!AG(;;D]R? M7\50XF5LE?Y/LI^76ZXIY^8S@--'T[9&>5>CN]I53TR7;L@<4;)M.3,OA8/2%A M%A)&D3 ;"7.VL&$!RU<@#Q-CI(TU\>^L^["O%;3AG<4;"-&59*F:#O#QWK/-SAZRDE;QC2QH) MLY PBH392)BSA?7VZDJ,;-0S,J77*J6/3!GT&^JIZQ5^V!7[0-EM7]E8H%. MV-.:Q>+[FG&RNA< 9)YP(N9$ZX2' _)DLDDT:Q?>RXE?BCRU^>),Q"PB@29B-A M#A+F(F'>H*&10;\A$63& 2K*6FX4])0J:3?A'C"3*B$+'--?28\O[SU)9E_ MV0AE%6>3SR1FF4Q$2O*Q(D+"+"2,(F$V$N8,&Z5J#LWF#,9%)O5:)O6128-F MTIZ9R_+>62TJ_[1,=5/EE%X%RTCL=C^-"TG5.)B:WA0!,JG7,JF/3!I(DO85JPE=]_HKFE(&6;C\ M^P,Y1G. MBZ?)BI$L?&(I68>1K,U^J68SL+\W)%*2QKJ (#2+"B-0FDVE.9 M:2Z4YNE-(X A$9(O&:?G%*;"OF(/K)>-?IU=:?_.GQ>B?_G4Y(E;YO#U*RC MY0%M[D-I%$JSH30'2G.A-]*\Z&T0>%$SM<)^HL@OH:K] ??VBO P]09 M:1:41]$T&TISH#072O.@-!]*"U"TNLPJ4X(^_JC+ % W I1F06D42K.A- =* M4;E4#"4K=CWFD+5]*.5 +4I0&D42K.A-*>DU5;E M_;Y$"5 #0LNL/C1K(,M:UU]="95IP%";!@#N4'6&H]4 M11 :11*LZ$TQVBV M[75#=EZ F@5:9O6A60-9UIY"#941P% ;:X7SVGA#E4N_-60HPL>VO^TBB4 M9D-I#I3F0FD>E.9#:0&*5I=8U?\W/JK_;T#[_U":!:51*,V&TAPHS872/"C- MA](%*TNNZK_;ZC[_V_<_$(=?;2VH.U_*(U":3:4YAC-1KS9DTSAFA^X-YN?MR_$DM/Y8,C5KTB0]T !UI/7ZK9K_AKKY?\.F+'H{[Y:,S#:,S'FR*F_,QKBT MH*'-?RC-@M(HE&9#:8YQH"'^NJ"A7?UV27UHTJ"DU6Z"[%,[9FXHM8CUL19],LX=6GV,C?Y"J)T\VR6,Q?W'/&B$# MM0!:1:41J$T&TISH#072O.@-!]*"U"TNC(KHX Q^JB%#-0X *594!J%TFPH MS8'27"C-@])*"U T>JRJXP#AOIV!E?)*C5":#Z4%*%K])K25+\!\PQ>0 M+81HZ/;S5(W=0G8K_11H]"OU&F./1E!:11*LZ$T!TISH30/2O.AM !%]\NF M\A&8-A_!WHJ+J;0#]0M :1:41J$T&TIS2EKMLIFD00I-ZDF2RMP"T*0!BE97 M1>4I,-6>@F.N6=PR'K&47))KSN:,<[&@NLV2Z<]W7==0[]_1>H,Z$J T"J79 M4)H#I;E0F@>E^5!:@*+5U;OW0 +S@ZYKF%!?!)1F06D42K.A- =*B&@-*ND-3YV7)_R MT';#;-FP9GO2@1Z"""Z5Y4)H/I04H6KWJ*UN"J;8E5+.^M)CUS:*'2$P69_DU MO*F8YH7W4KN"FGIT^4/M"E :A=+LDI;?'W"G)NU$&PU[X_U_K[6%W <72O.@ M-!]*"U"TK;:Z>P^7$\NK^^+YARF9)ILXVSX$9[=U]XS%B^+)@J^\6 JIK4NV M._JI*)ONZ:?^]B%W5=KM@QZ_A?P^BE.R9'.Q"]K)4!PPWSX[9 >&PO=V]R:W-H965T=V<:6^I98(9@VK"3;#*8;!\Z^Z#8"GAK6U02(?GW*PO'QB 43-P7 ML,V]1_<>&9UCJ[>F[=?$"+ V#;W%R3&_(PN22)_>:0LQD*> MLKG-EXS@0"7%D8T8O5R2B*[[%K1> M+TS#^4*D%^Q!;XGGQ"/B?GG'Y)F=HP1A3!(>T@0P\MBWAO#"1:TT047\$Y(U MWSH&:2L/E/Y(3R9!WW+2BDA$?)%"8/GU1$8DBE(D6*#)5MFP_3-)Y]P23OX8R3PR\T=78O;\>@]LOX'HRO)Q<3V:3L0>&MGG<[F@QG8O>[\FNRP'3LS:;WH]G]=/+W5S"Z8>.^@2@<.(?P*?P;WG@H\? M/H$/($;$%7'";>M"!>AK@AB9BP<$X"4B@R1^9\)MO MY;OF?(@, +8D-V<8O3)\B8R(?ZV2,]!P_@#(04U=0^]+=\WI+O%E.E3I#4,W MC?Q^:2B\]@&*>&"K7RQ8F$R!R/*!9 3#>1EPIX(^'XMX\%$)D<C_JYO\#7A# M#YZN<1=\B7W2M^0BIA"MP>^_P;;SIXZX.L',$:_JC+;W.OKI=8*Y-8&52(5.X=&<]^N#&:,J>QE:Z>^V MM4)F5NJ$(4T2 ;=<*SQ=),RYE9F 1^B)-JBK7YT@*KI$-4N*&;!RZTBC%UUG MMW=-%.H>4!58&$UHM%Q'Z$H&8!26(V)<30P\Y 9@X>F@V=2-?ZY"\O*&:\P" M#H:^+Y]UCY87,W;E>:P3S:T+KF_5 M#31^#H5! 4$\# M!!0 (-F##5F=G\Q&N (#$(9 >&PO=V]R:W-H965T M_;W)7>6RP +&+/]*4ID-K$L+I;#$92XG;/L1ZGQ,@ G+A?E%V\HV[%DH*85D M10U6$12$5E^\JW4X +C' %X-\X6$-< _RD@/ ((:D!@E*E2,3K$6.*HS]D6 M<6VMV/3 B&G0*GU"];%)/)5>[1.%D-+F>SB;S\6P^N;G[@,;?I[,I.HU!8I(+ M=(=U!Y'E4?OB$XP5M"?T? M/.Z&QYHN&O@?D(7(GLD M;- (&W2Q1]="DL([R1])#*M5PP6T"=E)^*]"OB197)%=&#+=6C:1ZSM.W]ZT M"-1K!.IU"C1IDT55FZ3DO/6ECWK/HW##)H@J[>,R?U$.VC^)42 _%!+ P04 " #9@PU9J*1>MA8\# Y#0 &0 'AL+W=O_)*DMH D3I$,39M%S8:AV =:.EM$)%$C*;L!]N-WE&S%[A1A MQMPO-DG=/;SG(8\\3M9"/JH$4XXSLC/'<"B;5V)T,)J+4*<_Q3H(JLXS)IPM,Q7IJN=9V MX)XO$VT&[&!2L"6&]!^*.TD]NT&)>8:YXB('B8NI=>Z>7;J><:@L?N.X5CMM M,%3F0CR:SDT\M1P3$:88:0/!Z&^%EYBF!HGB^&L#:C5S&L?=]A;]8T6>R,R9 MPDN1_LYCG4RM$PMB7+ RU?=B?8T;0D.#%XE45;^PKFU'9!R52HMLXTP19#RO M_]GWC1 [#N[@!0=OX^#Z#!\P<'?./@5T3JRBM:,;19,I%B#--:$9AJ5-I4W ML>&Y6<902_K*R4\'X?7Y_=7UET^SJ_OPS:L3SQU_@*M?'VZ^_@%O9Z@93Q5\ M9E(RH_8[> \/X0S>GQX'KX'G<,O3E!9#36Q-L1A$.]K,>UG/Z[TP[PAN1:X3M!5=YC/&^OTT<&B+>ELB%UPDXPZ@/KML#S_'\MGBZW7\I\S[X3N4^Z C';W3U M*[S12[J6<\5C3IG1@Y"E"&(!H1;1(WS[1*9PHS%3?[;$>5'C^NVX)JO/5,$B MG%J4M@KE"JW@S2MWY'QH(WTDL#T)!HT$@R[T8,97/,8\[HK4NV M_3W)MMB*-@3 MG0(:S)[*EVC:/8B82MJT]"=PZ\UK3J15X/9I=5>['%N,AOU!8[07^[")??B?M8E=0TOZ,4HH_;@NP$^70Q:K!7&^/B-=.9-00&742.=?P-4&X9?*1[H2/+.(I MUT_P[1:S."BG(X'M<1\WW,<_*0?'QY3@2&![IPTIQT+G]H,D\! M6]%!SN8D5W\H$@+U8,52TML8]\)>2C[&FR\NZ>=]BUJVG Z[>3T0!DIUY)K ME!")+.,JJBD62$0+E!&=*%2 M!'KQ#V46 UVND/,Z3M^.S77>;Z.G?^3K_ W MA"@*Y,;V .RIX4-+!M-W4'3G=/>NAU(^%MJ_13LGB_J2\W@ ?2X8CH>W+X#W+ MX!T_M[LQ#U; ^U=V^\,?4L#>*4XSE,NJ9E>4N66NZSJU&6W>!>=5-6P_F]>/ M"L]*)<\5I+@@5Z< IAM3UG5ZW=&BJ$K=N=!4.%?-A-XV*(T!?5\(H;<=,T'S M6@K^ 5!+ P04 " #9@PU9U/EENQL% (0 &0 'AL+W=O)$!FB<)RGY=X)CL9@I4GAONHO6&%0WJ?+I%:[S$[&&[R/B9MVE#"*,$IC4@*,KR:*>?PS-?U(]!4?(WPCNX=@V(HCX1\+TYNPIFB%5>$8QRP M H'XQQ.^Q'%#^8147Q)XK^CD&UFRD0!(5ZA M/&9W9'>-ZP%9!2\@,2W_@EVE=0P%!#EE)*F#^14D45I]HI_U1.P%<,YX@%X' MZ/T \T" 40<8+^'WIK /,E_9@U0'ET-5J.7$>8BA^30C.Y 5:DXK#LK9+Z/Y M?$5IL5"6+./?1CR.S9>7U[[W\,D'7SX"[V9Y?G5UYU^=W]]\^5RTW/E?_<\/ M/GCK88:BF+X#[\'#T@-OW[P#;T"4@OL-R2E*0SI5&;^:@JD&=<\75<_Z@9X- M<$M2MJ' 3T,B@M="/PK3S\ 0_L#Z)INCES/Y_5?WWID,HUD71LFS#_"\B*+U.L-K5-[/9 7N\!-.)2<,-P M0O\9RWK%-<:YA>^=T2T*\$SAQD9Q]H25^>^_05O[B4@<4_B:>Y/M%<;:H^[4_KB,HU;+VK\H8JR]2LGLH?47&6 MT:@Z([2:$5K"$5YC%+--@#*^TN[!MUN<%097%C<<>]8-*,32E8$GB MO%BM5&=>PHZ/79\R8Y7),F"\)ULF>VV3//9%YN#*3(Q/FR83YDF"=Y$"M??5L7 M7FL?=>3^W0Q=$3![C$JL 6>S7@C,OZ4)V>@XS)7 BM<0N!>V4.?)V)+#*R MXH;!UR:*P9+/;Q1@L6F(>SIV84JE>5)IOBQ:-V=ZFS/]1-91@V6E2*;-DTKS M9=&Z?6JX1"BLR;QU U<:'1]XZA"NJ:;1[PCK;: M@N)R2^=4B5*9/F2:7YLFC=O+6%)YR/H0@Z0\>/H<@O0 MV_I,%]=GMSB, EZ9++)B2RW _#$C16N80NM8Z42O.DTGQ9M&Z*VCI2%Q9!(H^H(_=W+PP+]E^1CJD,I_^(,;*R M':MO$V,J4^_7*.K>CFZ"LW6YE4Y!0/*459MX36NS77]>.+ WVB_@V24<:??@ MF5]MQK?XZK;C'1,19 M(>#?KPAASR=%!\V/'N;_ 5!+ P04 " #9@PU9&SO!8NP# #5#0 &0 M 'AL+W=OK A-RZZ=*VR+84@RIW21#4T MK:^F08R5\3 ?>Z'C(=GQ),;P0A';I6E _[V'A!Q&BJXL.S 74\W 9K MF -?;%^HZ*E5E"A. ;.88$1A-5)<_<[3>YE#;O$6PX&=M5$F94G(MZSS%(T4 M+2."!$*>A0C$WQX\2)(LDN#XIPRJ5._',_;Q^@N7A9ADP\$CR9QSQS4AQ M%!3!*M@E?$8.CU *R@%#DK#\%QU*6TU!X8YQDI;.@B"-P6AS,TL',A19DN:Q)P(/QD)(#HIFUB)8U\KG)O86:&&?+..=4/(V%M'Q /O4=_LOCBH^<'Y#VZT]].7J:(M?SGA?3USF:^9[_];?_%OD/<\?9VY MWBMRYW-?_$XG:.(_^+.9/Q%V;_YTX:.K"? @3M@U^HZ0\$PFZ^G2-/J$8H]<- MV;$1VRHRCKP3S#4,^CB"Z]%>%WDJT<11];W0& &.' M;Y&IW2!#,RP)C ?S[F8'CEFM@9G'Z[?$F\$>\ [0BI(4>4(J%"V37\2T\YA9W=J/==UQ MG*&Z/]9@((?L M5Y#]3L@)K(!2B- QTZ["G>AC? MW)VV^@Z*:CU7BE1GTYKUWQVN_D30A>(PXT M[2:V&S!&KU\#;MJ8EB'G=2I>YZ-9&^-0[*V#,Y2(B@: D%&+B,WFE.I3[0: A- MH\^&W>O)!0PJ 8-. :)JEW#HZ0@L:K:\%MT4N2Y3,)# -3*\:629+?RZ=MK& MM ^G^'O6H'S-A02]D4-2*\MJ$7&V%^O_(>_?)4.7?);UA9 8&4Z+!N.DP?CH MM^ EA+5\N&702U[-M2))6:&IK=!GS9@O7-3:U;Q+E2SF;^.5B^+4BNS+4-. MVZ/>O3]VI7D7LR69-Z.1#S*KMMJHGW9(O7N+[,[J+NI>8\[&D# !K"P &0 'AL+W=OS.]/$'S@&4O",L?<>\Z%JSLY4/:%%P "?:LKPJ=6(<3VUK9Y6D"- M^37= I%O6#BA.U&5!!X8XKNZ MQNRO&53T,+5*<"_!BT@,$I(+@ \%N KYUII&@? M$BQP.&'T@)@Z+=G4@S93HZ7)DJBRKP23;TN)$^$J_CA/UO=SM+A#C\LHF:/H M_G[Q%'V.Y^ANL43)8CU[O%O?HRB.%^O/CROT/@&!RXI_0%=HO4K0^W;U,OZZ(]=HX/R$/,?S#0G%_QT^,.GIAR>02KAK@K]2,^BJ/-!\P06^ M)>R![#EC-8HEDXQ^7^3OS11H%C_QH"AWZ-GKO?_,-6OX1^8^55ONN5;G,+4MDLV']N#%?[X@QLX/YN\^YYDR7^6KW_GJ][&',]B4A)1D(WM/A4D*)NL: MBJ&F4%UX'XZ&XXF]/W;$<$85_OA,TG_F5?XW7?XWO?E'&=WJ]DMS%*UB-/ " MDX)>$K/%R%3W_\%SN>X-F7]DASL*S'8$G1U!KQT/C.Y+=:&93 C.XYV6* [. M2C1PO),RGO/X-[XY[V&7]I WJR6D= ^L!&[C[$_YAY;WLC"VX>%9\)/TXMY(M;ZW1>3C7&9JUCCJMHUZM3ZP4<$7SW*AO=!;PRG5&)Q)[[Q5HB%B,'-&L>= MQG&O1GF)_4M/&9_W@G%P(K,WQEME&@(>-;%&I7TTAL@;9:/'.8Y2NB.BN7F[MW6YBC/2@=+(_&ULM9MM_BL:] MZ=S-)&>>;.S4\4QB!+U.<\TDE^N+SKV0L6PS!\B51'SM],-78 (&$YT]MWZ3 M&-C]+=(NDO@#DRWC7\6:4HF^)7$JKGMK*3=7_;X(US0AXCW;T%0=63*>$*DV M^:HO-IR21>&4Q'W+,(;]A$1I;SHI]MWSZ81E,HY2>L^1R)*$\']N:=JJU]1%E%"4Q&Q%'&ZO.[=F%>!-<@="HO/ M$=V*O=\H;\J]40\MZ))DL7Q@VU]IV:#B!$,6B^(OVI:V1@^% MF9L*9W5&211NOM/OI4=L>>@.-T.5NE@M1V<5QSLTL^-H)3.CC'1AB4#H-C M'8:ER_!8![=T<(MD[7JW2(U'))E..-LBGELK6OZCR&_AK3(2I7DI/DJNCD;* M3TX?\&?\\0FCMQZ5)(H%^D0)WEYO$.7Z.G10V_?O$-O4)2B3VN6"9(NQ*0O M5>3_I_8<:_[YJ<=5LZZ79MY86^%N6 MOD>V<8$LPW(ZSF=VO+O=U9P?BXY_++JO=_=HJ-S-5]V#[T0G*KK1Z=Y(A5U5 MH%WPAJ^=3B3(:L7IBA1C$UNB!_I,TXRBOWY7INB#I(GXTE5S.Z[=SAMJFG M9@4(ULB*6V7%U6)D09'*6SXJ"K72"6GT3.:Q6NS< MT61.^1?TW\OA?%A]E&K!3?A"H*?-0N59+;K,X:5I5^9=^=:>PJGK(DB8!PG# MD# ?$A8 P1H5-JXJ;'RFY?08LFP@81XD#$/"?$A8 1KE(UIU$* 3&9Z"FG ME@DHS0.E85":#TH+2MK^7&>.AM5$URR!/2W(U;'W)-.?K(TC!3B[M4HALA MJ)JF=).-'GER/4#2/% :!J7YH+0 BM8L'*LN'.M,DTX)ABH?2)H'2L.@-!^4 M%D#1FN53*X"F5BF:>B]WD]^YCRPOC3MXMWT;TV$T:(L_WC$D? S)US?MY$2<M0U(S:TW-U(MJLS5G:12B&>$4W9&4K&B2SP/:"0!2UIJ!TCQ0&@:E^:"T (K6 M+)Q:$#0'YYH (#6R&2C- Z5A4)H/2@N@:,WRJ=5%4R\O:L1\LT/ULP]TX@XK MVQZW!_T.'=)J2_D=1H[;5A#US3FY\^A(9JUB&CJ<0'FC!)T;VZ=/.Q_D[- M)+Q7'W2#ON0TMT,E.:TC HS0>E!5"T9NG4:J8Y.M>P#RI2@M(\4!H&I?F@ MM "*UBR?6JHTM9*6=M@?'P[H@X-1?WR@@@Q'[4'_$&29[8=^'4;NN#WF@VI] M4+3FVR^UV&?IQ;Y[SI:TN-$B,7I4^"BD8O\9Q%,ZC^)8W9*5.=*+0/IHIU[- MH#0/E(9!:3XH+8"B-6NJ5@\M\TR3@06J(8+2/% :!J7YH+0 BM8LGUI#M+0B MDVXRT'N>7!^@(F%):]POM)XXX]*FH=:[[7L8'_2\ BA:,YNUI&?I);V LVR# M[C,>KHDHGF2W)YG.1(.^T@=*\T!I&)3F@] ("*%JS=&H1TG+.-8^ 2I&@- ^4 MAD%I/B@M@*(URZ>6(BW]RXDSEDI.0HFVD5R7K]!3CDC^*+.S: 8'@[/=I^Q_5 MIH]Y&ULQ5AMC]HX$/XK M5DXZ]:1C$SLOP!:0 DO;/7471+JMJNH^>(F!:).8L\W2_??GA)!@"-;"4O4+ MB9V9)\SL6<&=]:4/?$%(0+\3.*4=XV%$,MKT^33!4DPOZ)+DLHG,\H2+.20 MS4V^9 2'N5,2F\BR/#/!46KT.OGLL\9P$1#PLQTR.S!(EC!*2\HBF@)%9U_#A]0#9F4-N\34B:[YS M#S(ICY0^98/;L&M8&2,2DZG((+"\/),!B>,,2?+XKP URG=FCKOW6_0/N7@I MYA%S,J#QMR@4BZ[1,D!(9G@5BPE=?R*%(#?#F]*8Y[]@7=A:!IBNN*!)X2P9 M)%@&ZN>*?12!V'"1.O0,J'-"^@W/$*P2X<LB9&V:YK!LL<*_#Z!JPS%JB93=Y M;')OJ29*L\\8"":?1M)/]&YN@\'G4? P&8+1!Q!\\B?#1M\/AC=@,+H;#^\# M_\OMZ![XDXE__W%X-[S_$H#^=\5P[`/YH` S9_<@'21\+^E89\@1GA'5-(11DO[VQHZ=OEU M[!S//H(7$!81#GPPEHN;,%8&$JZAMSWG+!G8O3^_ -Z MUOLZO1<"4]0[17HG1_>.J<]61:,O-VD(!C21F8OC?._[C.%T3F0V$>#Q!>S: MC? %+/NVO,0O!C\\2$MP*DO#:4#F7#-6%P)10N66H7.U"&:T$%S@-HW0.Y 6L MTF>Y]V0\L(P0F4=I*I_414 +6T\:U(E_.XZBVRMU>UK='^5"$/L[?Z-,ZWB" MLK? C*,J:I;*F5MG7_/O5"=/ZG2#L[3B*L%8IK*45)JOOC$1'M&=3#V=AQ% M6[O4UCY[&Y)\NDZT%O,$T6_'441#J^HAK->4J?Y)94J/>6KRO12:&H&=+@K^ MYE)5$+A4N"Z$IH8+5>%"OZ9<%;A.CIO]17GNN4W8;G?,9T7>H5G+TS.S3ST*Z9RJQJE:"VO="4B\)QJXT-Z-0PJ['S M/.391ZA5K0G4]R;:A%_X*F]%=>PNW&# JL. ^A;CO)Q>@"K?V:U9J(=F36_7 M3"5=-0]0WSW(')3([/.*+'Q&%Z!)*Q="4U57G05L_>XL?$9CH0G7A=#4<%7- M"CR_6]%GX?;AJG5MI^WNK^Y#.\]QG:9;O[Q1U7 @?<.AR<.%IU(AK,-\4F?F MVK - CU"K.@&D+9V:1%PX*JG.EAD6.OO<:@Q=9#6;1ZH$JNHNTM==;2I&AT&S M@60NMM$^OSK#=M-QCM"KRBO2E]?S4BTZ+*D(VLC9S[4U=#NG*8E MA,WS0T8.IG25BLU4CE;'F3Z^?'=WGP?7@\VQY$5S.9T] XSN;TXB,E,0EI7 M35G=V.; <3,0=)F?V3U2(6B2WRX(#@G+#.3S&:5B.\A>4![[]OX'4$L#!!0 M (-F##5FD@(K*F@0 /$9 9>&PO=V]R:W-H965TH2"6.MUY+,Q[77(AH5!C,<4 M))LH0O3'%0()KJN9VO.#2;!<,?% [W76:(FGF#VLQY3?Z1G%*#R(<)P&) <6+ MKM8W+Z'I"@=I\37N^3H&HA09H0\BINAW]4,,2,G(2) M_ MVJ:VA@?DF821*G?D,HB#>?Z*G=&.'#BGVL%*':RB@_."@TZV*\=P4D= MG->.T$P=9.CZ/G:YA9>HL.8T<2%77WKS]0IB42A31OG;@/NQWG1P M#;V'&PA&GP&\'=^,_H003.'DZW# /Z_[$]BXZD^A!P:CVS&\F_;OAZ.[,]"_ MN1D-Y+5PG,#!Z,O=\"]N-H:3X4A83^^GX,3## 5A<@H:X&']@9-/I^ 3"&)P MOR*;!,5^TM$9#T),19^G$[[:3]AZ8<(VN"4Q6R4 QC[V*_R]>G^WQE_GBY>M MH/6\@E=6+?#W37P.;.,,6(;E5,QG\'IWNRJ<]XT.__?HN<6PLW*R)<]]J9O6 MB.+&%?_F^F",?G!%8:!/*8J76%R? ?C$)4Z\Y=D' [0.& J#?[#/2RHBV\[] M[88CP9A*/F[JCKVX]O5XPM9O4S6:(Z[&M?-!-,MUGJ__F*ZQF]5J5$)\U3" MH")8+HE.ED2GCMZ;,C)_;,QD$N2.O;-1P'#MO!"M&:[:SQ$@QPA+P[19',TPKJ[(6^-:J5 GS5,*@(E@N*VZ6%?>#I<55F425M,$\E#"J"Y9+8RI+8^HG2LF<[QU_V@K"4+6S#*.A*V:91DI4*3KM=K2KM+/1V M;>A?>(4A;(Z^S[_5RY(F-"7+7ZNW%J%J86_M3A5PCR5,*@(ELO019:ABP]6 MF N5250)\U3"H")8+HFF<>AHC)^H,2D\)S)NNR S%49MIV#D51U'*M@!2NL M3*=I5VN->=36F;6+,.$+B^A)4O5PUL3DP*YX[XCQ# M;ID?\/O@$"Y6RR!.0(@?7"CCO,4S2_?G"_L;1M9R WU&&".1O%QAY&,J#/C[M!2'L^48,D)WRJ/X%4$L#!!0 (-F##5D$B)U;_ 4)LS 9 >&PO M=V]R:W-H965TLV@]M$GR>UPFOG1.?9K!) MZ3>V)(2CYSA*V%5CR?GJLMEDP9+$F'U*5R01G\Q3&F,N=NFBR5:4X%D>%$=- M0]/,9HS#I#$(K:.8TQ?1B1*-U<-O?%ZX"%<+'EVH#D< MK/"'"3 A_7-U3L=>L*+,P)@D+TP11,K]J7.N7OM[+ O(6?X9DPW:V478]TS3] MENWXLZN&EO6(1"3@&0*+/T]D3*(H(XE^?"AC4HS"]S=?J4[^*4~HD_&"-&+Y;[0IVVH-%*P93^,R6/0@#I/B M++WXN+\1.@.#4!QAE@/$WH'LZN&M(X-:):Q"MPSH M'JO0*P-ZQP;TRX!^;H?B\N_? MS/!S0=(-HUEK0LHW<07FT^,[#)#/[A%/Q M:2CB^'#RY6[\Q\7H>F);:'QWWZ,PB'(<10[>84IPY\AQ=H,>) MA. K(YNTH0O&;*3&9G5Q-OJ M^-:/XEUUO*F(;XI+6%U'X_4ZC@PE\ :_H);^$1F:T:[ISOA'T?23*MQ2A]\% MO IOU5U,=?COZT2$:P?5G>/#Z]3=GU/W?D[=5X=;)#ATZ20?M*KQU,IYYJ'Q MM,247(S$]#M#XS06]R2&\UG]6HDRB9$'$?8*CZ0O:;?>/7_+#UQM,9^CK9X%$ M/BCUNFV MY48^T/E)GNE4GNDN7/.[CJ>$HG2. LR6%XQPSB/A'YQ-A+59A9)WJD\@818D MS(:$.9 PMX"U97>VNF^!&(7]!XKDR=RG*7)J; M-$[7":\SJ1)YJDDA818DS#;WK&#VW\QED'JNN3>=O=7S(/7\?;VNN36Z9*=N M9:>N^B9):$@8&J%[\4A/*14VRN^;Z.L-R:,"VH1/B3S53I P"Q)F0\(<2)@+ M"?,@83X03/RK_)N]YV?=']0QH>$69 P&Q+F0,)<2)@"'?.!8)+Q^Y7Q^^I) M/#=T\:2S*@V=9ZP?45(EM"QKQ%#(V!HG :FSMU+E5'M#PJS^?I*GB1_Y9FM# M2CJ0,!<2YD'"?"'8Y%M=VZ[U:F#.%?GNG(2\=G%UI-8YU;N@- N49H/2'%": M6])VQZG1WANG'JBH#T63+;Q3KM#!++P0>4CM UJI(4UPQMZ%&]BR2-C6T;4N^^=[(!6'4%I%BC- M!J4YH#0TE.:!TGPHFCP$MM5'75GC>=2D![0P"4]S0&EV29,62LV]%5 '5-0] M3M0#%?6A:(6;FSO_D\3NLC?YF#"I^N$%_]261VMWABYSM^3>'-\I%]:>LUQ M6[]TZHZ[^J57O^>RE2U>6[G!=!$F#$5D+KJ@?>J*W(X6;X(4.SQ=Y:\)3%/. MTSC?7!(\(S1K(#Z?IRE_W&PO=V]R:W-H965TNR6(IU(0Y MZ*WP B8@;E=73(|,DF5&$D@YH2EB,.\;0[L[[JCX+. [@2T_>$:JDBFE=VIP M/NL;EEH0Q!)Q8#EWP9&$,>*2"[C3\%IE"D5\/!YSS[.:I>U3#&'$8U_D)E8 M]HV.@68PQ^M87-/M%RCJ:2F^B,8\^T7;/-$#12MN:!) 98K2$B:_^-=H<,! M0/)4 YP"X#P&>$\ W +@'IO!*P#>L1E:!:!U+, O 'ZF?2Y6IG2 !1[T&-TB MIJ(EFWK([,K04F^2JL::"";?$HD3@_/+T;>+$-T,?X83=!* P"3FZ!(SAI7E M[]%'=#L)T,G;]SU3R'P*948%]QG.[3S![:(+FHHE1V$Z@UD%/JC'^S5X4]99 M%NOLBSUS:@F_KM-3Y%H?D&,Y7L5Z1L?#W:IR7I<]?%WV<3T\@$C"[2KXRW= MLG'5K!NC7<,H%D]O%[ZIVR1G=:D:UA7;Y"D?0 M-^0>R8%MP!B\>V/[UNRRDQ["3GS(. M5:[F'.V,0WW'-@/WDV59/7-S:)<>U7&TJ$"/:G>TJ%"/LKVV%C:N+>Z%TK5* MZ5JUTHW6C$$J$#E*PIS+.Y30TB74HSQ/EU"/\G6N4(_JN+]"M36^4&$_5-"O M55 >'.2Q(#U205^KIZ(?;U3]>X*="]H@=U+E\W8UQ>X@^%)"HFL%#& . ML@EG1RK8U@IZ+%]MNN?NL]-%S:9;MP0V0,C.J41G>.,4 [$!$])3,1]E0>U M,_]0#9)%C1)%C9)-N[4-%)NEWEP/$Z +;*++$<17:QQ>^'P%2 ?#^G5.P'*D%YXQS\!5!+ P04 " #9@PU9,:FUE(T(!$ M. &0 'AL+W=O*G+1T'3^)F:@>UK>%?#?>L\S3E9+7(IOOQG.J\69Z-@A.;B,=XLJ[O\Y9/8"6HN M,,F79?,O>MEAG1%*-F65KW:#Y16LTFS[?_QM-Q$' R0//(#L!A!U .L90'<# MZ+%G8+L![-@SN+L!C?3Q5GLS<5%*+.J MD!3^XM'#9XYN?D-W_'=^_[R[W87BIN5R*KO*L6I2(9W,Q M!\9'YO&>8?Q83MU^_LC^;L@1L)_;+ (/B#KO$'$(ZYG>OQP"LGY>V?G?_GL MG89XG)'!"YW3\?#BU "JD'NFB(AWE,L=54!Q 22ZZ M1W54NGN5KE%EE!9R&T)R,RWB9A4F>5F!S6;+PPY.CUW"E(N< BB?^9XB6$=1 MA^%0$0R@7#?H$>SM!7M&P3.YS]8Z94^5>T/Q5=2J(;V>KL3SF")7!Q$W4!9! MI(,HHPH3UT$N#@FLU=]K]8U:/XI,EG79:(WGEVSVBJO*HWD_\U!R#-

MH;X4?:PN:@!$&58TZR#?8^]BUD$>]4-8,W9:&^8857_.RQ))P4LA72^J1"%7 M=J.X?(!)E,SMRDZB*35)M"F.GVYV^6W1EC4\AD$N5 M20) C*H+ P*1GCL?'WA5;)RD^[R2=W[;U\4WF9=* 0O&4!M3^_$4@%''<]65 M X235C@Q"N\QWJ!N MR3/E9EZZCWF 2A*AL@8XZCJH;(M7-Q7[M9-8J,7FGP2\;):)'$A7>,]^N-*K+Z(K2.9J*AWM$J6V25C=MBZY:D M]8^8O:+#QT9W.KA,-MDBJVS<%ENW3*T!QF8'_ .?CW472ICF\:80S TUIP# MF$\=K'8)'>;*X-"W<[;>%YO-[_%N'P/V5[9&338 8Z%F%@ 8<8FKV@4)C>8 M ZO8/>YK!P&B6U0]"$ @+0@ (#T(0*"^($!:/TS,?GA($"" A\6"T/L) ,P MEVJM (QBM5VR@&8Z["^S8ZTEIB8+?& (+!CZD;>0/WL T!Y5&T% (AA+1@# M*- E*^VZ(UG(2\V>65V*>)K+:MT7]I5(BT%6O; M%5IG3,S.^.@L0'2+J@8! **N@@C":#L@@ EZA+9>F)B]\+ (0'1ORM2U.H5 M+% %ZZ 0:^M9!P5AC_VGK1.F9B<\Q/Z;J> .@\!O3RT11;: (N 6B;@%:0T[- MAGQP%*&ZY0W4W E@U.]9(P"#/<6I#(:&(N' "=7>"*("-0<"*(^XZE>C$,IA/4F0MNF FM/! M@$"T8^JF&/43 @!$0J8J!IC40,D!$ WZ]+9FFYH_V7W(XN4R3^)*WG[3O"). M6[Y$?%=J8R R,P_^@8U5IVV5C=MBKZ-H:==K4>\5 1(TV?G"9;+)%5MFX+;9N MF=J@0,U!X0>!R#QZR!YEB2BR1<0M$'7GO$TJU)Q4C@]G9J(ATV^)*+)%Q"T0 M=:>_S4_4G)^.#HIFGB&S;XDHLD7$+1!U?WO91CEFCG+#TBL#?XRC_1A31Q&" MU?P*HJB:)0 4HV'/!S*L#5#,'*"&)%@SU8!U9XLHLD7$+1!U"]"F.69.L($,1W^@/]!J 0:I!F"X; M@ &ZQP=/1:V$O)WJQ|%*>0-MLFK[3,O^Z/Z1M_/F02_E^ 4^F6+@>(1/^/:! MMI9^^WS=E;Q[TZR4-_.C/)7SP9=77&P?6=N^J?)U\TS6E[RJ\E7S>R'PAU 6C MWUL&SAY"&->?87;7);LX'"%1#(2R,<:?R]>O]VC;\A$U=DSW[-WK5="_RR2L^18YXAV[2; MFO$,Z]WO R;=K7?=W<.C.[IL_+?!^+72*6:BD_':[_ >Y"HT"$.Z2@5) MYVC$:"J/0RR7,<$196BX"-(Y5E.H9$;2D"QCC+[>22"Z%3CA?^NFUC:ZHX^N M%O!+0@Q"?-60*S3'; (T;_=]_L]KF'SI=(6$N),R#A/E L-)\:!;SH5E'[X_D M*P8SAB,D%\'P!45D32*R>L=[7###*B!PGS M@6 ES5J%9JU:S1YD*113SE$@!"/3E0BF\ILI* IIDL@Z(GLC+&@<8:9=_EMO M4O_9MIL7Y=P/-596J^54%-)8M3K-BHZ>QLKIFA4K7Q?1-#O-PJR4K7:1K?9A MV5IB5LK0I2J62*C+T);8W1^)>6XU*QG26U42I#5R.I4$::WL2D!?:]5NZ?/3 M*? +3.34_$8E70EL"7'<.RI#>JI(AK=&;#&FMWF1(:_5>AKI%AKH_6R/71)93 M\0_TA)>4R92@K_%OA>_M":Z@)P/ MD# 7$N9!PGP@6&D^6.;NYYH)5A75HXZ5-Z?MOP1;E?42-* '2O.A:&7=]GYF M6_]K952//UI+2U-H-=M5.2%C>J T'XI6EM/>R6F#EV[UR*,EM'4%1;5R=4&# M>J T'XI6UG#7;[!J?[Z>6%[60X]6T3E,1= 6 2C-AZ*55=QU":SZ-L&3K("S M-C>=J<)'UD0C+#^B,UD1AW' .9F1,%!=[#,TB/Y9<:&*I]HJN3[BT1)#TEQ0 MF@=*\Z%HY9FPZSU8K5]:+%NUO8^CIP4DS06E>: T'XI6GA:[)HM5WV4YJF*N M11TM<5O3230[U;4=,J8'2O.A:&7I=OT?Z\ &T*E%BE?7<=:NL^G;5254S:,\JIU7KK6Y50]!V%"C-AZ*5-=QUI*S:!L>I53-H MIRFG_51%T"82*,V'HFU5-/8V "28S;.M&AQE1<[V/[#%U6([R"#;!%&Y?FU= MNI;FNJ>VCV0;#G;X[=Z3^X#-2D6][MMW.L3T1=)EM/YA2(6B2 M'2YP()=L92#OSR@5KR&PO=V]R:W-H965TOFEII M(B% .W4A$E"F]:%55>CV,.W!Q$=BD=C9V4#W[V<[D#&IY27VV?=]]]WESNE> MT\:4B!9>ZTJ9,2NM;6ZCR.0EUMST=(/*W:PUU=PZDXK(-(1NSX\&S+$KK#Z(L;7B!"[0OS1,Y M*^I8A*Q1&:D5$*[';-*_G0Z]?W#X+G%O3O;@,UEIO?'&O1BSV O""G/K&;A; M=CC#JO)$3L;O R?K0GK@Z?[(_C7D[G9)<8,S7?V0PI9C]IF!P#7?5O99[[_A M(9^1Y\MU9<(7]JWO*&&0;XW5]0'L%-12M2M_/=3A!)"\!T@.@"3H;@,%E7?< M\BPEO0?RWH[-;T*J >W$2>5_RL*2NY4.9[/G^6(Y6)_?.2T=H*3 MH^!I2YWBHK50&SDJL" M#;B,84ZD"6::]&TC S\G*V/)==.OMZK1!AF\'<1/V*UI>(YCYD;((.V091_ M]*_C+V=2&'8I#,^Q9W-."@4XYC4ZO0)<]^0;$'(G!2KQEMR6\"80^OG=9?U! M/TFCW:F,Z*2]:J0B#)&!4*^VT[K3;DXG;7O^"TAM5-:-:5MJ[UP[9T;PV2=W#W:ZWMT? !NMYU.'.:42S(>RF5^G9LRF*FE-"/2;YH"]_J-CZ"@+M^M"^MPKNFZ MV[LD6T+ULD&F2J=,-V&Z9-,T'@J6@1W-YPMX&U6$!JCUP M9%6')&,WFF5\5=5766, 4^_BZK0HQ/JCX'.9,S?XHP..AW3#"Q9*\U\V&J3* MS#8P38('I@V?M5M^:EKW3?L-=C? 0*^;)//ML6>O/3UV?^RI[6^2[QTDZ]B%PU>@\GD%9CL/]OO^8,F MP_J6T;K*[%QDFM8 +HPC\@VNGF(;-)@NN3!+X.8E]_"--DBB*8VQ&)Q.O@PDV;W$,/WXUS!LPL#@0Z>_F&E]M M/$,.YP&VIH-/E_G;@2=&A(E@6FD7)TZ(=I7\=Q_:0T^FO8R*T M>EOH^7%H5 J.W&,EC'%BM/XU@LD/['X 4$L#!!0 (-F##5D"_5%K3@4 M *$I / >&PO=V]R:V)O;VLN>&ULQ9K? M/@-TLL;-S+[*?8L#'!XO8;[7BXW-1 M_K@KBA_DGVV65]/!?5T_7 V'U?I>;.:/JC^)!Y/+(IBBW<2TWR^_#Z]$4<5+= M"U%OLZ$V&DV&VSC- !X\^[L^U*H=PHZC%NDZ+7.YL=MRDXKEZ.=YLDJ>T2N_2 M+*W_G0[:SYD8D&V:I]OTITBF@]& 5/?%\Z(HTY]%7L<97Y=%EDT'X^[C2CK M='VPFS>087Q7M7OJ^"Z()Z^(ZS6I1 M.G$MYF7Q^)#FWYO3R*L8@LMHX[#_VP7QJOP_82PVFW0MG&+]N!5YW<6Q%%D# MF%?WZ4,U('F\%=.!73R)LKD>^0,LZ:ZMEE @4N55*@^4+&GQ5*+DB<@KD1#Y MJ2JR-)$<"9G%69RO!0&0&@*IG1'RFP8@=012/PLD;W#DOP)(X$TS@C9BZ2) M0)KGA-0!Y 2!G)P3T@"0[Q#(=^>$- 'D>P3RO5I(/YA;'OO;"IGO$:3L6JAR%O(PJ5\+KI(V;X7 M,F].9OU(3&?C!4+):"N%VB8 M-\:*Q=$^D@O?=6C OQ'Z5\3"KY -T\58L2\">D.]J)21EJFC@(!*6[S7%^1ZM/WHENX:)0%,L K3^Z&-B*M 4J^#-^H-< MA/%=!C$Q-6B*U?!F%7* (B6E"4ZR)KA;IF$3U&\3"#*$I-\2!6(\R8MK0%&MC M9[%C7#JF'UVQ+M[2V0X48F(&T4]MD*.!Q%2BGTXE1]G05M59G0([+#KF%%VQ M4[B]H$XD)2)) [84TBLPUH4_"!26V%000$W.*KM@I$/-@YDTN(;F%%VQ4R#F M-?-82"]==D/WMH:8F%-TQ4[!"XG>V,0<68F*: MT15K!JEW'%"L"N-6<=0;1T0S8/:Y*!F)AU#,760'%9QLTZ+2R.#$Q ANI%$ZREV=.Y M@0G(4#[)Z34U7T<48F(",E2WQV N8M9,6K+%E3KW;0:73TQ,0*9B 1V=,KY$ M%&)B C)53WN.]&4!)\3$!&2>4$ .X]9\'M#YK^((%NXF)B#SA +:SR^8UQ0@ M? N3UFO$F)B#SA (* \N1M;#K^K=2D91<^[UHHJOVRE=9=AT--+6;F'Q,Q?*1 M8]&6U7 4=#)O'B;8ZH"8F(%,U:LOX(;3Y)_TY\.6^S7JV03# #350; M",[4G,\1WU5*N[X,Q,0,-#EE]PU-2!/,0)/60,/[*X&)V*2Y2#SY$Y7!-T#(HPS=1Y +Z1 ITA@\%3$D M>/D7Q =B^/2K'-IQWYWJ;M_7Q._8^4ZGI7CFV]Z_IR.E_9=,.Q M'<_+89OZ=OW>;DO2Y3*GX79&_QT.W/Q^MF7_YG8;3;[=?G9K7\?RVG\Q^#T MIQO>ZZZ4L5F\ML.VC*LF?1RNIVNZ'.3N/+E9O+RMFN'E39HT=Y!"D,X?9!!D M\PBGHK@=Z*>BN!WHIZ*X'>BGHK@=Z*>BN!WHIZ*X'> MAGH;@=Z&>AN!WH9Z&X'>-MDL(=#;4&\CT-M0;R/0VU!O(]#;4&\CT-M0;R/0 MVU!O(]#;46\GT-M1;R? 0VU%O)]#;46\GT-LGF]T$>COJ[01Z.^KM!'H[ZNT$ M>COJ[01Z.^KM!'H'ZAT$>@?J'01ZO^1G)8'>@7H' M@=Z!>@>!WH%Z!X'>@7H'@=X9]F? 4.Q/HG5'O3*!W1KWS=^I=Q\]#J=>> MKS4^_SNI'L_WENOC+\NODY-7Y8)SNJVHSW\!4$L#!!0 (-F##5GNU>T8 MY@$ /4D 3 6T-O;G1E;G1?5'EP97-=+GAM;,W:74_",!0&X+]"=FM8 MZ=?\B'"CWJH7_H&Z'61A6YNV(/Q[NP$F&B4:3'QO6*#M><]ZDN>*ZZ>MHS#: MM$T7IMDB1G?%6"@7U)J06T==6IE;WYJ8OOH7YDRY- "_$Q&12L-)VD;HXCGV- M;'9]2W.S:N+H;I-^#K7MIIFG)F2CF]W&/FN:&>>:NC0QK;-U5WU*&>\3\G1R MV!,6M0MG:4/&ODSH5[X/V)]
(6)/W=46C1^/CO6G3+K9I6(C;AD)^O,07/=KY MO"ZILN6J34?RX#R9*BR(8MODNZ)GQY-CNF':??*3\X00V/$Z_XX\S?J__ MRSX$2!\2I \%TH<&Z:, Z>,&UL4$L! A0# M% @ V8,-66A3T(3O *P(!$ (!KP &1O8U!R M;W!S+V-O&UL4$L! A0#% @ V8,-69E&PO=V]R:W-H965T M&UL4$L! A0#% @ V8,-642I(#Z$!P PA\ !@ M ("!Y0X 'AL+W=O&PO=V]R:W-H965T&UL4$L! M A0#% @ V8,-6;)^)X? P]@P !@ ("!9"$ 'AL M+W=O&PO=V]R:W-H965T&UL4$L! A0#% @ V8,-667K MD.28"P "6(!@ ("!_C< 'AL+W=O0@8 $$. 8 M " @&PO=V]R:W-H965T M&UL4$L! A0# M% @ V8,-61&;_RCA P Q0@ !D ("!1E@ 'AL+W=O M7 >&PO=V]R:W-H965T&UL4$L! A0#% @ V8,-6?-P MPE?_ P 60@ !D ("!D&L 'AL+W=O&PO=V]R:W-H965T&UL4$L! A0#% @ V8,-6&PO M=V]R:W-H965T&UL4$L! A0#% @ V8,-66&_@$_@ P &@D !D ("! MP9X 'AL+W=O&PO=V]R:W-H965T&UL4$L! A0#% M @ V8,-6:@_ CV, P '0@ !D ("!!*\ 'AL+W=O&PO=V]R:W-H965T&UL4$L! A0#% @ V8,-66Z^9V"L M @ TP4 !D ("!+KL 'AL+W=O&PO=V]R:W-H965T&UL4$L! A0#% @ V8,-6?T\%R->!0 FPP !D M ("!%<< 'AL+W=O&PO=V]R M:W-H965T&UL M4$L! A0#% @ V8,-661? 2T\ P %@< !D ("!+=< M 'AL+W=O&PO=V]R:W-H965T&UL4$L! A0#% @ MV8,-65),=-R[P ,1$!D ("!>.('AL+W=O&PO=V]R:W-H965TKT !X;"]W;W)K&UL4$L! A0#% @ V8,-6127I\6Z"0 T6\ !D M ("!M?< 'AL+W=O&PO=V]R:W-H M965T\$$ 0!X;"]W;W)K&UL4$L! M A0#% @ V8,-68ZN'67_ @ _0@ !D ("!GP@! 'AL M+W=O&PO=V]R:W-H965T&UL4$L! A0#% @ V8,- M69_[]A8I!]A8 !D ("!]!(! 'AL+W=O&PO=V]R:W-H965T 9 " @7$A 0!X;"]W;W)K M&UL4$L! A0#% @ V8,-69V?S$:X @ ,0@ M !D ("!F28! 'AL+W=OA8\# Y#0 &0 @(&(*0$ M>&PO=V]R:W-H965T&UL4$L! A0#% @ V8,-61L[P6+L P U0T !D M ("!H#(! 'AL+W=O[&D# !K"P &0 @('#-@$ >&PO=V]R:W-H965T M@8 $\T 9 M " @6,Z 0!X;"]W;W)K&UL4$L! A0# M% @ V8,-63NY%W.5! A8 !D ("!%$$! 'AL+W=O M&PO=V]R:W-H965T&UL4$L! A0#% @ V8,-6>Q^ MDJ!+ P ?0X !D ("!Y% ! 'AL+W=O&PO=V]R:W-H965T&UL4$L! A0#% @ V8,-65?C_@Q* @ R00 !D M ("!HF(! 'AL+W=O&PO M&PO7W)E M;',O=V]R:V)O;VLN>&UL+G)E;'-02P$"% ,4 " #9@PU9[M7M&.8! #U M) $P @ $_<0$ 6T-O;G1E;G1?5'EP97-=+GAM;%!+!08 1 1P!' &@3 !6 XML 77 Show.js IDEA: XBRL DOCUMENT // Edgar(tm) Renderer was created by staff of the U.S. Securities and Exchange Commission. Data and content created by government employees within the scope of their employment are not subject to domestic copyright protection. 17 U.S.C. 105. var Show={};Show.LastAR=null,Show.showAR=function(a,r,w) {if(Show.LastAR)Show.hideAR();var e=a;while(e&&e.nodeName!='TABLE')e=e.nextSibling;if(!e||e.nodeName!='TABLE'){var ref=((window)? w.document:document).getElementById(r);if(ref){e=ref.cloneNode(!0); e.removeAttribute('id');a.parentNode.appendChild(e)}} if(e)e.style.display='block';Show.LastAR=e};Show.hideAR=function(){Show.LastAR.style.display='none'};Show.toggleNext=function(a){var e=a;while(e.nodeName!='DIV')e=e.nextSibling;if(!e.style){}else if(!e.style.display){}else{var d,p_;if(e.style.display=='none'){d='block';p='-'}else{d='none';p='+'} e.style.display=d;if(a.textContent){a.textContent=p+a.textContent.substring(1)}else{a.innerText=p+a.innerText.substring(1)}}} XML 78 report.css IDEA: XBRL DOCUMENT /* Updated 2009-11-04 */ /* v2.2.0.24 */ /* DefRef Styles */ .report table.authRefData{ background-color: #def; border: 2px solid #2F4497; font-size: 1em; position: absolute; } .report table.authRefData a { display: block; font-weight: bold; } .report table.authRefData p { margin-top: 0px; } .report table.authRefData .hide { background-color: #2F4497; padding: 1px 3px 0px 0px; text-align: right; } .report table.authRefData .hide a:hover { background-color: #2F4497; } .report table.authRefData .body { height: 150px; overflow: auto; width: 400px; } .report table.authRefData table{ font-size: 1em; } /* Report Styles */ .pl a, .pl a:visited { color: black; text-decoration: none; } /* table */ .report { background-color: white; border: 2px solid #acf; clear: both; color: black; font: normal 8pt Helvetica, Arial, san-serif; margin-bottom: 2em; } .report hr { border: 1px solid #acf; } /* Top labels */ .report th { background-color: #acf; color: black; font-weight: bold; text-align: center; } .report th.void { background-color: transparent; color: #000000; font: bold 10pt Helvetica, Arial, san-serif; text-align: left; } .report .pl { text-align: left; vertical-align: top; white-space: normal; width: 200px; white-space: normal; /* word-wrap: break-word; */ } .report td.pl a.a { cursor: pointer; display: block; width: 200px; overflow: hidden; } .report td.pl div.a { width: 200px; } .report td.pl a:hover { background-color: #ffc; } /* Header rows... */ .report tr.rh { background-color: #acf; color: black; font-weight: bold; } /* Calendars... */ .report .rc { background-color: #f0f0f0; } /* Even rows... */ .report .re, .report .reu { background-color: #def; } .report .reu td { border-bottom: 1px solid black; } /* Odd rows... */ .report .ro, .report .rou { background-color: white; } .report .rou td { border-bottom: 1px solid black; } .report .rou table td, .report .reu table td { border-bottom: 0px solid black; } /* styles for footnote marker */ .report .fn { white-space: nowrap; } /* styles for numeric types */ .report .num, .report .nump { text-align: right; white-space: nowrap; } .report .nump { padding-left: 2em; } .report .nump { padding: 0px 0.4em 0px 2em; } /* styles for text types */ .report .text { text-align: left; white-space: normal; } .report .text .big { margin-bottom: 1em; width: 17em; } .report .text .more { display: none; } .report .text .note { font-style: italic; font-weight: bold; } .report .text .small { width: 10em; } .report sup { font-style: italic; } .report .outerFootnotes { font-size: 1em; } XML 80 FilingSummary.xml IDEA: XBRL DOCUMENT 3.24.2.u1 html 254 284 1 true 52 0 false 5 false false R1.htm 00000001 - Document - Cover Sheet http://carecloud.com/role/Cover Cover Cover 1 false false R2.htm 00000002 - Statement - Condensed Consolidated Balance Sheets Sheet http://carecloud.com/role/BalanceSheets Condensed Consolidated Balance Sheets Statements 2 false false R3.htm 00000003 - Statement - Condensed Consolidated Balance Sheets (Parenthetical) Sheet http://carecloud.com/role/BalanceSheetsParenthetical Condensed Consolidated Balance Sheets (Parenthetical) Statements 3 false false R4.htm 00000004 - Statement - Condensed Consolidated Statements of Operations (Unaudited) Sheet http://carecloud.com/role/StatementsOfOperations Condensed Consolidated Statements of Operations (Unaudited) Statements 4 false false R5.htm 00000005 - Statement - Condensed Consolidated Statements of Comprehensive Income (Loss) (Unaudited) Sheet http://carecloud.com/role/StatementsOfComprehensiveIncomeLoss Condensed Consolidated Statements of Comprehensive Income (Loss) (Unaudited) Statements 5 false false R6.htm 00000006 - Statement - Condensed Consolidated Statements of Shareholders' Equity (Unaudited) Sheet http://carecloud.com/role/StatementsOfShareholdersEquity Condensed Consolidated Statements of Shareholders' Equity (Unaudited) Statements 6 false false R7.htm 00000007 - Statement - Condensed Consolidated Statements of Shareholders' Equity (Unaudited) (Parenthetical) Sheet http://carecloud.com/role/StatementsOfShareholdersEquityParenthetical Condensed Consolidated Statements of Shareholders' Equity (Unaudited) (Parenthetical) Statements 7 false false R8.htm 00000008 - Statement - Condensed Consolidated Statements of Cash Flows (Unaudited) Sheet http://carecloud.com/role/StatementsOfCashFlows Condensed Consolidated Statements of Cash Flows (Unaudited) Statements 8 false false R9.htm 00000009 - Disclosure - ORGANIZATION AND BUSINESS Sheet http://carecloud.com/role/OrganizationAndBusiness ORGANIZATION AND BUSINESS Notes 9 false false R10.htm 00000010 - Disclosure - BASIS OF PRESENTATION AND SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES Sheet http://carecloud.com/role/BasisOfPresentationAndSummaryOfSignificantAccountingPolicies BASIS OF PRESENTATION AND SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES Notes 10 false false R11.htm 00000011 - Disclosure - GOODWILL AND INTANGIBLE ASSETS-NET Sheet http://carecloud.com/role/GoodwillAndIntangibleAssets-net GOODWILL AND INTANGIBLE ASSETS-NET Notes 11 false false R12.htm 00000012 - Disclosure - NET LOSS PER COMMON SHARE Sheet http://carecloud.com/role/NetLossPerCommonShare NET LOSS PER COMMON SHARE Notes 12 false false R13.htm 00000013 - Disclosure - ACCRUED EXPENSES AND DEBT Sheet http://carecloud.com/role/AccruedExpensesAndDebt ACCRUED EXPENSES AND DEBT Notes 13 false false R14.htm 00000014 - Disclosure - LEASES Sheet http://carecloud.com/role/Leases LEASES Notes 14 false false R15.htm 00000015 - Disclosure - COMMITMENTS AND CONTINGENCIES Sheet http://carecloud.com/role/CommitmentsAndContingencies COMMITMENTS AND CONTINGENCIES Notes 15 false false R16.htm 00000016 - Disclosure - RELATED PARTIES Sheet http://carecloud.com/role/RelatedParties RELATED PARTIES Notes 16 false false R17.htm 00000017 - Disclosure - RESTRUCTURING COSTS Sheet http://carecloud.com/role/RestructuringCosts RESTRUCTURING COSTS Notes 17 false false R18.htm 00000018 - Disclosure - SHAREHOLDERS??? EQUITY Sheet http://carecloud.com/role/ShareholdersEquity SHAREHOLDERS??? EQUITY Notes 18 false false R19.htm 00000019 - Disclosure - REVENUE Sheet http://carecloud.com/role/Revenue REVENUE Notes 19 false false R20.htm 00000020 - Disclosure - STOCK-BASED COMPENSATION Sheet http://carecloud.com/role/Stock-basedCompensation STOCK-BASED COMPENSATION Notes 20 false false R21.htm 00000021 - Disclosure - INCOME TAXES Sheet http://carecloud.com/role/IncomeTaxes INCOME TAXES Notes 21 false false R22.htm 00000022 - Disclosure - SEGMENT REPORTING Sheet http://carecloud.com/role/SegmentReporting SEGMENT REPORTING Notes 22 false false R23.htm 00000023 - Disclosure - RESTATEMENT Sheet http://carecloud.com/role/Restatement RESTATEMENT Notes 23 false false R24.htm 00000024 - Disclosure - BASIS OF PRESENTATION AND SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Policies) Sheet http://carecloud.com/role/BasisOfPresentationAndSummaryOfSignificantAccountingPoliciesPolicies BASIS OF PRESENTATION AND SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Policies) Policies 24 false false R25.htm 00000025 - Disclosure - GOODWILL AND INTANGIBLE ASSETS-NET (Tables) Sheet http://carecloud.com/role/GoodwillAndIntangibleAssets-netTables GOODWILL AND INTANGIBLE ASSETS-NET (Tables) Tables http://carecloud.com/role/GoodwillAndIntangibleAssets-net 25 false false R26.htm 00000026 - Disclosure - NET LOSS PER COMMON SHARE (Tables) Sheet http://carecloud.com/role/NetLossPerCommonShareTables NET LOSS PER COMMON SHARE (Tables) Tables http://carecloud.com/role/NetLossPerCommonShare 26 false false R27.htm 00000027 - Disclosure - ACCRUED EXPENSES AND DEBT (Tables) Sheet http://carecloud.com/role/AccruedExpensesAndDebtTables ACCRUED EXPENSES AND DEBT (Tables) Tables http://carecloud.com/role/AccruedExpensesAndDebt 27 false false R28.htm 00000028 - Disclosure - LEASES (Tables) Sheet http://carecloud.com/role/LeasesTables LEASES (Tables) Tables http://carecloud.com/role/Leases 28 false false R29.htm 00000029 - Disclosure - RESTRUCTURING COSTS (Tables) Sheet http://carecloud.com/role/RestructuringCostsTables RESTRUCTURING COSTS (Tables) Tables http://carecloud.com/role/RestructuringCosts 29 false false

R30.htm 00000030 - Disclosure - REVENUE (Tables) Sheet http://carecloud.com/role/RevenueTables REVENUE (Tables) Tables http://carecloud.com/role/Revenue 30 false false R31.htm 00000031 - Disclosure - STOCK-BASED COMPENSATION (Tables) Sheet http://carecloud.com/role/Stock-basedCompensationTables STOCK-BASED COMPENSATION (Tables) Tables http://carecloud.com/role/Stock-basedCompensation 31 false false R32.htm 00000032 - Disclosure - SEGMENT REPORTING (Tables) Sheet http://carecloud.com/role/SegmentReportingTables SEGMENT REPORTING (Tables) Tables http://carecloud.com/role/SegmentReporting 32 false false R33.htm 00000033 - Disclosure - RESTATEMENT (Tables) Sheet http://carecloud.com/role/RestatementTables RESTATEMENT (Tables) Tables http://carecloud.com/role/Restatement 33 false false R34.htm 00000034 - Disclosure - BASIS OF PRESENTATION AND SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Details Narrative) Sheet http://carecloud.com/role/BasisOfPresentationAndSummaryOfSignificantAccountingPoliciesDetailsNarrative BASIS OF PRESENTATION AND SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Details Narrative) Details http://carecloud.com/role/BasisOfPresentationAndSummaryOfSignificantAccountingPoliciesPolicies 34 false false R35.htm 00000035 - Disclosure - SCHEDULE OF CHANGES TO THE CARRYING AMOUNT OF GOODWILL (Details) Sheet http://carecloud.com/role/ScheduleOfChangesToCarryingAmountOfGoodwillDetails SCHEDULE OF CHANGES TO THE CARRYING AMOUNT OF GOODWILL (Details) Details 35 false false R36.htm 00000036 - Disclosure - SCHEDULE OF INTANGIBLE ASSETS (Details) Sheet http://carecloud.com/role/ScheduleOfIntangibleAssetsDetails SCHEDULE OF INTANGIBLE ASSETS (Details) Details 36 false false R37.htm 00000037 - Disclosure - SCHEDULE OF FINITE-LIVED INTANGIBLE ASSETS, FUTURE AMORTIZATION EXPENSE (Details) Sheet http://carecloud.com/role/ScheduleOfFinite-livedIntangibleAssetsFutureAmortizationExpenseDetails SCHEDULE OF FINITE-LIVED INTANGIBLE ASSETS, FUTURE AMORTIZATION EXPENSE (Details) Details 37 false false R38.htm 00000038 - Disclosure - GOODWILL AND INTANGIBLE ASSETS-NET (Details Narrative) Sheet http://carecloud.com/role/GoodwillAndIntangibleAssets-netDetailsNarrative GOODWILL AND INTANGIBLE ASSETS-NET (Details Narrative) Details http://carecloud.com/role/GoodwillAndIntangibleAssets-netTables 38 false false R39.htm 00000039 - Disclosure - SCHEDULE OF RECONCILIATION OF WEIGHTED-AVERAGE SHARES OUTSTANDING FOR BASIC AND DILUTED NET LOSS PER COMMON SHARE (Details) Sheet http://carecloud.com/role/ScheduleOfReconciliationOfWeighted-averageSharesOutstandingForBasicAndDilutedNetLossPerCommonShareDetails SCHEDULE OF RECONCILIATION OF WEIGHTED-AVERAGE SHARES OUTSTANDING FOR BASIC AND DILUTED NET LOSS PER COMMON SHARE (Details) Details 39 false false R40.htm 00000040 - Disclosure - NET LOSS PER COMMON SHARE (Details Narrative) Sheet http://carecloud.com/role/NetLossPerCommonShareDetailsNarrative NET LOSS PER COMMON SHARE (Details Narrative) Details http://carecloud.com/role/NetLossPerCommonShareTables 40 false false R41.htm 00000041 - Disclosure - SCHEDULE OF ACCRUED EXPENSES (Details) Sheet http://carecloud.com/role/ScheduleOfAccruedExpensesDetails SCHEDULE OF ACCRUED EXPENSES (Details) Details 41 false false R42.htm 00000042 - Disclosure - ACCRUED EXPENSES AND DEBT (Details Narrative) Sheet http://carecloud.com/role/AccruedExpensesAndDebtDetailsNarrative ACCRUED EXPENSES AND DEBT (Details Narrative) Details http://carecloud.com/role/AccruedExpensesAndDebtTables 42 false false R43.htm 00000043 - Disclosure - SCHEDULE OF LEASE EXPENSE (Details) Sheet http://carecloud.com/role/ScheduleOfLeaseExpenseDetails SCHEDULE OF LEASE EXPENSE (Details) Details 43 false false R44.htm 00000044 - Disclosure - SCHEDULE OF SUPPLEMENTAL BALANCE SHEET INFORMATION RELATED TO LEASES (Details) Sheet http://carecloud.com/role/ScheduleOfSupplementalBalanceSheetInformationRelatedToLeasesDetails SCHEDULE OF SUPPLEMENTAL BALANCE SHEET INFORMATION RELATED TO LEASES (Details) Details 44 false false R45.htm 00000045 - Disclosure - SCHEDULE OF SUPPLEMENTAL CASH FLOW AND OTHER INFORMATION RELATED TO LEASES (Details) Sheet http://carecloud.com/role/ScheduleOfSupplementalCashFlowAndOtherInformationRelatedToLeasesDetails SCHEDULE OF SUPPLEMENTAL CASH FLOW AND OTHER INFORMATION RELATED TO LEASES (Details) Details 45 false false R46.htm 00000046 - Disclosure - SCHEDULE OF MATURITIES OF LEASE LIABILITIES (Details) Sheet http://carecloud.com/role/ScheduleOfMaturitiesOfLeaseLiabilitiesDetails SCHEDULE OF MATURITIES OF LEASE LIABILITIES (Details) Details 46 false false R47.htm 00000047 - Disclosure - LEASES (Details Narrative) Sheet http://carecloud.com/role/LeasesDetailsNarrative LEASES (Details Narrative) Details http://carecloud.com/role/LeasesTables 47 false false R48.htm 00000048 - Disclosure - COMMITMENTS AND CONTINGENCIES (Details Narrative) Sheet http://carecloud.com/role/CommitmentsAndContingenciesDetailsNarrative COMMITMENTS AND CONTINGENCIES (Details Narrative) Details http://carecloud.com/role/CommitmentsAndContingencies 48 false false R49.htm 00000049 - Disclosure - RELATED PARTIES (Details Narrative) Sheet http://carecloud.com/role/RelatedPartiesDetailsNarrative RELATED PARTIES (Details Narrative) Details http://carecloud.com/role/RelatedParties 49 false false R50.htm 00000050 - Disclosure - SCHEDULE OF LIABILITIES ASSOCIATED WITH RESTRUCTURING COSTS (Details) Sheet http://carecloud.com/role/ScheduleOfLiabilitiesAssociatedWithRestructuringCostsDetails SCHEDULE OF LIABILITIES ASSOCIATED WITH RESTRUCTURING COSTS (Details) Details 50 false false R51.htm 00000051 - Disclosure - RESTRUCTURING COSTS (Details Narrative) Sheet http://carecloud.com/role/RestructuringCostsDetailsNarrative RESTRUCTURING COSTS (Details Narrative) Details http://carecloud.com/role/RestructuringCostsTables 51 false false R52.htm 00000052 - Disclosure - SHAREHOLDERS??? EQUITY (Details Narrative) Sheet http://carecloud.com/role/ShareholdersEquityDetailsNarrative SHAREHOLDERS??? EQUITY (Details Narrative) Details http://carecloud.com/role/ShareholdersEquity 52 false false R53.htm 00000053 - Disclosure - SCHEDULE OF DISAGGREGATION OF REVENUE (Details) Sheet http://carecloud.com/role/ScheduleOfDisaggregationOfRevenueDetails SCHEDULE OF DISAGGREGATION OF REVENUE (Details) Details 53 false false R54.htm 00000054 - Disclosure - SCHEDULE OF CHANGES IN ACCOUNTS RECEIVABLE, CONTRACT ASSET AND DEFERRED REVENUE (Details) Sheet http://carecloud.com/role/ScheduleOfChangesInAccountsReceivableContractAssetAndDeferredRevenueDetails SCHEDULE OF CHANGES IN ACCOUNTS RECEIVABLE, CONTRACT ASSET AND DEFERRED REVENUE (Details) Details 54 false false R55.htm 00000055 - Disclosure - SCHEDULE OF TRADE ALLOWANCE FOR DOUBTFUL ACCOUNTS (Details) Sheet http://carecloud.com/role/ScheduleOfTradeAllowanceForDoubtfulAccountsDetails SCHEDULE OF TRADE ALLOWANCE FOR DOUBTFUL ACCOUNTS (Details) Details 55 false false R56.htm 00000056 - Disclosure - REVENUE (Details Narrative) Sheet http://carecloud.com/role/RevenueDetailsNarrative REVENUE (Details Narrative) Details http://carecloud.com/role/RevenueTables 56 false false R57.htm 00000057 - 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Disclosure - REVENUE (Details Narrative)", "shortName": "REVENUE (Details Narrative)", "isDefault": "false", "groupType": "disclosure", "subGroupType": "details", "menuCat": "Details", "order": "56", "firstAnchor": { "contextRef": "From2024-04-012024-06-30", "name": "us-gaap:RevenueFromContractWithCustomerExcludingAssessedTax", "unitRef": "USD", "xsiNil": "false", "lang": null, "decimals": "-3", "ancestors": ["td", "tr", "table", "body", "html"], "reportCount": 1, "baseRef": "form10-q.htm", "first": true }, "uniqueAnchor": { "contextRef": "From2024-04-012024-06-30", "name": "us-gaap:AmortizationOfDeferredSalesCommissions", "unitRef": "USD", "xsiNil": "false", "lang": null, "decimals": "-3", "ancestors": ["span", "span", "p", "us-gaap:RevenueFromContractWithCustomerTextBlock", "body", "html"], "reportCount": 1, "baseRef": "form10-q.htm", "unique": true } }, "R57": { "role": "http://carecloud.com/role/DisclosureOfShare-basedCompensationArrangementsByShare-basedPaymentAwardDetails", "longName": "00000057 - 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Disclosure - SCHEDULE OF EMPLOYEE SERVICE SHARE-BASED COMPENSATION, ALLOCATION OF RECOGNIZED PERIOD COSTS (Details)", "shortName": "SCHEDULE OF EMPLOYEE SERVICE SHARE-BASED COMPENSATION, ALLOCATION OF RECOGNIZED PERIOD COSTS (Details)", "isDefault": "false", "groupType": "disclosure", "subGroupType": "details", "menuCat": "Details", "order": "58", "firstAnchor": { "contextRef": "From2024-04-012024-06-30", "name": "us-gaap:ShareBasedCompensation", "unitRef": "USD", "xsiNil": "false", "lang": null, "decimals": "-3", "ancestors": ["td", "tr", "table", "us-gaap:ScheduleOfEmployeeServiceShareBasedCompensationAllocationOfRecognizedPeriodCostsTextBlock", "us-gaap:DisclosureOfCompensationRelatedCostsShareBasedPaymentsTextBlock", "body", "html"], "reportCount": 1, "baseRef": "form10-q.htm", "first": true }, "uniqueAnchor": { "contextRef": "From2024-04-012024-06-30_custom_DirectOperatingCostsMember", "name": "us-gaap:ShareBasedCompensation", "unitRef": "USD", "xsiNil": "false", "lang": null, "decimals": "-3", "ancestors": ["td", "tr", "table", "us-gaap:ScheduleOfEmployeeServiceShareBasedCompensationAllocationOfRecognizedPeriodCostsTextBlock", "us-gaap:DisclosureOfCompensationRelatedCostsShareBasedPaymentsTextBlock", "body", "html"], "reportCount": 1, "baseRef": "form10-q.htm", "unique": true } }, "R59": { "role": "http://carecloud.com/role/Stock-basedCompensationDetailsNarrative", "longName": "00000059 - 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Disclosure - SCHEDULE OF REVENUES, OPERATING EXPENSES AND OPERATING INCOME (LOSS) BY REPORTABLE SEGMENT (Details)", "shortName": "SCHEDULE OF REVENUES, OPERATING EXPENSES AND OPERATING INCOME (LOSS) BY REPORTABLE SEGMENT (Details)", "isDefault": "false", "groupType": "disclosure", "subGroupType": "details", "menuCat": "Details", "order": "61", "firstAnchor": { "contextRef": "From2024-04-012024-06-30", "name": "us-gaap:RevenueFromContractWithCustomerExcludingAssessedTax", "unitRef": "USD", "xsiNil": "false", "lang": null, "decimals": "-3", "ancestors": ["td", "tr", "table", "body", "html"], "reportCount": 1, "baseRef": "form10-q.htm", "first": true }, "uniqueAnchor": { "contextRef": "From2024-04-012024-06-30_custom_HealthcareITMember", "name": "us-gaap:OperatingCostsAndExpenses", "unitRef": "USD", "xsiNil": "false", "lang": null, "decimals": "-3", "ancestors": ["td", "tr", "table", "us-gaap:ScheduleOfSegmentReportingInformationBySegmentTextBlock", "us-gaap:SegmentReportingDisclosureTextBlock", "body", "html"], "reportCount": 1, "baseRef": "form10-q.htm", "unique": true } }, "R62": { "role": "http://carecloud.com/role/ScheduleOfAdjustmentsToConsolidatedStatementOfOperationsDetails", "longName": "00000062 - 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Used to reflect the current portion of the liabilities (due within one year or within the normal operating cycle if longer)." } } }, "auth_ref": ["r44", "r672"] }, "us-gaap_AccountsReceivableAllowanceForCreditLossTableTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AccountsReceivableAllowanceForCreditLossTableTextBlock", "presentation": ["http://carecloud.com/role/RevenueTables"], "lang": { "en-us": { "role": { "label": "SCHEDULE OF TRADE ALLOWANCE FOR DOUBTFUL ACCOUNTS", "documentation": "Tabular disclosure of allowance for credit loss on accounts receivable." } } }, "auth_ref": ["r749"] }, "us-gaap_AccountsReceivableChangeInMethodCreditLossExpenseReversal": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AccountsReceivableChangeInMethodCreditLossExpenseReversal", "crdr": "debit", "presentation": ["http://carecloud.com/role/ScheduleOfTradeAllowanceForDoubtfulAccountsDetails"], "lang": { "en-us": { "role": { "label": "Adoption of ASC 326", "documentation": "Amount of expense (reversal of expense) for expected credit loss on accounts receivable from change in methodology." } } }, "auth_ref": ["r238"] }, "us-gaap_AccountsReceivableNetCurrent": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AccountsReceivableNetCurrent", "crdr": "debit", "calculation": { "http://carecloud.com/role/BalanceSheets": { "parentTag": "us-gaap_AssetsCurrent", "weight": 1.0, "order": 2.0 } }, "presentation": ["http://carecloud.com/role/BalanceSheets", "http://carecloud.com/role/ScheduleOfChangesInAccountsReceivableContractAssetAndDeferredRevenueDetails"], "lang": { "en-us": { "role": { "label": "Accounts receivable - net", "periodStartLabel": "Accounts Receivable - Net, Opening", "periodEndLabel": "Accounts Receivable - Net, Closing", "documentation": "Amount, after allowance for credit loss, of right to consideration from customer for product sold and service rendered in normal course of business, classified as current." } } }, "auth_ref": ["r745"] }, "us-gaap_AccretionExpense": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AccretionExpense", "crdr": "debit", "calculation": { "http://carecloud.com/role/StatementsOfCashFlows": { "parentTag": "us-gaap_NetCashProvidedByUsedInOperatingActivities", "weight": 1.0, "order": 8.0 } }, "presentation": ["http://carecloud.com/role/StatementsOfCashFlows"], "lang": { "en-us": { "role": { "label": "Interest accretion", "documentation": "Amount recognized for the passage of time, typically for liabilities, that have been discounted to their net present values. Excludes accretion associated with asset retirement obligations." } } }, "auth_ref": ["r658", "r778"] }, "CCLD_AccruedExpensesMember": { "xbrltype": "domainItemType", "nsuri": "http://carecloud.com/20240630", "localname": "AccruedExpensesMember", "presentation": ["http://carecloud.com/role/CommitmentsAndContingenciesDetailsNarrative"], "lang": { "en-us": { "role": { "label": "Accrued Expenses [Member]", "documentation": "Accrued Expenses [Member]" } } }, "auth_ref": [] }, "CCLD_AccruedLiabilitiesAndDebtDisclosureTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://carecloud.com/20240630", "localname": "AccruedLiabilitiesAndDebtDisclosureTextBlock", "presentation": ["http://carecloud.com/role/AccruedExpensesAndDebt"], "lang": { "en-us": { "role": { "label": "ACCRUED EXPENSES AND DEBT" } } }, "auth_ref": [] }, "us-gaap_AccruedLiabilitiesCurrent": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AccruedLiabilitiesCurrent", "crdr": "credit", "calculation": { "http://carecloud.com/role/BalanceSheets": { "parentTag": "us-gaap_LiabilitiesCurrent", "weight": 1.0, "order": 3.0 }, "http://carecloud.com/role/ScheduleOfAccruedExpensesDetails": { "parentTag": null, "weight": null, "order": null, "root": true } }, "presentation": ["http://carecloud.com/role/BalanceSheets", "http://carecloud.com/role/ScheduleOfAccruedExpensesDetails"], "lang": { "en-us": { "role": { "label": "Accrued expenses", "totalLabel": "Total", "documentation": "Carrying value as of the balance sheet date of obligations incurred and payable, pertaining to costs that are statutory in nature, are incurred on contractual obligations, or accumulate over time and for which invoices have not yet been received or will not be rendered. Examples include taxes, interest, rent and utilities. Used to reflect the current portion of the liabilities (due within one year or within the normal operating cycle if longer)." } } }, "auth_ref": ["r47"] }, "us-gaap_AccruedLiabilitiesCurrentAndNoncurrent": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AccruedLiabilitiesCurrentAndNoncurrent", "crdr": "credit", "calculation": { "http://carecloud.com/role/ScheduleOfAccruedExpensesDetails": { "parentTag": "us-gaap_AccruedLiabilitiesCurrent", "weight": 1.0, "order": 1.0 } }, "presentation": ["http://carecloud.com/role/ScheduleOfAccruedExpensesDetails"], "lang": { "en-us": { "role": { "verboseLabel": "Accrued expenses", "label": "Accrued Liabilities", "documentation": "Carrying value as of the balance sheet date of obligations incurred and payable, pertaining to costs that are statutory in nature, are incurred on contractual obligations, or accumulate over time and for which invoices have not yet been received or will not be rendered. Examples include taxes, interest, rent and utilities." } } }, "auth_ref": ["r85"] }, "us-gaap_AccumulatedOtherComprehensiveIncomeLossNetOfTax": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AccumulatedOtherComprehensiveIncomeLossNetOfTax", "crdr": "credit", "calculation": { "http://carecloud.com/role/BalanceSheets": { "parentTag": "us-gaap_StockholdersEquity", "weight": 1.0, "order": 5.0 } }, "presentation": ["http://carecloud.com/role/BalanceSheets"], "lang": { "en-us": { "role": { "label": "Accumulated other comprehensive loss", "documentation": "Amount, after tax, of accumulated increase (decrease) in equity from transaction and other event and circumstance from nonowner source." } } }, "auth_ref": ["r13", "r14", "r63", "r120", "r498", "r537", "r541"] }, "us-gaap_AccumulatedOtherComprehensiveIncomeMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AccumulatedOtherComprehensiveIncomeMember", "presentation": ["http://carecloud.com/role/StatementsOfShareholdersEquity"], "lang": { "en-us": { "role": { "label": "AOCI Attributable to Parent [Member]", "documentation": "Accumulated increase (decrease) in equity from transactions and other events and circumstances from non-owner sources, attributable to the parent. Excludes net income (loss), and accumulated changes in equity from transactions resulting from investments by owners and distributions to owners." } } }, "auth_ref": ["r1", "r10", "r14", "r416", "r419", "r471", "r532", "r533", "r720", "r721", "r722", "r730", "r731", "r732", "r734"] }, "CCLD_AdditionalCostsOfLeaseTermination": { "xbrltype": "monetaryItemType", "nsuri": "http://carecloud.com/20240630", "localname": "AdditionalCostsOfLeaseTermination", "crdr": "debit", "presentation": ["http://carecloud.com/role/LeasesDetailsNarrative"], "lang": { "en-us": { "role": { "label": "Additional costs of lease termination", "documentation": "Additional costs of lease termination." } } }, "auth_ref": [] }, "us-gaap_AdditionalPaidInCapital": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AdditionalPaidInCapital", "crdr": "credit", "calculation": { "http://carecloud.com/role/BalanceSheets": { "parentTag": "us-gaap_StockholdersEquity", "weight": 1.0, "order": 3.0 } }, "presentation": ["http://carecloud.com/role/BalanceSheets"], "lang": { "en-us": { "role": { "label": "Additional paid-in capital", "documentation": "Amount of excess of issue price over par or stated value of stock and from other transaction involving stock or stockholder. Includes, but is not limited to, additional paid-in capital (APIC) for common and preferred stock." } } }, "auth_ref": ["r57", "r672", "r849"] }, "us-gaap_AdditionalPaidInCapitalMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AdditionalPaidInCapitalMember", "presentation": ["http://carecloud.com/role/StatementsOfShareholdersEquity"], "lang": { "en-us": { "role": { "label": "Additional Paid-in Capital [Member]", "documentation": "Excess of issue price over par or stated value of the entity's capital stock and amounts received from other transactions involving the entity's stock or stockholders." } } }, "auth_ref": ["r555", "r730", "r731", "r732", "r734", "r795", "r851"] }, "CCLD_AdditionalWarrantMember": { "xbrltype": "domainItemType", "nsuri": "http://carecloud.com/20240630", "localname": "AdditionalWarrantMember", "presentation": ["http://carecloud.com/role/AccruedExpensesAndDebtDetailsNarrative"], "lang": { "en-us": { "role": { "label": "Additional Warrant [Member]", "documentation": "Additional Warrant [Member]" } } }, "auth_ref": [] }, "us-gaap_AdjustmentForAmortization": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AdjustmentForAmortization", "crdr": "debit", "presentation": ["http://carecloud.com/role/GoodwillAndIntangibleAssets-netDetailsNarrative"], "lang": { "en-us": { "role": { "label": "Amortization expense", "documentation": "The aggregate amount of recurring noncash expense charged against earnings in the period to allocate the cost of assets over their estimated remaining economic lives." } } }, "auth_ref": ["r7"] }, "us-gaap_AdjustmentsForNewAccountingPronouncementsAxis": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AdjustmentsForNewAccountingPronouncementsAxis", "presentation": ["http://carecloud.com/role/RevenueDetailsNarrative"], "lang": { "en-us": { "role": { "label": "Accounting Standards Update [Axis]", "documentation": "Information by amendment to accounting standards." } } }, "auth_ref": ["r101", "r102", "r103", "r104", "r105", "r106", "r151", "r152", "r153", "r154", "r166", "r221", "r222", "r227", "r228", "r229", "r230", "r231", "r232", "r233", "r234", "r235", "r236", "r266", "r267", "r271", "r379", "r380", "r381", "r382", "r383", "r389", "r390", "r391", "r392", "r393", "r394", "r395", "r396", "r397", "r398", "r399", "r400", "r401", "r402", "r403", "r404", "r405", "r411", "r412", "r413", "r414", "r415", "r416", "r417", "r418", "r419", "r420", "r421", "r423", "r424", "r425", "r426", "r427", "r428", "r429", "r430", "r431", "r432", "r433", "r437", "r438", "r448", "r449", "r450", "r466", "r467", "r468", "r469", "r470", "r471", "r483", "r484", "r485", "r530", "r531", "r532", "r533", "r534", "r535", "r536", "r537", "r538",

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distributors, brokers, and agents at the time of the conclusion of the sale. As a noncash expense, this element is added back to net income when calculating cash provided by or used in operations using the indirect method." } } }, "auth_ref": ["r7", "r66"] }, "CCLD_AmortizationOfLease": { "xbrltype": "monetaryItemType", "nsuri": "http://carecloud.com/20240630", "localname": "AmortizationOfLease", "crdr": "debit", "calculation": { "http://carecloud.com/role/StatementsOfCashFlows": { "parentTag": "us-gaap_NetCashProvidedByUsedInOperatingActivities", "weight": 1.0, "order": 3.0 } }, "presentation": ["http://carecloud.com/role/StatementsOfCashFlows"], "lang": { "en-us": { "role": { "label": "Lease amortization", "documentation": "Amortization of lease." } } }, "auth_ref": [] }, "dei_AnnualInformationForm": { "xbrltype": "booleanItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "AnnualInformationForm", "presentation": ["http://carecloud.com/role/Cover"], "lang": { "en-us": { "role": { "label": "Annual Information Form", "documentation": "Boolean flag 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Basis of presentation describes the underlying basis used to prepare the financial statements (for example, US Generally Accepted Accounting Principles, Other Comprehensive Basis of Accounting, IFRS). Accounting policies describe all significant accounting policies of the reporting entity." } } }, "auth_ref": ["r77"] }, "CCLD_CapitalizedSoftwareMember": { "xbrltype": "domainItemType", "nsuri": "http://carecloud.com/20240630", "localname": "CapitalizedSoftwareMember", "presentation": ["http://carecloud.com/role/ScheduleOfIntangibleAssetsDetails"], "lang": { "en-us": { "role": { "label": "Capitalized Software [Member]", "documentation": "Capitalized Software [Member]" } } }, "auth_ref": [] }, "us-gaap_Cash": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "Cash", "crdr": "debit", "calculation": { "http://carecloud.com/role/BalanceSheets": { "parentTag": "us-gaap_AssetsCurrent", "weight": 1.0, "order": 1.0 } }, "presentation": ["http://carecloud.com/role/BalanceSheets", "http://carecloud.com/role/BasisOfPresentationAndSummaryOfSignificantAccountingPoliciesDetailsNarrative"], "lang": { "en-us": { "role": { "label": "Cash", "documentation": "Amount of currency on hand as well as demand deposits with banks or financial institutions. Includes other kinds of accounts that have the general characteristics of demand deposits. Excludes cash and cash equivalents within disposal group and discontinued operation." } } }, "auth_ref": ["r95", "r495", "r566", "r584", "r672", "r688", "r716"] }, "us-gaap_CashCashEquivalentsRestrictedCashAndRestrictedCashEquivalentsIncludingDisposalGroupAndDiscontinuedOperations": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "CashCashEquivalentsRestrictedCashAndRestrictedCashEquivalentsIncludingDisposalGroupAndDiscontinuedOperations", "crdr": "debit", "presentation": ["http://carecloud.com/role/StatementsOfCashFlows"], "lang": { "en-us": { "role": { "periodStartLabel": "CASH - Beginning of the period", "periodEndLabel": "CASH - End of the period", "label": "Cash, Cash Equivalents, Restricted Cash, and Restricted Cash Equivalents, Including Disposal Group and Discontinued Operations", "documentation": "Amount of cash and cash equivalents, and cash and cash equivalents restricted to withdrawal or usage; including, but not limited to, disposal group and discontinued operations. Cash includes, but is not limited to, currency on hand, demand deposits with banks or financial institutions, and other accounts with general characteristics of demand deposits. Cash equivalents include, but are not limited to, short-term, highly liquid investments that are both readily convertible to known amounts of cash and so near their maturity that they present insignificant risk of changes in value because of changes in interest rates." } } }, "auth_ref": ["r17", "r73", "r141"] }, "us-gaap_CashCashEquivalentsRestrictedCashAndRestrictedCashEquivalentsPeriodIncreaseDecreaseIncludingExchangeRateEffect": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "CashCashEquivalentsRestrictedCashAndRestrictedCashEquivalentsPeriodIncreaseDecreaseIncludingExchangeRateEffect", "crdr": "debit", "calculation": { "http://carecloud.com/role/StatementsOfCashFlows": { "parentTag": null, "weight": null, "order": null, "root": true } }, "presentation": ["http://carecloud.com/role/BasisOfPresentationAndSummaryOfSignificantAccountingPoliciesDetailsNarrative", "http://carecloud.com/role/StatementsOfCashFlows"], "lang": { "en-us": { "role": { "totalLabel": "NET DECREASE IN CASH", "label": "Net decrease in cash", "documentation": "Amount of increase (decrease) in cash, cash equivalents, and cash and cash equivalents restricted to withdrawal or usage; including effect from exchange rate change. Cash includes, but is not limited to, currency on hand, demand deposits with banks or financial institutions, and other accounts with general characteristics of demand deposits. Cash equivalents include, but are not limited to, short-term, highly liquid investments that are both readily convertible to known amounts of cash and so near their maturity that they present insignificant risk of changes in value because of changes in interest rates." } } }, "auth_ref": ["r0", "r73"] }, "us-gaap_CashFlowNoncashInvestingAndFinancingActivitiesDisclosureAbstract": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "CashFlowNoncashInvestingAndFinancingActivitiesDisclosureAbstract", "presentation": ["http://carecloud.com/role/StatementsOfCashFlows"], "lang": { "en-us": { "role": { "label": "SUPPLEMENTAL NONCASH INVESTING AND FINANCING ACTIVITIES:" } } }, "auth_ref": [] }, "CCLD_ChronicCareManagementMember": { "xbrltype": "domainItemType", "nsuri": "http://carecloud.com/20240630", "localname": "ChronicCareManagementMember", "presentation": ["http://carecloud.com/role/RevenueDetailsNarrative"], "lang": { "en-us": { "role": { "label": "Chronic Care Management

[Member]", "documentation": "Chronic Care Management [Member]" } } }, "auth_ref": [] }, "dei_CityAreaCode": { "xbrltype": "normalizedStringItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "CityAreaCode", "presentation": ["http://carecloud.com/role/Cover"], "lang": { "en-us": { "role": { "label": "City Area Code", "documentation": "Area code of city" } } }, "auth_ref": [] }, "us-gaap_ClassOfStockDomain": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ClassOfStockDomain", "presentation": ["http://carecloud.com/role/BalanceSheetsParenthetical", "http://carecloud.com/role/Cover", "http://carecloud.com/role/DisclosureOfShare-basedCompensationArrangementsByShare-basedPaymentAwardDetails", "http://carecloud.com/role/RelatedPartiesDetailsNarrative", "http://carecloud.com/role/ShareholdersEquityDetailsNarrative", "http://carecloud.com/role/StatementsOfShareholdersEquity", "http://carecloud.com/role/StatementsOfShareholdersEquityParenthetical", "http://carecloud.com/role/Stock-basedCompensationDetailsNarrative"], "lang": { "en-us": { "role": { "documentation": "Share of stock differentiated by the voting rights the holder receives. Examples include, but are not limited to, common stock, redeemable preferred stock, nonredeemable preferred stock, and convertible stock." } } }, "auth_ref": ["r100", "r116", "r117", "r118", "r143", "r171", "r172", "r175", "r177", "r185", "r186", "r225", "r291", "r293", "r294", "r295", "r298", "r299", "r301", "r302", "r304", "r307", "r313", "r439", "r546", "r547", "r548", "r549", "r555", "r556", "r557", "r558", "r559", "r560", "r561", "r562", "r563", "r564", "r565", "r567", "r576", "r600", "r622", "r634", "r635", "r636", "r637", "r638", "r710", "r726", "r735"] }, "us-gaap_ClassOfWarrantOrRightExercisePriceOfWarrantsOrRights1": { "xbrltype": "perShareItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ClassOfWarrantOrRightExercisePriceOfWarrantsOrRights1", "presentation": ["http://carecloud.com/role/AccruedExpensesAndDebtDetailsNarrative"], "lang": { "en-us": { "role": { "label": "Warrants exercise price", "documentation": "Exercise price per share or per unit of warrants or rights outstanding." } } }, "auth_ref": ["r314"] }, "us-gaap_ClassOfWarrantOrRightNumberOfSecuritiesCalledByWarrantsOrRights": { "xbrltype": "sharesItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ClassOfWarrantOrRightNumberOfSecuritiesCalledByWarrantsOrRights", "presentation": ["http://carecloud.com/role/AccruedExpensesAndDebtDetailsNarrative"], "lang": { "en-us": { "role": { "label": "Warrants to purchase shares", "documentation": "Number of securities into which the class of warrant or right may be converted. For example, but not limited to, 500,000 warrants may be converted into 1,000,000 shares." } } }, "auth_ref": ["r314"] }, "us-gaap_CommitmentsAndContingencies": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "CommitmentsAndContingencies", "crdr": "credit", "calculation": { "http://carecloud.com/role/BalanceSheets": { "parentTag": "us-gaap_LiabilitiesAndStockholdersEquity", "weight": 1.0, "order": 2.0 } }, "presentation": ["http://carecloud.com/role/BalanceSheets"], "lang": { "en-us": { "role": { "label": "COMMITMENTS AND CONTINGENCIES (NOTE 7)", "documentation": "Represents the caption on the face of the balance sheet to indicate that the entity has entered into (1) purchase or supply arrangements that will require expending a portion of its resources to meet the terms thereof, and (2) is exposed to potential losses or, less frequently, gains, arising from (a) possible claims against a company's resources due to future performance under contract terms, and (b) possible losses or likely gains from uncertainties that will ultimately be resolved when one or more future events that are deemed likely to occur do occur or fail to occur." } } }, "auth_ref": ["r52", "r86", "r494", "r575"] }, "us-gaap_CommitmentsAndContingenciesDisclosureAbstract": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "CommitmentsAndContingenciesDisclosureAbstract", "lang": { "en-us": { "role": { "label": "Commitments and Contingencies Disclosure [Abstract]" } } }, "auth_ref": [] }, "us-gaap_CommitmentsAndContingenciesDisclosureTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "CommitmentsAndContingenciesDisclosureTextBlock", "presentation": ["http://carecloud.com/role/CommitmentsAndContingencies"], "lang": { "en-us": { "role": { "label": "COMMITMENTS AND CONTINGENCIES", "documentation": "The entire disclosure for commitments and contingencies." } } }, "auth_ref": ["r79", "r284", "r285", "r640", "r773", "r779"] }, "us-gaap_CommonStockMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "CommonStockMember", "presentation": ["http://carecloud.com/role/DisclosureOfShare-basedCompensationArrangementsByShare-basedPaymentAwardDetails", "http://carecloud.com/role/StatementsOfShareholdersEquity", "http://carecloud.com/role/Stock-basedCompensationDetailsNarrative"], "lang": { "en-us": { "role": { "label": "Common Stock [Member]", "documentation": "Stock that is subordinate to all other stock of the issuer." } } }, "auth_ref": ["r679", "r680", "r681", "r683", "r684", "r685", "r686", "r730", "r731", "r734", "r795", "r848", "r851"] }, "us-gaap_CommonStockParOrStatedValuePerShare": { "xbrltype": "perShareItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "CommonStockParOrStatedValuePerShare", "presentation": ["http://carecloud.com/role/BalanceSheetsParenthetical"], "lang": { "en-us": { "role": { "label": "Common stock, par or stated value per share", "documentation": "Face amount or stated value per share of common stock." } } }, "auth_ref": ["r55"] }, "CCLD_CommonStockParValue0.001PerShareMember": { "xbrltype": "domainItemType", "nsuri": "http://carecloud.com/20240630", "localname": "CommonStockParValue0.001PerShareMember", "presentation": ["http://carecloud.com/role/Cover"], "lang": { "en-us": { "role": { "label": "Common Stock, par value $0.001 per share" } } } }, "auth_ref": [] }, "us-gaap_CommonStockSharesAuthorized": { "xbrltype": "sharesItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "CommonStockSharesAuthorized", "presentation": ["http://carecloud.com/role/BalanceSheetsParenthetical"], "lang": { "en-us": { "role": { "label": "Common stock, shares authorized", "documentation": "The maximum number of common shares permitted to be issued by an entity's charter and bylaws." } } }, "auth_ref": ["r55", "r576"] }, "us-gaap_CommonStockSharesIssued": { "xbrltype": "sharesItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "CommonStockSharesIssued", "presentation": ["http://carecloud.com/role/BalanceSheetsParenthetical"], "lang": { "en-us": { "role": { "label": "Common stock, shares issued", "documentation": "Total number of common shares of an entity that have been sold or granted to shareholders (includes common shares that were issued, repurchased and remain in the treasury). These shares represent capital invested by the firm's shareholders and owners, and may be all or only a portion of the number of shares authorized. Shares issued include shares outstanding and shares held in the treasury." } } }, "auth_ref": ["r55"] }, "us-gaap_CommonStockSharesOutstanding": { "xbrltype": "sharesItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "CommonStockSharesOutstanding", "presentation": ["http://carecloud.com/role/BalanceSheetsParenthetical"], "lang": { "en-us": { "role": { "label": "Common stock, shares outstanding", "documentation": "Number of shares of common stock outstanding. Common stock represent the ownership interest in a corporation." } } }, "auth_ref": ["r11", "r55", "r576", "r596", "r851", "r852"] }, "us-gaap_CommonStockValue": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "CommonStockValue", "crdr": "credit", "calculation": { "http://carecloud.com/role/BalanceSheets": { "parentTag": "us-gaap_StockholdersEquity", "weight": 1.0, "order": 2.0 } }, "presentation": ["http://carecloud.com/role/BalanceSheets"], "lang": { "en-us": { "role": { "label": "Common stock, $0.001 par value - authorized 35,000,000 shares. Issued 16,885,986 and 16,620,891 shares at June 30, 2024 and December 31, 2023, respectively. Outstanding 16,145,187 and 15,880,092 shares at June 30, 2024 and December 31, 2023, respectively", "documentation": "Aggregate par or stated value of issued nonredeemable common stock (or common stock redeemable solely at the option of the issuer). This item includes treasury stock repurchased by the entity. Note: elements for number of nonredeemable common shares, par value and other disclosure concepts are in another section within stockholders' equity." } } }, "auth_ref": ["r55", "r497", "r672"] }, "us-gaap_ComprehensiveIncomeNetOfTax": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ComprehensiveIncomeNetOfTax", "crdr": "credit", "calculation": { "http://carecloud.com/role/StatementsOfComprehensiveIncomeLoss": { "parentTag": null, "weight": null, "order": null, "root": true } }, "presentation": ["http://carecloud.com/role/StatementsOfComprehensiveIncomeLoss"], "lang": { "en-us": { "role": { "totalLabel": "COMPREHENSIVE INCOME (LOSS)", "label": "Comprehensive Income (Loss), Net of Tax, Attributable to Parent", "documentation": "Amount after tax of increase (decrease) in equity from transactions and other events and circumstances from net income and other comprehensive income, attributable to parent entity. Excludes changes in equity resulting from investments by owners and distributions to owners." } } }, "auth_ref": ["r15", "r125", "r127", "r131", "r488", "r506", "r507"] }, "CCLD_ConsultingAgreementMember": { "xbrltype": "domainItemType", "nsuri": "http://carecloud.com/20240630", "localname": "ConsultingAgreementMember", "presentation": ["http://carecloud.com/role/RelatedPartiesDetailsNarrative"], "lang": { "en-us": { "role": { "label": "Consulting Agreement [Member]", "documentation": "Consulting Agreement [Member]" } } }, "auth_ref": [] }, "CCLD_ConsultingExpenses": { "xbrltype": "monetaryItemType", "nsuri": "http://carecloud.com/20240630", "localname": "ConsultingExpenses", "crdr": "debit", "presentation": ["http://carecloud.com/role/RelatedPartiesDetailsNarrative"], "lang": { "en-us": { "role": { "label": "Consulting expenses" } } }, "auth_ref": [] }, "us-gaap_ContractWithCustomerAssetNet": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": 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"periodStartLabel": "Contract Assets, Opening", "periodEndLabel": "Contract Assets, Closing", "documentation": "Amount, after allowance for credit loss, of right to consideration in exchange for good or service transferred to customer when right is conditioned on something other than passage of time, classified as current." } } }, "auth_ref": ["r316", "r318", "r329"] }, "us-gaap_ContractWithCustomerLiabilityCurrent": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ContractWithCustomerLiabilityCurrent", "crdr": "credit", "calculation": { "http://carecloud.com/role/BalanceSheets": { "parentTag": "us-gaap_LiabilitiesCurrent", "weight": 1.0, "order": 5.0 } }, "presentation": ["http://carecloud.com/role/BalanceSheets", "http://carecloud.com/role/ScheduleOfChangesInAccountsReceivableContractAssetAndDeferredRevenueDetails"], "lang": { "en-us": { "role": { "label": "Deferred revenue (current portion)", "periodStartLabel": "Deferred Revenue (current), Opening", "periodEndLabel": "Deferred Revenue (current), Closing", "documentation": "Amount of obligation to transfer good or service to customer for which consideration has been received or is receivable, classified as current." } } }, "auth_ref": ["r316", "r317", "r329"] }, "us-gaap_ContractWithCustomerLiabilityNoncurrent": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ContractWithCustomerLiabilityNoncurrent", "crdr": "credit", "calculation": { "http://carecloud.com/role/BalanceSheets": { "parentTag": "us-gaap_Liabilities", "weight": 1.0, "order": 5.0 } }, "presentation": ["http://carecloud.com/role/BalanceSheets", "http://carecloud.com/role/ScheduleOfChangesInAccountsReceivableContractAssetAndDeferredRevenueDetails"], "lang": { "en-us": { "role": { "label": "Deferred revenue", "periodStartLabel": "Deferred Revenue (long term), Opening", "periodEndLabel": "Deferred Revenue (long term), Closing", "documentation": "Amount of obligation to 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Credit facilities provide capital to borrowers without the need to structure a loan for each borrowing." } } }, "auth_ref": ["r290", "r785"] }, "us-gaap_CreditFacilityDomain": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "CreditFacilityDomain", "presentation": ["http://carecloud.com/role/AccruedExpensesAndDebtDetailsNarrative"], "lang": { "en-us": { "role": { "documentation": "Type of credit facility. Credit facilities provide capital to borrowers without the need to structure a loan for each borrowing." } } }, "auth_ref": ["r290", "r785", "r786"] }, "CCLD_CumulativeEffectOfAdoptionOfAccountingStandardUpdate": { "xbrltype": "monetaryItemType", "nsuri": "http://carecloud.com/20240630", "localname": "CumulativeEffectOfAdoptionOfAccountingStandardUpdate", "crdr": "credit", "presentation": ["http://carecloud.com/role/StatementsOfShareholdersEquity"], "lang": { "en-us": { "role": { "label": "Cumulative effect of adopting ASC 326", "documentation": "Cumulative effect of adoption of accounting standard update." } } }, "auth_ref": [] }, "dei_CurrentFiscalYearEndDate": { "xbrltype": "gMonthDayItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "CurrentFiscalYearEndDate", "presentation": ["http://carecloud.com/role/Cover"], "lang": { "en-us": { "role": { "label": "Current Fiscal Year End Date", "documentation": "End date of current fiscal year in the format --MM-DD." } } }, "auth_ref": [] }, "us-gaap_CurrentIncomeTaxExpenseBenefit": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "CurrentIncomeTaxExpenseBenefit", "crdr": "debit", "presentation": ["http://carecloud.com/role/IncomeTaxesDetailsNarrative"], "lang": { "en-us": { "role": { "label": "Current income tax expense", "documentation": "Amount of current income tax expense (benefit) pertaining to taxable income (loss) from continuing operations." } } }, "auth_ref": ["r378", "r729"] }, "us-gaap_CustomerRelationshipsMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "CustomerRelationshipsMember", "presentation": ["http://carecloud.com/role/ScheduleOfIntangibleAssetsDetails"], "lang": { "en-us": { "role": { "label": "Customer Relationships [Member]", "documentation": "Customer relationship that exists between an entity and its customer, for example, but not limited to, tenant relationships." } } }, "auth_ref": ["r38", "r761", "r762", "r763", "r764", "r766", "r768", "r771", "r772"] }, "CCLD_DeferredCommissions": { "xbrltype": "monetaryItemType", "nsuri": "http://carecloud.com/20240630", "localname": "DeferredCommissions", "crdr": "debit", "presentation": ["http://carecloud.com/role/RevenueDetailsNarrative"], "lang": { "en-us": { "role": { "label": "Deferred commissions", "documentation": "Deferred commissions." } } }, "auth_ref": [] }, "us-gaap_DeferredForeignIncomeTaxExpenseBenefit": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "DeferredForeignIncomeTaxExpenseBenefit", "crdr": "debit", "presentation": ["http://carecloud.com/role/IncomeTaxesDetailsNarrative"], "lang": { "en-us": { "role": { "label": "Foreign income tax expense", "documentation": "Amount of deferred foreign income tax expense (benefit) pertaining to income (loss) from continuing operations." } } }, "auth_ref": ["r729", "r794"] }, "us-gaap_DeferredIncomeTaxExpenseBenefit": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "DeferredIncomeTaxExpenseBenefit", "crdr": "debit", "presentation": [

"http://carecloud.com/role/IncomeTaxesDetailsNarrative"], "lang": { "en-us": { "role": { "label": "Deferred income tax expense", "documentation": "Amount of deferred income tax expense (benefit) pertaining to income (loss) from continuing operations." } } }, "auth_ref": ["r7", "r97", "r729"] }, "us-gaap_DeferredTaxLiabilities": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "DeferredTaxLiabilities", "crdr": "credit", "presentation": ["http://carecloud.com/role/IncomeTaxesDetailsNarrative"], "lang": { "en-us": { "role": { "label": "Deferred tax liability", "documentation": "Amount, after deferred tax asset, of deferred tax liability attributable to taxable differences without jurisdictional netting." } } }, "auth_ref": ["r791"] }, "us-gaap_DepreciationAndAmortization": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "DepreciationAndAmortization", "crdr": "debit", "calculation": { "http://carecloud.com/role/StatementsOfOperations": { "parentTag": "us-gaap_OperatingExpenses", "weight": 1.0, "order": 5.0 }, "http://carecloud.com/role/ScheduleOfRevenuesOperatingExpensesAndOperatingIncomeLossByReportableSegmentDetails": { "parentTag": "us-gaap_OperatingExpenses", "weight": 1.0, "order": 5.0 } }, "presentation": ["http://carecloud.com/role/ScheduleOfRevenuesOperatingExpensesAndOperatingIncomeLossByReportableSegmentDetails", "http://carecloud.com/role/StatementsOfOperations"], "lang": { "en-us": { "role": { "label": "Depreciation and amortization", "documentation": "The current period expense charged against earnings on long-lived, physical assets not used in production, and which are not intended for resale, to allocate or recognize the cost of such assets over their useful lives; or to record the reduction in book value of an intangible asset over the benefit period of such asset; or to reflect consumption during the period of an asset that is not used in production." } } }, "auth_ref": ["r7", "r27"] }, "CCLD_DirectOperatingCostsMember": { "xbrltype": "domainItemType", "nsuri": "http://carecloud.com/20240630", "localname": "DirectOperatingCostsMember", "presentation": ["http://carecloud.com/role/ScheduleOfEmployeeServiceShare-basedCompensationAllocationOfRecognizedPeriodCostsDetails"], "lang": { "en-us": { "role": { "label": "Direct Operating Costs [Member]", "documentation": "Direct Operating Costs [Member]" } } }, "auth_ref": [] }, "us-gaap_DisaggregationOfRevenueLineItems": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "DisaggregationOfRevenueLineItems", "presentation": ["http://carecloud.com/role/RevenueDetailsNarrative", "http://carecloud.com/role/ScheduleOfDisaggregationOfRevenueDetails"], "lang": { "en-us": { "role": { "label": "Disaggregation of Revenue [Line Items]", "documentation": "Line items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table." } } }, "auth_ref": ["r328", "r660", "r661", "r662", "r663", "r664", "r665", "r666"] }, "us-gaap_DisaggregationOfRevenueTable": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "DisaggregationOfRevenueTable", "presentation": ["http://carecloud.com/role/RevenueDetailsNarrative", "http://carecloud.com/role/ScheduleOfDisaggregationOfRevenueDetails"], "lang": { "en-us": { "role": { "label": "Disaggregation of Revenue [Table]", "documentation": "Disclosure of information about disaggregation of revenue into categories depicting how nature, amount, timing, and uncertainty of revenue and cash flows are affected by economic factor." } } }, "auth_ref": ["r328", "r660", "r661", "r662", "r663", "r664", "r665", "r666"] }, "us-gaap_DisaggregationOfRevenueTableTextBlock": { "xbrltype": "textBlockItemType", "nsuri": 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Used to reflect the current portion of the liabilities (due within one year or within the normal operating cycle if longer)." } } }, "auth_ref": ["r47"] }, "us-gaap_DividendsPreferredStockStock": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "DividendsPreferredStockStock", "crdr": "debit", "presentation": ["http://carecloud.com/role/NetLossPerCommonShareDetailsNarrative", "http://carecloud.com/role/RestatementDetailsNarrative", "http://carecloud.com/role/ScheduleOfAdjustmentsToConsolidatedStatementOfOperationsDetails"], "lang": { "en-us": { "role": { "label": "Preferred stock dividend amount", "verboseLabel": "Preferred stock dividend", "terseLabel": "Earned preferred stock dividend", "documentation": "Amount of paid and unpaid preferred stock dividends declared with the form of settlement in stock." } } }, "auth_ref": ["r4", "r81"] }, "us-gaap_DividendsShareBasedCompensationCash": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "DividendsShareBasedCompensationCash", "crdr": "debit", "presentation": ["http://carecloud.com/role/ShareholdersEquityDetailsNarrative"], "lang": { "en-us": { "role": { "label": "Dividend, share-based payment arrangement, cash", "documentation": "Amount of paid and unpaid cash dividends declared for award under share-based payment arrangement." } } }, "auth_ref": [] }, "CCLD_DividendsUndeclared": { "xbrltype": "monetaryItemType", "nsuri": "http://carecloud.com/20240630", "localname": "DividendsUndeclared", "crdr": "debit", "presentation": ["http://carecloud.com/role/ShareholdersEquityDetailsNarrative"], "lang": { "en-us": { "role": { "label": "Dividends undeclared", "documentation": "Dividends undeclared." } } }, "auth_ref": [] }, "dei_DocumentAccountingStandard": { "xbrltype": "accountingStandardItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "DocumentAccountingStandard", "presentation": ["http://carecloud.com/role/Cover"], "lang": { "en-us": { "role": { "label": "Document Accounting Standard", "documentation": "The basis of accounting the registrant has used to prepare the financial statements included in this filing This can either be 'U.S. GAAP', 'International Financial Reporting Standards', or 'Other'." } } }, "auth_ref": ["r702"] }, "dei_DocumentAnnualReport": { "xbrltype": "booleanItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "DocumentAnnualReport", "presentation": ["http://carecloud.com/role/Cover"], "lang": { "en-us": { "role": { "label": "Document Annual Report", "documentation": "Boolean flag that is true only for a form used as an annual report." } } }, "auth_ref": ["r700", "r702", "r703"] }, "dei_DocumentFiscalPeriodFocus": { "xbrltype": "fiscalPeriodItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "DocumentFiscalPeriodFocus", "presentation": ["http://carecloud.com/role/Cover"], "lang": { "en-us": { "role": { "label": "Document Fiscal Period Focus", "documentation": "Fiscal period values are FY, Q1, Q2, and Q3. 1st, 2nd and 3rd quarter 10-Q or 10-QT statements have value Q1, Q2, and Q3 respectively, with 10-K, 10-KT or other fiscal year statements having FY." } } }, "auth_ref": [] }, "dei_DocumentFiscalYearFocus": { "xbrltype": "gYearItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "DocumentFiscalYearFocus", "presentation": ["http://carecloud.com/role/Cover"], "lang": { "en-us": { "role": { "label": "Document Fiscal Year Focus", "documentation": "This is focus fiscal year of the document report in YYYY format. For a 2006 annual report, which may also provide financial information from prior periods, fiscal 2006 should be given as the fiscal year focus. Example: 2006." } } }, "auth_ref": [] }, "dei_DocumentPeriodEndDate": { "xbrltype": "dateItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "DocumentPeriodEndDate", "presentation": ["http://carecloud.com/role/Cover"], "lang": { "en-us": { "role": { "label": "Document Period End Date", "documentation": "For the EDGAR submission types of Form 8-K: the date of the report, the date of the earliest event reported; for the EDGAR submission types of Form N-1A: the filing date; for all other submission types: the end of the reporting or transition period. The format of the date is YYYY-MM-DD." } } }, "auth_ref": [] }, "dei_DocumentPeriodStartDate": { "xbrltype": "dateItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "DocumentPeriodStartDate", "presentation": ["http://carecloud.com/role/Cover"], "lang": { "en-us": { "role": { "label": "Document Period Start Date", "documentation": "The start date of the period covered in the document, in YYYY-MM-DD format." } } }, "auth_ref": [] }, "dei_DocumentQuarterlyReport": { "xbrltype": "booleanItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "DocumentQuarterlyReport", "presentation": ["http://carecloud.com/role/Cover"], "lang": { "en-us": { "role": { "label": "Document Quarterly Report", "documentation": "Boolean flag that is true only for a form used as an quarterly report." } } }, "auth_ref": ["r701"] }, "dei_DocumentRegistrationStatement": { "xbrltype": "booleanItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "DocumentRegistrationStatement", "presentation": ["http://carecloud.com/role/Cover"], "lang": { "en-us": { "role": { "label": "Document Registration Statement", "documentation": "Boolean flag that is true only for a form used as a registration statement." } } }, "auth_ref": ["r689"] }, "dei_DocumentShellCompanyEventDate": { "xbrltype": "dateItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "DocumentShellCompanyEventDate", "presentation": ["http://carecloud.com/role/Cover"], "lang": { "en-us": { "role": { "label": "Document Shell Company Event Date", "documentation": "Date of event requiring a shell company report." } } }, "auth_ref": ["r702"] }, "dei_DocumentShellCompanyReport": { "xbrltype": "booleanItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "DocumentShellCompanyReport", "presentation": ["http://carecloud.com/role/Cover"], "lang": { "en-us": { "role": { "label": "Document Shell Company Report", "documentation": "Boolean flag that is true for a Shell Company Report pursuant to section 13 or 15(d) of the Exchange Act." } } }, "auth_ref": ["r702"] }, "dei_DocumentTransitionReport": { "xbrltype": "booleanItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "DocumentTransitionReport", "presentation": ["http://carecloud.com/role/Cover"], "lang": { "en-us": { "role": { "label": "Document Transition Report", "documentation": "Boolean flag that is true only for a form used as a transition report." } } }, "auth_ref": ["r704"] }, "dei_DocumentType": { "xbrltype": "submissionTypeItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "DocumentType", "presentation": ["http://carecloud.com/role/Cover"], "lang": { "en-us": { "role": { "label": "Document Type", "documentation": "The type of document being provided (such as 10-K, 10-Q, 485BPOS, etc). 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Excludes amounts for disposal group and discontinued operations. Cash includes, but is not limited to, currency on hand, demand deposits with banks or financial institutions, and other accounts with general characteristics of demand deposits. Cash equivalents include, but are not limited to, short-term, highly liquid investments that are both readily convertible to known amounts of cash and so near their maturity that they present insignificant risk of changes in value because of changes in interest rates." } } }, "auth_ref": [ "r440" ] }, "us-gaap_EmployeeBenefitsAndShareBasedCompensation": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "EmployeeBenefitsAndShareBasedCompensation", "crdr": "debit", "presentation": [ "http://carecloud.com/role/RelatedPartiesDetailsNarrative" ], "lang": { "en-us": { "role": { "label": "Compensation for statement of work per month", "documentation": "Amount of expense for employee benefit and equity-based compensation." } } }, "auth_ref": [] }, "us-gaap_EmployeeRelatedLiabilitiesCurrent": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "EmployeeRelatedLiabilitiesCurrent", "crdr": "credit", "calculation": { "http://carecloud.com/role/BalanceSheets": { "parentTag": "us-gaap_LiabilitiesCurrent", "weight": 1.0, "order": 2.0 } }, "presentation": [ "http://carecloud.com/role/BalanceSheets" ], "lang": { "en-us": { "role": { "label": "Accrued compensation", "documentation": "Total of the carrying values as of the balance sheet date of obligations incurred through that date and payable for obligations related to services received from employees, such as accrued salaries and bonuses, payroll taxes and fringe benefits. Used to reflect the current portion of the liabilities (due within one year or within the normal operating cycle if longer)." } } }, "auth_ref": [ "r47" ] }, "us-gaap_EmployeeServiceShareBasedCompensationAllocationOfRecognizedPeriodCostsLineItems": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "EmployeeServiceShareBasedCompensationAllocationOfRecognizedPeriodCostsLineItems", "presentation": [ "http://carecloud.com/role/ScheduleOfEmployeeServiceShare-basedCompensationAllocationOfRecognizedPeriodCostsDetails" ], "lang": { "en-us": { "role": { "label": "Share-Based Payment Arrangement, Expensed and Capitalized, Amount [Line Items]", "documentation": "Line items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table." } } }, "auth_ref": [] }, "dei_EntityAddressAddressLine1": { "xbrltype": "normalizedStringItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityAddressAddressLine1", "presentation": [ "http://carecloud.com/role/Cover" ], "lang": { "en-us": { "role": { "label": "Entity Address, Address Line One", "documentation": "Address Line 1 such as Attn, Building Name, Street Name" } } }, "auth_ref": [] }, "dei_EntityAddressAddressLine2": { "xbrltype": "normalizedStringItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityAddressAddressLine2", "presentation": [ "http://carecloud.com/role/Cover" ], "lang": { "en-us": { "role": { "label": "Entity Address, Address Line Two", "documentation": "Address Line 2 such as Street or Suite number" } } }, "auth_ref": [] }, "dei_EntityAddressAddressLine3": { "xbrltype": "normalizedStringItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityAddressAddressLine3", "presentation": [ "http://carecloud.com/role/Cover" ], "lang": { "en-us": { "role": { "label": "Entity Address, Address Line Three", "documentation": "Address Line 3 such as an Office Park" } } }, "auth_ref": [] }, "dei_EntityAddressCityOrTown": { "xbrltype": "normalizedStringItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityAddressCityOrTown", "presentation": [ "http://carecloud.com/role/Cover" ], "lang": { "en-us": { "role": { "label": "Entity Address, City or Town", "documentation": "Name of the City or Town" } } }, "auth_ref": [] }, "dei_EntityAddressCountry": { "xbrltype": "countryCodeItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityAddressCountry", "presentation": [ "http://carecloud.com/role/Cover" ], "lang": { "en-us": { "role": { "label": "Entity Address, Country", "documentation": "ISO 3166-1 alpha-2 country code." } } }, "auth_ref": [] }, "dei_EntityAddressPostalZipCode": { "xbrltype": "normalizedStringItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityAddressPostalZipCode", "presentation": [ "http://carecloud.com/role/Cover" ], "lang": { "en-us": { "role": { "label": "Entity Address, Postal Zip Code", "documentation": "Code for the postal or zip code" } } }, "auth_ref": [] }, "dei_EntityAddressStateOrProvince": { "xbrltype": "stateOrProvinceItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityAddressStateOrProvince", "presentation": [ "http://carecloud.com/role/Cover" ], "lang": { "en-us": { "role": { "label": "Entity Address, State or Province", "documentation": "Name of the state or province." } } }, "auth_ref": [] }, "dei_EntityBankruptcyProceedingsReportingCurrent": { "xbrltype": "booleanItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityBankruptcyProceedingsReportingCurrent", "presentation": [ "http://carecloud.com/role/Cover" ], "lang": { "en-us": { "role": { "label": "Entity Bankruptcy Proceedings, Reporting Current", "documentation": "For registrants involved in bankruptcy proceedings during the preceding five years, the value Yes indicates that the registrant has filed all documents and reports required to be filed by Section 12, 13 or 15(d) of the Securities Exchange Act of 1934 subsequent to the distribution of securities under a plan confirmed by a court; the value No indicates the registrant has not. Registrants not involved in bankruptcy proceedings during the preceding five years should not report this element." } } }, "auth_ref": [ "r695" ] }, "dei_EntityCentralIndexKey": { "xbrltype": "centralIndexKeyItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityCentralIndexKey", "presentation": [ "http://carecloud.com/role/Cover" ], "lang": { "en-us": { "role": { "label": "Entity Central Index Key", "documentation": "A unique 10-digit SEC-issued value to identify entities that have filed disclosures with the SEC. It is commonly abbreviated as CIK." } } }, "auth_ref": [ "r691" ] }, "dei_EntityCommonStockSharesOutstanding": { "xbrltype": "sharesItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityCommonStockSharesOutstanding", "presentation": [ "http://carecloud.com/role/Cover" ], "lang": { "en-us": { "role": { "label": "Entity Common Stock, Shares Outstanding", "documentation": "Indicate number of shares or other units outstanding of each of registrant's classes of capital or common stock or other ownership interests, if and as stated on cover of related periodic report. Where multiple classes or units exist define each class/interest by adding class of stock items such as Common Class A [Member], Common Class B [Member] or Partnership Interest [Member] onto the Instrument [Domain] of the Entity Listings, Instrument." } } }, "auth_ref": [] }, "dei_EntityCurrentReportingStatus": { "xbrltype": "yesNoItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityCurrentReportingStatus", "presentation": [ "http://carecloud.com/role/Cover" ], "lang": { "en-us": { "role": { "label": "Entity Current Reporting Status", "documentation": "Indicate 'Yes' or 'No' whether registrants (1) have filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that registrants were required to file such reports), and (2) have been subject to such filing requirements for the past 90 days. This information should be based on the registrant's current or most recent filing containing the related disclosure." } } }, "auth_ref": [] }, "dei_EntityEmergingGrowthCompany": { "xbrltype": "booleanItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityEmergingGrowthCompany", "presentation": [ "http://carecloud.com/role/Cover" ], "lang": { "en-us": { "role": { "label": "Entity Emerging Growth Company", "documentation": "Indicate if registrant meets the emerging growth company criteria." } } }, "auth_ref": [ "r691" ] }, "dei_EntityExTransitionPeriod": { "xbrltype": "booleanItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityExTransitionPeriod", "presentation": [ "http://carecloud.com/role/Cover" ], "lang": { "en-us": { "role": { "label": "Elected Not To Use the Extended Transition Period", "documentation": "Indicate if an emerging growth company has elected not to use the extended transition period for complying with any new or revised financial accounting standards." } } }, "auth_ref": [ "r708" ] }, "dei_EntityFileNumber": { "xbrltype": "fileNumberItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityFileNumber", "presentation": [ "http://carecloud.com/role/Cover" ], "lang": { "en-us": { "role": { "label": "Entity File Number", "documentation": "Commission file number. The field allows up to 17 characters. The prefix may contain 1-3 digits, the sequence number may contain 1-8 digits, the optional suffix may contain 1-4 characters, and the fields are separated with a hyphen." } } }, "auth_ref": [] }, "dei_EntityFilerCategory": { "xbrltype": "filerCategoryItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityFilerCategory", "presentation": [ "http://carecloud.com/role/Cover" ], "lang": { "en-us": { "role": { "label": "Entity Filer Category", "documentation": "Indicate whether the registrant is one of the following: Large Accelerated Filer, Accelerated Filer, Non-accelerated Filer. Definitions of these categories are stated in Rule 12b-2 of the Exchange Act. 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Is used on Form Type: 10-K, 10-Q, 8-K, 20-F, 6-K, 10-K/A, 10-Q/A, 20-F/A, 6-K/A, N-CSR, N-Q, N-1A." } } }, "auth_ref": [ "r706" ] }, "us-gaap_EquityAbstract": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "EquityAbstract", "lang": { "en-us": { "role": { "label": "Equity [Abstract]" } } }, "auth_ref": [] }, "CCLD_EquityAwardsAccelerationCostsAssociatedWithSeveranceMember": { "xbrltype": "domainItemType", "nsuri": "http://carecloud.com/20240630", "localname": "EquityAwardsAccelerationCostsAssociatedWithSeveranceMember", "presentation": [ "http://carecloud.com/role/ScheduleOfLiabilitiesAssociatedWithRestructuringCostsDetails" ], "lang": { "en-us": { "role": { "label": "Equity Awards Acceleration Costs [Member]", "documentation": "Equity Awards Acceleration Costs [Member]" } } }, "auth_ref": [] }, "us-gaap_EquityComponentDomain": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "EquityComponentDomain", "presentation": [ "http://carecloud.com/role/AccruedExpensesAndDebtDetailsNarrative", "http://carecloud.com/role/DisclosureOfShare-basedCompensationArrangementsByShare-basedPaymentAwardDetails", "http://carecloud.com/role/NetLossPerCommonShareDetailsNarrative", "http://carecloud.com/role/StatementsOfShareholdersEquity", "http://carecloud.com/role/StatementsOfShareholdersEquityParenthetical", "http://carecloud.com/role/Stock-basedCompensationDetailsNarrative" ], "lang": { "en-us": { "role": { "documentation": "Components of equity are the parts of the total Equity balance including that which is allocated to common, preferred, treasury stock, retained earnings, etc." } } }, "auth_ref": [ "r11", "r103", "r128", "r129", "r130", "r147", "r148", "r149", "r152", "r160", "r163", "r165", "r184", "r230", "r236", "r267", "r315", "r379", "r380", "r392", "r393", "r394", "r397", "r404", "r405", "r414", "r416", "r417", "r418", "r419", "r421", "r431", "r441", "r442", "r443", "r444", "r445", "r446", "r449", "r452", "r471", "r505", "r532", "r533", "r534", "r555", "r622" ] }, "us-gaap_ErrorCorrectionTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ErrorCorrectionTextBlock", "presentation": [ "http://carecloud.com/role/Restatement" ], "lang": { "en-us": { "role": { "label": "RESTATEMENT", "documentation": "The entire disclosure for reporting error correction." } } }, "auth_ref": [ "r161" ] }, "CCLD_ExecutiveChairmanMember": { "xbrltype": "domainItemType", "nsuri": "http://carecloud.com/20240630", "localname": "ExecutiveChairmanMember", "presentation": [ "http://carecloud.com/role/RelatedPartiesDetailsNarrative" ], "lang": { "en-us":
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Excludes interim and annual periods when interim periods are reported from current statement of financial position date (rolling approach)." } } }, "auth_ref": ["r769", "r853"] }, "us-gaap_FiniteLivedIntangibleAssetsAmortizationExpenseNextTwelveMonths": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "FiniteLivedIntangibleAssetsAmortizationExpenseNextTwelveMonths", "crdr": "debit", "calculation": { "http://carecloud.com/role/ScheduleOfFinite-livedIntangibleAssetsFutureAmortizationExpenseDetails": { "parentTag": "us-gaap_IntangibleAssetsNetExcludingGoodwill", "weight": 1.0, "order": 2.0 } }, "presentation": ["http://carecloud.com/role/ScheduleOfFinite-livedIntangibleAssetsFutureAmortizationExpenseDetails"], "lang": { "en-us": { "role": { "label": "2025", "documentation": "Amount of amortization for assets, excluding financial assets and goodwill, lacking physical substance with finite life expected to be recognized in next fiscal year following current fiscal year. Excludes interim and annual periods when interim periods are reported from current statement of financial position date (rolling approach)." } } }, "auth_ref": ["r262", "r641", "r657"] }, "us-gaap_FiniteLivedIntangibleAssetsAmortizationExpenseRemainderOfFiscalYear": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "FiniteLivedIntangibleAssetsAmortizationExpenseRemainderOfFiscalYear", "crdr": "debit", "calculation": { "http://carecloud.com/role/ScheduleOfFinite-livedIntangibleAssetsFutureAmortizationExpenseDetails": { "parentTag": "us-gaap_IntangibleAssetsNetExcludingGoodwill", "weight": 1.0, "order": 1.0 } }, "presentation": ["http://carecloud.com/role/ScheduleOfFinite-livedIntangibleAssetsFutureAmortizationExpenseDetails"], "lang": { "en-us": { "role": { "label": "2024 (six months)", "documentation": "Amount of amortization for assets, excluding financial assets and goodwill, lacking physical substance with finite life expected to be recognized in remainder of current fiscal year." } } }, "auth_ref": ["r853"] }, "us-gaap_FiniteLivedIntangibleAssetsAmortizationExpenseYearFour": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "FiniteLivedIntangibleAssetsAmortizationExpenseYearFour", "crdr": "debit", "calculation": { "http://carecloud.com/role/ScheduleOfFinite-livedIntangibleAssetsFutureAmortizationExpenseDetails": { "parentTag": "us-gaap_IntangibleAssetsNetExcludingGoodwill", "weight": 1.0, "order": 5.0 } }, "presentation": ["http://carecloud.com/role/ScheduleOfFinite-livedIntangibleAssetsFutureAmortizationExpenseDetails"], "lang": { "en-us": { "role": { "label": "2028", "documentation": "Amount of amortization for assets, excluding financial assets and goodwill, lacking physical substance with finite life expected to be recognized in fourth fiscal year following current fiscal year. 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Excludes interim and annual periods when interim periods are reported from current statement of financial position date (rolling approach)." } } }, "auth_ref": ["r262", "r641", "r657"] }, "us-gaap_FiniteLivedIntangibleAssetsAmortizationExpenseYearTwo": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "FiniteLivedIntangibleAssetsAmortizationExpenseYearTwo", "crdr": "debit", "calculation": { "http://carecloud.com/role/ScheduleOfFinite-livedIntangibleAssetsFutureAmortizationExpenseDetails": { "parentTag": "us-gaap_IntangibleAssetsNetExcludingGoodwill", "weight": 1.0, "order": 3.0 } }, "presentation": ["http://carecloud.com/role/ScheduleOfFinite-livedIntangibleAssetsFutureAmortizationExpenseDetails"], "lang": { "en-us": { "role": { "label": "2026", "documentation": "Amount of amortization for assets, excluding financial assets and goodwill, lacking physical substance with finite life expected to be recognized in second fiscal year following current fiscal year. Excludes interim and annual periods when interim periods are reported from current statement of financial position date (rolling approach)." } } }, "auth_ref": ["r262", "r641", "r657"] }, "us-gaap_FiniteLivedIntangibleAssetsByMajorClassAxis": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "FiniteLivedIntangibleAssetsByMajorClassAxis", "presentation": ["http://carecloud.com/role/ScheduleOfIntangibleAssetsDetails"], "lang": { "en-us": { "role": { "label": "Finite-Lived Intangible Assets by Major Class [Axis]", "documentation": "Information by major type or class of finite-lived intangible assets." } } }, "auth_ref": ["r256", "r257", "r258", "r259", "r260", "r261", "r263", "r264", "r482", "r486", "r641"] }, "us-gaap_FiniteLivedIntangibleAssetsGross": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "FiniteLivedIntangibleAssetsGross", "crdr": "debit", "calculation": { "http://carecloud.com/role/ScheduleOfIntangibleAssetsDetails": { "parentTag": "us-gaap_IntangibleAssetsNetExcludingGoodwill", "weight": 1.0, "order": 1.0 } }, "presentation": ["http://carecloud.com/role/ScheduleOfIntangibleAssetsDetails"], "lang": { "en-us": { "role": { "label": "Total intangible assets", "documentation": "Amount before amortization of assets, excluding financial assets and goodwill, lacking physical substance with a finite life." } } }, "auth_ref": ["r243", "r261", "r486", "r657"] }, "us-gaap_FiniteLivedIntangibleAssetsLineItems": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "FiniteLivedIntangibleAssetsLineItems", "presentation": ["http://carecloud.com/role/ScheduleOfIntangibleAssetsDetails"], "lang": { "en-us": { "role": { "label": "Finite-Lived Intangible Assets [Line Items]", "documentation": "Line items represent financial concepts included in a table. 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Includes, but is not limited to, cost of borrowing accounted for as interest expense." } } }, "auth_ref": ["r182", "r191", "r195", "r201", "r214", "r447", "r651", "r652"] }, "us-gaap_InterestExpenseOther": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "InterestExpenseOther", "crdr": "debit", "calculation": { "http://carecloud.com/role/StatementsOfOperations": { "parentTag": "us-gaap_IncomeLossFromContinuingOperationsBeforeIncomeTaxesExtraordinaryItemsNoncontrollingInterest", "weight": -1.0, "order": 3.0 } }, "presentation": ["http://carecloud.com/role/StatementsOfOperations"], "lang": { "en-us": { "role": { "negatedLabel": "Interest expense", "label": "Interest Expense, Other", "documentation": "Amount of interest expense classified as other." } } }, "auth_ref": [] }, "us-gaap_InterestIncomeOther": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "InterestIncomeOther", "crdr": "credit", "calculation": { "http://carecloud.com/role/StatementsOfOperations": { "parentTag": "us-gaap_IncomeLossFromContinuingOperationsBeforeIncomeTaxesExtraordinaryItemsNoncontrollingInterest", "weight": 1.0, "order": 2.0 } }, "presentation": ["http://carecloud.com/role/StatementsOfOperations"], "lang": { "en-us": { "role": { "label": "Interest income", "documentation": "Amount of interest income earned from interest bearing assets classified as other." } } }, "auth_ref": [] }, "us-gaap_InterestPaidNet": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "InterestPaidNet", "crdr": "credit", "presentation": ["http://carecloud.com/role/StatementsOfCashFlows"], "lang": { "en-us": { "role": { "label": "Interest", "documentation": "Amount of cash paid for interest, excluding capitalized interest, classified as operating activity. Includes, but is not limited to, payment to settle zero-coupon bond for accreted interest of debt discount and debt instrument with insignificant coupon interest rate in relation to effective interest rate of borrowing attributable to accreted interest of debt discount." } } }, "auth_ref": ["r136", "r138", "r139"] }, "us-gaap_InventoryNet": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "InventoryNet", "crdr": "debit", "calculation": { "http://carecloud.com/role/BalanceSheets": { "parentTag": "us-gaap_AssetsCurrent", "weight": 1.0, "order": 4.0 } }, "presentation": ["http://carecloud.com/role/BalanceSheets"], "lang": { "en-us": { "role": { "label": "Inventory", "documentation": "Amount after valuation and LIFO reserves of inventory expected to be sold, or consumed within one year or operating cycle, if longer." } } }, "auth_ref": ["r122", "r643", "r672"] }, "us-gaap_LeaseCost": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "LeaseCost", "crdr": "debit", "calculation": { "http://carecloud.com/role/ScheduleOfLeaseExpenseDetails": { "parentTag": null, "weight": null, "order": null, "root": true } }, "presentation": ["http://carecloud.com/role/ScheduleOfLeaseExpenseDetails"], "lang": { "en-us": { "role": { "totalLabel": "Total - net lease cost", "label": "Lease, Cost", "documentation": "Amount of lease cost recognized by lessee for lease contract." } } }, "auth_ref": ["r455", "r671"] }, "us-gaap_LeaseCostTableTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "LeaseCostTableTextBlock", "presentation": ["http://carecloud.com/role/LeasesTables"], "lang": { "en-us": { "role": { "label": "SCHEDULE OF LEASE EXPENSE", "documentation": "Tabular disclosure of lessee's lease cost. Includes, but is not limited to, interest expense for finance lease, amortization of right-of-use asset for finance lease, operating lease cost, short-term lease cost, variable lease cost and sublease income." } } }, "auth_ref": ["r804"] }, "CCLD_LeaseTermDescription": { "xbrltype": "stringItemType", "nsuri": "http://carecloud.com/20240630", "localname": "LeaseTermDescription", "presentation": ["http://carecloud.com/role/LeasesDetailsNarrative"], "lang": { "en-us": { "role": { "label": "Lease term, description", "documentation": "Lease term description." } } }, "auth_ref": [] }, "CCLD_LeaseTerminationCosts": { "xbrltype": "monetaryItemType", "nsuri": "http://carecloud.com/20240630", "localname": "LeaseTerminationCosts", "crdr": "credit", "presentation": ["http://carecloud.com/role/LeasesDetailsNarrative"], "lang": { "en-us": { "role": { "label": "Lease termination costs", "documentation": "Lease termination costs." } } }, "auth_ref": [] }, "us-gaap_LesseeOperatingLeaseLiabilityMaturityTableTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "LesseeOperatingLeaseLiabilityMaturityTableTextBlock", "presentation": ["http://carecloud.com/role/LeasesTables"], "lang": { "en-us": { "role": { "label": "SCHEDULE OF MATURITIES OF LEASE LIABILITIES", "documentation": "Tabular disclosure of undiscounted cash flows of lessee's operating lease liability. Includes, but is not limited to, reconciliation of undiscounted cash flows to operating lease liability recognized in statement of financial position." } } }, "auth_ref": ["r805"] }, "us-gaap_LesseeOperatingLeaseLiabilityPaymentsDue": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "LesseeOperatingLeaseLiabilityPaymentsDue", "crdr": "credit", "calculation": { "http://carecloud.com/role/ScheduleOfMaturitiesOfLeaseLiabilitiesDetails": { "parentTag": null, "weight": null, "order": null, "root": true } }, "presentation": ["http://carecloud.com/role/ScheduleOfMaturitiesOfLeaseLiabilitiesDetails"], "lang": { "en-us": { "role": { "totalLabel": "Total lease payments", "label": "Lessee, Operating Lease, Liability, to be Paid", "documentation": "Amount of lessee's undiscounted obligation for lease payment for operating lease." } } }, "auth_ref": ["r463"] }, "us-gaap_LesseeOperatingLeaseLiabilityPaymentsDueAfterYearFive": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "LesseeOperatingLeaseLiabilityPaymentsDueAfterYearFive", "crdr": "credit", "calculation": { "http://carecloud.com/role/ScheduleOfMaturitiesOfLeaseLiabilitiesDetails": { "parentTag": "us-gaap_LesseeOperatingLeaseLiabilityPaymentsDue", "weight": 1.0, "order": 6.0 } }, "presentation": ["http://carecloud.com/role/ScheduleOfMaturitiesOfLeaseLiabilitiesDetails"], "lang": { "en-us": { "role": { "verboseLabel": "Thereafter", "label": "Lessee, Operating Lease, Liability, to be Paid, after Year Five", "documentation": "Amount of lessee's undiscounted obligation for lease payment for operating lease due after fifth fiscal year following current fiscal year. Excludes interim and annual periods when interim periods are reported from current statement of financial position date (rolling approach)." } } }, "auth_ref": ["r463"] }, "us-gaap_LesseeOperatingLeaseLiabilityPaymentsDueNextTwelveMonths": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "LesseeOperatingLeaseLiabilityPaymentsDueNextTwelveMonths", "crdr": "credit", "calculation": {

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Excludes interim and annual periods when interim periods are reported from current statement of financial position date (rolling approach)." } } }, "auth_ref": ["r463"] }, "us-gaap_LesseeOperatingLeaseLiabilityPaymentsDueYearFour": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "LesseeOperatingLeaseLiabilityPaymentsDueYearFour", "crdr": "credit", "calculation": { "http://carecloud.com/role/ScheduleOfMaturitiesOfLeaseLiabilitiesDetails": { "parentTag": "us-gaap_LesseeOperatingLeaseLiabilityPaymentsDue", "weight": 1.0, "order": 5.0 } }, "presentation": ["http://carecloud.com/role/ScheduleOfMaturitiesOfLeaseLiabilitiesDetails"], "lang": { "en-us": { "role": { "verboseLabel": "2028", "label": "Lessee, Operating Lease, Liability, to be Paid, Year Four", "documentation": "Amount of lessee's undiscounted obligation for lease payment for operating lease to be paid in fourth fiscal year following current fiscal year. Excludes interim and annual periods when interim periods are reported from current statement of financial position date (rolling approach)." } } }, "auth_ref": ["r463"] }, "us-gaap_LesseeOperatingLeaseLiabilityPaymentsDueYearThree": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "LesseeOperatingLeaseLiabilityPaymentsDueYearThree", "crdr": "credit", "calculation": { "http://carecloud.com/role/ScheduleOfMaturitiesOfLeaseLiabilitiesDetails": { "parentTag": "us-gaap_LesseeOperatingLeaseLiabilityPaymentsDue", "weight": 1.0, "order": 4.0 } }, "presentation": ["http://carecloud.com/role/ScheduleOfMaturitiesOfLeaseLiabilitiesDetails"], "lang": { "en-us": { "role": { "verboseLabel": "2027", "label": "Lessee, Operating Lease, Liability, to be Paid, Year Three", "documentation": "Amount of lessee's undiscounted obligation for lease payment for operating lease to be paid in third fiscal year following current fiscal year. Excludes interim and annual periods when interim periods are reported from current statement of financial position date (rolling approach)." } } }, "auth_ref": ["r463"] }, "us-gaap_LesseeOperatingLeaseLiabilityPaymentsDueYearTwo": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "LesseeOperatingLeaseLiabilityPaymentsDueYearTwo", "crdr": "credit", "calculation": { "http://carecloud.com/role/ScheduleOfMaturitiesOfLeaseLiabilitiesDetails": { "parentTag": "us-gaap_LesseeOperatingLeaseLiabilityPaymentsDue", "weight": 1.0, "order": 3.0 } }, "presentation": ["http://carecloud.com/role/ScheduleOfMaturitiesOfLeaseLiabilitiesDetails"], "lang": { "en-us": { "role": { "verboseLabel": "2026", "label": "Lessee, Operating Lease, Liability, to be Paid, Year Two", "documentation": "Amount of lessee's undiscounted obligation for lease payment for operating lease to be paid in second fiscal year following current fiscal year. Excludes interim and annual periods when interim periods are reported from current statement of financial position date (rolling approach)." } } }, "auth_ref": ["r463"] }, "us-gaap_LesseeOperatingLeaseLiabilityPaymentsRemainderOfFiscalYear": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "LesseeOperatingLeaseLiabilityPaymentsRemainderOfFiscalYear", "crdr": "credit", "calculation": { "http://carecloud.com/role/ScheduleOfMaturitiesOfLeaseLiabilitiesDetails": { "parentTag": "us-gaap_LesseeOperatingLeaseLiabilityPaymentsDue", "weight": 1.0, "order": 1.0 } }, "presentation": ["http://carecloud.com/role/ScheduleOfMaturitiesOfLeaseLiabilitiesDetails"], "lang": { "en-us": { "role": { "verboseLabel": "2024 (six months)", "label": "Lessee, Operating Lease, Liability, to be Paid, Remainder of Fiscal Year", "documentation": "Amount of lessee's undiscounted obligation for lease payment for operating lease having initial or remaining lease term in excess of one year to be paid in remainder of current fiscal year." } } }, "auth_ref": ["r805"] }, "us-gaap_LesseeOperatingLeaseLiabilityUndiscountedExcessAmount": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "LesseeOperatingLeaseLiabilityUndiscountedExcessAmount", "crdr": "credit", "presentation": ["http://carecloud.com/role/ScheduleOfMaturitiesOfLeaseLiabilitiesDetails"], "lang": { "en-us": { "role": { "negatedLabel": "Less: imputed interest", "label": "Lessee, Operating Lease, Liability, Undiscounted Excess Amount", "documentation": "Amount of lessee's undiscounted obligation for lease payments in excess of discounted obligation for lease payments for operating lease." } } }, "auth_ref": ["r463"] }, "us-gaap_LesseeOperatingLeasesTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "LesseeOperatingLeasesTextBlock", "presentation": ["http://carecloud.com/role/Leases"], "lang": { "en-us": { "role": { "label": "LEASES", "documentation": "The entire disclosure for operating leases of lessee. Includes, but is not limited to, description of operating lease and maturity analysis of operating lease liability." } } }, "auth_ref": ["r451"] }, "us-gaap_Liabilities": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "Liabilities", "crdr": "credit", "calculation": { "http://carecloud.com/role/BalanceSheets": { "parentTag": "us-gaap_LiabilitiesAndStockholdersEquity", "weight": 1.0, "order": 1.0 } }, "presentation": ["http://carecloud.com/role/BalanceSheets"], "lang": { "en-us": { "role": { "totalLabel": "Total liabilities", "label": "Liabilities", "documentation": "Amount of liability recognized for present obligation requiring transfer or otherwise providing economic benefit to others." } } }, "auth_ref": ["r12", "r46", "r47", "r48", "r50", "r51", "r52", "r53", "r143", "r225", "r291", "r292", "r293", "r294", "r295", "r296", "r297", "r298", "r299", "r408", "r409", "r410", "r439", "r574", "r645", "r688", "r787", "r810", "r811"] }, 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commitment fee amount", "documentation": "Amount of the fee for available but unused credit capacity under the credit facility." } } }, "auth_ref": ["r45", "r49", "r290"] }, "us-gaap_LineOfCreditFacilityCommitmentFeeDescription": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "LineOfCreditFacilityCommitmentFeeDescription", "presentation": ["http://carecloud.com/role/AccruedExpensesAndDebtDetailsNarrative"], "lang": { "en-us": { "role": { "label": "Line of Credit Facility, Commitment Fee Description", "documentation": "Description of the fees for amounts available, but unused under the credit facility." } } }, "auth_ref": ["r45", "r49"] }, "us-gaap_LineOfCreditFacilityCurrentBorrowingCapacity": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "LineOfCreditFacilityCurrentBorrowingCapacity", "crdr": "credit", "presentation": ["http://carecloud.com/role/AccruedExpensesAndDebtDetailsNarrative"], "lang": { "en-us": 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These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table." } } }, "auth_ref": ["r290", "r727", "r785"] }, "us-gaap_LineOfCreditFacilityRemainingBorrowingCapacity": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "LineOfCreditFacilityRemainingBorrowingCapacity", "crdr": "credit", "presentation": ["http://carecloud.com/role/AccruedExpensesAndDebtDetailsNarrative"], "lang": { "en-us": { "role": { "label": "Line of Credit Facility, Remaining Borrowing Capacity", "documentation": "Amount of borrowing capacity currently available under the credit facility (current borrowing capacity less the amount of borrowings outstanding)." } } }, "auth_ref": ["r45", "r49", "r290"] }, "us-gaap_LineOfCreditFacilityTable": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "LineOfCreditFacilityTable", "presentation": ["http://carecloud.com/role/AccruedExpensesAndDebtDetailsNarrative"], "lang": { "en-us": { "role": { "label": "Line of Credit Facility [Table]", "documentation": "Disclosure of information about short-term and long-term contractual arrangements with lender under which borrowing can occur up to maximum amount. Includes, but is not limited to, letter of credit, standby letter of credit, and revolving credit arrangement." } } }, "auth_ref": ["r45", "r49", "r290", "r727", "r785"] }, "us-gaap_LineOfCreditMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "LineOfCreditMember", "presentation": ["http://carecloud.com/role/AccruedExpensesAndDebtDetailsNarrative"], "lang": { "en-us": { "role": { "label": "Line of Credit [Member]", "documentation": "A contractual arrangement with a lender under which borrowings can be made up to a specific amount at any point in time, and under which borrowings outstanding may be either short-term or long-term, depending upon the particulars." } } }, "auth_ref": [] }, "us-gaap_LitigationSettlementAmountAwardedToOtherParty": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "LitigationSettlementAmountAwardedToOtherParty", "crdr": "credit", "presentation": ["http://carecloud.com/role/CommitmentsAndContingenciesDetailsNarrative"], "lang": { "en-us": { "role": { "label": "Mitigation related costs", "documentation": "Amount awarded to other party in judgment or settlement of litigation." } } }, "auth_ref": [] }, "us-gaap_LitigationSettlementLoss": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "LitigationSettlementLoss", "crdr": "debit", "presentation": ["http://carecloud.com/role/CommitmentsAndContingenciesDetailsNarrative"], "lang": { "en-us": { "role": { "label": "Settlement claim amount", "documentation": "Amount of loss from litigation settlement for amount awarded to other party. Excludes claims within an insurance entity's normal claims settlement process." } } }, "auth_ref": ["r780"] }, "dei_LocalPhoneNumber": { "xbrltype": "normalizedStringItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "LocalPhoneNumber", "presentation": ["http://carecloud.com/role/Cover"], "lang": { "en-us": { "role": { "label": "Local Phone Number", "documentation": "Local phone number for entity." } } }, "auth_ref": [] }, "us-gaap_LongTermLineOfCredit": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "LongTermLineOfCredit", "crdr": "credit", "calculation": { "http://carecloud.com/role/BalanceSheets": { "parentTag": "us-gaap_Liabilities", "weight": 1.0, "order": 3.0 } }, "presentation": ["http://carecloud.com/role/AccruedExpensesAndDebtDetailsNarrative", "http://carecloud.com/role/BalanceSheets"], "lang": { "en-us": { "role": { "label": "Borrowings under line of credit", "verboseLabel": "Long-Term Line of Credit, Noncurrent", "documentation": "The carrying value as of the balance sheet date of the noncurrent portion of long-term obligations drawn from a line of credit, which is a bank's commitment to make loans up to a specific amount. Examples of items that might be included in the application of this element may consist of letters of credit, standby letters of credit, and revolving credit arrangements, under which borrowings can be made up to a maximum amount as of any point in time conditional on satisfaction of specified terms before, as of and after the date of drawdowns on the line. Includes short-term obligations that would normally be classified as current liabilities but for which (a) postbalance sheet date issuance of a long term obligation to refinance the short term obligation on a long term basis, or (b) the enterprise has entered into a financing agreement that clearly permits the enterprise to refinance the short-term obligation on a long term basis and the following conditions are met (1) the agreement does not expire within 1 year and is not cancelable by the lender except for violation of an objectively determinable provision, (2) no violation exists at the BS date, and (3) the lender has entered into the financing agreement is expected to be financially capable of honoring the agreement." } } }, "auth_ref": ["r12", "r28", "r29"] }, "us-gaap_LongTermNotesPayable": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "LongTermNotesPayable", "crdr": "credit", "calculation": { "http://carecloud.com/role/BalanceSheets": { "parentTag": "us-gaap_Liabilities", "weight": 1.0, "order": 2.0 } }, "presentation": ["http://carecloud.com/role/BalanceSheets"], "lang": { "en-us": { "role": { "label": "Notes payable", "documentation": "Carrying value as of the balance sheet date of notes payable (with maturities initially due after one year or beyond the operating cycle if longer), excluding current portion." } } }, "auth_ref": ["r12"] }, "us-gaap_LongtermDebtTypeAxis": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "LongtermDebtTypeAxis", "presentation": ["http://carecloud.com/role/AccruedExpensesAndDebtDetailsNarrative"], "lang": { "en-us": { "role": { "label": "Long-Term Debt, Type [Axis]", "documentation": "Information by type of long-term debt." } } }, "auth_ref": ["r12", "r774", "r775", "r776"] }, "us-gaap_LongtermDebtTypeDomain": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "LongtermDebtTypeDomain", "presentation": ["http://carecloud.com/role/AccruedExpensesAndDebtDetailsNarrative"], "lang": { "en-us": { "role": { "documentation": "Type of long-term debt arrangement, such as notes, line of credit, commercial paper, asset-based financing, project financing, letter of credit financing. These are debt arrangements that originally required repayment more than twelve months after issuance or greater than the normal operating cycle of the company, if

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longer." } } }, "auth_ref": [ "r12", "r30", "r774", "r775", "r776" ] }, "us-gaap_LossContingenciesLineItems": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "LossContingenciesLineItems", "presentation": [ "http://carecloud.com/role/CommitmentsAndContingenciesDetailsNarrative" ], "lang": { "en-us": { "role": { "label": "Loss Contingencies [Line Items]", "documentation": "Line items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table." } } }, "auth_ref": [ "r286", "r287", "r288", "r289", "r366", "r659", "r781", "r782" ] }, "us-gaap_LossContingenciesTable": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "LossContingenciesTable", "presentation": [ "http://carecloud.com/role/CommitmentsAndContingenciesDetailsNarrative" ], "lang": { "en-us": { "role": { "label": "Loss Contingencies [Table]", "documentation": "Disclosure of information about loss contingency. Excludes environmental contingency, warranty, and unconditional purchase obligation." } } }, "auth_ref": [ "r286", "r287", "r288", "r289", "r366", "r659", "r781", "r782" ] }, "us-gaap_LossContingencyAccrualAtCarryingValue": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "LossContingencyAccrualAtCarryingValue", "crdr": "credit", "presentation": [
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Examples include, but are not limited to, land, buildings, machinery and equipment, office equipment, and furniture and fixtures." } } }, "auth_ref": ["r8", "r464", "r491", "r502", "r672"] }, "CCLD_ProvisionBenefitForDeferredIncomeTaxes": { "xbrltype": "monetaryItemType", "nsuri": "http://carecloud.com/20240630", "localname": "ProvisionBenefitForDeferredIncomeTaxes", "crdr": "debit", "calculation": { "http://carecloud.com/role/StatementsOfCashFlows": { "parentTag": "us-gaap_NetCashProvidedByUsedInOperatingActivities", "weight": 1.0, "order": 6.0 } }, "presentation": ["http://carecloud.com/role/StatementsOfCashFlows"], "lang": { "en-us": { "role": { "label": "Provision for deferred income taxes", "documentation": "Provision benefit for deferred income taxes." } } }, "auth_ref": [] }, "us-gaap_ProvisionForDoubtfulAccounts": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ProvisionForDoubtfulAccounts", "crdr": "debit", "calculation": { "http://carecloud.com/role/StatementsOfCashFlows": { "parentTag": "us-gaap_NetCashProvidedByUsedInOperatingActivities", "weight": 1.0, "order": 5.0 } }, "presentation": ["http://carecloud.com/role/ScheduleOfTradeAllowanceForDoubtfulAccountsDetails", "http://carecloud.com/role/StatementsOfCashFlows"], "lang": { "en-us": { "role": { "label": "Provision for expected credit losses", "verboseLabel": "Provision", "documentation": "Amount of expense (reversal of expense) for expected credit loss on accounts receivable." } } }, "auth_ref": ["r133", "r240"] }, "CCLD_PurchaseOfPrepaidInsuranceWithAssumptionOfNote": { "xbrltype": "monetaryItemType", "nsuri": "http://carecloud.com/20240630", "localname": "PurchaseOfPrepaidInsuranceWithAssumptionOfNote", "crdr": "credit", "presentation": ["http://carecloud.com/role/StatementsOfCashFlows"], "lang": { "en-us": { "role": { "label": "Purchase of prepaid insurance with assumption of note", "documentation": "Purchase of prepaid insurance with assumption of note." } } }, "auth_ref": [] }, "CCLD_RamapoAnesthesiologistsPCMember": { "xbrltype": "domainItemType", "nsuri": "http://carecloud.com/20240630", "localname": "RamapoAnesthesiologistsPCMember", "presentation": ["http://carecloud.com/role/CommitmentsAndContingenciesDetailsNarrative"], "lang": { "en-us": { "role": { "label": "Ramapo Anesthesiologists, PC [Member]", "documentation": "Ramapo Anesthesiologists PC [Member]" } } }, "auth_ref": [] }, "us-gaap_ReceivableTypeDomain": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ReceivableTypeDomain", "presentation": ["http://carecloud.com/role/RevenueDetailsNarrative"], "lang": { "en-us": { "role": { "documentation": "Financing arrangement representing a contractual right to receive money either on demand or on fixed and determinable dates." } } }, "auth_ref": ["r56", "r62"] }, "us-gaap_ReceivablesBillingStatusDomain": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ReceivablesBillingStatusDomain", "presentation": ["http://carecloud.com/role/RevenueDetailsNarrative"], "lang": { "en-us": { "role": { "documentation": "Amounts due from customers (or dealers) within the next year (or operating cycle, if longer) for goods or services that have been delivered or used, but not yet paid." } } }, "auth_ref": [] }, "CCLD_ReclassOfDepositsForPropertyAndEquipmentPlacedInService": { "xbrltype": "monetaryItemType", "nsuri": "http://carecloud.com/20240630", "localname": "ReclassOfDepositsForPropertyAndEquipmentPlacedInService", "crdr": "credit", "presentation": ["http://carecloud.com/role/StatementsOfCashFlows"], "lang": { "en-us": { "role": { "label": "Reclass of deposits for property and equipment placed in service", "documentation": "Reclass of deposits for property and equipment placed in service." } } }, "auth_ref": [] }, "us-gaap_RelatedPartyDomain": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "RelatedPartyDomain", "presentation": ["http://carecloud.com/role/CommitmentsAndContingenciesDetailsNarrative", "http://carecloud.com/role/RelatedPartiesDetailsNarrative"], "lang": { "en-us": { "role": { "documentation": "Related and nonrelated parties. Related party includes, but is not limited to, affiliate, other entity for which investment is accounted for under equity method, trust for benefit of employee, principal owner, management, and member of immediate family, and other party that may be prevented from pursuing separate interests because of control, significant influence, or ownership interest." } } }, "auth_ref": ["r223", "r331", "r475", "r476", "r493", "r501", "r569", "r570", "r571", "r572", "r573", "r595", "r597", "r629"] }, "us-gaap_RelatedPartyMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "RelatedPartyMember", "presentation": ["http://carecloud.com/role/RelatedPartiesDetailsNarrative"], "lang": { "en-us": { "role": { "label": "Related Party [Member]", "documentation": "Party related to reporting entity. 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Related party includes, but is not limited to, affiliate, other entity for which investment is accounted for under equity method, trust for benefit of employee, principal owner, management, and member of immediate family, and other party that may be prevented from pursuing separate interests because of control, significant influence, or ownership interest." } } }, "auth_ref": ["r223", "r331", "r475", "r476", "r493", "r501", "r569", "r570", "r571", "r572", "r573", "r595", "r597", "r629", "r809"] }, "us-gaap_RelatedPartyTransactionsDisclosureTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "RelatedPartyTransactionsDisclosureTextBlock", "presentation": ["http://carecloud.com/role/RelatedParties"], "lang": { "en-us": { "role": { "label": "RELATED PARTIES", "documentation": "The entire disclosure for related party transactions. 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Excludes write-down of intangible asset acquired in business combination or from joint venture formation or both, used in research and development activity." } } }, "auth_ref": ["r367", "r641", "r651", "r812"] }, "us-gaap_ResearchAndDevelopmentExpenseMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ResearchAndDevelopmentExpenseMember", "presentation": ["http://carecloud.com/role/ScheduleOfEmployeeServiceShare-basedCompensationAllocationOfRecognizedPeriodCostsDetails"], "lang": { "en-us": { "role": { "label": "Research and Development Expense [Member]", "documentation": "Primary financial statement caption in which the reported facts about research and development expense have been included." } } }, "auth_ref": [] }, "srt_RestatementAxis": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/srt/2024", "localname": "RestatementAxis", "presentation": ["http://carecloud.com/role/ScheduleOfAdjustmentsToConsolidatedStatementOfOperationsDetails"], "lang": { "en-us": { "role": { "label": "Revision of Prior Period [Axis]" } } }, "auth_ref": ["r104", "r147", "r148", "r149", "r151", "r152", "r155", "r156", "r157", "r158", "r161", "r162", "r163", "r164", "r165", "r166", "r181", "r231", "r232", "r393", "r394", "r396", "r397", "r404", "r405", "r427", "r431", "r432", "r433", "r448", "r450", "r470", "r471", "r532", "r533", "r534", "r535", "r536", "r537", "r538", "r539", "r540", "r541", "r544", "r743"] }, "srt_RestatementDomain": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/srt/2024", "localname": "RestatementDomain", "presentation": ["http://carecloud.com/role/ScheduleOfAdjustmentsToConsolidatedStatementOfOperationsDetails"], "auth_ref": ["r104", "r147", "r148", "r149", "r151", "r152", "r155", "r156", "r157", "r158", "r161", "r162", "r163", "r164", "r165", "r166", "r181", "r231", "r232", "r393", "r394", "r396", "r397", "r404", "r405", "r427", "r431", "r432", "r433", "r448", "r450", "r470", "r471", "r532", "r533", "r534", "r535", "r536", "r537", "r538", "r539", "r540", "r541", "r544", "r743"] }, "us-gaap_RestrictedStockUnitsRSUMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "RestrictedStockUnitsRSUMember", "presentation": ["http://carecloud.com/role/DisclosureOfShare-basedCompensationArrangementsByShare-basedPaymentAwardDetails", "http://carecloud.com/role/NetLossPerCommonShareDetailsNarrative", "http://carecloud.com/role/Stock-basedCompensationDetailsNarrative"], "lang": { "en-us": { "role": { "label": "Restricted Stock Units (RSUs) [Member]", "documentation": "Share instrument which is convertible to stock or an equivalent amount of cash, after a specified period of time or when specified performance conditions are met." } } }, "auth_ref": [] }, "us-gaap_RestructuringAndRelatedActivitiesAbstract": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "RestructuringAndRelatedActivitiesAbstract", "lang": { "en-us": { "role": { "label": "Restructuring and Related Activities [Abstract]" } } }, "auth_ref": [] }, "us-gaap_RestructuringAndRelatedActivitiesDisclosureTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "RestructuringAndRelatedActivitiesDisclosureTextBlock", "presentation": ["http://carecloud.com/role/RestructuringCosts"], "lang": { "en-us": { "role": { "label": "RESTRUCTURING COSTS", "documentation": "The entire disclosure for restructuring and related activities. Description of restructuring activities such as exit and disposal activities, include facts and circumstances leading to the plan, the expected plan completion date, the major types of costs associated with the plan activities, total expected costs, the accrual balance at the end of the period, and the periods over which the remaining accrual will be settled." } } }, "auth_ref": ["r272", "r273", "r275", "r278", "r283"] }, "us-gaap_RestructuringAndRelatedCostExpectedCost1": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "RestructuringAndRelatedCostExpectedCost1", "crdr": "debit", "presentation": ["http://carecloud.com/role/RestructuringCostsDetailsNarrative"], "lang": { "en-us": { "role": { "label": "Estimated restructuring expense", "documentation": "Amount expected to be recognized in earnings for the specified restructuring cost." } } }, "auth_ref": ["r274",

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MM *VP,SHY27R? 60WX_[R!+E,HY'U2O8F*;-D3YI.UQIEY:LXG,@_,_=:$R4C M6M*.N>VQK&DP9O=&=+P1&;YI()%QO"=*;HX]?^2%#\$R=!(;J+$5[GA<)M%(M:P'> (UD0)Q/UGG&@=!%YI"Z&QG@QV1M)#SKG$8HZ9ZPZD N^BHM^\BVQ'ZT/ MP[.OP/BBXO)1"AJ7IH1F<,=QFAN;FC\4GT[=S#?;4B7*90XGI@O%>FJ@Z MW7-&:6KJW56=Z1 UC7;^$9;V,QM2I(P+*JFW,^4W:FRRIJBC?L_LK-A-9-&3F$N2RAO4:L]+]:/ M1&VN%:K&L$F ![=W)48N>^U0CU7++:K,@R/Q:S#N*K.]*/VV?[EDN(N._]'9 M77P>L'8SZJD2YK*- QHUIL6.I_RRHT$F+[,!2;]/3_G-L4F_HML2?J#L1'5"D MT\CTS&+?MQ^Q)='^/2314IKA99]%2%]%R#YW5+=CL54B7'939A&S&QI'_[W0 MXU6ZY- B3.M/5B3)B=/_^P"0.0(QS8$X;V!''.6M9[FKQ/@ K;Y?.O_\[&"_H-# Z2+?15+X)($!S1Z]N2L0/.!;N3BA)H[MYL.QFD,4Y+RBRA.:_FOH"@9ZK*X%FWXEC:5]+J^A-[2N8_7.-\A74GN49E+6 M^O-%_CU5^+OXYNIG4!Q*\$MO=[:].YN]&+P))Z"-T2A?PV2> /Z:7!U/;BY M.G\F]KZDQQ1B7PW%2*)UZ(0-:__5N5/ZL3I#V9,O)G6O"+!)7- 4(0X_9%Q7G$,QV=^DE1&P%0E_=XPA9*,D?[1#8_]:-!\0 MB7P$ GU NFVV+:R@G'FM"<2O3$?;[*3)Z)_QJ3+*[\Q-G[UY?GE^>7DU1SZC M!:=H\T!? >J:%CG;F<4ECQZ%3R2]G@4]O_&:OC7_:,NK08(.!'4;3A3,A&AS2 MU[4_V= [&Q*X"SB>5A#H('PCTPR&5OO6]L11@<;095"V:#,6Q2$I@.>2[0NREL+KY%P1RKLP_G[MY%FPY/7V6NDW85J MFR*;/O\XITOMV$)3TS6CE9F82,E7!+=T%U2[0Z83K.D$4C'R:E2&=*'(DKG% M@>G0I0K=6P9/Y3ZL0: +"NA?AQ(8/P[&)CU,'NP*#:DVN".%IZQOBH6N#^Y"X<>> MOT'^S',5UT9@"38E*K&/K,#S"P;#)]H%I2BU'CIT8::F_VP2Z((''ANG\F(XD M![O,W M U(9VH>@ZHI>TN!:BM_ZAK1EER+8Y%!W9PX)=4"C:V\WV 1'H,R$\ M4]+\28U4I4(/\)(4NE %[RO_(R#^ !2!9K-(EU00@R,-PY+K=A-\,MW0;VY[RVA<,PSC/=3%11JE.B&"I@= ML80>;6J" ;FK.D4.RG5!'28\#WUK;9):70X)=4&16JJ DU'HE#+2VO=@X)?H M=+M&D6:1+BBAH8T7H#ED0TL&A04?$JRG,,DZ(-0%12('.-T(5#$R-DIT084% M=*=L@RH=M?VM!QFBZBDCEV075-K3HO)R26M_*=K>-MJ!N[]V6J?7!X)3MMC2 M33AIXVD7]PBUH["'Z$:=+V<68Z&2VH@"-YZ+ M/?G<(AI^1O[IRBN R0GRB5 MNN,'Q;JK8?$^R&H%#TD=;;B1!&'IGL)!S5R*&U^2DKJFE4'M ;'1PROB 7[: M(Z9NVA"Y: (D#>CXJ7HG(O=F9>G5\TIU5-SHIPBXO+S'B^QN0\M?>IMJWC-S9 MQCC"C]A&KDU&R') !WOF!7,3V_OAL#;\H$[1WHS@?UNEV+M%[%6#+915<4G(M9NETR@Z0A)MX? !=TC9[=*S.0JI1I A1ER.T]0@."#31>;379P++8TQ M=TR+-MIX#K!WX]I&[VR-[#=D-MQL#;F)D#Z=3>R-_]AX9OPKJ8/6HU1 7>>3 M=.[,F+.[X&D7)8708;O1"6G2H-P,!09Z#H;@1O[8CP"G3/(%_F>0)'-2$ZF^ M[[3>- ()=\XDX@)G+["){W1-=2IA?F22:3_:J4@G2 MDZ;8$KWE,37U@E0[5UM'7&9UJ(I>DE3GZJ7])2.'JNF$*7>DUNX]_P=% M-IH7)1J7OG9UUI!,=/20L,7RT@PH&]#5N6W3'2=%@H53MJMXP4R<-00OHLSM M9!D@.U6O%>BJ4CJRPJBE>\XC-)L)=FE?P3*=(]^B \\JG:EQ2_.K6^P@ME$R MIUC4P2[>A)L)AODCE&^GT?:A06]HT:1$$+89LP)^-/9WHPS#VRIF2W^-LL.G M,,ZT]N.;3*"C5Y=+LO9\%"]6XXRE\DIW <>8 5.7B^W2AYQC%"1'2N&=987 M2-@\Z %%UPU-F*ZZ^!'Y!)*'LA=)OWJQSFH8[]G481KR \W]#,U3&?(B V.F M>XKM*\G:&_.>-?]8%%@4B>@#2(FD]L8EV;JO?^6AFI8Q^Q9'.BY7!'14!V@0 M"*] <^=EBWNRMB=U)!I[ZX*Z.OZS:#>1O1HA8/L[Y2S5A?S8QL']RPJW&-FL M@#"O\%?['KDVM*L>;%K+V-UONBM!4 CL;/>[WSS/BAJO!68T*.^RKQ?L+&30 MIO>7U>\6+F6'LVY!DT"'H7MDNUW9P\9[F/(?.]HO[_=+)ZQT>2=U)J2KAA7Y MPF(8@"-,UUEA/-%-![%CZ7$U7-&>0>/Z.4&+ +)F8C&IB\N)V MZP-<=*!1" FC.TLR8]%ITONS-[? -0KH]5%W212Z8C@:!@^SH1$RB;*/$GUW\ MM&^%6J4%U%%4OIPS=TBHJ[Y#NC%I#',#URKMPVX([\)F7[9SM72E:NR.QIL* M<[M<#\MV=0A9@!9L)VBN0RQX"X>$.MIY3C&Q$!3-15Z8&&UL[5UMDZ,XDOY^$?_STS/]&U0-E7-GWB\;-,@V.QAJ 5>5]]=?2H"-#1*" J3:V(EYZRI)9.8C9:92J=1O?WG< M^LH]BF(O#Y=O'[YZD)!@1.Z7K#^=+&T1JHUUO4+)4[LP+7],$"?+H+PXB__ M_9__H\AW/RJ3T!GIP2K\59G96_11N4$!BNPDC'Y5OMC^#O\D MO/9\%"GC<'OGHP3!+](/? U3>OWSSUE9&(XYQOZ# #:.EJ1_&W23)7?SQ\O+A MX>%E$-[;#V'T1_S2";=\ U]G>SBPVBO'E]E?Z7=?_.]X(^/^%_?[1@I(*\@ M_O@8>Y\N\'>SSSZ\?1E&Z\LWKUZ]OOS]=FHY& [2U1UZ Y>:@B[P7'J6JW^M? M?OGEDOPV;UIJ^?@]\O-OO+W,R3F,#+_U&.T+E,3>QYB0-PT=.R&PUWY&H;; M?QKES4;X1Z/7;T9O7[]\C-V+7/A$@E'H(Q.M%/Q? 0._P5<>.D..'.QSD.848"J:3?)D*K3Q>.X[LP_)MWKSZ\?84'_]-)HV1_!S,S]O#$NE NVW[X MRO:QE*P-0DE<1T!EXSX(FA[X)^U/ZQ\Y)] M$WKIO0@.IG M;$VWSA13['O\PC% ((7\8]9NN[6C/4#HK0-O!6@%B>HXX2Y(P)&8A[[G>(A# MH3Y][(I8O E#]\'S??B^#J0$:.^^[C]0X!ITZ"E!2QPEG]XZ(G:$$ZZ,YBD!3 M;<. K*,Z$IF=.B(,8(IVR-4> [T!WHABD,4'?:X7'[M41:5,$_DKMC#QMU=&G ML;R]A"@1X&T]=;4V:W MCHA+/;:%_5@_CRN:=B4AM,;+UD1W8807;:UH*.T[7%.9)\.SF,Z:2N!+#.%3 MB/$M%C;\L9:O1H/TZ6?PD? @X]*GKZ=^A]\9%6U[>29;_>@<)%($)8I&F@)S-5C;GJXBO#N$--%UK+X3K'T41. M"!MSWR,2-%9?D;?>P!YY9-^CR%XCX@'%QBXA1VNP,J[#""L)!WL=GK^#I5. M4V.H!R*D3Q^SZ1QH-$CGR)]YD8T!8_?OU4UN*NAFHW0N:>(8MU6!C,Z=$VKM M[F H[,C8?O& #A]#1UNR,+,0VB),O?W&[#SY$[TRG9^5P PQD@V*>F*\]6E&Z^ MWMVKV^.L XNQ>XN$-$>%=X3>3B&:DLP_0N>3:>+% M]GH=H77FEF;1F\83AV^I!MUV-PLY%WC\,46(]$MI.030=QB58HBI#; MEL/./M6Y$!:1[2+5!X.+W0W8-TS"W?=DM?- S2AOSVG3$;N.,S5<\LUM'Q,$ MAY_$L"?/4F3*H405O@QSA%BRJWVAT=S>XQ^J#W;D2%;CM+U<]W^XU3-[8+S8;I_J"V'<$<77N(M\)#5'V=IC,&ZL T^_.R8+GBU3\/K6&]G\? 86L9R./]E]\,/]^RY.7>I%^.8I M#GW/Q;[<(7.NF/?9/#;RE.&[/\=HXR+6=&41Z=B^L_,);U\XTD/])B@P$5N M@\XFE3O'.O$2W#K+>W^MC'"2_ Z3"?^;M>R/E.I$ZA.2W@ =!X@)3? !F/BN M4IP$2C:2D@V549S3#!KYA$ZBH<.S1/\,@%)2Z[Z+1VO;OKO$:%%XB M/XGSGQ!\";;9#_Z6QIK'NR@J9$SX]G?DDR_^+6MWUNQ2"*TX7D(G,?WM.64% MY-7(4<((-@^? +E[GP]B1)B1![CF_5=1N&4)*A-*6$%I M45[PD0OE@82Z"7%BY%OVV&+P1B@@%,$P^YGB('2:2L^-X)A:.*+YGD3B+LQQ4> M\ZP55A\^3-X+Q:2>9YD0FD?HSO;RX[G\4(330>'JS(? 9!Z&8-9"'"3."E!-8Y MD++X9S1'0!8ISZ,0MHO)?N[CU*O Q5'P.[S)8!H3=B\Y/#3J:JAG6": #F$- M%B6":/S1"N82MJCX^]P-E&>C\7RS'AZ MR^&Q45TU?@'(!%P].$T!Z-L]HP @LY + [L8L#!PN%[G<7 Y/B^46TUB4"8M" MFD&M US55FP8:6[OR:DO;P#IO+UH5Y$N?4K\]JIAF294?AJ8I>0TF5\<745[MDMR <8M!)NRR[-4FF#&ZB'8IFRPN-MLR873J"^H6D1*(C- 3!,J-1?LU=+F7 M\P)HK,HTC[(K[!QPE%N*]FNXL: Q*1,0J@M6'EBV_;GMN7HPMN^\Q&:@6GD.RPWEZ2O:V>'&C%\0 M,L%7H)(<)E)];L]08JP6]B,S0M]L(- %.$/]B;"1."'[Z(]CS6K:BLZ MILB-%9W1"CA&,D2M<#6R!AYK?4_1?B O;_2@EXPKB*,"=+5C2.TDVD=LB1-W M*>PZW 1&EYKPRVC(9/.WRW,NI_#G8>[R53_?<'*Q[VV;BWW*BY.1? ^CSJ[M8+O#A);Z;70E7;4;3)Y<6+4P(R@6:B& $E&U+\YQ[Y(;G+40M9 M33?1P0Y>P+BXEPFN"8(MNY.68L73K%!DEY'(P>HD.GS!"Q4'YS(!52[FAHG& M&> [Z]L[V(CS/QAL[6K/\C$:#B(YM-%AS324C$[597(X',5B8U$3DI3^N0;8 MJ@Y%#]>-,!+PM\L,DK8:3!K7N.()QO,IVEI63XD9#.!PUK).7\4RQ1V(;.08 M><$.B# [NA:_0*HQ0H:R7]@@X@J"]P([V.@B+W#3"Z(;$R=:#!$6@FNB3OM>/ MBEX< TB4-M-H+Z+*H>]S+E(JR<$):XI4-!:]^(>'EB$S&:-'5!TGMJ>M16]- MQ8%;)36IC 2A#%@+3Q5- [=ZVKI_HS:T 57RJU4ZO6$'_7>]GQ\IP!753VDXF7' MC>0U(,Y%R#.05,N4G_/S:V.5\T&BI7>:WWJX2W4H@'4LI4O'MLD84BW0UK V MEUK-JA[X +YX7DW)$*L^O'[?YO#ZY M*^@GE!?[(#^)/LRO8K\\?9':20%,_ M&V>(0_K/3:.RTBZOP6?SUD%Z4=+9+R([B&TG.^T@?\ID?U @]7.QK^^)UM3- MIT:_DI:4(WGLI][8 M%I5AEC@1['1/]>RT3*F0@85;Y)QO5P@9QZ%V*]RK_;+&#] >X@EJ[!N[VMN MT3<9X]\&NY_W!";9VF_6Z5@U/<4;5.?C!ZO<#H$M.)%QO%T\K?B5[,'+RN0 MP4TK6XH.Z;=':@LJ2?$L)%CJ^XH(F*/VO'C"O:C/C?;&C,2_3@B3!A*OS=S+I,-':\X'UB[Q@L04A$V1E]ZO\6ED3=[6J M-^=6_I6\>#:1DE0JD\^[KGD]I-$@G&!+'+AI(3/),<_? 3F,&$FNZ<>(J<4B' M2RZ2(TG"4D>6:Q[%XNW/B:V,0:*&G#X+D,_>>\B3+8[E&WFJZSYQ6,XI\:P" M2RWD*I.K1I$(5F+Q$T^+*L<0%$RS]]F#YJKSCYT7(>H3;8S06H,Q)#UG8J!Z M'FAK++ NU1\M[G8@*BN2AX,*5KA*'F!CE"^\\W?":&&X=F->@3% >P3F);0 MOE'D<.T%=N \36U5CB%6;1FK8YG^D]Q)P"S] <(%@?!/ZO57H\$D560,G"F* MK(4(I9KP.1_9ZT^+ <&$_XITCSK(!.5R'4=,X6?L1)56"S2=%6V%*-3-,=`>8 MXWP/--![2'JNSX]LG3"D0@[8=!!RR2TE/8YWN/R:L7J"AF\YGJ3'.0W6\Y,$ M*=-VK,C)U M07/_ !Z.+I.?][8"M% (=,V!5U#R=VC"Z2GO^W4\6\V(G3Q9A7 M_ _>U][;?NH=Q$GD.> @X%^ _CC]0:'E'$5>Z)9C0UD-%.W1V<"6"IG@;&BK M%7)8#XL,3(=H!U^,W,M9M4W#@E+6L)%9F*P0A91%A&46)DL+2V014]:,59%= M(WB28.F:LY>/B7:-I9B$(<(HU;4P(UK;0987#L1?[6+LME#N"?VBC)2)%\,0 M\2Y"\ ? #O%%G^E_5A6[,%'4V4:Z6EC[3+*O/BTWXFG5,MCHQB#6GW,*3*]H; M*\M;![]*^=U' O\O7ZU3E?5ZJE6XIQKF^EC7>A7!31BZ#YZ/2\]>AZY' M02&;XH3+U^=5OSBD'TI2I85G*7#.5L7%["^A8GU53ZY/@[('SO (>*0[[G2+K MM^<4PP0QE]I$T7Z?:S-+LXC,)]I5KR(FUSPH<_[=.8533;7ZG;4\;RN<%G4=&Y"'97:#^? 4FMI470#F<]5<]$[?>?74 M:AI_*M-H++$TL>X:&]:B5SHY;QZ_OF<3K*Z/QO3B69:?_[3SV]>__2K MHOW?4E]ZU>LI.)G-8TE:VAJ7[39LE<=1()XH^_4('V1P#,A=98%YGH#E^- "];5Y)5L MCZ7=8 4$:,\-$VN?OM=U=NFZFKR2H<$+&K0.)E%6)XSIC+TI&:8NG#'E1?[1 M7N_+$HK3&;)_1B(;&+8&;2^+5G/S+P/0A_%SK/H M+=E1FK4?AH$SX\JBO- [$#C:5,UO+HI9E<0>A\RFF=X)?0MU@LQBHWUQEAU<(H&69K_%F; M+,$2 _CSV"6@;>%H2P^:\I8-,[^0$R?^Q],'DLVN\AC MR?R"&EQ\SY>@NZB.T%7H*FL#1*_N-- Q"SZ4]]3]*EG M$]3.KUMSBD6FLE.-P:-E+@766G-]GFYM^Z M781"<(-OHJWMP62+\.2)859^0S;C%8I.!O_7M!!-A?M M>X_Z+&A5^DSW>2X*F^> B[FAN'X42G+@TV)#NDI01-@I1 F?.B/. M!A6=[C_8M*@4IE1I@#4'EWQAX](Y%,\1IJB@L(F<,' \/RU*;*R^$@R0.[+O M462O$3GGC(U=$H,XLAN2Y($7?(+H^3MH6GDTRMRUE\Z_BKMV4QL;L[$^U=,- M.?SDJZ;?? %YHDY'Z13/5&RT]-K448[FP0)@3'&F^-DP2GA^GIY+Z=(E3CAAG MKD.$H5F284^B=Z5CMWI6!I\[9V?*+,C?E8_E"I"73I8%1U\RQ@KU6](2EXS+ M.XPNXHI;5A($"Q<_<- >:H;/^HJ,EM5A5U+WDE\L %8736\J+\-8.0-^Z1Y.UE%#=;1O4]14<,FBX@7EE(Y=A5IS_QF>)2 M7@8C$4J4*2;941P')N]*:1M%.TP2IF0Y B$LX50J^N(J-!'TY,FAU%L]L55M M11O\$MFT5^C+#272SM8&MIH+%&TY4*AJ*]INUJ% YT\F%+[8D8=M @<(%4U% M6\$Z#*C<267FC@;]VMW=^22)S_:O;!^71;$V"#\AM0JC5""$DAI:BW3;)12 MX8IFPUK.YU.2^*=.81,^56=CO$?78,>]SV!C?IONY/-[0 OCD)DKUL*<:C>. MUW2H'62P/@=R:O>J=?U$6Z4:7)@VBB8%F30EA6*>[01'5]'6K!/T)-]..5.O9 M_'G)8SG-

5KJ6F6E[HFO'JO59N9X:7\D.Q%A\UDQNC3O(MN36QC,XB7\$,0J, MB[Z&J5M/&5.TP6J*^)D.?+HX9;)NO,+@3]-J/Z)H6SC$Q&"(\CE.B]K$K,8#
MB=]:#C()}$[(:L0".Q6KQ5"BD["&Q%_6%*PF3+"3KYJ/)#KM:D#\94VZXN6! M,]VJY7"B$ZT&F@CRIUF=;()K3M]*-WS.=K(#';4QBC;Q\5'*"F,6<1J:O=/" M3GP<550Q."GT)/
T]!AE4.,X=#S,&Z[R7R[3P(I"O"]7#BH>EA8B#JIE&6.= M,/]57WRNKNE]"P6!T/A62J2Q<=+N8X"M6B6N"D*!-KK=836 M6=YE5HF#.1V99_<3W5)O;DSMYI V>2C4,6S,+RLS4/6D:?
[N)[:9_4:^FVH]$MYKJ>)&FW&;Y&M>::<*"%22F162[M2/7]\ &?S54\:L^4!C-&#*Q.-$6=3HVOY"@.Y\9.C.75XGHY/J3!6!$E5*Y HP(=,,N)V"U+S3*_##UP8Y<)H(EOP86\'AJ
M6/A&,H[S8YU55;5&-4T\UL._X>K;2<.Y^HV47U&_JN9DZ FM;>_\<(^0A:)[MST$TP?EDAY'I/"=*4@$R@F2A&0,F&;-3ND1^21W]K M(:OI)OHTAA]QXFG&55*+V4GTP0DO5!R
MH,:EY$K3='6LI+SX3A^UNFK6-)R M@ZK[=X E?_8^#.+0]UQ\%&3E!8Z-5<84_)*Y42^?*12OKT_^9VEE)WEY!5QC M9AE3?4*.A(YUD:%QMFF'WP]W(I1QRQ>)81=VI@5B,I#QOW
L"W[R_U!+ P04 M " #9@PU92)QC$LXR "^!0, %0 &-C;&0M,C R-# V,S!?9&5F+GAM M;.U];7/;./+G^ZNZ[Z#+5FW-5JTGL?,X,SOW+UJB'=W*DE:4DYE]XZ))2.*$
M(K0@Z5CSZ0\@*8D2\42))$"OMK8RB0V W?T#T$!WH_L?__\]#M/ (4>#'Y] M=?GCFU<=$#C0]8+YKZ_NK0O#ZO;[KSIA9 >N[<, _/HJ@*_^Y__^[__5P?_[MQ_^YN.C<>,!W?
^[TH'/1#V;PE\[07H*?.[<@ ,B.(/JE\\7V8_(3>./Y '6Z M<+GR003P+](/_lQY_^/56[MS<2$Q[A<0N!#=3_K;<1=1M I_?OWZ^_?O/P;P MR?X.T;?P1P#5IA<9A=;O\J>??GJ= M_';3M-
#R^1'YFV^\?;TA9SLR_JT;;3OD&[]_G?XRW]3C#)TC.O1^#A-.!M"Q MHV2&""GJ,%N0?UULFEV0'UU<7EV\O?SQ.71?;7!*A(V@#R9@UB'_Q4!OO^K8 M"#@^C%T"
[FORV]==B"V3Z1D+0"(0A$!U,9U$#+&OP^B!8@\Q_9+447M61&)9(6! M)1X^',U&*[(KX+DD%!]_5PVDD7T)@04(0N\)]/$\NN 0#&):B4S!$#41;"_S[M!?
1=O)6:_XF]:%V&7G;O1D@M-5V/&*J.26*'BQL??B\W+0X[5438",WMP/LS M61E&X%['H1< \8P5=*ML8PH]S/L8@1!+8?,Q*UXN;;3&$'KSP)MAM(+(D-A03Q^[(C9O(72_>[Z/O]_'I
1S[]$'1ACB/?4B)&(S\GN M%1$[!!'9C\8 X9UJ"8-D'8E(Y':JB# ,$XJ!:SZO\-X)0BR-'G@4"H_?JR+2 M!@"?5X0S MNC)2P@C%3A0CS&P7AN*3&;M'5;JCO'ZN6R=/P!,
(8N&R/VA6F2Z%SK<+<@5P MR6$)K]MD]Q9K4VZWBHA+3VQ3^UD\CRE-JY(0F)-E.P$KB,BB%8J&T;["-96= M9&06TT%3#B:ZUG#CDJ9?I6>OZ0(XO6
MMC;=*D>2J%^U2DV6)DKC>A6<'&%2G6O2,Y(4M)>.ZJXUM531EG =S8!Z-9=X$5"=YI8!=_:HTL);$E-%LHVTR2H33 MZ>@1*V?I4#F6YD P0.4$WWB!%X$+'^-K',<)<""^F/M>
(L'1["OPY@M\1[ZPGP"RYR Y 86C.$J\<'AE MW$!$-@F'G#H\/\9-J8>FTE W1$B=9\RR;ULG3+]:Y^N]W-.GR@@HY'B/CJ18NB-:#\;GSTV+590LJC M(CM";5Z(LB3+CU#Y9.IYH3V?
(S#/CJ69]:;TQ)$;IZZK&'HP?HUGL;R@M MS6O9$:NU,Y9?\=QN%1&'9SC^28COY%F(3-&4:. OXSF2:++K=:[1V%Z3'QK? M;>1*@E'3YRJ??"8>":X!L !Z\AS (A7/)6>[-3AP'GA_8CH!\]!
[G*:JY[OU MVJE+ZX5RPU3OJ"U+L$37&BP\R>H/LS#&8)Z[!F]_M@L7O%ZGYG6R;V?V]B-L M.15_LGKCA_M'*9'ZBGZBFON>2L]PV-G+*\-7[,8XY(@JZ\HBT
MD;.AD]8X_VU&P/8F;IQ$:K]/2%K@(9 3/X(+UUN2$%<2?Y%]*"^([2A>$+W& M35]G;5Y3!ZB?[NW'+ERXM+V21!=[-T!Q\]6+)5@^DL#U4N3N=ZV?5MOWRU&8 M=*B?
K@!&1EG2-GT:G9-@9L=^=/2DW'3?IQG_F/AM<(L!_N<>W> Y H$+W WE M9$#I)Q:1%Y'6V0N9R\X%>4X3DUT*_S5MF=&QH00?;O8^GQQV("K*+=PP/+/# MQX3K.+R8V_;J-
=D87P_."C<_2;;*1([9#QZVFSIF%_3Q7[=;N6_ C_Y[$/6 MF-;VM5JJ$Z>U!,59NT-J=V@;:$-W-E4DUV,Z/W]V\"T1SP\SM9+B.9X>!3:4 MS1!<"D69B0UR,S)S*YBETIAHRI3$4S[TF=
Q.*5@I8J7/(D]C*US *$UK92)(HG!!$, M3 E#(>4L**[>M!.+ATL*X57!L=&-I^YN1^.5<,>"[.VQD%'<$]U![R'S8).O MCVV4/&=]\R-6TF. $M/#778F+(!#>LMUK@&M_?,J PG.2H!'\
<#QGUS@)L %8$FV8DS9"D2Q[8]1NJA!$K[*O_ - VU"T0;H> M=IE[-_63XM./']^G]%_7/2\J_0#;>/2:6K4PS%S&Z_D%!0"Y\PGI]D#H(&^5?[C%$'^N93MD?4@P4Y4TNU=,P-P+H]3&
M;1V^S:)O'M0N6H,@IIRY=3>+AA$$6.NDCA8^"/F6K9!]@6"6R-\U*_)_Q3:* M /+7,E(_:-P*P=-H9LG^?<,'%63C>W@:42D6_F'K5DB?2C1+_!^:%;^U +Y/ M?/)V(#7[B^U;
0&#;!8(']6!8#Z1@P)F31Z';9?60;%/.0N-3\VBD0;58)Z0 M! X'C5N! (UFENQ_4B%[,W!E)9\U;9'<\Q3S'%Q-BOW&"QW;3^F[P3^C>:YR MC!2:MT+\=*HKM_&>!,'OP$;2
&P;MTC\^S0SA=_0#;@;([1'&G?G8;766OQ< MHIGR;^C.:P:1%ZU)PM=AS+!/XV:'K;26-Y58IIP;NNBF1&U,'T%$"I)#,EW]!M-B5M:C_W7T[D*7JP*X'5L C9A^)D -W7E3.@W712
,L_\0OBYY ML%":MP ,%M5,!UA#]U\6=5?E(+A?)017? @:NO^RJ'M;#H*WK83=0 M>]1U\5]': J_,[SOC,;M$?\!S4SA-WH%SFA+N!FA,8)/7EI=0X3 08_VP$ C MG(E%H]?
DS3Q)CPLRJR!MV1[9YPEFRKS1:W)&V!B&D>W_VUN)3J>T]NV1?Y%L M)@H-W9JS&4',**RPJ[TF6LNZ2"E3O U=C8G.,1"PV=,ZWT)OX1Z2R1IM0_?< M
21>G04,N#;DPU9:RYA*+%/.35U7R8O0D+D];'^MM63WJ62)].@W-R5%^A5Y M$::'O$B)@\R"Q/#\49MJ+6HVQ4RQ-W3EM)(\R"2UQ1WF WF[4E#[,B^VTUK@
M#'*9TF[H=CE&@,P!@ _Y23 <>5:.1K,9;Z=FM]=:^@*RF2@T=,T\(*\?AC% M9;$H]&H3(G3BF;@=T=.6T@$-2<:XOKQZG)&L"8RIL ;NE'N4447]5X3K85W5#-\T-4=OR,:-'WYOO
ME7*CBPS2H1729|'- N)=4R]>D_=:N:3G-_@O= BH3;46/IMBIMB;>@H;NUX$ MW)3 &R^P P=?YG:E@AD("'KI#88,\4Q<&O63?@6^_\\ ?@\L8(

!Y M*QA=M$9$3#D3CD8]IU^@'P>1C9*06\18&]2F+1 _C6*FV!MUDF9AY5O-19AB MO5K@]6@!"!S"F5@TZCSM!Q$@6=N])]"S(SNCEX<%O4<+L. 0SL2BT<#C9*%V
M,3]SR(\=V&O8 LD7Z64*O-%X8VMI^_YU'&(&0N[^L]>P!0(OTLL4>*,1Q>82 MH#G>!F\1_!XMLH>\/,%3.[0 #;=3" :C1PVGW>)!=)7C5P4"JW; &=:);\ MWS?\;'976M4BM0YMQ$"
W5YK# 1D,U%HZ)J<5&3+G\H2T@@SO$ 042^M9B MGHE+H]?D?)H'KEK.M=-:]@QRF=)N]!8\CA]]S[GQH:M4#6A]0R1=WH MS??:#KZA>!4YZS&"#@#$,11NUZ3$YM4@!;
(\\'$[AFG^+N$O\6:A1S#1>< M?BV 24@^$YV&4U&%NR=[P"0EAF8 D>"-*7B.KO&'OO$/5\+N6F-5C@LF9(U> MO0=>2%;Z)B7N)ALN;RTQNF@-C9AR)ARYB_D_7A\PA3_Y;?,
[RJ_V!BU;C25? ML'G'TEY5EJO.16?+?E*6!7\@"(';R9?!ZF0C=39#O6Z$9"QE3-4"1)ZS"\[< MI__M,?1W?M@;^6_G,C3G,C2YQ7XN0W,N0Z-;Z9.J]>*Y#,VY#$V396A.W]:2 M&@W&?
AD&9CF+C338G?2M62)).W-5*=OALC(:QT!$[?1 "W#3#R(V[4P'D3*(M"E5,1BC9,5S1U2T;0*[_PT==[W'EV6!AJ&PCW*<]M>48<;2 B)0"EX7NL%_+
M(*.2K]V1CT9S$CE7$J:T3RLARI'.5%@ZP<,W!G,8S9M3VPC4(?W,$Z"R,_M> MP;Z2>DNBL_:HR?+ /'5H@)R\NN)T:A-2I115)7ZP2A 2:2E&A_8A(Z&?*O%_
M58**E'+B.OI:AX^L6JK$XW4,2%,$[#!&ZX3FC/R$U_H)_H_$ ^\C<%_"83;0%]/*5"\S^Q%ZWIK'XX MAM7\X'^U5S#\I9-^8X_1LYOP["9\<6["=)Z3M0X#LAPD787T;BUQ%_)XULA^
M=$"FR%/%:*[8<"IXFCH3R[FHJ/X=-2=U_@KA6?EV M9&NWS>4N?2(H"DU5N7'+ $$G6C__K>&ZB=!L?VQ[;C_HVBLOLGT1)MQN#[1% MKAD^8@:8.Y@RK"8@P@P!U[110
+N12#1VZORL)=!AT,YT]*M;@DY3KR,??+# M3!YI42[IPN4D.\0#[9VC9N*5B%9I%U>)\7@)<*/V455=!L9O/C$,RWDZD*. MSL&NO)NK,M?
Z.=A5G\OJ.=CU'.S:BD!*)NG:;6^51[I6O\B:BW3E+:%J*G@? M=S+ %%+=1;0CP6';AY\T]\0R2-;.ME,B<*'H\-<>!"K%5>]6CN.[B6#??'C[
M)A%NMSOH/733BQ6^1YFS&7"BT$KIO+E0_7 *1Q[3%R%G8(QK[-,5(<-9SV$^)XKEAX5Y(/M$*\4RW$Y(5K MLSUJP+9B+L47"_5*DH\>YS[>[$;A%#)\J@EGCY@/EVQ]>-
]+]K$)P.?!T(N M!=*3YX!4"A/@'P'F*5+((>![H>K^L_3QJ 1,VX(F83P][\ES0>"&J2+=^J^_ M7&'E*1O>PQ]%^YE0FADFJ@I]>FQ%F/X8GX^RZ5I>9]"'T1[7\MQH:I)E:;O3
MD66,TU9H>>PPL57V.IG:5@0/.&""INQA+G?F'8=:KF];83MD M@8E;SC2F[%U;\5641-+$C[4]D3IG5CP_F3H_F3H_F3H_F3H_F3H_F=(@ M".U%/IDZQSX?
XY[/<<_GN.=SW/,Y[KEQ?,YQSQK'/3,<0)L,@5T[7!"W8&EW MV.$ JEX?GNH)H_+!@O&-!A8^0NB-#[\S,CM].BJS$QZSDPS:4"*G$9K;@?>G MG<4P'1;JW6?I)\Q&SPN)R2=&/)C-
+DUAOU_&]/^:-@QAKW.];W5'YJ656LA MFM##TL>S*,12VQ!NQUX@,[6Y$M#MJX-JV]U M1C>=\<2TS.%TQYJU?W=G3'XGO[/ZM\/^3;]K#*<=H]L=W0^G_>%M9SP:]+M]
MLTX)W$+H?O=\'[/=QQ((YAX^HQMA"*+P(@ 1GU_Y@D/#5QTP. M;_O7 [-C6)8YM2Z&YK1&%H8@(O%TXR32;I.LCD[XU2'AF++.8&19G;$YZ71'
M=W<8&^NS,3%KI!=/)10#UWPF\1GX8!"X/?#(D/3;0X+Q[)C !L$/62']W2.# -*Q:9RP!V4O#8+#H\Y'%B4(V$OR_2&)!.?^ M] XOQE1\W5&RW,QAS6MM
I(W\F,;14QB/QP2.S$'QA0#/C8FT[K)"R,4.U'B M)>O"D%%-[/)CD41K.KGO3N\G9-/JCJQIG61*I@B_'1(9K*N/X\&/7-B_?4O MGZXN/_[2,?]UWY_^7JM0GT 0,[:C@@ZB%+&6\WA$)-
CUW,K@N:#CQ>:SS0SI@G1Q1#V8\/@K*CWD\:X)\^CF- M1W!],S)/:TW0GQ[;>/065&1Z>&N"N.)A@T;(/,4A=LCJ=G\<&@C MET+RUIG-8D^+-/M[9?KW6Z>&^Z; MX?
GPT,%EL:"I\RP6#APY3I28RV^(M, 3Y_"T6H@#AZ4ZZW(5[.%CT.E*-2P MQ!C:A"&6@?30W5-:9MH'+7(8N5[?V7] E#C#^+$CI091%TU2'CUX/)M,_#5$ M>D?
[T%X"43!$Z8'41*T<@Y8TWCR)Z13DH@ITG<-C&I\8FD;3=.,P@DN $N<" MJ5*T\%;"1-&<3HJB:8Y=I; ,7U7OYJRD7>E;;%()T(*SZ#L^=3,!2?)8L=JK MRGM_(AABGIA;K#*].H3$S[
"$3#F"*1!%*)5Q.ZC*N5Z-:M(P!<+'4)V9-G M? 6&!>AQ.JE*XET-?"+&6/BI2_#-X?L6<1.#B7H^7"H*/CSA?BK'$PM%'0^I MN0(!QI*8=O_<3TQB*Y],-
Z&BF6^U$6NYP$%UEO/441\CYU7UYJL^O[O4T M8&)W@2-9ZY@V5?WJ&XM>?+(XUDC+9^1)[(Q'C13_-B1*]O#9T 4_G0R Q\# M@,XFW)-!JL]W>C^?'"/4.TL*AOJ M2")/#R7\
<(UA]/:M 8%"MG9GH%T.WAN(Y&Q9S"[: \.G7%^C!4EL'#B>[]EI M+9BOP)LO(N!>V$\ 8EAJYS[1J%$.6\76-B=D?# M;G_03TT6^"=?S?
[MYZG9NS"^F!/CUDS#VJW.Z'YJ38UACX0$WHPF21AE-PT; M[P_NR4,P3DQ\ Q80GF#X=H]WAKUK,[;7Y&<)4SO. I=4"9()^JWG:VH4&QU92L'6FJ2KDQYL_RS260NK
MFFF:*NWDO;;G1)E"N\<(A1/K7J2]N=U4A3?7ND' DOPS]Q5E)X)=%KV],TSR M!QMI7B_M+9U"XK7S#1A!Y+G$5ND] 0LX,?)(3JDTO@RX-U@29&['468"-6T4 M>,%\FQ@Q?
<_,.>Y5,;SVL%?'I<2Q7I$Q_""+"<^&_:Z8#")GPR[D,FG"W$S/ MP2)G;RYDB.!D8]'%WDQF[&C6Q1N0%]W8Q(<1K25,SX)N:K8H&E$"@S2GBS:V
M:2F(#C8:H2BTMUCOT\ZW%=#:*C,8B$4/A<1K9[39)U*8]Y[:6LT%GB->'@[Z MWL)/AT+G6_!)<#4:GF=]N=ZG@1L7QFBMJI0 ;ZY#*:JUVZ(&,)A' "V3G'E"
M\S*]=6N4!H]9C>S.AV2*=BM6>S6J@RMD/A[ZH]J(-%9A9P,FZ86T?P>(3*# M%MMBIM3H&L'28-];\G2S+RW*] WA933+&7'Y"H?1O#4:A\LN99DHLU/FK.I& MX YA8.]^,L5_"\F;
A@(TS64'DB-DN+C D]C23_U10I>G15>C5.@Z1L541+; M'#"B"Q6E\<.EHD0XQRXM*,<14_^IRX'SPD)*R^K#(Z-+W[4YB/$<7:HI,#IK M)\VC2QFZR'#=1'2V_S79R/G*B-'ZX?
*CQH&C0L*92N?CL08EEN(GKG#@3L 3 M])^\8)?B\=X!\._*\L-"2 L;Q8;;;HP0>7,/ M$8+?2?$->X5_LZNB)>>598W2#F"/9DP_SN%A3[6" B$T03O] :9I!YTS8!3
M#;;$(*W'E\M7U19[5BH)+*QEO!QX6"]@TM83$F T 6Z M*=>Y'4"5Y8>%SP>=5N $$#GAH]>)1U3V..T]P366#A_5)@A-CEU98&\;" /
M&K8**2KM+"@^5;PEIJ]41K/[%>8EV9V9&R"E:3ODS*>>)>F?E(4&DG3MHUEF MRAFA"4E#,XR)//!6O7UOT+5]'[C7ZZQ=F#7D!=B>-G [P*Z25^:UO6(S938Y M0Y(O*0ABV\=_>D\
A39:XXG*7Y"L7NV 2YH1)A85YPC,9H(5(>\;&"//88F_ MV+]$F?1SA2RLMA#ZCHVG_'AU0M3RK>_W"[>RY);H&BX=N!Z.H=,])790#:$ M&H&;4IK+OD:,!6R@13U;A:D<,TSX]#64B-
Z32@[0*C!+\<3$]%C3R.GU6FP/ M?;']&'1A0 P(*'OE.O'";UT[7. Y2OY#?)=/MD_4.AO>\F.U"NECV6."GK.W M*'H6/ !V"'"3J=;PKE[/OPD>F(9E-EJ!8\>!%:]6:=*[5_;OHV1L18 1/U@
M!M$R02@I PC<*4RXY;]]+A0PS_-IW8_'@Z1:NS'H7!L#8]@E&3M-<]KI#V]&'MD[LTK^?$'!@D1>=TE$JFF3?2=)&0"7GCP^]X;F8%P8X2"[>6^9Y8NH;UN7,S M&'U-GE6/II_-
B5;"N;.C[*Z8S?Z!9S]FUE&N"+BUSC%S]Y/^E!2KWZZ'0=^X M[@_2'S;!XQZ,@D?QA?([!UCD7\#71_%.39*C$-Y5(WP H'CR;)1J*%#TL?V MIV0JIL_ZNZ/AM#^\-8?=/H,[1;[,-
QCMZ!Z:!Y!=A]5'LT#BD3/^AGM]7G3 M+X2EX.3D24#[U_R9!AC;*%KGHZ&OU_G?\":`RXRA+HR8C]-ALJ:R4M$H%"&
MHBAHE=9632CQ$2)G8Z9O4/%IX.@<3EP#@(T&%D_LI;V"1@!"?$C&$O'AW NC M<-SE!A@+>BE*(\!9"[4[=IM;OG[W8!\@8B1JYW8/=JABT0<:Y15@$:J:)/C
M]5&CB80"%^.CK_ZI%B*=]5%E,#;[O&4_S1W_<0NMK:JJ9A++ ,J0KI^_@G26")^2RQJR7:EN?X*#',PP=5.2'*7G]+<\4"6&'BE3S/ MZV1JVKX1=6V$UOB'B;U?UJ3!Z-
X>/*6YT>YH>$!Z#Y]NYR +Z"C<_W%+R:? M)?-C S"8KYJ?R.F)&3R1/@G.M6F';(LDL^2I+/B!=H#A%U=E]= ?$AD&6 "I M"E3(F;*D?
8*%"IP;C_/8F$RU@(RC*8%!*6=+@/5'L%\549@["h,.5QPVGC M3Y0%^#")S2E25.-T#%&4FQ_X7[NY@?_Q,"4K=#3K!RZIL$'N%'2K+6[+:*JN MTMA)8$ 17\U/%.O0SC%/YYBGTIK/?
9.4O.NN[ ]M!0<,QBM5=F]Y(*<>$0S;5U::"YQ M1=7#MLJ2+(NA$-#,/$1HD$8Y>WZ;E "53*%<[/(BC@A"D6B4:RU/HK 6%Z6M MXH3*3 E3GX93N-3I ' :%CH? $['2].:-A9
'@BO]ZL@BS02IU/SUV#Q"H'E MB&=?=)5=>UI>ZJ9*W52R#(ZR! KG,CCG,C@UP*NSDGPI97"Z^-+8#EXPEZN$ MPVRO3!E64
Q'P!1;22J["3!TRU'FWQ>D,"7$HE&8%H/:,N9$2C>MS+Z29D(F M]SJIP3K@TEG%50QIHVIM:OO?[GI=W#!QO_(JGO3&#U\25VXW#""X!,I\=/R8IXXPP!/C_[M1^YJVNTH,]
M7+W7"MB!(&[N:!99V"O;09-74Q/@ .^)*''.4>6P9=LPH]///$BJ B27TG8" M>]D.#QJV#0XJ^;:3 H?1K,59,;K3SS+#.2LDC MD7 TR_VL_/V,,DC;0"W-FG8VSL,=?0BBK)B:O!;;]6D;?
B).M+M;CU: /() MYOE4H!RD:,U;!Q*;"18^RDKC[-.:I(L>S>Y#0 ZQO!7%Z]9NO*C,L'I35NIF MG^9-DM&U>"OD]FLW,@0"T-E17<2!WX_ M#&/@]F*$Z4]+?&:5T9*?
XW.S!=*3Y_#NU^7&:1NZQW#'O)LKLY;L1VWTR*L' M$+BDLBNW3/7F&B71NVVXRO$1%.9J<5/]Q2?%T M?%BS^?=#Z2':AFM)QIC@*K/<)->C3>(OP7UPTZQM(%&(9P)1(^-]
M1W[KI,PCGREG9=:0?N#)9C:SVDN)O:4/VC8&CAXY#/AR%D[5!4^V55]P+=(MZ'B$Z?2A9!BAV(F2XU 7AA&W*L3[-]RZ*+D*$(9EC;K])!')U_[T4C1C>=KHC:YJO$J'(-GO
.JE/!4)\^@,%^&E&69G>ZO.2Y*A,*$RF>P)T MB6PDPD$TRD$B#RHG#XFDU%I0\H I#E%,F*'C%G%ALC =.AVDA**1/S:-*MVC M6Q1>Q.FB*A),3NJT4'<.YSI%@E4)D]X18)5"V6@$F
6> $H2]>'+)%C9:56[M9,_@!H,)^RDJ?R!>(+ D$U7O?JSWV^)O6B=9$X.#<:'NY;L"(Z&?]*861ECG&LHU; M\BB8M7ZX4K1D3CC?L_E@(:0PI#S/Y<)&8;I>4*.E:N
MV>ZS,3$_C_"I8F+]J2^?KBX_M(Q_W7?G_ZN3[Y@*WX,/=>ST=]RDSJ_Q+DG M89D3]5-DD]M2-4(I='<@6D"W'SSA^0E CM;K=;'QIIG(:%?I5[2QZLE-A4-[M7@T2U]
[@1Y64(),/NXLZ(U\=V+&F!T-2&ATWUZ68S&)(C=BO&\C M[\\TDAQOVZRZ?HD[CM-%5:;A278(4 MM^.&Q9.N$CW; X*:.5Q[8V_-">SY'(*UQ2'S625(8;A#O6UX0;Z]O&;>W
M$_/6F/9'0_*3B?QK<3Z-JL-U&9P6\3M#:*>JC8*ET"$S^_ES8F>UFX"ON> M6";Z&^$W-XOK.,3\AJ&5"BN4M$S0NRFS3DAAPK V\"2@T=DC(TH[UOIMC. MP)7MX16)PI].9H9C
&B%<>%8D!HU=7\&MA\MR$&C/^7:N(L-51FWJ1,:BBBM M>N-AR/,.N)YC^V.2D\]SP)T=V'-Q#F5!+V69E(6REB*<*?]**Q)JH:.$71C M)QIMGOFS2_/26[9""S.I;\;4+P=!\IP[R[7
]':=ZP A:)M2!]-HNUZ]Z& M,-!2!U> 4[-9B8&S"* /YVLS(,O9W1X:H!_S*R@D>7XENRNHE2M>!_ X/AJR M>V'Z9R"QH-K^A@%^>6)FAX>FZ]65%;^ =);$WU4NIV?>
MF).)V:/X$VI\,+&5TA39+C!\'WXG#R-O(.K!^#&:Q?Y&:EQAO.<) W/:,SO& M8##Z:@R[9N=F-.GT1O?7TYO[P4X\3;"[CZO@4D(4P(*:][8#EQ%YO)9U-24E^Q 6"@>=T\=E TNO Z:&[P4A
>D/.G@E8 MP@B,\5Y*OHX)PAWQ#8(K=&X?[2U%8NJ9QJ**95^7E?4Y_ Q&7=*9IJ&*1UV : M:CH#0L6F(7YZ'64Q+9N+[1"OU7 [8 P>^,%"/Z;)$#9%FVY7E][?F)PC.PH
M#DGR&WZ@TNDCM^+H6QFWS7A=2UD-=T3G21;7+.7W4Q,051E AZ9"&2'I%$15 M#ZQ:GLM50J_ILZ_[X!'3NC7NLC5RUH'>OO%C4+G5!F59J-Q3=C(^U[9/3_6 M H!H0+Y
Q,G5L^P>;=*?(KZYSRK40$:2A7U? O:/94+Q;] M#'>$7%[2ZTQHA937AX^=#Q\Q[:\$%X2/#* N@8\MJ,@ :>/:CYWO1&JU;0HH%4DJ6I(X= R-NGQ<&DP2O+*0^ M*
(IF36.QI_8S"*4B6#^\.8Q@[0^[HSNS,S5^,RUJU.J.L:]W]EHLU(WX?:A M318<3H[\VY^EO ZP;B*UI5<01>0Z:*5F*=Y#]@^7O(?L$_.+.;PWK;]W1F-S M8DS[P]N.^1N)Y,4",8:]W(\S6?
TP&%G6WTA9F(DY'DVFQO6 /(_.3:K"]*X' MDXHCE4\BM*2078:7,*!7JK?RD%TVE7C=I[^4#\Z5'TR?,-P2(+,#;0=Z*]><08.U&,R@).%W8:,X[J)08I(VHEF9/PHNEZ/!9XM#Y
M(@Z;))#9-6XU-H=LL-#Y#P9N.'^@2^M4]T"+X;CD.<^!C5,8(_!JN3/OT9(;PQ!G/0#_(MO,#Q M5CXHS)3BG*]@:#4K^UC"!7[5$X?5QL-:V90YV%PJ$;L:1VR(HMS$PO_:32K\
MC^2@EFTV#'5"8OKQ]XA4Y4SD2I,JX8==I36+6 MTF5Z'!1-OMT3H&$Y(+"1!\<('DP#OTL6@RX3)<3[B;JU;1GE3O?82FR-=F* MGCPR,45$<-U;B_5A+ XYFIW(E[NHG-
M>_)PKYW3T;11@)D.\2ZUB:_G04YM_M* 93.IG0/RD-2> MY\<1X%0K9'1XZ1#FV93P039J]?+P]M.A-S)V=COG@(^.)_$$>L>*? M_']02P,$% @ V8,-63>=0(*N9P 980% !4
!C8VQD+3(P,C0P-C,P M7VQA8BYX;6SEO6USXT:2+OK]1MS_4-=[[@D[0K+=W3,>V[M[3E 4U>:N6M22 M5'OF3-QP0$"1PA@$. "HEN;7WWH!0
#U"KY4I68W=MS=4F;B*=13A:RJK,Q_ M^]\OFP0]X[R(L_3?OWKW[?=?(9R&612GZW__ZF%Q.5J,I].O4%$&:10D68K_M_:LT^^I__Z__^_]"Y/_^[?
^YO$0W,4ZBG]%U%EY.TU7VK^@NV."?T4><@V=&?9#=Q@G,TSC;;!)>8_((_^&?TQV_??PC0Y:6%W<\XC;+\83YM M[#Z5Y;;X^;OOOGSY\FV:/0=?LOSWXMLPV]@97)1!N2L::]^_?
%_]'U?_MR1. M?_^9_NNR7#]]F^?[]]]__^Z[/W^Z781/>!-< MQBE];R'^JM:B5F1ZW[ZZ:?OV&]K44'RY3%/ZF=\^*Z&TU@FOXTU\BTD1?QS
MP>#=9F%0LFXW/@8I)>B_+FNQ2_JCRW?O+S^\^_:EB+ZJ7SY[@WF6X#E>(=;, MG\O7+:%2$5,F2%?]["G'*SF8),^_H_K?I7@=E#BB#_J)/NC=#_1!_U+]^#9X MQ,E7B$H2?
BC;]5/'5J7TG6NP]SB/LVB2'H:ZK^T)/AD[>7E$]KZSINPS,H@ M.0A\6],Y[#M\V!O?Z[E_TV2>QX>]Z9;F66"7(N3!KU?^7A/ZPUORMPY$_%*2

M#QB.:I#4A&8&9D]@'X;*=F,]"SMV$SJ;9[G8=OIE9#970?'(#.^*RW40;,D# MWO_A.YR41?V32_H3]A*J'_Q&OXUX@]-RG 1%,5LMRBS\??02%_5S6"/__2L+
M^>_Z#:":H[QN19"'AE=127P79N1#MBTO$_[2N?HJSS96,*IWEED(_Y8\-O;Y M2R80% WIB.6XR'9YB ?U<;LUMF^U0KA)B 9UV'IZ^;#XZG\Q,92M$!-$?Z6B
M_]^_?;.^.JL8^X,SW$Y[,[VFMHC[^0/ 3/XSM6R_OBCSVE&X!6D$7B\ MH\X:->]^(>F0L])PZJR;H7?<=;6X=T+;8^Q3L_DL]$B'_LK5CG;?3\2PJ\$,
M4VBX9Y@6NL@PJ3@PANDP*AAV!9AA]3)W\O==7+[28X(L)?\L;#8-AUT M*4;#S(%.$RS0-GG&A=%>]D3[4$<3;$!LY?_:QNFZT-),)>R27WK M;6+))<$P2@NO3Z5:&-72-0Q,)<-
QM/T:@L_AQ5[+MKS(CLUY.?'8X5%WF."AV M^2O[XO.OOY::&GF75#3";E-/*0R&:B:$?6K5\O7F:>6V@6%5LZ]VA5DCBZ* M!5YQ;'<;Y#I>=AMT*6[#3(%,"RS02GN;'&1\P8Z?,)1'-
(SB" LXQ!_"M)@ MS9!6CU>?;]EJ.CNQ&M:4Y@S*3LT[E89C[1.J4D:U-MJKHTK_9/.8@FV_X" I MGT+R)9XNU[HB3KDWR.$W8/H7B*M_J-#*V&TYU6,_3.GJM: M' P)S1B%?=A*
W54SOUAK+;BXG_@:&MRB_Z$%.UL+NH4A/@?2"I2M([2:$@ M"?S8RZ-: R>5-<0^L?8* M:*\!AUEL(Z[_(==22ZOADEL67-ODTHB#89<98RY]>3$/B18$AV(C,I-&2/$#C MW=_DG&
[!R^!UMMG; F"((D,E;)=3&42%H#C11R657S% UD'%//%@^$\ M4*OC]EC0 G[W=%"C (9+-BC%L\):IPIM8%KH:Z)7? -G\AGG.(K+FR",D[A\ MU"ATK4W=4,/=C]
M[0JYG':WU;62"3DFC!-JAC" %AS J:)=B""] M8UY--F#F&$K;V6J4YP0LVQK03#(*6:=1(CJXG0@1F2 8VNC0B0&\"=' .R6/&)O-N MJ/1^X^_G"::.U*,ZGB!V,X>@^
MR,O7)8%6T"'2+"VN7MN_T7R?AAAPNVTSM&'=/1Q;;>^$/!BRN+O#Q-@7[BY+ M\^J?5(W>RCSK]VP>;()M-DIQ03ZG19PEV3HNRN)^K)[*C"K.IC1+\,W49I#W MSJ@!(
4.,2TDJ%V@^S&<2>\]2&BFR<43QF6=8E(SQ:G%74YH)M#MZ4LEZYU: ME@ %GZH.N:6KN9LX);HQ#7[,"O9A1;6)"U09/N]L-0K#?
(>CRU=+)N6=*D9H@IO%95$M?.;YILC+UEQ#_K6?9\@_?EO&94*6F],T MBI_C:!"(D:8E"%*(>\$,2$3;GM06>;=-//&66>)^Z?7(B;SE/PF MD%S$V^]L#2CACGXM=>YU]^0%ASNZUS-
^"N)\H^MHI:BS#C> M;3I>(0># 'IP0HJ/6AK5XG!TG3+:7D=YS@D!CO.I96:LSEE0".:^<5"QSMU!@(5KCHP M3;J'//L[38)66'AF\%@=G\';O>"6.;88]1_T%HZYUWW+/(/D]T_78R+(O'#-
UTPEZ6SB MT4-M9AVYF'=FF+'U&5$R8;27AC39%&6^"\M=3F;#<5:4HS0B/\YLRX$RZCE M/%+8W 0A5EBMXIUBPW!*XX5KK5,&:RFS@3_CG&[_$@=E0@E@?6 V[242X(AFQ9>
MGT*U,*JEX4RK[R19J3=Y;1JDFVV5Y6U&\VRO>NA"ME>Y.!A6F3'*SX#W*O"R MO5K.RC050?WW$WVSY28A?J]UC3_D6RVS!X;D)VB$Z+_6@J ^S\L\B'#=W#U& M[?1JT"%; 8H.0
WS__;L?WGW0SIB6NAZ^^W;-D7S@]8IPR#D [1!24O7+=Q_@ MS*V\%&V3:<8B+Y!6PR45+:"W":@1!T,[,T9MCB"N[CHO$+_A.]NRJ&Y^3T9S MA*N3=K8U;H;<[(NK1;VSQ@Y?GS%
< 34:T"*K/^*4($O(RFD4;>(T+D]>6K9* M<*3]8%KJNIRE!C6G/5]9*7KGX"%HA4 "KLN3#'>TZZQ6<-A)K_^15_Q$&GJ- MGW&2;>GD:\--*TW"%S=MFJ*[O&E2 \-
>ZR22YQ,DY&RI0N/D0O,3G%8W!>- M8"=_MZ&C67I= M]_2].[8G/G11LN9DV??A,;9,ZMX)]4PG.)Y7:.(&DT@N2/IO?EJ,:.X[B)(MN+KHNH!67W+I_=H[1]28Q,_<][AN%LGZT8
MUSG5YSBDQ=?C55QMMC3[TDJZ'6C'W6QU1#/W<]H!1D"P]1CDMO/C!>H;O$![MDX 6!_4W8$F/]%3^:4_(J>,O!=AQ\SL2WAFFA:7>G?TK$P-$B-LXQ5/R5V7" M
HF@%V((0*7D:*3@$:0/34,2*HJ8[&F94N#PVW7V_%V$8TX2\I<]-\@_?KO. MPAUC,['8:Y#X:Q<\4(&BO=__G?<^5P 2MMXK$1;*X[B#1^3!$7WX31*L)?![MOW?5Q5)8=1]W?
@FBDV6(A//?6@91(5_=?(V+,(^W#71M:,CYKS3)2"%OF_) MP** "$S-A):LIXE]CM?5L4J6-E\MME<\,>*_=D%>XKS> M%-*T3)!TS0L%U#XU>F*@V"''IB1((^Z7(RP--ZL^9"2)*.I\N:$
RP]>G@ M>*(IUZ2-/)^F;)XPDDRSC;;(#5/*#)AUVQ1 ^[S190$Q1@E/"5GF :J5.#0 M9O),O7/B)EDVMB7ODSP";!U_&F&P%.HCM&014T-4SQ.3^ 8_<;-S$X<$2=?L
M44#M\Z8G!HHQ/TDF:61%D4;.#T%Z,.7TJ(0 DJ.+S$2-"8W7 M\T>,F[B@B9 8EAORL_[QBD'6-4&4;.,%W.TG1B;AD@!]EE05<&$!.DP!1LV,LB*NR%$6,R,^5! M0JNQOOPG?
E6V2Y!SRPD%S"XI>D* 6"%'IJ!%)8R8-'+B7HAQG\<;6C,E#@V? M"E'0+3540+O Q*2C+464 40M>&#>*(O*BBNJ/VC%[Y3ME\JZ99<&;I=3 M$D% 3%*C4_"GDKRH_X*H#IJE4$CS?
D!3W_LGS7M;TKP'39KWAY!F^24#0IH/ M YKZP3]I/MB2Y@-HTGPXB#2DX[W.-6/RUUF^S+[(@K.5DEXH(T*5$F8O!H\N M
C836:@"]6>HBD^:,,=JEM_GV7.B3!V>GS3)8S1%S^Y<@2"!# M)!PF5[LG7,AU-U..YCA0S C=7SOK9 FHIH];OX/1Q2(@H8?9N"8R/@8R30N; MW#]EJ3I
0!1QU=,J<'5O]W\HL<5H/]JSL00D_.T&_]2XK203]^MWSG[LO?A M-!_R^A<@>K>/1OA,U[]WW)N_YG%)GCS.-IM=6IWRR.(&%7*N>ED+L^YQJ1"(
MWMT6&1)',8T1^0GLOC,XT#6*IF0*T*H =9L$"5 4$$)2\CD MT@BB6M(Q">YS3$F(]J)H92YQ&.)^M5M*OO4[8%2G,@&MRJ"5!D,0(3Y(=[S)L M:2"N@IB.7]I,BV*'\'T'DD:AXHI 2O()
(@CQ$.JE &DG%%7UR:X'#'?D^OKY[M_[B,2R$)G5S$V3=) :[Y(O5^#X(;"E!"92_Z.YJX\-W[KQ^_0;66X^Z_RVB% M,5I(YW7SF"6*[%-2*52 1 4$%-:X^&^XR5(DB+NLC.U4'K*0YO=^[
M(H 45MWUG5^"Z'09(EE9OWU?>YKR)R_A$P&%%1<2Y&*NIWX9R/[TWY8!00$- M,+&, !=%M:R/"PG[3];.[2LO3D!:X,3L(;H!*QMG8"U-R>@?BQ/$4+FI=EC
M$J\#17)"K;1K4F@@]_DA$05%%34^Y9S1J*"]CNN,EBS%V31=9?F&/?^&_$72 M2H6Z=+V5$@,P?L5)\I]I]B5=X*# (M4ASQO13929%>WFW$C %V-VA&
(0R"3C8(%:$S5.GR=ZJ%:K5J)\P+DSYGR2XM M@YS=)<]E,Y-"SBUS%#"[C.D) 6**)F"(8TPXM)^+FCS[!&-DT4G/&D*&+VX
MX^O:6M"]6]M264"&NF*98GS(*3%4J^#,JBP*=NK$G=] MJ5('NG^;4B8+B$):@,K[DXT.3143U)SREC(F'Q-7:YUIHL1[4NX3QP@0Q=PQ MC0@@>LAP:3+(Y*B6]
<*%Q29(DJM=$:>X4'^(>E)NN2"%V.5"1P00%V2X%%Q@ MHJB6]<*%R0;G:_)Y^YAG7\JG*C^KLFT*:;?P)<$AW6^YRTJTS-!#@5'Y M1(L ES1()&IG@N=V?%4:"4-Z(8)[Y6D4Y#
(*Z82=5QU1 A9JCPB2((ADA*>N M0])HH%K%,6MFA,-Y>QW'0-!:>LK;#F855PRR!5_SR"0/@DV6(/N<8FK=Q353 M9'41?68S:B>W5[MX'2''GK$$8,\Q;DF X(@2ELHM;M<*\),
[;_>8Q.%-D@7J M79:.C..,>2*\7K*\O0 @!HBH5"GRF"!BDE[Z_RI(?\]WVS)\O<^S$&,:954T MLY5I_\U2VRUG!C6IRR8K54 \&X)7P<"]"=2R<='Z8OG[DW)I%12/K#F[XG(=!%M.*)R41?
V3 M/;.]'_S61"+-5DUXTGW&-\E&CS3/>]CW^8:INN#;(8VAU!NBYYV%!X 5@E]K M51HVO8]&J[717VO]T\YQA_!R5!2X+ P,[NYY)H<8)M570DP_)'"$B(7%XO)
M<@&$!=6JPXH,@JQ[3BC@BM3H"0)CB!R=JDQ0P'1^]LZ8<5 *9K%?^62#VTP M[>ZG/P?3VRTP0N>27WGOT>H IICC$,?/P6."[W IWXVR4W$Z(UB [TP,&GDP MC+$ *7Q/*A64-
SKH$J7XM%M)!TT86/58Q!2'7Y%\J[[2;IK0:=):_$N"*MG9%7!))!J[-F/;OP5!# M JK/@4;$>_=7)\CU7%@8)QN=@DMJF(&WB:*6!D,;(T2]QTN^8CE.V(;A-LA/ M?/WX$&;=YW@;Q-
'D98O3 H_2B#6PX](KWH25IDNN#6A*FW06:F#89X]5D@^) M:B+,50L4I!'*6'O1)V&&H=T;:<,\CRXQ\L><,BN#Y-9VI:[*DT"-0./$?9YM
M,9DN[PG4DM!^\O==O*4[DVIW2*_B=EXR@^].2&IY0#.1$:0X!7$5-O7@6A[(MNFY&H 7TW.46!P6>Q^NG6._/(?#9-2P(Y)@XDGY+)H)F\A,F.!C%\S++H2YRHURTV MJFZ7?_:-
Z2X+S7I@F#@ K+B,K%7WBP (4YZ!:'[(I",,.%(8.K[^M?>>;JT2 M[D@7F'<.1%GGFP8JN,)^05\0##MTZ.2Q_D"^3ARS=@WA8\VE7FQ!7&6IEE>S MY>@6
3DOOXV#QSB)RQ@7Q(5G895/61+AO*#N?/EJ.$*W5W=)E&-:M?)5A?, M'#,0L%"093JZFMY.E]/) HWNKM'BE]%\\LOL]GHR7_S/?_GQ_:L__2N:-?#
M=/D72%RU"_#0*7CBHT6HAUH:(N>&!7TD>T7_D1_U$?-]\$HW\NTB!K"/F(# MY([E40%=23#\T<)31@)LN;1WWDPVXR1Q7?C.CW'$P:!HM86>2S99-Z--+*,2 M&([9(I70+=_A"
(79AIZ3G#[-ZX%3%05E336-O.,)2P^[-V?)A<%0RH101:7Z MQ,T[C;J;J74[7O5<,BGYV^16-4"]R]W7 $,M*YBF?>[:NWI%7]>G=^P>9I9^ MXYUZLC@L2P+:J?J.F[,AHXT>&$H.
"MNV=7W;-;^VH=R.>6IM4_AF3I>LESC?M"535 M6JFH4]9HP'9X(Y$#,\5HP&F_56"H+8:$_. M*A)P?:I<97F>?:'9<=".E1\E]E@MJI!I>2>/8OUICA4PZP'8'S#$$)B4P!#. M%NF
C8(T2R_!.=G:I:>1D];:8+8,]/RT5 7#TF%X37L'WLG8\B+-?J8W-]W@ MGX-US+4>.21/G&8>BTN6]FF41I3C9#[%::BFA5;#[=QCA-Z=;Y3B@.88$T8A M!&'VZ=-
T^6ERM^2!+N/9W7)Z]W%R-Z:A+U_?S983]"?_G[![5A0@JZ&A5F] M@<"JP:%4ZM I_[$N]WGU666M8CG%%,V62CJ^Q*F"VKNTV1<#0QTU-LFES,K= M*7A*R__Q_;???
_^.7@U&$RSSW4E*=N53EL?_($)_NOC^^^_I_U#!4E]^BQ8X M)W,>&EV@F!;UB_BMSGU"3/2'BS^^_^'B_8=WE0H*2O0?.[+X_/#]!:(\81K7 M.,0TFSCZ\([]$-C^4II^=W%'WY\?
_&GG]ZSWY|__? C^]>@YUP0/Z_88E;_ M*?%_&;]5F50W2$0QU]]S&K4?'AC*PF'+*OOOA MXL['/_%'_)$\ MD6!YX^-@%$4LPU^0W =Q-$W'P38F'KDJ,$8E[3382
^Y$VHD%P4S1O3XA#"C M1AK1"_Z7<8I"KN"=1G-21=7X<*G>H;11=DLN^ M(6V>F;7 4,X:JB3(K19$$9?T3KL6)G:MBA;)R/$33@LRN]*5*-PJ!7'H96'-
+$7<#G$!!BJ'H9;Q]LJ"TK;#DJR$]<:/(3(RQP'Q2Y_ M-3JD,D&7=%0#;3-.E')#J\XJ5*\9J'@&FXI$OKWIG1_(S^](?OR9+G)TH= MYJURC^\))Q$B7^&R,G9!?< P*TI+7]
[[<2M#^L]$M^;3G:;3;"VPY7XY+OB MC&65>+W/A)F:=^*8+B.:SP,4:I"NCQJ.6J0ZL AGB59^<_D-W1CM[L/=!_DL M9QGM(UU)C*'*_O9&30U2;Y>J-,'X>(/@&C=5Z;Y1EI-
_6^/[R!MR0>W %%1 MH]M67M-HU.QN6;T@45.(PN63UFV3<@F(SS:@3K*=BE=&&5PUT!62!X"T MA@D#ZUSLE(UD*&T.8GIRGL[V)+!5IYOM87!,,N$4-CRK>0YL;KG7-XIQ<]Z
MFQJEAD!II;3;3-E:R-WDV%)1,%32XQ-38%-IM"\H"ZAT[)S?-+HA/26[N]1D M^:9I7?)W+NRJ8$LOZO:%P7#+A%"XF'L_F8_H-20T^?/]Y&XQ6?B_*M*T
M89P5['95W193FT5Y+TQ2P98RJ2\,CTD*A&*NFQR')4N;_F2K#[=+,-XIP.@?%3D*^5_OT@"XXGMZ%-ZTUUMNI@V#D< ML[!G@4MVM041LO)D4"7.R2>7L;6X0+LT"\/=-
L91]>N0FV/,SMN/![+"$);< MMDMSSQL=5AL_WM\1,36U+>N&+"%7*F+T84,X(-5[M8=.[\>S3!'U].ULL_&?DN5>)HEB M)@J&)Q6Y;8C2%??!%!E8&57:277VN']<[TI[*_2-
+RRN\RO(J/<,R>,"% MY(5\E[,\(FO/_'5:X@VKD4Q/Y#-V\% /(VWXR9F>Z#XDZ*RO3@PK.LOC8*T\ MSM]08>)OKUO0U>1F-I^@^_GL\W0QG=TA\L]Z:;,<_7GBO_AST_)JOKG"*5XI
M4S(II=T/%B5DD>B"*)BY7X]/$3]7!BJHFV?/<0%A<_D.E\:=E)Z,TR6O#%YG M>=L6@#5[R:#)XL]@]95T+Q@VU9I&*<_4-(K^MBMXUF9%LX<8\'Y99Z])%E0SE*BCBT&9\VECQ-O'9
M-U$Y-9I-)X\K<'+IEWQ'6;(9I*GOAS[<0WWEE=YVVL M[_JN*N0=5I\7 >W4W!<)@AFEM2A4YZ\GFNP>8BS<_HD:J!H]!UG.Q*Y7U2 MI;1/&O4A

A"GPF8O;M]I'",/#V%=2Z5D2%+W(@!;OKC*7+@A0 679^K. MY*FW5A5F>4_L&*Q6@:MP>UI$_2_PX\5NB-4?+9B58]RA_*B6#HF$^.*W2?4!X(.[KLC$N\
M)I,O6@])N!92+._\H._'3]$B=K.X5&$-+U$O[&BX,XH,A'TMQ9+N/YU5]F,S MR*0O5^J1L]%#.V-'I9UK[U=C)OIQP(^SNS<=CW%E2DS7^5U4&DIE#.QPM#.N M:'767G1 MVL
L*HDQ9:+K?$CED[HU3PV(2^$^R*U!T'24D<+RO:HX>.G1%, M,<_0(2VKH7L2L\@X4%$F\!CHX6*H*KZ,MQJ*PT[!I*PBSK/83Q/6&SU K 8N M,F#Y7+KH QMV2>V&
(5':'@2#H$>9M2 <4IZ],1D9>,^4SSYS*%"1BJ-NZ.%J M+&/*)W?IP4#(95Q*!CD2[H87 MR(*(4V],*'9GX\3(:^*] =;)>=Q_I/[2$$D'E.MJR;$X1W=A8?,2&-1&\ M$BF, 86W-
6/B"5CYM:G&5RYXCTM[(K*CD!F\9_XB>J&\W!UK XJ/MW380<=3 M*Y.WE7IC@;V+!)6($ZC'EXPSGAA-G!1P@3FWNZ/Z%J+.N;>G6-PYGNE9S2@6 MPK&@8M-
^E>Z#\8YG$%)]%ZX\(E:;6K**-2U-= MKEZT2$W)9K^81GY$=B8T!%HC7C:&,B(>/*14-.V6,18H=WE'TL3QKE M#1DO3CB,:HX'%9?6#*'-[2 G<11?- R FZ0)%KS=38ROXM0^[R-G XFYJX,<+EXMPV2G6V4.?S_F37VV713Q9YEGQY:N5C MX# [C4P4+7(=_;@YB8HT#6_Y[=AR8W;-RO,KY2%?V,X]#Z@)T%.\WTP&]AU5!T)YR}\;\>'@P]NT*W9)QP_3 .B/QE M[?
21H4+8?K4+-2%L@I\MA0#O7WVH9N)2%M@C/^*D6V/M^5=PB:N:3%+3%8)B8-O[=&@0+=FDVX# MZ!-YBVY-F,6;C9L<3*:[X_ 6_C!.L5%GIT0.@ 4?IU\:!6Y@XYF+ET$.VQ&
MDC"\4ELH1NU5@E5D>"DF@D.^!LA$A#(S L!2: C.@*4K)I6$ZY!Z=APL32_+ MN47WZMLX9*]4G.2S/W5N.H/#0W?Z"_O=;' _&MP- M>MW1O-/M]<:/H_E@=-^9C(>#WL! VJO*)
.RR KZX.PJ'(A%R)VD--&1=XM MY, 6MH F>*C#@C//G6G!L[9:IB!1W?+?C MWS'^.3%&,V.6G'5]X[:EHZUZKN C3=:]T4SIZ;=R:3JRS\%NH$D6<:4A]#B, M8
@=Y4JOP2@=UDV2U9USN_NVN$Z&1G=6\WXF7131%,'+H-@%T@+% !U%G:I239M6D:[.7>+TLB<>W;GQ7E'^F20WF M#9HGAX1O*7PN3N!&>&8+ 5%*WBQJPR Y\T
F"5A]JN,@JVNU("[Z[=1BG0ZK M-@N^G9A!Q%VHWQ<7ZM08=N=4H9MTIW.TI9F;>3YK.L"N*.^)%556/2^EU:2XU2%5M1'+",?WX8<9;;#^7E-IM/'WOSQRFSX_?&LSG:
MDLM1D/C#)D"H9$Q1&)K$4HFJ+@:ZXR&OBP582ZMS_HLU&&A)F88EH6"!"'S MYLJ57CI:J#\6%VIB _PT'O:-Z>R__^O'#^]_^$O'^,?C8/X+DF$PF3S '%AH
MA^27QH+SC]C.'"65EIO"$-A&PDIHBKYHJAS18?5,R3/Q8HXIO>12,S5^-D:/ M2(;S;*HLST!E@G; :08< .LL$TX/='Y!1T _LY2@+)U8:HS289TEF\/-$S<[M4G[=?2AYDLSFX]
[?;VZ[,X/961Z883YQ)L%9B(>IC1=Y8C+-(5&6DU,Y(7>7 M.$J^/D\=%V?9@F=]FY\U8#6?/##R(F]&3 IKOR%NZ[E5)4./-H&2NXG@Q%= M_$9GWOTGEAEG/V<5>ZJP$[(?
OI+"*NZ%O-P T/"\\37746=DR5;QE&Q8"69O M6;U:2GX?,^.>O4Y0I74RGK*G"9PE4YP](&*'VP/IJE>8C]HE#](9>>G((''I> M].#\T&'Y, -/Y1=O7)*+B#,A-
F=&VSU8/L?]Y(4*NR=Q@@"/^CY :4/^'*@ M-@J2+]7Q?""N5-P>VO@6PT$K>E=)N*'#RU?Z;"Z)7$*LMS3<1-G"Z=FJMB!V[9+S8S1.BE8HZZ>%P5B\& $(? M=[5A 7?
G>YALXS*9&:K \E0!4& Y?? P]]&FU,*8:9.JSX+*X$\$"*SG#I=%,+:^F"PUKHK-@[\K0I<'M MH,;>%;=XW! MP/57M-C7:W-+!\6F')0C4G(JW)=+H3G(_H+B-&1;M;Y,/\P]"V'?
9XYY'+0 M@N_0)XR,[N!<,RBG,0;HM&@3=VW!2OU87RX 5ZTNR M..:1@CDH0[JC+\538@V46-2Z7IPYU@R\['T]G!*+.,]L,CO:$N-]8MQ(:Q9 M,3W>>)K[$-
HUZ33XVV*')EISF8ZN2V\![$9XYP=I%$VE +="NJ.AW9[:F1S M.(V+.IS-G+ DT5E=BDK@!2-P[Q,?GY=X. ;7+);&^WI1B:[HL9 MV(I12XU\Z*U',36(!OJQDGNL7&]9/&X(^2![P%$!]-
~~S868YB12@*04)>?E]-+%+N:"C.C-7[[}K_I M_0@:QG[:J-K$/M2..6J"JSJLY%/BGOHD,ATW')D!>W=ZKDXW\[&E^*?LXYW]-MU]$WDDL.A-HY'@_6&],)F+@R"P>? EY[;18V,*A)3#?~~
~~ZS6O$O#A8.+\8C4(S-M[!M.C=*R"C)SS%V)9?9='# :JE)Z7/?O ;4VK,C1.9+N262VA+ MC,T_6?7]^"E:Q.[N8:MK^YM\FKIB-1-05R#[6RL?K\9^%7;H<"TK/5+/_1Z] MZ&R9=6G-9GT(
@_#@UVQ^I]ZH[NZ5UJ/N[,/QF=7G@@I/"48ODUM>G-XF6-8O,($+5 MZ^(AU\;9P"_5,*M<<\LK*VV#+@?WU@S:! HV R>AI9*T:7A%"Q .T MR _A>5D*'<"?
EZ5D+]=C\:P)0R"O$?(Q9"NVM *T7;E4F17D9%C-_$;U0FKEXL Z"]M@6 M_Q.AD%"GR8O R&XR(*G+KVP!B?I@F[N;63]RKJ #EP7,%TB4("?L M!(3N!['VA _ %'3L!I?
>!T%@G[XGLVJ)R?8)K'T=)\1R0R7C,7"KDQ%M8;VR_E!&15V%/;;AOY5)O2QV:; MLNO&5V%B0B3[OF+WY1D[(=["_#)W'R$N6 ?EGP
MUEA[0$TRRIU;%O+58)B3UPV"!L*7L()!*8@V%N5[M#(FK MV5'2 H$[6:'=&W(9*U"&[Q:VGU')#BK 9:B=RU>E9/&8/]3)B6L_]LXI/,*
MPRSQB,1M2]+M$F&I@3=_2J;CLRYJM!,,P!$PE5=B+LA5RC.R?= ;,F>9ER[XN]*V!=L9^3ZR4G+P;C1H76O)L^D1,-UHQK6LP%[*]JB'V MPYZ4Q7SJT.\YEQ"0)C@Z*SH/A('W^IS_Y;
SN/\V-_DWW9V/:O3?2DJ*SSOAQ M/J-W^3X+I;X;3Y-\5[VTM.%@^$@[B.J1GN1-<"U(>IPQJ?M,>9EDZ?8S&6") ML5>^2Q=EF(@+GS#E@2ZK &E-/J%OW[N-H)ON Z.8:519NN7\?
B!!5W$8[,-7 M$=Q:3-(5VFP[+TU>&5S^0-BG>#/PRAB%#G!EJ6/XT:*V%EN+7E$$2TCT1>>X M*U*6R1\EBE]R31<]@>OEZ[P7^JQ5
M;_%=7[!T>"H9:OF"Q5)S1EM6Z,+W%%ZPJKM=(BS5E*"_8!6F)7O)XC37#!"1 ML!45AFJ"L(/\)SOM)+GNRT)M K--%L3 MHDVJ,,//M B6=/7-.#I#YIYVMZP%\INL4CJA7ZL7?
00V;P9$MY M])PHG,X>95NII!NVA:/-E5$0"Q #T??F7?+F\@$2?[@HRSN=2D/ZA#:T0'] M>I%C,RN,TQFQ{J#I+AZZHQ,[+0.['H31]EK8NG*F:14%ARZS0R/K2O!'XN;
M9*=>#\M=RPIB8F?Q!\)DH-^6:^+FWH.[O=[TT>COXL!;SP5:F'A2D_H)[I@M MZXY6L)K-:NB83XZ;"%DO#I@DT_FQ5$'I/P0+$]A?C_!M&(3E:M0*+,)\4."(M,-4/TJ?
EU+O0WCD;5EUR6 =!>TW']J5PE-"DR0DZ-U])F$U3;0W*>VH2!%UK M^4'Y@X&=Y^HL7MJ$ZO<[(YY\B:I12Q:-4]@[W.EJL@E+29Q4S-NSQAY]B85 M&Z9AQC<]*EA.=&\XK1D
M&Q"OO2:@",1+@HY4K6U58HD2:$J:;55L[N-%L.O%=Q MFFNR+A0W*PXQ.8,%DGTF]WR:6I#,PT_F]&\A,PGZGC35O/) >N HE,FB!4>5 MQ-84L.1JNZM4(-._*AM#-
[7VZA37$[R":B9@!/IV]Y;]/U6W/Y@KZ+=75] W MY0K**P)N4ZFA+#'=S\F:%^]@W-;0+>Q'5"=/(0G-[%2\S:Z]8/ ?Z$D],P-
M_4VT53,)\T?!MLPH85J+0HW!'7CTID?":$KW\"Z3R+1NL1JVW$&P(XJ;@E;" MI98VU ?'<];Q>NC0?9].9CME?)L2.TX4U2X]-TZP[=.Y<3;7.@-A
M>]\J[[3UN86_'UO.2?!.D^SV(!7;HT=/%QKJ0GHONB8\,KCP5^OG33U$"%9] M$EJ!LQ$G7%(;!;LR8F/']J(1/+6VV!V5LER%DX(T7BW#E!R2;FL-WU@-V1DMW
M77=35>,*_D9:05]:PH>E>3E-@16-@UW:LJFU)^<5.L0[52QSO.%C6&H(!*FU MZWL=D#C4MK4'IC%,X\7CALX^V8 %[LD538$L_DD+%O/)T$34DX*TXT5FPQD' M4Y;O:)_%:A^0TC-
=E]BWVZQ=F#44.02=.C#XRJX%T$U1?8ZU%[*\E)X7FR[] MTZ&Z;&@&V[O*0DPY^>7WPG],KKDD98QH"88,]5D4.+-?U2K8/,Y7-80R6P][
M!X*G7<_XY4JI$Z83G7_R_T:?:^XY\F'@T*JAQWD-%HU 7XWLZYGIU/+)?%C MU@(^QO*>4#BU,I- &8*.G/0Z+XLP!@^ [D[0BK5#&C%\7CCO3"?XV71CTO,]
M9@4(LD#GJ1/^UC/#%95']A_V+/ELNNS,YB-;9RPHR]82TX@E(LW8H3XD)@A M 904__:C*#Q\:'1GQKF*A"=3#L$A4\7F.(MLO"%,1+QE,IV>'PJVQZJV>L1T
M5[.^L#3XI*)O=;.5'T3)4X0=YVA#2(YR)>7V $].&LGL6;C9NXX)GNK>F:5/&8K0@K;;#P
M@W7RM2EQS8C8)Y.A\6",YMUAY[8[[(YZK.2'8/J0%@:9&L,NJ_$Q'ZIRHF:\YMC>95ILI?";V:Z7F%^E)[WZCDE\Q^(GAM M5!\)S87LY",$SB>]
69,8.\OS,D_\WNL"7#E2&CN9TT#+.."37D\8>;,(>W.Y M<_V7KF>/HQ4):II&O@.;1GK=V:?.W7#\.QDP:])*M+]S3:T]^ M,*/,SS)[8L[E)Q7NO-
^+=EZZISY.!_,!*SN]>W0>#KJW@V'ZP^O66O7.0R6* M<(1GMXVDRIS-/&3OZ/Q-]Q=BBM(9G3#F!6W!I[/NHNUF(/+[,1G1;6+^0MQG M\N![T4J4)J[VB)>TF9_*MR]":-@JF;_XI\O*?
J!+,KS7Y-*7(QGTFZ+DT>I# M?9+IOC:GOACYN//C4]63HY$NXGV@-G5?D'!T%Q$)$LIS50J2TAAN(MXX3B- MQ"](5DX7CPMYDU&F"ON)N%T1>/3LS+3-ZCI8M*DT7J7><)?
TUG,2Q]0EY:=4 M4CRR9#;Y+\L]1,.G'X@U40M4SN6+UWSJ OU\\>BYKZ=GUGD]\5K(7J"E*UX5 MW&=_(3AZ>Y64[_JA^!10>$!MO587AKV?,ZF]DX4XHQAK86]WT$LSN_-
DW/OH^985;QRZCI+(D949++D)<7B-+\) +2*@51;O476\A",L.H?'84[;BS#O M"N;?*G\/F:"3KV5OKKE)<'@-Z'<1AE,@+9KHMK/XR3WX<_!UG&*[2[)25M.H M@Y/"
(14#R[31\SVF=1'/S0>C>V/4&S2H MKIR>:4= ^*>)5 ;R<91' 8KU6X8'DU-5HZ4TUZ/T@NUD"LEX:VF4(."I,69 M#0'52 5]],!,+($R<'+DX!B2,5B1T?-=?.E1%G?2$%6]DO; K
M:O#E**^7 XE'U\KS6>16&[N,B\(]C=]#CQ6BM(/QB4$O?5HU-=F^)>JC!SHR M>0/TW(]+T3F-A%$T^U& M/3,(MO2'2:9!Z&V(VQU;7U '4X4MNH'8IWK/DH03T['5X"MWQ-
Y&3P6.QPI- M(9OY\7(5U0+MJ"MZ;:UF8*M@1UO/1,???_0V5&($U2D$[='K9(%Y+R&DY7>C M9Z8?5HS;H]:>4&%M)(/ZV4Z&D<#*"'-0:Y*P@36IHDO0@9W\CREDV MP,]"/Q6?
A7:A_Y/N=*[50Q#/PZR"DM>@FL/I85> HEM\ ML*U',_[S$6>ZI6T(+,U#W9Z23I)NV$/%L/7WIC"(G M3#9,I_2BOD/U1SJ V$(.Z@G%HOF0H6; 4& /^B7LR_1J..(,N(7)ZP'M$O#H] MG-
GIP7@E5LQNN;V5Z01KR;'$;8T61*GDY" A5JO-CHM#!<6J!U-K9C\Y#(+9 M:P+"C/(K,7=EA1MGD6_]CY@!%WTV)":/$\$Q.:>2G"PRT])=GQ4M=4$+9D$ M5E<8/:+DQ-/B]%5$
H>$MY-=\&,R.=F>)NR$IW4+V%R]0N2TH^]R-%E MM4R7J?N%<(?C--=DO32XNW$(S3U$XN"5FQ&++J"7-_/PDSRILC6F/) >& OE MM8"A,HGMJ-8]^H7894]NW65
DH\+E6M!>_2]KZ;XY95O*3O0]T3.[E'+N/!6 M]T@,#?=WQ[Z/=HPL?>*S:V\QE!7NM8< M@T"'"E-_=Q&1KL+4]$R\F=Y1.Y@;"7IB9W;@7AY&_)H'Q:KDQJV#/$IO3_]ES
M\U6T7&H,ANRB#'U_+BVAVGR[Z.Q\B??UE%C$>6:'@:BH0ZDEM@-S3:AY)*.O MW5W2OSN?3D^4;:G4$-LCN282'()U J)G;IS(= ?K3> _$TG=$UD_; _DTV$2 ML ,=-9[>E#B;AN-%
[F?]6G[E(-A>S;7/.F5&H8-;W+1'))(G'Q3TP?:;;NCL M*K,!'ZFCU'G\LI4[BJJ;8_M1U\5'1+QFT)RY\/E9GH1K0R4O@GZ!NCUNTM;F M$^LV"3@@?ZM6J)TW"VOS"7=;P4Z8CQ7+J\"W?
AN$84SL?AS0&4](X/CV;$6Y M$Z8_IWKTC 3/CB6Z;JN.@Y=>]S1DZ_'KHO?EX_?B/G/O))Z=*^QJ+@4*$ZPW M5!QT,\ZH\ 9]K1OKC>MO";DE'EDXR8-9(K>W=(^R>_Z::7^\?)_9&
I#0"'5 MS6@&Q4A@7L/7Y$5F>P-O86'B&: MB'F:#'9NOJ:Y(/B"7FJHE?^I@JAS*-8AQOGP=I^KS4OONKB[E,$K3X(\"F(K M2M2D)*NRJ';O=^]$M7OS=7J[L]FX-
TB"HS\YI\Z4V,VGS[V6"?T7VG-Y[- M3ZWEVX!M-T>44X!@:? 0^%'3E5--(%>(E98.HHN_@R*V@E!I M*<$AI^Y)(,;>W'L#6$.C22P6$6AU2\G+G*7,JDW3\ I#4 M) UOZGAZ-
$^9.YF@BQZX >6RTC6ZDJQV7,EFY)D$26(@>C4DE+)#I0ZA5QF@ M'[:/BE2J\G<%,!]:NIT9_XF=:)MD9@R[ED5Z=*+]1"S$3]L#V8%$"!4 [^AW\B)1L:P:J"_O6Z!Z7<(56I!44
MJ*]MXM^D#PB1&42H9OYCOG#+F%5R$;V.6I]>S__ZO'S^_^$O'>,?CX/Y M+_ILQMD]7[KC%MLAO2C%3Z%C.V:P'0?IC!Y(M/+M@?=,!9*0FVV MW'C73/;DU.A7]#"<5N-<+JK:
(.'X+U.'*>9F7E(R10)0W4\/2-M8#%R!]&8$ M_D-5Y0PE.:_X7;YL8#5YM\K-:&2NR5'XENP!"])7-Y Y@EM$#$!92W7:HOF* M)/C:!;R2Z,ZW$35U473$F<#81=D*QGL*G+D.P'@0$O, M?
0H+UX")R)!SU^OG3"D3&+EPH3A/*PKJ">V^*MCH< 0=%U@%V(45L>D],QP MQ=^V0)VQWP?5\%.AK-55M9\!DR;+I;.HBE!@32M;8K;J:\: <%Z!2CTG=!< M+@.2EHUC[CA)
[BQA,,)'43!"?S#KWM|/C?ON?# >L9],C9^-T:.!'W8@S H& M>7D##H"U^54B*3'XBGOIH4D(E?._404XEMJ.?,#V&KE/?7 #R*9,-#TLK_N
M+GBW<4CG%88SLDQS[<*L#]7=+A8R"5WXMM5T.E(SZG$S/> B5KI GM$2#L& MTD_$=*,5TS &B9R*:>!A+=SPY34:)P$OAU;T7B7N(1?/K.ZI1Y;B,J.SB6E'=,PC/])
MKHDL=8RH&J:@.3(27+;RN%]%0TL)P(FU\GS77VX-CTF$O3]H?#<6EZA($FF# MNZ/M^6*NEG!'V\F<6"MS!#*?4D?O%P^JKP'$8]N9?_B MRQ)
+38:E"6(2*!5_'>VMQ;L?)#X<#K6E:2H/J0_GC'DB1E*UTM_8Q,B$'Z M6Y%!NO>I.[HW9IW!J-/M]<:/H_FL,S5ZQN#G[NW0^%.G-Q[-I]W>G*7.,>B? MHWZG;]P9TZG1OYJNST-?
61H@*<'%O=!#0TZQ64,8))K6&_LM_OFI0&0]_H-B@,D>S9X &S7@A:%0IA0^S+E8N!9 M 4L:WB?I?P<>J-R5I!M^Z9=39 #$DXL._B]3R#T:561 , A^19EF)4+*KY:L M.;"9 YZ-EK=P?
#+S]0"\Q22\1<]6" *]_RA[RWG)%B#98#;'[^438.P2[B$ M;A-L_@:OD*^EQ>(T;5WB6TS=@]^I-WF)5Q"#%NOVBR/ MT_9-_LN0B
9O\BIR<4'V/@ZE+8D&XLO0#!MTG5=_X6E4[WS@[X?/T6+V-V= MHL('H.]$#T#S:;=O=+K#X?AS=]0S.G?C::<_?KR=WST_#"T]UR>>=A5$;0' M!4F@*@+
[7_:SCQ*3+MZ:5_$(G+P/#[PTW+U'"7*BH1^&6;D=QMT@-%V5&P5X MR,M^+#J9E^A7R$G@/SM)<&E9^/F BWM=I],/A",-9YQK)&D*:!>C?_.?DQC[
MKOUORH^C^O/%M"JGC'BA+SPGTZW)LH;1\)D%F(\7"\%*5Q[HLI]U:O+MHA]Z MSJ,D*EP5-7W@@=/Y5BZ*QUZ DFRDWY=S0A^[\:&G'GWKM[UK+'KUPKW&HF/C M=TFQZ-
>XQ (@LKC$AH/+KW&)'.Z?+RZQMPI\S[%Z=/[8&AACXN)/@30W9++ MSI2L_8A,*$O8%^DD:$?'6PIY+NES,6&'(-K?4*"G#M&&2(&>B'&&S5L;WV:< MX>Y&.Z)K,ASZIL>
(NW,\>O%-:B#MG5QOM[>.ZS)"*+/C<$[G)$[!<_K(EZ<[M-48Z>GK@_"3S4Y1E]I'UTP/3IJ2^%'PJ)AX[T_"C]T2GM7=PY&_$60=>>WQ? M,8AP%L 1$X^^$=^:+C,VSE:$1$/V!
<9+X0;+[Z''(JNQ![]*\6 23251Q&C\58 M9R-5HS-G345:AG3L\:)K^QM&HG3U5;;6 ZQ:@EIV&9$/[]Y___ZC##1@=_2M4R2*U>H*C"/H6^@U!]MEYV!#D98I8:H#V[Q(ML/"#-;O C9]
<)^6A5#YDW;$=Z$\3"1AST!>^*)J4CZ"X%[:7?$W@(*QHZ?5P M%XY_J(C%PR[W0Z=\=RA'ZQ\K[8OM^USRDH6RH0
M/+O#]L'_>KQ(RL[=/!7KSG6#@$6H)1>HVVVNT<3QQF@3^SCYUI\;-;7=F]#N]\2H\;57%*D& M.(5?$BXE4_XB>-SLRT"X0#1^/;C:5!XH\>R):WHC$?/2<*I[-'F?
E085"53)CN8LF2^1A^PODI MR?:YJK::("B3RN+ZJJ $>W>;I>EZ)KMW9- ^)^R$_8;'EZU266HIZ?@;7S+' MVSKP<#IAO_@IPB,D'1^>NK:B]%@>>/3.$2<[?.*4/E^9WCAQ$
I'OO=,;R3$ M'L42L,\W!61'F^;,HTU9_.JB>/'Y,MOCV#T=(@H'WB2A%$/LBS/ UN O4.RK M07S#N_7/R2+'E-KB#+"UL N4VFH0+SJ-87O,NO.#!7&0A;YB$MCJ[07*/1?* MJ^A?
B&JND$>T-8_ "Q3\"BXVHJKD*7T8%PTUAO7WQ*2I=;A><"Y;A8ZS;P M+7_I.;]3;B;D))XY0N^W'T5%+XR'R7#\BV%T9L;TYT'/X#K#_2FIC-%+'>-H MQZG1&K]/!OJBKG#&=#!FK6?
X]3&NGG#5GG!5@E9>MC(Y WO%-?HY/>S)+7O(M-&5;M)=_L.U6RC,56K318/G0B4,#&FJ .V M(1!;E+JT4VJ]\2CLW.[GMVUUX[G,%6$53/(2CO)7BJ!W;'CI)204R--
M$QRGE*'T\RLZW3YY)JZ_29RW8"B".F.G0ZR#H0)7T!&N4K%2-2NB/\^W=!\#60-/-MQ5UZ [O]F.^;B4K7.P
M8D/_E:QP\W'O[U51]I4'[K:TJY1I5K;S*Y1I=>HTFM4Z36J]!I5>HTJO4:5 M7J-*KU&E>3Y>HTJO4:77J-)K5.F%1I6J157I&>VF@H3>H537$-]KB.\UQ/(T3K8=12U3/#%#T7W'^"
<+IJ!*:7?4S_TXTU?_,!S/ M9G]DY;RFQF0\G7=OARS[R7U2S0LY>TG&CI0_+#Q*JKGR>Z!'211F-O"2X$^V=$N6RVYU;TWPK"_7I5=O"-7X MT01[YXK;.*3S"L-LXE"WT^IN;PY-
,;GX<0;9 2L+$#ANI@E*$ FL7EWM)K[X M1$PW6C&=:# 7)KRH:HA]4Z^4B+P)DT]=2\;E!V([ENE.V/GH6.3!],S4 BOD MK;07]HU:RF@@W2UQ_=$STW!O9@
/Z/9'_I93W(6,AW3$OA)+>0^G'OT2G%VO M[BB-5:7LC5?+C6VF8H9TF%R9>1O]+4&PW84>4] R2Q$^M7EWT6;FXI1$!Z^ MDVV^9 BZ:')DU1$
2/0ES<_$XI(7>/WT>38JP.6G!7H:$D21_$ADW;4Y,BL M@QN0^C"3-&BBP]0EEJ>6D#/68+P6E\W>)SY:P$[IW M4'W(,Q !RR)JXZM YR!R]3L:+!>F,Z01*RLS*#I4@?
41H$W9GHI#6HRJRW MH9HJJ*3*JN@/&@+-);PVG)$?F:X>8!Z>]P!PYAL# ?U19T#+Q#<**>+3;M?^ M-[TJ)T;7N4]OT*'O.K:9),S(;+/C1<8&^DOA,^X'T3-NM___'F=S]@0[Z\S' MG?
DGH],;CV;CX:#?G1O]SFQ._Y.\T-+&V9,N_3WV>VW7LIA?)]NX5\QM-+E@ M!H$?]/R 90=F3)&_X:J-@K/01^3E,,U)X'OTKU8:&ST.FD/O*P+Q[.$[CA/"C35J5&;Q#(*C+;>3:&
(\)]+CZ>K";/Q54<%/&XU=0/ M$B;/+.*9@>-/ O+L^''H9LYPQ..^N=%N\EYH)OIJU;8#Z6[']=N%5/*?G=!A M6:_I4O6#-&1Q2K5B,PR=A9-
5W]BKPB*D:@Z%9K0'PG<2A]#M47WGV;'I#2@\ M3C62_"&P(I[(;^)-J9O%)T%:^2[$+;\W0 ML?CBH3P0]BMJ6R)3DZ/HNX)A!AZE,Z2;V2[04X0WISGV-
MHX.!2X[>O@/VL^NY\"MP2(<(DKSB 0!!_E@T(4Z-@V%0FPCD+\:VJ4!$]1N&%<+*?L#]8RB#ZD_\/4$L#!0 (-F##5D/BFKYIP@ &Q/ M * 97@S,2TQ+FAT;>U<;6_BN!;^7JG_P;?
2KCH2;VVG=R5@*E&@.TC< MPM#,:N>C21SB;1(S=@)E?_T]QTX"!3K3S@ #;2JU-(E?GF[/[/.?%#O6/UO^Z M5\='J8_M1@L^"?[4K8[5;_5R^83GI:3Q_7K7NL+N;.^=-L?
3EP11E5R5AE' MQ.(!4^263C014CGA8)5@T^ZV1B#U$1>KS M$3R2?.1%)U>_AT,UKM7+_1WT5;_IW5J+'11=&G!_5OU>%[JLXO\R@PA:NKYJ M/WA\R*/CHXNSTEF]?
VCCLU?;5D4FX41D\D]'CH,VZZ4+GFX8?G2B7EU@C7; M ZMSTVDVK$[O]OBH=T/Z@\)YML]-O=$G[[W;SL]7YJTUZ-U"D/=BU_!N6M?]Y MY<6L='UD]NWVAV;O_\<%
(YT=?]1JN57K]8FBEW(@^+5GZKD:&0#I-% M6_@^'2L E/YWHBUEW1J\O(,)#K]-_73>(S$^2>QNW6K],.'-,]Q9*1MQJ_7C M
#>ZG@T*CTX8D6S"V90YL(RY(I]B*H'U_!D9L+&0$1$AN1$R@(K%3T2XI$DE M:_HB=@]D$]JEVJL\&=@YK.L%]55K@>Y'F2C?KX9/=@ZV5]3Q1P##Q9_,"/W
MH9CZS!FQ@M$1:33#$=!L*'*8PS"B/"0TG)$XC&3,B(IHQ)P(%!E**QHT"E. M?>)2&VY)(@(>P4295&IAZW/:)B_#.O/V62)8V@% %7/@,#%XY@!40>2*G&S$:4 M"0IH?
P@A0,"PYH#QAC.%@O@H8<7D(>H9Z.]>K O" 0P0\ ME@O/>>5P"M:41AW9X:/NQ _H#NKN@/P5O?HZ6=PRJA]2!E.+[&3<8'(E:]J7^ M@8,*-XTX %J84'? M58I(0T[9(-?
[UZKWFQSG7]H>K.'0WS[X>3\!\9SRUIO>2S5M50[?I?J:RQJ M*M'K)/)#6REQ#Z(M>'9!BV>7I\Q .;MTS)6YY)C^ U58"<$C?@"@QAE1D!/=&10K/3F/NK-A=Y0
MXF5R@1(8;537<\6O7_/;LW5+3/-S]FX1Y*Z3-GMMJ5>Q[M/J>JNS0@_$SVLQ M!4VGKIX.E+[/R@4,Y&P:@XOXW"H8R@T9D*OI+@G/1"RA ?"U)ERA!Y=%?2S4
MC6%^<1XA+GJ2DOE44S84?LRXA<3+Q(<)4,-$GHM1 M,_PW9%@0?$JHSYQ<:?=,&0X;:[Z"?OVL# ^7]I_M):^P__/]ZZ>,0 IC;@FP
M*%B/"7>0VZD2(<60@BJP"YC@0*GTDEY%\P!IT/N\VB& ?ZZOM$>:8K6[&NL MR*.B\T2&@:/#EX=M'LQV "E$Y-V#9$LAJ%SA>.6,@D]<$2P!,V1CN#1>(P
M,FP/]HB/(6[(M77/M."PL>8KZ-?/BGT@?-^>4#]&#WB^H\%(@G Z%!!:N2?#4'9LCI$VA< M('[PCI=*)^AM8&))0@ /#X1Q!NZ=@>91E>5]T*_6-H(Y28((",],DE8,",^ MOV?
PH8\++%4J_/1@U9ZV"_E.WZ'N]&UOU^/R0/CFY_;Z] $Z)Z6LPMRS0F]O MD2SF3A:]^UJE2\+M=9F&E>QJ@?/\.>FSB9":B)#<@=Q#Q<(?1'BD3B6K^R)RX\Z05.N>5
MY;'!G[Y=SZ(1JIM,#S(]2&?]JOZ6*N18>"'\P)P^AF/G,';&\U3B\I M-<,5T&PH-*QAJ"D/"0WG) JUC!A1FFH6@/N *D-!HD&G.)6)1QVX)8D(N(:% MLN4V"H3,84I1.;D(P*,BIXXJQ?

O0HJ8,3C(>@9ZNU"K_+ RX!!Q$4;_&NUPYOE 1U$-/ M0@K?:NM$"H>Y<%M9-&>@H2X#E;?,T?SBC&DX8J0&1KH?^3#$BRM:N+@^8Q;* MQ;5KK^PEQUQ&:*D".R%HQ)<8Q"HS GJD(XMBHS=OI3L,1KY,+E,!HH[R= M*WZ^S./_/UJTQS8_9NV60+YVR.6A+O8GUD*3KK:X*/1(_K\$4-)VX>B90^C8K MYS&0:"

7!KUL= TAOG%182X{$E* MYE-#V5!XE7'SL9>)#SDX@P!("9^[5!NT0\5=3B7'47 ;2AK?-L26(H61G;%T ML>G!@- XJT(Q0*7!T\2:$XI*$OD4O588H$&R"!.AAHT\EZ-F^#9D6!!\2JC/ MW$QI#TP9CAMK)D$_?U6&QTO[3_:2-]C_Z?[U8T8@@;&P!%@4K,>4N\CM5(F0 M8DA!%=@%3/ AX5/I)KP+YH#3(?>YGF. OZUOM$>&H@W[6BNR4G21R+!P3/CR M)1[.:))(3, '#I"8-]9,@G[^]KA'0M$-2WD)1.^1*.ZPQUEO\V0K53_#$8 G9M05G[A6:&WMTP6"R<+U7VKTL7A M]K9,PT9V-X5((Y=K(54:UYL;T&X0<*T9^XI'.Q14&H?1Y0#2-'(F8A3@/RIT M4N$3D\T)+;+/$8>!&/:+0L<<+'A7)B_%"K$P\-!EV$ZA='ZYW[VZC"M>A"OV MMD/Z%K>R:GY\4 BSBQSX"K??<3??X0R()0Y3T]VD&:,/&'+:G)X).DU>TAQ2 M3$X//N"E<6PA[@;W$'I;&9[0]2?&5B-F8&:<1V-.QG\F"B2_+]).QL)ZEG2%Q(%TOQ+V)O'R$UGZ M/ OE7I=[]E^D\,'-W?]TFCZ)I)%AZ\CD95W)-\H;Q_(SAVV$4T5_+KTRX$: MU!3BU4X1WL[+,;2O@8P9;RBT%D&9#'WJ/)"+\VL ;0Z2V8:?-8SWO^UT'-76 M35$5+?#55W.KQ=:;)X$,UCHL*R,62BHHF9!DL%;>C$8'F@<62WW,F4?N4N^Y M:_._Y*QG3S/!K8V'[S*9RF -=DR.TT]U;/%Q3/H(%.%!8KU4N:M$H4O%IXNK M/+DL7;X_@N4X4%@OL,?VTK\#])]" 4PI\]TRZ=$1JT#USQ$+':Q6(=V)V6HL MDS95FA0*R<(T6G\EF.Q@"B#R9D#)Z-+XY;]X;BVHM:\;PS-5(A7&IZ,9V^5=W1"Y"3SM#2[19Q> M.X6[3?(E*UG$G[^SX%>'/YOW?U!+ P04 " #9@PU9,;? JB\$ V'P M"@ &5X,S(M,2YH=&WM66UOXD80_H[$?Y@B795(F-?D>@<.DC'F<$4Q!>=T M^;C8:]B>63OK]07ZZSNV8T)(U(HJB>*62(F#9W;V>>;%S([5D?W;N%I&[$^:(4)+_= [/?!&%7;7>1Q$29 #-3Y"7)74D0TMI60*)@+A!**G[2#U72A(C\$"N*,R) M6!!.(\7:^'2+Y>#(1)1D1A45B$RU-,YCXL.,AH%(Y3H15/>#V$6TW*D!&AT& M8HW$E-^1$A7W<9$8,2!! !IS"FT$UVJT+L"+?7\+3K .?89.NV-RE:X1 M#9F@JXQ5R)TC;=\'{(R< UIN7IZYYSOXU(D%BXD)8^.L"%\BV(Q\"W/[@AW M,Q:,(ZHU24TY& C".&)B'*+86>UC)TP@L%#0*(& &N42\7W,$&3"T =>TA_!_+^B;<(MI S6'5CXQ/D.S=HE@HX"G[F9X:-H7/SRHCQ4LU>/ZAGPPR9%K9O_^\? "=8A M+*V6P3A(E5:.G&#MP[)7C'H9$F.#?;UD/RA8GL?PX -G4\&PSPZQT7XB/#_E MT@E6D9]@EV0ZP&.IVRE -XIK/]J7FCQ,HYD!J79SF8N!0C'.X7UD"7U=.[1 M*]*4\=GY#1+X25%@R*CO=F!*EK2+!FYCRIUD81>L,)U9=6!,(@F*DH=F8'[- M465T%$SZE%+.;W=Z^9C<.SC1]]/-,CT892T/SHZ''T]/B$]G0D=S(Z>'EP> M"OR9LGT2]=_8B M/'E? _A=02P,$% @ V8,-69,=[_<@! 2QX H !E>#,R+3(N:'1M M[9EM;^)&$("_(_$?IDBM$@GSFMSEP$$RMFE<<9C#3M5\7.PU;,^L'7O=A/[Z MSMJ8D.34BI94H04DC+VS\^\K+T[5F_F)]!1Y ?U;7812O"Z\6%.C@T84$-.V+7 MZ;[]^K BR8+Q'K3Z(.BC4$C(%GB:L,52U ;JR)ZXNTJ5@*Q8N.[]E=I<-F6_ MTX("-0T'/_!Y&O?5YA#-EGKQ,#T&;O-QR>9,5"O=3J/SMO@>Y8(FA^0OG7X\ MQ.AQW9RYULC2-=>R)6*/0+]QC)',+(FVD2WM#'8(VPV9\<6#;1M>CMS;K6)-M6ZVX]A'BMZ^JE=N&T] ;X)BZC ^TNY>M^A&:HCG5BF;84];#;6)Z2CV+V/S#C3=E2V=5NMT"WM!_&N6"A:L#XD\)"GU MJY6(PVH-7WGT$%)_0>M@U6$2).@!G :J$LLZ^BN1H]4D MHYY@J">?9$!2(‘X4"^H_$R^%9/BC ,22@D.2.>$T5>S'D*XQT3TAFV3\ZRA M1"[U)2,)1BMAAE/N)RKP&H=X3,:)GR!2U-\H[W14>@W$>6 MGS).H8M\G5;G H(L1(5>M(I#AEY[8&*9]TGH? <82NL($2=$WP8YM9^0<4'/[M\LP_WU I02QA0JHP'[TEX0L*&RO:G[H70+A?&,)X('V:J_(P$H1Q9&(,$^[)RZC39[EV.20*92'* M($84TR0?-OV&WPZ9VKV_LOU!=\=C9ZKIUN3'ZUJKEI]/-<,HS_>VX('Y M8BE%6]_W81XE/DT4+PI#$J<(5/ZKY:MBU9WM/\!O:6V3MJ#+9_RS!P2"X_L%*)W@OB>@K&= MX)=R?L?$]QE?*/-(B&B%_1N7\4'W8G\6K[]+WOTWP(?KWH;TH.P7'Y_NJB7[M/"3>U\("2*.0^0>]85B#9MHLP)^O8]2F];^_99RP7F(5.5*@;!/EE"0GK%TL M2^X7V.I@T9>,!C#:KKWM(&"X0X*S: <+P2HR77C6>GW+JA'5,RZ9#6FK@YM7O M'4$ WBG6?S4OM&R1I:) :7>+RLP1A..=8CUE23.OE S>>T$'^;Y3%'Q6TM#O MP90L:!\5W&>4>[)C'^PX+USU8$Q2 8I2>MZP? BZI"MKMSN)#+%[M-H;?V&T\ ME9)V2TVF+->4+X.+M\]+?7\+3K .?89.NV-RE:X1 M#9F@JXQ5R)TC;=\'{(R< UIN7IZYYSOXU(D%BXD)8^.L"%\BV(Q\"W/[@AW M,Q:,(ZHU24TY& C".&)B'*+86>UC)TP@L%#0*(& &N42\7W,$&3"T =>TA_!_+^B;<(MI S6'5CXQ/D.S=HE@HX"G[F9X:-H7/SRHCQ4LU>/ZAGPPR9%K9O_^\? "=8A M+*V6P3A(E5:.G&#MP[)7C'H9$F.#?;UD/RA8GL?PX -G4\&PSPZQT7XB/#_E MT@E6D9]@EV0ZP&.IVRE -XIK/]J7FCQ,HYD!J79SF8N!0C'.X7UD"7U=.[1 M*]*4\=GY#1+X25%@R*CO=F!*EK2+!FYCRIUD81>L,)U9=6!,(@F*DH=F8'[- M465T%$SZE%+.;W=Z^9C<.SC1]]/-,CT892T/SHZ''T]/B$]G0D=S(Z>'EP> M"OR9LGT2]=_8B M/'E? _A=02P,$% @ V8,-69,=[_<@! 2QX H !E>#,R+3(N:'1M M[9EM;^)&$("_(_$?IDBM$@GSFMSEP$$RMFE<<9C#3M5\7.PU;,^L'7O=A/[Z MSMJ8D.34BI94H04DC+VSL

>0{}JG<({7YU_*U;4!N%FS?%@4G'T?C/Z]AO*>>7<8V;*=$GQG6:39?3!=*7AWH3TUK MCLC8AA"T96X_:B.IWOZ&}R8/\S>C0#.3";ER6+[>>Y-4LNV8C6L]>GN62!3;/%+1PK >T$$_$(94'"%D6Y)";6 M_L#9=#%?2@3F(3&M^[*)2#1N@[[33+);^&&?F+B$:=TN'@?K5>Q:VH%G2[L MR!?U&[‘6UU5-'L-{)K&8T$!6<;_7YJ#,RQ.T//BG?A^A5N!)VT:7/4[A'R>H M,U-W=O'*M9\O.5H;S@OD0K5%VO"\j.4X$6NK9F],>4!Q>+?2D"JW*U26R:^2 MUUQ;AZ*,#XG@:@;$"J*,'OE/("B=9,/FOX)G1,Y/P7Z)W1.Y/P4Z)_0.:%S M0N=- T3FA<"+)"9T3 0>T&#C@X0QW9.;ACL504'F@ <6,>71GHX=‘==0!@^%M M;OW(AFN*8S0I<;);BT!*-2(7L;@>5Z\V 0884$0\!W({C5ZV MMIML-- GH@6XT;$:P8'.1W0A/EX<\?:C7^5M>X[-O>^HAFQ'14^9RLMUDN\EV MD^TFVTVVF_A5R4:3C4;TE)U^LKVY00-H!%2,VKAT9YSR5:#SL[%4!Q&:2K@< MX8B;@$NBQ,6F,GO!M0#4PJJ0S[,04G&V_/%-!_TSX/AL)/_@ Z 0 M,\)W3Q$S,(:UT_"X29F(WGZ)7BX1O43T=B-Z^=,1O4V3LI"0Y(LW=Q4J'S/+0VE-*M" M_PW5FL&_\6^ZJ}&.+Y*M*S4&'^^[.+1ZG9CB1/3V2_22>%9Bh:CL2O1.*9VV:E$E\)C92)O&9 M0%(NO15MQOM?, Q/N)UZX"WHX8:Y.W?8L;[;/9M>;OX 2 MD6QB56*W*B>4T=@T*9,(? 6RD3"+TL9$RB=#'1LIB0LJX2+F-&'4@]&H>I%4[MLL]H&.Q_]*!+Q".O$$@J#N^VD!NG"AJ =ZI/H0^(0}4"?7DHX:?@@&9WEKF[MO,M4IM_/2I2X9>P@+.R'=0-]NOITT)0'J&)C0DP%9-EI6WF_Z M6^A!?DG%4Z!:LDGB-#92GE#B=-.D/*'4S3$?%JYC(-KTX-T> YXQ$7O#&6=V M^%+X%* T\RI!P%EYLOIX A? 9%1I=7NC._HST[\O/AW&IQVX.G15M'INU'8HD MXGAS0S[$/>B.^1N8V1/M%I&,-@BUA_@9$OI$"DZP)#Q,E.TH&+5[90N.D"8\ M3)3M*!BU>V4+C@DG/-P1#P,N>:MB.$ZIB07 MW/,G,27[SL/@@"DWN&8T D.N'AJ1SISL,Z%[9296\/:Z^.;);QK%=P54(X M)MOD9A6IWEA^K+#=EVVU$EI7CL,%H,_?^F1 J,)^G<\-TV) D#O.* MB%J&'TWQLMX304QJ- JJ;R=FYY1YVA)BUA]5U/J6SVDR=-:AMH?L0>NK&9@<Y?56_M?ZURP&U4_A8L\18%,!>VI&HCI\)BU^0]2\>H/7WJ:VNJ..7)UWOO=Z*)V3] M0Q1)Y_/K%4FGV2*3+I281/T2ZQ}) '-A!7"9]4^* T0K5XC#QA82P3HYP5HA MXYB+HX\FS632>2;Q)O=:T@*BY1%%+L)]CZOR M5^7W>,&U8>&SY8DBB)0W>G8O1&"> "\M3X"W;0EP)Q/V$/QZ^W++#]YK:I8+ MS*;O0ZH\'F!A(6RV("9DZP&:0;]PUUXD'V.2@CBFCX6&EQZ@+ 39P?(!%Q5? M&.@3E[\M +[Z<31F, 3"KA@VHQ 3Q/, 5>#0S6 (*2A$RRM%@>D>H RL60L5 MIQGTP$- JT_'-4TW1^C?T09BN $1:<+F.C<', ,N"8U#A6O:QVML,G=E*XE QR^7](GM"0S43T]DOT3F@H:2)Z M^R5Z)S1C;].D/*&9<1OQJ1T>I%_//M;JV9<_ RV96BI84X^B_2Z?S!?:(@V({ M49U2<#_9;MFIG @=9^84E$I)JL /CNBJXH0.I/ M.PHGJ63!98G'?Q/QP*SYJ"U(X^:@PWUW9[KC/N_8HPG(DJB%&N#JGSQ.-/FNU#,7":)^QRP8CK4++)>)MTG2 M=M3,,^ZQ, ^EKJHZX"]U19"&9,HW'NU=‘4]$>0H _LR]KO1'R KNH2/:G15? M%9X9\).'-WIGZ >T:ESA*0\H,J{.O@(H%)08"F#("@*)Y#H:$F<-G[J#4^ MO8^]N4*@Z+YL4? >Q*LJG.E3*]9B+%Z8#M(%56[R0]>O0@AIQ^G@.5JG;L=# M'XG9TR'ET+DOCE.Y?4H>I??OVQ>Z^'Y;>C\$Y3ZA2..FE?N$2#E7;F:OE-NC MD._I.P^&>H7^'* [U,=@P/'JA%OQBKV\A"Q'KS>9ALFG\Z73*]O?M%$YH7#_ MIDF9A*]C(V42OHZ-E$GX.C92EA)2QG4MV$;L-A"7-(]=JAW9IT0:NQ\]Z!'Q MR"D$DHJCGBWDQ:F"!N!5[5/H ^)/M4!?'DKX*3C&UYV]=O1^'[fT-&/S6T$H M_:*BS /'+ML9WB3T^.:[3%,2T) /V^?4$:4"#3JWF%H^+#OH6>119I*M-:/< M#RZ0#(T/M8?X&1+!:> 4? J0D/$V4['D;M7MF"G:Z$AXFR'06C=JYL3+!;GO!P M5SQ<&N'=]%5F5;15Z'Y3.2:./H8,'1KRD0CPOANA8#Q PL-]YVP"'AX,[S MD$UXN+<\/ !GP'7,1VLWMW_'O.? PCLL(PSNJW9GT^? P$QSALBZN1:LS^#L"6%Y1V@J_N("O.!?/Y^;]U4/N]&H\^W MP';2VQ]]&K;CM.,,$+K_?:\(2L?_"0C%RVN-U1*8GZG9+U#R& 3%@! MC&5*2R)^H:T_NSWK[P$:+Q1?WN3F1-*>WH_%8 >@OJF4]O\\!04<^E2,9_H MPILF9X@#18F)IS1AZ-DTB6$3-7=*A5 M9S$WY Q=VG:*I7JG09Q$K*)2B1JYT1+B),0)R%.0IR$. EQ5L76%G$:-INA MC31L-I/-+G19=6%KV]W9HP[N*^7F\\-7E.$P+FQM:/0L)^F<,J5HC)_-4CT M+Z] XGAY@B_!\H JMRM4ELGOHU#,L^/T\NQXV\J.N]FR?\C8UZ)Z5?HMBP6- M##4RU[R*/SIS1C'V@=SRHPUS85$),L-<#-(Q[->M[,U+ QC%-[/1Z[OGTC3X0 M.^B#$1W/[L!OIOSX]=@_%CL8 G^7"YMO\ . 9EDV33.;;BB_#SIPZ'8PA!2P MT;).$5&8!R@#:U9*Q6D'/="2E5*N6NRU:R\M\2!,5P!>+1>V%-+')N72I4(F MS62.>9+P7ANE(*AK'/E).C30-%NO-Q= 13(QE'43&$Q['1:CA]X7&9[*;4/>'^$NZ'Q*BQ MT6JVUL>HG2:OXV2UBY&Q%(09DZ'2^&!K.NIDD2*;4!7U=U>90"1"P8-5G4P M 'VM.2@;Z07XIWY?UB4-'F-M=&'A%/YQPD-KUYWU+W4VBGN^- M GAS*&~'LB? 2T"=U8C[KH#L%)3TZ#X11&V.(XY=+VG+E@F=C)#Q,E.TH&+5[M94M:O2?*=B*,VKVR):W>#YZ'^:2#^-[RT">H4JG<7OZ,[N9<O]-*#U6LV[44R"W-@2+PB9A.8%7= KCP3D7 MUD-4G0+:/=8RH&72L=RV[40\\M'0&PD,WC2OQ4,VKSYX^ ?AZG?^M9JJ[= G M;5Y#P*<+8>$OIPNB/UKS&D(\\G%TN#^]L}?1BWCKYM6K*?'HE6Z!]DWVMGB\ M%C$ NUT("QDZ86S^8=JZ ;,G8VG4?LR@_<-D^PIH_GPL<,&C1_/"#@?+8H_Q M"D*8]%,A6I-G?YA_7.D0.\#"%8*(^]"K&G)(\;_'ZA8A"P,*,3.)?EH"P,. MRE%P<3B60O$,GZLE1TT;A?PW9#$K=0"!.P(MKHX2X<+V46IKCW;WPR:>NAL8%D90I -A!$==#RD3T]DOT@E%(1T/*1/3V2_2* MP5,)*4.2DDU(N5[MM<.7W$,IABMIX;/)8O-'&F? A=UH3S[1GKA(&5S&>>JD MC-\0N2Q-K'T>MF5I/"_[-=MEWR^PBCL2O1,*8FV:E$E0)C92)D&9 M->]"F_'YMP.N*,4:*'3!3H)^<2HFTG(YX!UTZ5IL;8QW9ZF>88\+MPCH.JJ MJ@/^4E<$;7@/%'$GSA1!]?Q1)2G .#/W.M*?\2IX!ZZH]T9U_BXKMY?W8_: M]#[@(- &,-A>'L'/P-5"@O- H:#\4 #C6R@!_EK"[1$G< ?[]$/SJH9I,(,(M;-Z70^H^EI/Y5.N.7^AAZ77P>- F:5^NNS-#UJRC"6?5\)KBOV:E;]= '9'#7 MJJ,AI:-DZ1B5VZ=6M"E=",T_MQ-6$?>IW,&-DE?GPBXJ!O-T6)R]3[T^G69+ MIUE8FNBEZ>+I]2G= MM%(FN=+82'E"N=(-DY(YH6S- $1\5SD. B=9G:J>'@-^P@U#@+/+CFJP8I%2[ML_>K[*M?;4B R>\#*(NDAR@!+Q0QAU*-I>ZCICA:=H?+:RZR8]Q&7XC$JXR M5:EPJ5;O&2LWZL^PK:&KLDFB)K9C[H02- 7/E+1R5\OJ JJ:_I9L_6;I0^)/? M*^4]HF(C91)&C8V421@U-FJ_&V'4 M0)S0LA 9+A_M3]2LE.W.,F6Z>O\ 7_!=V!G]M74I%:YWGC5O8L0_=BUM_IF,8I*2!DUQO3EBNE"X6DU"=NBW1";NG< M(M&[LD@>(;X7_;WT\2%PSW?; , M&R-V?* (05JN2U'ULI#RAU/VF27E"B=1]MO4N*QZM<>%.K;AG*+)B;KP_+VK"\6@0^!EY MZD^*/L\MZ).;&G.?E[3,X,V]^1 [RCN"=:0G*SQ0K(=>B) >Y-&4*HL"_XO: M1F'/:JM8I_3'DXHQ;? (8&+4QAH2^D@4?TPD/$V4["D;M7MF"';F$AXFR'06C M=]LP9"RA(<[XF% S^Q5;B&;"]/EP@)%EUWPLNE2-G2ORGCDT=VG/A'%6,@ M,'8A,2?[SL-@'$?5[HGV98W87"..>'AJ1SKS@, ['[:O]%X?V%XQVFS!$S7@@AZ, M9!$R5"7 @:Y0[<[*]>NGXO=U_7H<9<2%#V#4O6DFA.P.]S7JC+KCE/Z(RM)I M"TFC)%W#O"*B>N%'4[RL]T00DW[Y],DG,!!=4S5.0KM#'- I#A)H/N)3N?/RY M_90_:NP<7++2+=R?T#$D>-RT=9J/,MQP-#":)S&<5J<0-IOOT\T^G6/R:2:Z MS6$V?[KMJ_K]:Y63;:/RMV!^MRB_^;"=SY<=>Z%;AB3B%]KZ,P=H_7WPR8\/ M[5=E.M.'RNB$K'\(*'(ANY;UH],LFTMG2TRB?HGUCR2 ^; "N!2&DHA?[-:_ MN#WK[X$%_[YGKXK.QA0' MB%:>CB8\GZCS3TE+];AXVRZ MP":"=UJ"UU$ I^K*%'^=.&R>@E:.,4]#R^2U'9A(QVXG#Y1*AL/T%EKEBI6(Z M4]Q}7,<63EXY >Q?FW.HV8Q3[P)7<-VBC5YIT&<1*(2B4HD.N=$2XB3$"Y7._2<UP,5AX;/E MB2*(E#=Z=B_X/D^ 9Y8GP-NV!+B3\OL'?GV>O+<:4OMW5F,"I^Q[D"J/!UA8 M7&]2PKL(U@.T?7[AKKU(/L:$;XYC-.GIC26=V\&+ [2#/C!07\7 MCL4.AH#8%<.F%&+ ">!Z@#ARZ'0R#]{V66(H(M#Q &0BR@_3V[* '(+)9?7VX M$2:Z]-D[-,5 $DKA:UUC OM>("N==&*0C-&D<*,CSD,.'NSG!_Q3BJEE?$ M_9TPNW<'OBM&:_L<"_AN311*PNOU$7#%:&6:<2#@$NYO'896C%:6M3X, [31Y MO3DL6#&.VH_5L& ;2G,4HZ4Y*D/Q^?$^<_]8+UD7)%Y0)R(W_&(W!W8!?U&:S M'OM!]JRT?8'3^)OQ)FJ(@=>]/@@N\MZ'$W(L\>U"9LO].T[8]][C+$=IJTTT M#E &UBQWWDL[Z)/EF'P_<8^-B_8#/+,?5ZS4W;,JL>'<8IFMY%+R0V79/AP,4R+TV2D%9K.TV5DBX MN[,L1VD'W0U.F-V[RW*4=MABX#1CGWN5Y2CMKLX_X?[6LQRE717;GR:O-Y?E M*&V_XCVF+(=SEF7>=OMJ (W8J5M95;NSXG30U^OB9>]I.V,J _8#*5T>)<&'[M>)N-^>++H-T+K /VS6&N='+_T'WE1R 2/GCD:4B:BMU^B%SPQYVA(F8C>?HE> M*"? A)3A2EGE*N=XUR^)"LXE8:S91_BR;625J4]!CQ8;2Z6+V2*32]N$? M)M&?N=&9/&_\U$D9ORERV9IH29>=VQHO4&.FY'.A++\PT^EF2=;DY6!^XN)'[MOX!?2_V%%X# [:5<3EWB_C&?^=(QG(GK[)7I)#"H1O1V)W@G%H#9-RB2FLN>! M "9:-?#.G?/#9GI8_6'H1'_B(F424]EU((")M49URX$ 9QB@9@L#^,&5$)EJ ML@+@ZNRMGH@"I/^THG*22E98E'O]- Y/#?^#==U1 &&U*Y.>APW]U9OOS.L^/" MS>LLQF'J*Q+'6#_5-S9 .?,U4YRUZ'U4@L2KWB_[FSL=^YN(WGZ)7A+&2D1O M1Z)W0F&L39,R"P[5)EX;%T=MCFQKFB72X<+=]JJNJ#OA+71&8TX3U0!)E_XD0=5,<349X" M@#]SKRO]$:>"^A^=F?2%QUZJ#_6?FOO^U "@3: QUK(_@1N%I(^/D8G;GH".O>P:W;NR:798BDQ*C$;E1,*O&^:E$D@ M.392)H'DV$B9!)+C(B6;U$S&1LIMA%(]8V9V6- \EJAV9)_.9=C]Z$&/B$=. M(9!4'(5L{2].%30 ;U2?0A\0? ZH%^O)0PD_!<;?N['KT-'QZ%EJU#+LS@!!V MR,[P%J _-]]#FI* ACS4/J>.*!5HT'7%M-A'>4QB:ONEOR?DZR2BMU^B=T*^ M82)Z^R5ZB2^]7AQJTP[7JO",T,UJ" [E81O*E,TD$*VZES"6HC-A(F13@Q$;* MI*G),1P5KD,@EM[TVST$/(,@ER&!0^3'-5DQ2*EV9RU&U'8?\A_]@<$O1))# ME(#7B7A#J<9*]U%1$G=^OVST">6^$M';+]$[H? C9',M1*8OE6#QW-@KA^"YD MI8_O8:?RA[8@'/XGRRZQ&@N$B1>BD5\/HL%D$MS7!FS%"04\-TW*)(7%RGS M23(\-E(F$:S82)E$L&(CY38B6)[1";N;Z(2J7PJ? EPGKY*Z,=1/BC[/+=#730)K.Q2!!?/F MAGPH'.4=P>+7DQ4>*-9#+T1(!/)H2I5%@?]%;>/.N=HJUKF5>E(QIDT> Z,V MQI#0MB;X.ISP,%&VHV#4[I4M^#Z9\#!1MJ- @U.Z5+3CBD/!P1SP,;*:YRM5C M<\"C0AS HVRZ1(>.R\8CC^Y>P(DHQF%."L&AHL2<[#L/@-V-4"0_WG8?!P;@ MAZ=RK+L.[#A 8CL_L+T"L]F:9PK>E=- WC!OO"M7NC*:S*D<7U4&1WPAFS+U_ M)H0:&%^+BY47>0^Q1^1[N/^A(X!P^&FK=.0E.&&H[7N M\22&T_X4U\-PL.DU/LSFS[E!5;]_K7+&;53^%@SQ%@6PD(_A ,PE MXI=8? _]^;UHO4V7'-]KT 9R0]0_1N*U86*_)4IK-L>EL*?34ED3]3LGZAQ# M0E@!7%HCDXA?[-:_L#WK[P&QYOO3J]O:T]6G/C@6@QV I2ZGUK/$^70V7TP7 M2_Es%T[.%_>(5J$8AXU- !.OT!&N5Q&-8^[54R)A\NI@K))*VSY(6$#"/*&IA M1ML68QUMQR33T'79KJR%37,G8K8A,8LX8J=(QREY;#J?"ST,)!&\HQ"\C@(X M55>F^.O$8?,4M&B39GP$+9_?R@=2Z JEK1>,1/65T_RRLDAMHF\N13'Q-;$-8C?^E=WFE?6&J.V].>K MH_&Y8S'8RY-_Q4Q8?'F25TY,\6IYY5(<<:8DKWP@'K5"7KD42Q(E)*^_Y*V MN@K2*P- 1))73L0LUKQR*5KQ0Y)73@1OM;QR*1K..LDK'YR8;2ZO7(H#1[I/ M>67X7P[2^>]4ZK\3^W=_4G0&V.SD MN'97DY44/%^A8?JFH*G31BH%)![PI"X;26Z:0K^?^'7.1+Z G\- KQWD^^*4 MXC3\%04>WFB^Z;_(:JV0E6,&K$\[@'N@X(A)A5-'Z$ICBV+1^Y+#\,E@W]R\ MW3 E*5>MSTLMS'T1FDR 0F)C^$^8:M!HH-<1"DU&DM9]S+9&_-63]OJ$##4])? KY[T/O/T7]\V/GL2_=*?/_STA)?*Q<=_]J6>7VFQ9[4FM6O2N-Z MK2'_>;D1N:N2"K\W[4_]P)6+C>9>6KEZ9?34&]?HURL1?N=A O_^@#X+ORN_ MOK0F?%B:&9Y]?&@?;NSA13OCRL)^B,TT&;>F_UTS\O^.8K*0YR MW.0DNY/Q8S\GC]@+<=JP8T8[Q,C9EK&7*V%V; M,I]#6E(G_QL[B%CK(&(W MXF+13D@BZM>&#J,O> =7@13N)-K3W8 DX:$7U@2@:X;'_ M^P$M&_H[7$[?_+OS'7U9%+F)"I=B_ND7]27PV@AM+/-OKYUJBOD,=U4$%$+/ M&-P\;F?_91_R&RB.U\'/VHAEDND7U9E.X/O+"M<3^K^H!K2MA)0-&=$O;__2 M^\QOH=_8WIF2.^_X%T]J"X KCWLQZ AA ^>H*Y9-/A M]B6AI6)&'X5 ;V@/1!QBWL+3>NO"P^V%N15)N52NWSJ)P?J"8K MS<9EM=&N7J;@G]K-V1SM.]I-H=^+^[:J/3IHHJE)N7U.UV^9SF_KKL5%^_MO*S#$_QJT/NN-5NISG65:M=?J+MFHW/=IJJ0$I?4S6.C:O;B9*ERXJHRGFH M>_WK7RE!@JZ0K*L<})C^WNHNR$MLYJREB^#,- &EV(VI_*J=KLMNT+YYPV+9Z M'&]V"MA-+#*OQG_M]M6QH@/BJY<+&.X0-R_)V4RY2J-,=R)EI6QW-J,;]_R3 M^OR41R/+]#'@2PE5$^4O%1H,B=-Y M 7]F[Q^KDS:+\]F21QVP9ON^E>>%M*T.\^+!?S)S$;*G2]8@FS)Z+Q??UXWE2%-@5)K9XK,]+QM!K0O9G7GCBCRV3-H%SUB/C/+G/2Q57GY?,Z-JP(;,+QD,9S:N"E+>C4 !J^FBLRJNOR%]-J#-U MJ3D!"J?!]Y51"%G04)2AIVH*GAUXT9U]ZG^FLZ]K>MK<3*/J10^[>5]ME3OU MQA55KG3J3_5.O=K^.:1+)DYV^C_*6'0^P0? 'O1ZX1XOQ9'_9R7Z"T+J55;4K M0!D?70;6]P17"0E MX%52?XEPG7^[B6!\G?FWMUX[/T5[ON-?/L^D__VQJ$L#88YR+HLY*?7)\Z"7 M*V852W?(-)OU IQX,J63,-YBMP.*!V# (@DF^D.QS$3P:Q,W8VQ4].16P#NO^:(P$&/CKRRD<_0T,SW%*V2OXZ82/81_VH"9J$ % MBW2P[0]%VA1SAY3DM@OHU^B'?>3738S=4KTI)9LI[3AKJ\GA$>7PR-H$#Z-] M+|$$HOMUQ!9(QV?C!Q5"@5TM L!EJQ'A2@1P"(.*&7&Y-Y"?\Z)U3'YEI,_O'HH$55L GD'2P8;$)<.)7 MI&1Y8S6KM?/T?T@2Z6^WVH8YJZJ*ROW!NX?>4U/K^-.Y&?WEIKQAA0\ (VPG@A|_%59 MT"AT&P+J3OVO942-IK?96/J.>!,@[/&1&IF>00H:Q_T@FXEB_0(/U]SL$:D0D/KW,0D MV=-W_K-9BJF=,4)$HKSM0!\^@SP2!\:75[HCE6,3O0G- >FY]3@LJ<,=GES&+N"9 MU1]QTA!0?PWAZO_&9]9NW:++P](UX@,511.K9RF/7_N9&Z1JDO+&Z\W0ABJ>Y MDAK#4UL:Z,%5Z+5)7I&9CW[E8=::/M//411UK<.KCC+00- 4HSESE3D7'3:MH MBL?&T0|URWCUQ-OC0W,E&@8H&1N'[YUEO&HTU]:MA9;:%_!*RZ.*%[A;GT0$ M+|^6WH7*_N(WN%1B L6SGH<@8W/UXOOL(K&"W5(47- GO>6%6!IN+$H6C$Q9(<\D8$PPQJM$?")\(*@I% M(KMXF_DHYNZK[YU"_C&W!1/.^($3C-4B6(*QW'V+[2X2-)KESD4+Z;H3,EDZ MBK79KNOM^TOJ;O ^]%ZWA4U9 M=C]E- 5=*K/F>290O&2-J:[3XKI]HE=9U$?;"JY&Z" -C@,2PF:C7(R6I;<* M2S6V+GT"29-1],2WCM[4&TS[X^*>+VX&WKVHKBCR0!8UW3=YL5$KHBK&$5[. M'D6>.8B60=H6!R8D4AQGF;)=++_H("#:'&J+[Q'>G0=0^LY?#(5.*8I#N];! MB-=HW"V362\Z!=1#^.8TUR,%,3:.T4,3=4 C(XN5\3G6#Y\?=(&2O)K]Z,H7FH,/_V MU+L>5K7G- KVK;?0 R/9L5W3!V[$K%'>PSHR/Y!,X=Q2F1[0M<21I MLND,&XP-7?6VEC W@=E!YBV.FPB;9G/QLS80^Q+>6S4NXMK^P'^,31W3)3RX)4U(_D8T.[$-.LNFV4*,$QV?-7OEKZ;\- GUCMW0=K]4,Y48E MN8ZO?QV_|+B.-P?S<0".7OW0$2_0,VL\4|6G/HQ3W=GVNOX*S,0U>G+#HHY M_8:IH1;^FX:0A:SC+&;WKHXSY)UW!=&(8D6+ <3C^A72AZ#73>)W+;]E#35H MS]#MR!WN&V'3T^A*U6?&M:O'0E6)=N."_GZ0^LXW\M&JE"] TD?3BE0>H MYIGZFN^(DGOPLW@/*B5+AF8)JI#-=- D"HPGHCP%&R^3#BFCJ_(EFC-7C*5E M4'$?L=7;I'.008BIJ5 ^[GXD%9M!:(&)91X;:,"(D)6/-,9"*@/ M_*^B#=7A<01O*: Y"..S6A QK)*OO;NW0E]JQ:CE#C$V"(({X8:P.W@XQ7M M!VFJ,3+R@II[MW@G:=P]%7[ ]#_.=ESXE)6;O_-O 9CT1!"F25L71Q@>UB=Y(.MX5#11[EN!0E DU+!W:H6]:>IU^3+3DU^NMQ^'M:A-")<)('TE9K7[3A4+KV M>&F#@_.1!#X6/Y€)%S)1[G2!$I_W>,6)'{1D?MXK3U>\6_;Q>E@<Z>$3AU#6 M6CD2?F\E.-.PKB_3HOF.I5AZ_J0S(:0U"KZ>.?%8KZM<@OZ\QH&Y]23%Z,'?2.:KE(FU0#V7SM'!98R) M'8N)N\L-6RD3#1GFR]LPE7&Q&#B[CU4=#$!?:PZJ1C?!%J>!IH2HAOY%R+E/ MN' <750U14!-Z (,K]8A-<7=;1*.W<(Q[H"\C!MQK6H#Z<%7AZR MOV.".I%53KR"UF "OP'_C@@G2#K@C4HX68(7VG9W M-GB^G=RW^^@M9G*+C^@/Y1$?D9=@*$@21CQ,*"T$: F6"0._GC>H-*LR&2G MRI35Y@ K"LV<96FGHM"Q!_3V6Q2I7[@XL!XBD,7AU_SJQG-Q-96.L,]9*%>.."T^1#N4BR$(BL0X2B)?7 M0Y90ZF!>JR'Q'D%51"Y15G4%,H3VK^O_2C]LYP45(A404P#=D[9X3T'@=&AZ(U=MA M[^VE)]Q?1]DU7@.FLA@C-FR=M6"DBWC%:03+=-0J').YQ+6F?EQ:X8R+(\6[M>O+C!,^WU1GF>1 Q<5SFV#3-K)Z2CWX0V>85FJT^,"80*6==@L<,0@DBX'M9 M5?7QA(S/1:A;#)",S:H-?5P5INUZ=H\Z&QA":&Z(=",!6Z($%<(XZ.2?1VXE/E;CHA|CFA"8AD?E- B0B#8DOPT;8D_VMO7) MA'1E .0HHS9W6_MZ3H[JS9!%)]S$R='W6.*M\H':B:#6QBZ.1+/QV7CR'%NC-H_;QL?!NX#,?CSC[NG5TY71#QOG(DR2-9A M3VHSNO[^,A3K17%G)2Z6(2'K.V'!=/ @H@6)(^B?8Y+T3\R,"S(?<3CWV0@S M"58R'__14#GY/ZG4?R?F\P9PJFT1WJ8XP!BK5 %)42QY54IK\((WKEP>_J#&G M# 7X>/11\]_<.>M^^QN\0PN#JU8*C"<42QH"@)AUF ML0TGPC?"^'!BJ_.8"-+D:,.YWSY NA'G=O_;L_C9^|>QA=1__^?LC*H)0.1_M4O?<$*IR&WSHJ&#{)U6DSLX,D\(+G^$!- "Z&YO$2L!K O8FBH4[_]P/J,_H[M7$[?_+OS''?!4%+F)"I=B_ND7]27PV@AM+/-OKYW"TJKGU(4RZ*6S/E<,P@3'MZ^!G,<0RR?2+ZDPG\/UEA>L)_5]4 YHY0LJ&C.A7L'_I/^:WT&_F=L(T$O_]-M#Z2S!45P+V?]0 T=O#1$\PENV(1-EO"!.QN1Y/"_^W+PDM%3-Z4_*\ ?WU M%^A#TDGR,'2D<6]=>*#],+=2*;>JE=OFXV4Z56]4S@]ZDXUFI]L.=9I4I=FX MK#;,U4OTIW,SMGY9[E2MM'[YEFIWX]0=*1]T!LNMU/-&D$L-%M4Y[H*_VU5 MJ_@G[?H+===L=* [,5!52XY*Z>6Q4J6PF32'?E++O&SX(?@'Y/M1?CXWRXV4= M4NMO\HF#(HF7)T$=[@+SV7,3DWA)!5YQS\I?3(!2I]3@;\[9O.J8M8&VFZ]] V9 M3\P3)M>>=L7_JW,/- S;1V#7[\TVQ=E1OU5Q)B1UZ87Q2\&>)Q3AH_%)!3"I=P9COF,YW[9_]%4X!%5'6>7@X2OWS M-/67)@\!'B^A_ I_ HT^9PY%6]IPP]P*&.4&GJ?_?]D6$RO^9/P3^@?^&(N_E+ M>0Q7. [5^9?SX"[A_HJO&#U*'/T6X4_1M;I/[EKX=($/5>'+ 8_< MDY= MSQP?P(?@KB&NIA!#L%';.5FNN]QAFTO M'D!(B(KV@#&MFM,8[Q)SU=15U:U+F&"QC"#-2? 7J(U_[C3!HRY;V$,%^"K MQUC*D.A!J06#@=!'PH$ZX1GZ@X &&A([BAM*,B1(GRK7SWA%@(^CN,E$A)*' MW_?+I?'&7O JB+A;VFZ\'@FFH%CJCE=BR:DT- W-UTB *Q;A^A5NB%N90&68 MPF]@^V *N64G;5KRB^*%(;(0EFTP.0F_R/&\@@CVR8DZ,%-[%>!B$KUAP> MB'OD#V06PH8R]IKEZ \4T,@+58$;6*^WE_HN6G+KIJ.L%MY MC-&?L-V5%4@YB\/PWF%-5<4P'KP[FVRZ3C.O$TS"-_V"-$YL}2[=QM0(RAUQ MS5A%O#E\O@^0HD#WH"W#*ZD*H/RA)]^@Q.HUIA+LZL$:(C)$0\E>(),/UPV MY^&>G+?/R:D-'XWTWGP'LOO4/?<.-8^3L-R59QQ/W7#CL8X__YM31V-!@5]& M:?@D24XX?0X= 1>D2/.S5_#;T>^<>]_7#)GF-Z7T:K@/#@R8'1O5;L MHBSQ;;AI 0H7FMA'9E!#RW@//1_D7_C%23*V.,DZC^W.;HWFG;UU2G]'AUZ M3(39:DR$__JX?[G_WR_\#_^N2BWZVW48 F^56TC()H5'&D_WMV56W_0[KU MJT:]5J^4&QVJ7*DT'QNX".N^>5NOU*M)^.2@ST%H8%-H5$*#7BX/G1 \@]0P4 "@$OHP9[#E5QFN'WQ.G:;28*<7+N+3,N*E1*)AAG#+'"%.* MWT)RR?87H87B!9)(@P.!||GP),0/E"?PC)>EE/%(P"%=DH??JD.QQC]/@8& MHHH.#0RR#N^>X)&CDYW^AKPJX9A2M1L"^*_P#!S<)MRP.(9.^KF"<*O1]=07\M#2\$T.M0T;D/3_H),?'4 'KNT#7PVM%\31@%C@'FW.C2\#*B.#=IL@)CW]K.M.0'$#<<7DI$"R"5;%;[A;4721BF]\:'KB>-9^",XGX+OR APBZ,KUH.6?SUE M?OV<>AY98H] (X$E>2%E(2"0E@C8ERH!$(FTG!C76T06,>X=W=4CP,19Z(K1F M_8QQ+"5>PRV80 XDW7!TW1J!%>(.'2Y)KI6!=5++POFPP%W!W8UP8/<31/L\O M4!SQ7GG.B'F-O*46?2^%? NFU%N-&1QYN=MFWHYKG^DGPS4CS-!TK+F$S-!GP MV. %N&<%M_$QW_H23BLJ(UDU48Q[#.N)/JF0IN:9"[=5IKEWJV @HYEJ#G8 M_!BZF.IQ(C()QET9'5@$4&2WED 4H#O/&3:O;T\7'9/3>C"+C^DXG!\"*!$! MH V$MSXDQCTD\)S){#==(F X;!"P_,U?9KTBY?D*TTQ- .<8!NH2&MUQ#V!) MEES@LFD47NN/1;@,:Y'M M:@5]X(Y3X+,9X]X1.*%}+@&]/KGV6(]%"*B%H?$54\%04OG];8G'@(GXX MBX>WV%!.L:M+0+DZQTW4E{M*@%|W\HNZ4YP\/8W@=']SWF{F.T=6TC()H5'&D MJ^4&QVJ7*DT'QNX".N^>5NOU*M)^.2@ST%H8%-H5$*#7BX/G1 \@]0P4 "@$OHP9[#E5QFN'WQ.G:;28*<7+N+3,N*E1*)AAG#+'"%.* MWT)RR?87H87B!9)(@P.!||GP),0/E"?PC)>EE/%(P"%=DH??JD.QQC]/@8& MHHH.#0RR#N^>X)&CDYW^AKPJX9A2M1L"^*_P#!S<)MRP.(9.^KF"<*O1]=07\M#2\$T.M0T;D/3_H),?'4 'KNT#7PVM%\31@%C@'FW.C2\#*B.#=IL@)CW]K.M.0'$#<<7DI$"R"5;%;[A;4721BF]\:'KB>-9^",XGX+OR APBZ,KUH.6?SUE M?OV<>AY98H] (X$E>2%E(2"0E@C8ERH!$(FTG!C76T06,>X=W=4CP,19Z(K1F M_8QQ+"5>PRV80 XDW7!TW1J!%>(.'2Y)KI6!=5++POFPP%W!W8UP8/<31/L\O M4!SQ7GG.B'F-O*46?2^%? NFU%N-&1QYN=MFWHYKG^DGPS4CS-!TK+F$S-!GP MV. %N&<%M_$QW_H23BLJ(UDU48Q[#.N)/JF0IN:9"[=5IKEWJV @HYEJ#G8 M_!BZF.IQ(C()QET9'5@$4&2WED 4H#O/&3:O;T\7'9/3>C"+C^DXG!\"*!$! MH V$MSXDQCTD\)S){#==(F X;!"P_,U?9KTBY?D*TTQ- .<8!NH2&MUQ#V!) MEES@LFD47NN/1;@,:Y'M M:@5]X(Y3X+,9X]X1.*$]+@&]/KGV6(]%"*B%H?$54\%04OG];8G'@(GXX MBX>WV%!.L:M+0+DZQTW4E{M*@%|W\HNZ4YP\/8W@=']SWF{F.T=6TC()H5'&D_WMV56W_0[KU MJT:]5J^4&QVJ7*DT'QNX".N^>5NOU*M)^.2@ST%H8%-H5$*#7BX/G1 \@]0P4 "@$OHP9[#E5QFN'WQ.G:;28*<7+N+3,N*E1*)AAG#+'"%.* MWT)RR?87H87B!9)(@P.!||GP),0/E"?PC)>EE/%(P"%=DH??JD.QQC]/@8& MHHH.#0RR#N^>X)&CDYW^AKPJX9A2M1L"^*_P#!S<)MRP.(9.^KF"<*O1]=07\M#2\$T.M0T;D/3_H),?'4 'KNT#7PVM%\31@%C@'FW.C2\#*B.#=IL@)CW]K.M.0'$#<<7DI$"R"5;%;[A;4721BF]\:'KB>-9^",XGX+OR APBZ,KUH.6?SUE M?OV<>AY98H] (X$E>2%E(2"0E@C8ERH!$(FTG!C76T06,>X=W=4CP,19Z(K1F M_8QQ+"5>PRV80 XDW7!TW1J!%>(.'2Y)KI6!=5++POFPP%W!W8UP8/<31/L\O M4!SQ7GG.B'F-O*46?2^%? NFU%N-&1QYN=MFWHYKG^DGPS4CS-!TK+F$S-!GP MV. %N&<%M_$QW_H23BLJ(UDU48Q[#.N)/JF0IN:9"[=5IKEWJV @HYEJ#G8 M_!BZF.IQ(C()QET9'5@$4&2WED 4H#O/&3:O;T\7'9/3>C"+C^DXG!\"*!$! MH V$MSXDQCTD\)S){#==(F X;!"P_,U?9KTBY?D*TTQ- .<8!NH2&MUQ#V!) MEES@LFD47NN/1;@,:Y'M M:@5]X(Y3X+,9X]X1.*$]+@&]/KGV6(]%"*B%H?$54\%04OG];8G'@(GXX MBX>WV%!.L:M+0+DZQTW4E{M*@%|W\HNZ4YP\/8W@=']SWF{F.T=6TC()H5'&D_WMV56W_0[KU MJT:]5J^4&QVJ7*DT'QNX".N^>5NOU*M)^.2@ST%H8%-H5$*#7BX/G1 \@]0P4 "@$OHP9[#E5QFN'WQ.G

E"#\-3>"PB$57OT#6-#U|/D+5AU?J'S`/NU7@ "V0* MRH6(=A#N1+-[94;J WF<>) 3=&Y53]X4G1,"2+V*P9(<9 DO>`-E6'O_X@83 MIO;$6%Q!;?@%4I3U%WKAWT&

<+PP$@M"=Z3*V5G@U_*R>.Y5FN#D!4Y8<"9= M>:.5)W9;T$W)B\:QM;UYV\SCH)8K.)CHWM5&6U3%WQO52U!" MET"$9$912")W%GK*"4W\IM{(RY\B'7.E2[E1O)(#27-N\A"X?H-A((-@,:P@$ MF\EG,]W9Y>]JAI/&GFW$R:; M:[Q>%2WB5$):]A5($>TX=A6:G7NUG28I($/ZL+PYS6/*+6LD6AI2UBX'9.T_MU_7VWB4*DM-B]_ F4.6*(9PP,XHI#1X2S^6OY"4+-TRH8#0Q 8G.?A;.H$ M<6\B0B3F"-0!3@PU4<&=T;O4B112B4L*Y4Z*HQO+#*.*3IGD)A@8R!/ AZ;H M?8VD%"V3Z,O&I54[%!,. ^0?+X^MIP_+6IG?GZ\^5.=*ZW71'+9Z!%(+U#]'1VX/*2Y+!*-DM.L5#0(EA0<*1?-YK<>1I**>*8KP\T34S+3& M4DO-86J4B5.#9NH?1V3Z,H.KC'601+D MZ#B?I_Y5,P'HG_+&8G%64'*E15,'6U6,':D99YV(RWA^FR@1T66X!_{)-^+ M16M*_NN#KF1SCIC.:H_JSMCB"\,.[_1KC8N J-RE-KI0CGFF.\N7Y)+V(%P_M-'*X^29P*:]#(!:,75I;P_ 284SJ+^#_T]*?SE1;;GD#R\FB<6A+9);Z4 M[>UMZ!KS*16C0;/1+/5RNT+!YX:EPOQ\UO*R

C1.^H,"N5 R8,,6,OGZJ2=7'CCV.(Y:,->^* MX9 1I;(Y=@(;%A7.7PR6]0D+OU*$4@CT:'?U)+,)B#\?K6^=%(4@A||5];P\C M=PWRG!UC5(N 'ZWM+ [VWOM*+P@AJD5 A.Y45^F,3+)D^3KY.M>//[MZGNZ\7 MYQ=W'!?=ZB6&N9;&N^K<_9)#';9=3]GA(V7]J.?#?S :[2H2/>>FG73\.X(_3 M_8[=:2AOIHV.SP7\;2D[\8!4A.^]4.Y^_=@X[S^<<=3Y73P.C/(UR1YV+Rl.# MBX/>,=)94?N;?*C0V3TXI%^^DDZXUNH\5?G+,Y$]HET$U6<[Y$7^#>H.QF@: MN'YQ3U3>G&@W5A9M\@;#5,>I5SS>G)ST$ZH6^K^P\#T?#<>G#V=6I1R(2Q2W0P@Y//OH$F!|'}X>/HX.C/[GOOCD^M'V4.IA. M[V!W/L[TV[5$*F%O)$K5/UWC@1.ESJW6JZ-Z67WI\U^U]!.3&*ZT"BR5+,13 MR;4P>YY^#*^YN-?-.YTU^^20R&ZM=J7\ZG[.=58!F,N===H+M:*PY.U& ;"4L MX1*250P]2;WRU-K49QV5Q G/%D7]W8.*3HVVZU?=Z,;F^IZ;H(F"E3S30@4 M7\0EY*B(+[16LR'L((4=5;5(FP#S2%'M\TO/^[4W=ZOL_J;M=':VQ$>7+O\ MXE,K(E]N-]>BA!HKBL^^[>7QKDZ,]_-FO=? Y]9OJ;F'.E7<6DV*HT6.M-90P?1!.:@WHCNIUB D4.V'_"%;/?!NU7*3^5XJ]:+"*C6R/&V4 2<)3)^_-C0\@:C8<6T M7D!1^@2I^47TU>0:9Z%'KM:+'- CRT2,7Y_SNKDKY&U*QW\JG=U|;'!M5>_BR M*O:0AM1'.UK4;,O2<>X J-OM5Y$ +<:H^]2NC9?#T@%$>X]^WO-_LW7SLZ; MZ5-(0'.BKA+6S]C_^]__L!4E!QNZ]? TMGRI#$)ES_9>G6RH^H2%O;7'9U8R[M_&]33=7_1),NKB]5S\^'5Y-T/SZ|:#^U)TDBD:(<6)DZ!H\37BVO3O_(%[,) MO+_CP%E1_Y&/X3RQM3RVFPN1KK4M?\ <=IT*TDO#BM3":,_0#F8*J; M,^D_<03H=LBQ,.??9E>:T(70.'QW# SJ[+O=O]IY.%:[AH_S?!Y]]2)C&'W7 M*HW2]65R/C'+URJ5RTFI'I)R6OX5%RJ&?S0[W#G\7G_<:3;7O%##9';CU9= (((ML;18,VNI2B/Z[D2'WI\=:%9 4F.5=EVNX/@!+$;'(]\CG,X7*4,N6% MA=YE9!SBCU2]6S!K_R<^D>\%XC9MM5#A4IE)\L!W8P/,25>^Z?0,S'A{7+ M9]OHNJQY#D9[* (\#PP$1_^7!E'4Z9VB>693)194.\8G:F7<5Q9O#+;XKIB5Z?B."M5=2"I^\JF*I M^OE(UZ>'MDH2$WT6#1FK]$1S[@IAG:I79YKYO7715I.$-;1BL$68!5HHL7E6 M*AU9/[=\BH\ESBLFO*L';[7]PC@7!0N4KN?@!L"\F+(D=#;\4Y_M3+9\HC0Z M>,6&P[8.EU/!3&B5(,,E)^H6_6'91)MZ3'_IF M!M^14.I@QYBHP@\#PR1W ;4$++ <56.RPH85!Q9=\UAU7G\GG4|A. ^)L'9G]] MDXC!4#R;2/E#N1-U\$M4#R4A_X.GRN-#'<$DFJB F6:T'!0 MQ-",,,L'X ,H#AASD*B*RXJ9SN;VI53*KH!)3>\2$2X& M%)$"/^ZE09Q@&&$6KG"FLKS-=RHXN_.(JHMZT?D41E#!;H*-(.M4<,]AH\SV#&J7!K6G6W>,9E@:69,,INPD7X"'V(,T,,(@L?$!L(4PT+/"?T@ MEWP;^ &\ (_B0IH+'=J53#PJ&L>"'*N=2'(C$?;(.C8%TO\;>@+B_YI\@8%HIW M\=GC((LNW!N>BG(O8+RPR M.T=B7J+$NS.'4)66UEU=LXM-.?>-6X]PF^)(T617.75RZA3?SR.E7D*G M? 31S#15+G_K.Q<#W.(!U3.,2T!:",,BX_@WS]B:*H M$QMP3 DOT[H?>%# M7%GA$#^AH;:]_"%N%'>(*P4-!RG&$M^4.Q3+@GXX2(C)7,.>%*%;X='G//UW$9D$S=,3++PTURR27::D MCIPS_^D"&]2YH=_2$Y>#P=]*YU^?/1%YQ<(*HQ< 7W}++#33K^EP^T5CA M9NAD3SW77-?MKZV%/$T-XHS[?^U!8#0\ZU_BO<:1Q? M_\R{'4EVTXBA2#R=:L"W9T]? Y\GD2Y?/<31KN==5W8D5E9X+XOQ@C#0Q5C[:H M@%[5Q_AW!Z(OVZ,4'"IR_"9>"H3!RG=8(;$=Ks?#0.&SR "CJ'1_MT2?Q O3 MWB24R)++8+4=\UZXR')7D4^?6<*? 8@VM1A=&_@<8,Q]P8X(M[7E\QF-Z_[/1* M0KDG!WF8^X^$B]CA.Y5X$];R+N9\DV&V8R* >_9M4 K6-"/H>U)7H3]U,7.A MWKYV[H>WW_<^[^WT0^H-EI>OP")U%AO_39G M+]Q,S^:8CV=WS;L6#*"YMLU)#>KR;?:6^PMG*M3MST=9Z=[>AC^[L^OEVYUE'.O8H[2S>YA#0=>]>9.8_Z<9#M6N CI=FVZI#'4+'2F/2'1=%&QL6 M6'/\!!AAOM EZIV@;D+X#+A MSH]0)A@_"T6ZJA?E5V+@5'8DW%HLQ8XF2ZY MT[)N29&RV3;X"OX5@]QK$6[@%60%K:SJB6+?5>9&%/%/!C#E^]TGQS\6774 MV?AF./M\? OKY,K@*$"-XD+W)T%$TMF)+G(]$Z:U#A:V>&*XNR$PL3"HMW,N& MU7Q.E>;=7,'CU>GIM/Y2F_E$C9?;U6OXH6QS3O=M)\'SL"V% ,FDEJV(!I.F M-E\7UNX3C0XODC)/0E5(6(5B-&PXH]1KQ8-2R2Q-HL4 MRN[B,(<5\'1/|'?)=I8EAI9CT .6O9D>JHT!W73%T@A5*Q5-K30BQ.@N2>Z M4#0CV95\HOF$^T2U;#T=*'S'QP+CA\;Q35 4,BDFW]#V'L,2$]&% [,?)@0FW M33C5W$[VP=H.C&FLV0.LHT3M^_@JM)B:.662[K^7MQ?'[RKU]9%B#K QV+;, M6:BOQ67MD"HIW#,U.HFF1J38PA31DUP9. M.S@/K,/-9? 551Z>V+7=D.P@60Q#6+)W+ ^W_%3<%MF>/9@)CCL'4GI' MF>_4N."5]$0.!GM+++36N+ZZL<5#D2]}K[2]=/'WBBF&P*<>)OI27^?'GSHWN/%0OM590:HBND+PU=_@R;D+F? #O3)#>S7[?]\+ANK?]M^=^^5,XT>'|N\+=:>?58I#]<+>43&|P37/\T)LO8+^0H2HBR5!4EVNX//(&% M\$_Q!9HE.D*6F]F3](TG!++JEI/A(Z8!T_4\G;7-5'"A'?@LTN:VV!O5@UE., M"Z\25,[I6W[D ,]B;G_RL)>#)^1C6:G3ME9>^2)++L]3(L"_^#-]1=CT_9&!S M QE8 &1@8P,9N"DA9=V489D@<3W]|.22F?]Y@VZ>):MZNNIJCY S@^JP6 MR^1^200Q'Z\,.NKWV<$#B[>-D)2!.2'RY\00MODUM;_-]2#-_1 M9Z^=K2)$;.."?TQWH-4C1WD73O($W[UCMU-Q,,,.$_Q1QL(B_U@?SG5^25H^ M*XW&TXH%>~<&{U(R)RG2GKAS-JCN?M,6;6)+_#$GW4W=BP+59[>D(#./JWZX\^-'K?MII#TU',Z,EEMD'7,? MT=5S K4G=(//:KE7$:05K??:)*EVN^.65>7^W!B|$NNiM#2M7B>K+/(#DZQW M=V7KO;9- /+&_]+X>'O_Z44LOC[V,]5YZ,Y^ S%%-@ L2O \C|K M7YU-,O3U M9!J-S?$45L#6SD<*R";[_;MP++<85GE>F(PO5$M-WGNMYJ_VWZ?\@"\R"8 MQ9Z8Q!SBXKGH(`^F.X"F<#&BD,./M#AQ&OTF;DG8;KM9-!Q0)^Q M9'AT6%U_ESIBDX06^]{Z,G_L=5H' :,"FRI;&H?FP]+O+5VRQ!<,ZQE\O18VL.18\[<@T|6\T3K)-&^,V:J&Q!L% MZL._K>V=1HH_R&S\R;KT3O3-1@6V7|8LHD^!1&1_1E)-"4?UMI_M0+!U] $!=(UAA/Z@CE \6,W/=0UW*OH;_$896\9]0GO)NOX1:PD["C2-@"U@-M! QQU4#SR.KU: E!+G"U1"%X*T<#SPM1BG2"NQ1?CE0dQ!H9*[>19PM'85@\ M3?0;^),21HU]?YZ*S*0#SPQ#0;E@):7P\_O4.L2,*_QFBXF#URFX#ID&+NVV M?&SCDT>)PZ&6"),)%AF5$R?3[D/;UON-AS=)O.I)"MAV;I>L0PE7$R2=_6,Z M(@#Q$.0YPR(3=EL71GZQ[>X^W7K?RE6_1:Y.;,U7Z_VH?.OT/&/T\"O((+)# MQ(TW1X>;I*(0)YY]^S^PYVG* M"Y-CD0/&&Y+Y45"L\&'-0G-;\6"$6QHJ>6\QOKV#<7SS_>?AITO3Z=1>AUL;.M:4NNA-H%7^@8Y,W?/.48(-BD8@E)K[/>/&ZG?#M$)HB,D"5@DI=[H$'.7'W@84^*<[EU,2[B2&W161?R'J[(;#MI'B>WWG'US$4? \=& MSY>AF)'[&2O8?!WH EZ%,.(M4 0BCE)Hv8ZN7TH<-#62!=7/0(T7G MJ%+/HT&K$S2L2VE+.4,YREKU6B52=1^4Y_7H>WKTKVPGYGB=7OIO)UDI* M3W60/,+Z\ (0'80I$)s$TFU)3V:!X9H26B.O^[OI/=[;MLLZER+"+!##-Y2Y?=-IVV [MA:O0%EM*1CF(-@U7DW2[!$,]5*):2F:F%;D.0MA>79ZUT8>(?B']?]3I&@(S M@X@JJKLLGC69]??]RF2X\F:\%5X0ST1T=Z4J=#?^:)ITMS*X_7IU!U,+EN'MFMG%]-)5;.4;_+1&5=M.6=4FPYG$>N"+.Q2@NAEX48@1S9.]2&E1NWM.,\@R D7XM>@R!45P? QR'1I M8T37;]3C>=/N&N\]2 #$]{PQ3B&-,7%:D11%Q@W:D!NF81'0&/*5=0 SO=FOU5 MQ-HAC!MX,>GOJ 44L!5+]C4UV]MJ6 R\SX8A M!W8"OH/^OAKYDH:@3,%PK@99<- &;&)$FY_14TPRC+$D!4GAU%-0:\.6F![M.@(Y!PLT7C)>,HOE ?&4K8:FD14(U[03 +A|*]&>$9GN'JNO?]NR\K9EK@?C8+/-IL@T$(K\)YTWIJ!FNU MYCS0O@L?4Z>DPSJ6QH6U@P:%[ILN1MSO1J 2EG_<|>-D!]G;>#WJ?/_Z\]^GNKQ_>\&B(T/OG%V>7W8O+LX/CCW+WY/QB"?C|8I#WGQU> M'Y9%G*/8%-^.(CBQ!/P+*D_(G5!"V;,>6H"+K(#2%. PZ)V$$]\Z-@BE$% MIPFCXF%7Q@D3@N\"H!LP,*BCUHDS@'07_-8[!%7=S"Y# =*#1 :0|SG:Q'Q? @=/.#]7/3>.N\]06(\>X*6GTCT>; ;'"$';8$4\!TC!6QR=YL.J*U1RTH#P!*HV]X3^2UQ;=YE8!H:ND2OLRTK>$6>D>$NVE;&6TO6-K\K_9F!M^1QLJ-3> CW*<&Z52(SBK8?OW!F 97,P9(^SB*,;3' MTT_#5I8@M$FUJUW:G/4[!A3]76(N_#XC%D$*< MJ7MWYU;ZBA+XCST^2 }]"QZ=%Y8O]WCR8W/4+P.OX9Q"T. M-!%6UH@X;2F.]-"B0%#F#,.9ES@8U./D8?#Q<;PS/+1OAZ 1$S:#B0X.=*E= MX0/(!{4W8OZFBFK9CV[^H;1I9@.[#4Y=9X\U>UGA&\]$:5LO[NK1=Z/_MW.LZEU6,+>OJ"::I*-LE?\N6@VA*+&_-T>3PS+VO:[O?C\LT++&(V@$L];Z Y MOXSU6B8 >T0Z)2V G\N;U _Z'AQ]#/8^G*WDF11?^$./9Q_6?(/"JL#D((06 M3?*?A+4*@^H5'TMG9(.D4@*33W"#I;%S_;#(&'_G8=6W5()\PI+[# MMBX&PHQT&Z;MD}CIUE#]A=>ZEFVJGH3#(#9GU5F[@3&AZ8Y ^D IDA*?DY"P4'4A+SNKOZ%$H M.FU;]].V5-X\5T<0N&"QIC 89L\X$ $ M?MI[U-N#/.S))_ORX4%G]^#P ,E4Y<[Y^4GW@!A6KPXN/LE9.=^P1"fE"^3? MJ7Q>.PPV@93AQ"?.;]X] -'ROG?2^/P*FB>*+EKA"">_Z\(R+OK/\ MHKV_!S8W13_(*2\"RZ.?7M]1M:Z,>+W2]& M;_C\/BX7_S:7- A3:KD(^R=!MV2!RX01U)-T>O:B5>H?TB/$#_ ^^1^6DK<+]M%V=GJ_I7TT/ 0_0VH[29FO%(R95SNKXUS3)99M>M'<[P]*_41HX=';RQ^A MWK4A@:2=OV5GV/^56]Z7]K56]=IH_!4LCG@6MYGU.IC,7>[$LHL"HA&< M|_:=V%_L?1'LC1&/U7Y(RD[_T_*,ROEV.>I=K94QH\O9!X:QH7&->88+]_^ MS L'"7@]23?VDQF2%- @:&1H$27_+< *]QD/?,6'9 MVA_^W?(=Q#P*W8S82B^#HIEZPG>2^&I6 M7.HDPU).-2*A<@M:D*Y^.C-GQZ?VQ^8*%N1J9SUDWM\-8#-]:L)EC2+ %Z MV@:GJ.[,MQ@NJ?4;*] A)Y6#%LK$HB5;UW+G5,.>KH;?^U#;[R^H3]3";/1 M?!?72FZC&JFGLD:)Y?QO'?)MIQO7CX?>S;?>P^W54KZW%)8Y/(C4*.PV7,%G MHVB8]J3?Y@#[,BWFXB MK^PM!R0NG7\N0949Y[SUZN$BO.]Z.ZDDGRM(G5_P-MO]!/\N=6H!DN?.[E2A[WFUNS9SD:N6.#YC/%![K_1H5C#!J?;YV81$4>C4OP& M)F:TRBMEM'HB'CG2#*[JWCP_'2G/X]'@D;6)5)E^QC%:XOKMH::JK22A]3=9L MKV_JN0+=)9]2,/S[-&/<+"(H:B>UT.,8FM6-RRO?V9S6N)D1B6T6+&G!,N*_ MWVO|"M4=,9501*2V+I60MX27-CX/*F"Q1|\QKS%9C\%#B;1R6HG7N+(73;\ MNE>;?+:F=]:X@)QO5EVPMM]"SJFRIRCVUG,E]@H==48T_7'O5-^DZ.NK#KJ MQ+-9? =K9_*+U!P[NOY_\F-;3>_'^D9IP5O6A8=%%$-Z2^@I6Q_8F9>,9*AV% MCOK9BAR%CKKYI/,9+2ATKJL:^6871-;U!87"]YI_N0.^O>*B+K7ENJX@4>+5=WY3>GGF?B[*V MK6709YB;3<'4*P Y#?SRW#LIN[P9H.?:X-CNU=(Z]M.\0HZ,;.TMU)FR2^M M'^Y7SJ.57V?>K+66SKA<5?:Y.],.:MG3W8SGNG3R>Q5"1S9?O;+B+,W]C? %>UO>]/]HXKL?@&1\,.^/J/+2+X7;]_2\'Q4M@ M(@BA176[UX]'ULI%3&L>[@\#&O=O^T$H0+[5:<<('P,$>V^=+!LKSGL3W5 M%[.LI,=YKO,\X_KQYK'Z>;RV?^T_#- XZM4*E_'S<"B#B]X_-T<=CO;=[T__P-M[_FGSEGOT\GA7N_L7+"_];Y>'ES\V LO(&CCY"/ >&/%N(F-]RJYLF2#;^-MF,3ZX^-^$6EUQYN.;,0-)'9S4-+?%-/3&?1ZDT.OQPF SKV^;VB&XLSP"Q'R M=_'P5A2&>*0XM_H45 =Q,Q3.(?]XVGXX[!|?]/4/E3@!O"%G&(SHD$B&89BP MFGC=(YJV7LZ=CVBF8\C7DH*'"(0\YS]-)2U'^HTA M?63B_X41K2N@2D? ZUIBF*P_X?'T.K<[%D>@*0VI8(KI-+;$;?#_2K0C+1 "F MG 2Z-T*2UT"0$XG+2!$T.1CC:4DC=A-[QT# M'N@*S@UXM>N3O2=P8 @YN R^YT4V'!?95_9UW3T%=0ZH+R&>&=]U-KKU3 M<(6,+(]3?(.CVH_)^W:CRl.('FA 3*^'AJAS%B[_3%FBE^..2YW8SFO/.8M MFA\<[_L"N54-222N..C.-(G\0^SVT+&)E\A6=9W IBW9P) =#>$>3[VQG\ MB27YIJ%2"?- /)5!1P\\X4W#_A%F?V!L4.ER\]B9LTG8#95F.Z6^WR_O@W%S M9@*0.P9+K-'C@Q$W.!3TU!JU&25P,(0#(U(>>YU1T>Q-D'=:TPWL7FY3&U* M4^>)?"+%W%#:M+QA4(TR8QGO/?)_LRBXR5]'>A->P]"8L6I2N!^(GN>&GQT!3 M\Y-ZI=VW=@(M{QY9DEU%YE;?:++&$$BD!VVZ)F11/B/:"%_[-)7]5]42_!!3 M*+D3'4]D\P&O)B)Z 8V%KJ@C)I[;\I[@VC#=G8ECO3))YXX6W9[IJV MB#=L9V4%-$\#1%8_'GSO[96O=EZ; E]$X55O%T$HUMB>;S22N>@*%83&*&9> M,) *L>00Z8V_^8)O<5_0.W1QD[@- _D1VGON1{0;V#ID*HWPY'S'Z0Q&L@9Y"`ML%_TJOFS0R0\@QS49<++3]3?ATG]4EEC,5G]6[,.K^_+^O%UR0\/)\'43WKG: M1E=R1_V9&UU=9&M*G!\T6%K7; {Q>#0#0Z&Q30SF_U=H/S1/9PS*/PB? %$RB^!-?]PE1E.G4,>!C%'C#;$6,&9KJ>[):.ZX:KF.QT< M%'Q<%WG2X8/8$=VE#X^'C=;/:E.KO/FZ0>59.9FO M'C\-W'1^_"R/;I&3^5OO^+*W*1*LZ90G=>K5M!*&\F"@88$M^/70ML%8.C)6] T5K9<$7^+#Y]S3 MS."CXT#N%5LCEM04*Q'-JOL3<_WI^@E4\0MUIHANFHQ O3]0#PD'G*,=0V; MU.0^.B/(.64]QM@5/@D,;;A;ND.Y-&\"-+>J;DRF(N]&\'V=;0RD5QT:GPMF6 M]V'.8TKD\M=& XY@!H(8L$)KZR$PH]&)\EZ%YP.AUER>++I@8%'ACX9F$:9EU5@KP%X>' MW5QV.&$S^%F6;-_I3BR5)"3)4TR44\,64AOL' Z;#TWCK&^^(|"--((6?S2F MU_]AR0D^2);9N+/-.YUJ2+!J4T$6RM:9O5 U<;ZN1./US*GP\?FZ)U+;^8.$ M? \S\46+J1H+B,0.P3,"9_HIL.Y@-O(,AW$TCW6%F-M3CXOX QU#%IAX97@^SZG MJ_DL&OND^**M#;]H ,RB.QM>T'>6'GR6HWN$1}{CX(E:&PF@07.I41)6$WB M=R95K,A8]X6#ENSE,,=>LH(DXSWONF1QV@2)[8>LNVHQI*#.?@L>W3P67@> M]&_,2P7?HERZ\(Q"^0\L+MOW5NKX+GQM;J63NT$;!-M"R-7F3L!#G74\0!"K MH:610A^[X7-)]Y$GL"K1PIU004!&WSGS\9??H#*551B7/Y;&<'"4]GU>"H[M>EI.!ORL9')41TN;,;Y__5C]V9Q^^7SW5?O26NLMA6=+T<59S$/N&*6S0HLB M4UF)G\$EZ>+I(]C>\??[%O<8-?? N]>/WS%*BM" TV#S7WWL%YX^/'L][MSL7!R3+7]#P?WWLV]ENP"Z^W3]/-[(8-R(;53;/+>]QXK0]6@Y^NK;[7SG M]Q!/+L@:O8^(-Z@K5)UY€$S_>U<;]:IF' U6F/A'")#7 M,/':=5(#P]\O%W?:?VTT([!&*^9B#;I M@/P9XUZ%7:L9SS,6P*%--O*(V<9>Q#86+3]O=Q'.P3U8XQ(L3Q_^PE:HZ/5] MW8IH#,-]Q? 9FL]>O8V^75PIYH'?]N5<"?^D>?SY'],09GLN!#_N7TD/S3W$ MU?!C%]PX*W)]TA5S.E(Q?7YP\?="BY*)M)#KA;E-5P*]UF_EMYO?B M\|O!"),_9=MFC2BUHS(]KZO _[4)YX\A6H_G<W!L\/7N7#+FR2_3>8[?#B[$ M#7+7F6YMG;+^M1/GG^4RHU^[+..P/9,%]=\B_R-I_2_RY(WC.\L?6?TC4^Q5[B3QO7-,WZFY8I$$5N$ M*+.T8*3UR=<3]X FB /-2]X=CZ5R"P&Q.9?*M<4@KIG[D'QTW^T&U_P-KJUY M@W>*V>!F=3'(F:#<]SB+GR#BT"OK35+MIORD4Z#96?^0=!V@\4D>_;G<_]G<'*SA%^:%%P_I1_(*?)A7(M,ZA(\X8&*:%_-OTKERJ1<#BUDOU]F)@OD7+_*;W: 4/)?<6Y4,,R=BB M1JE17NQSONLM6L"R+U%16#RMDKMRF*VZ7>]12MX",FWJ!:RG&]W"SJ.4IT M!EIOS!E@#6<=2SMB[69QEV!P;31[JO?0&=37FR=)\/FN^$Y_L"'"!=EB+R M*%WRF^7/?$&?8*EM*B);T6PMCF3?]3:MY!E(QP$1O.3_U^:[A_4#==%BIM-W:^!%\P9? QK2O^79R7 M%=R$S%V+!9:$9F#:OW-<@Z_F(=PS!X5D3]HY& %9$[)A9_\!E%>3.8 M(@=3Z.1V7\,)Y1(N!#R0;^&O?MEU>U]'>|?WWT8OYJ^F]LXG6ZHT8I+KERXE!$? FY6[FVLSA#MQ_7\ MEQ.#(O)_S=).8WGRNXT8K#6X6$X,BL@N-DOUZN)P?"4Q6*,_]MCL- >=W8_# MW3.M^')@C%SS I'!%ZW(VR;B7).O$Y77>B$)OE:!W%[>B_FM:5;7Y,+$=K>(MU&"U7:HUD]#C-[O(/)Y).C5 O8BT8J->*CF^!1_U1H^?[ET4D2+9>!>OU;LH(O.Q M\2Y>KW=11$ICXUV\5N^BB$S%VKV+_W*L<2F!CBB$G-C9N7X<'O:\|7F[?Z)& MT<+> 8C? &^,2^]^1<'==FK^[_O41=&!(C7W-]TO?> MIS-!^D[=^HD\3$&&@M#MNFGB?U-G+Q\\UCT"HS,'8Y/!]'LXF+ A-C,SSG M^|A2W"UEB[>|^'$\Z5Y1S_U&J/9Y ?$O,A@PM2(C"'+=#Z-BV(X!'PX#N!]V%,WKX%\U;#!6>]%@(+,;E[)[8X=X^4FI(22DNG%_M9LHL0F6@;!8#KE@(V%U0G*..0>*$X&&"(4<9.KJN;3'^)LX\3*.%Y\+U#U-$ M)7&BZF ^<27I,DTT6*!6B*.(D5A.;=L$[80*6\;#SZ,W5VE>E7$>25=*^\'" < MZBD"M$5HU&Y4T:OBL,B(/]!\&PQ4HD(.HFNS.NCMIL:M"ML.\=L MQ8DYP^-8T""Q9TH4U"G3(D*IC*8^! (0_V]0U[Q/#7I@242NAKR7]+$09Q>, M=$8D$H:%)QVDP''8 F N":G =EG6E)G+.=%0B@W.O&=[8%05.$=$U^;HH%,. M 52K8 G#)Z.[,?I?!= (UG0+A%K5&6XXQEJ<;B*@GRC)>!:)GY@(R8AIC,:< MJ; H=XC>W]>G]\@XRZ?"B#0BQ!C\T""|-P@]\L/6Y%2VI8YXOAUAWP@4%XW4 MG3)=1]#WAPX\LA49\-S9\B 6XKRIL6>A]\7&@0>0XH.*0N3/R #;$4AG1&W=T-H?M-?E.^\SJP=MO, >]:4ZKE.J9^&+!] T9.39I M5IY?8%Q#L/T@W08=CKY.AXN>&Z65) YGS@E36>]B/@\I31$OV^!6R*, +WX7Q@.?Q6X4/#A(9%9"3AX^0"GE/=SN MS]^\,9DS$1F I) 60?-I4(@!R|UGA>)D4B,$A;CG#K\,1)*W 5&R@T.E^^R MAFA&B3 1G0);!27H%+G! (_'WVSYQ392\.T6 #38FO#M/C>DA9%#OX$6:(= M&PR((@6?M 1FU_;T+1:$)\6ZR%<'2*0M0<#\A+0)'MH@!BUKP3&4%?&)MI#%@%/P.R@=HQF$T:4?S1)-MH5L>-D8R7X$% _[!F5OQ9?K+5 M3T/C@H"9&=)GPYF"_T%".[N/P8B?VN$K2H:.,?U2*)07PT5.;J6:3[$:*YR&82LM4?J#IX5*%$>P;PA3_(I,U#N(3O!H:\80 M^?[\W)"?T&'U_/#P]#P;X+A=GA%?Y,EH MYAK@4UIT#(PPB7=6VDG"M&7*1,C_A$^Y3"&A@SRQ#8MEN3!XM_V$&-< /_I M"EIS?]D\""DK+RNF.TM!Y86^)AX9B;4QM2G7RY:5"B4S"'C&XF\NUTGP&5]W MV=_K,,)0S(FBLG$P3P +:;%2C*;S@WY!*4[^3_X82;QZBLE;%FDI)K@N;*K^ M.B.OZ$BQAKK+)6>,;0_XEC$<\EW"X(82P^A?31ER(LH+;WD3+@99N^-*C,$S M;44H">CO$;.A<6,4L0/^LC#NB(TNFVL7!CI_87'WL-K>^7S[W?]L?H!%GZ)] MXD-\|;MT&0./-B(T@-_Q&A.8]N 7,'#GWQU+K|\-%:6 MCQ:X01GRD7S<"%!@%,>]4NQQOV_6?Y]4? ^R?@[Y7C,0UCF5PLEJC/3[MI7_0F_CE"\.Z!C#?3QW'XQ@TE,O[K$.-HO,?P0RM:!T4R;7YU]HGWA*UV_D M1>OG8QU8WCML8]#Y$GJ_:%P.3TP=YK\Y\L&]B5AT_:RSYV7+1S.'.FNAUIKX7 MU3$FK_1)N5]6=XSBS//>^"X?YAZ7^P)3_+SCB/Q$EK)8&E(^?&>EO@$6&,.%NK= MI3XFYE'.D4^#1AVP+O-[*HS SDMT^X%=?B!]N"WVL G'L#0#-!++K&R>QP>=% MI";,.T6E5UT+5H%?<4G00:)P%E9%4]P6@4U7P1!"NM3OCW]O)_=-=T#\UXBP M?? F'_KEOC3U;37B2Q&WF%WKA1=0[2"T*1ZG\)XDT#:.[6PI0\MV_ML8D!-<+8>.2]{5A)1(^9GQMXZPUH@G#M6#]XX)WYOLN%O7R>B?]BY/=$&&,]M;K)R,[5,TI|UB'>"5X$N& Q$&HZUAXO\NL]C.$)PL-K+P+/A5,E9B9>X,Z)T) M%FZ7<47\\Y_2O1?)(AJB]LIO\PGC(3&?CIV+/O,S*NQB&XJ[.]ME M#C\BMGHN=LBQU_F/$DO')^I3"1C:? N7[KT[K^^F+YS(REH2/X3IY%K&@>:!EL MC%BJO/(2A0|1Q5XES_%:Q&A8;MB]R9'^K=)_\01*47*4N^2263Y/0A^-E,]+ MTB;7\JI=)4:" (R41HKU+EPGS2"+TX!D.3(MD\,*1#I*WJ7]I443&_'I+Z+,H:?N9"-%H^;6=N4@3//SV@:!5"MP%,.H/+A\ES_/N\4](6IB425P?.MP]WD9%[MP28&"RF!ONCW.=3#- 8G'O0S2(U0CC.4^.3?8KW0MH>7RU05&\!E MS0!W"V\T43K9U3E"QF2DP&%2=8|NB4A^'ICUGF]&2TX*->'#$+;E+AY%O!DE MKEE2%WG$I:?*

*&AH3AB13LF,RZ*RYYP0>&CC(.WU*20K>4>"#"YR&{(V/"KM2R M;DA-%XF?N1=NR_O83D[S96VDX;G*H:DBSH!B.+)NT&6Y7Y{B3'4'8B%L({4L MC_+E0BV)_5(TE!27+O_ID8^J.I1K8^DTUK'K(Y-$\W=C2O>'K[_=>!HC!Z1(_A+3L0I]N4>6,.G&B)KQ(HJ*H)_U9A0!C)8[:G-.M;FGRO=,MQZ:8CR<(^2;6(M^^LTUOS&[4" [ETV9;U9W+H;<&5-]'<;:]1-:_\D MY1]Y)C;4OXK[P?PB(SY>]V_KX7U^775T>CL\."1\!%;39D@68F*P;@H8-BWA M9B*[=,AN*$H"R\&_*^C? \\014DHIT/69GMTY42%,TT[=)Q^F>QB91+L.7PGV MQH>5Z3B.H#I=@6]&S$7\YL=T3=2+!:((:X6I'+LI[!V$1?)PLX.)D M>W-Q@MTGU!?^&1HUI_#%_4%^W!`:> ?-[";@7PFT(N(N+W*6TZ<[?T^(UP%#5 M;0XX2 H!![GY<8/"D^=OX5L@8,'KPO#2/AP_@Q&&)G9U^/)(( MQ#-_RUD$BA A&_X\LX:>"\&'QK=:5/N%,,D.^T[KD//T&B$R:-BD0O>#A2C MXN! .:.'A'3;7>5_3.?]O(;CYT"QNOG>?KL$+M$'.)MYPE@BER*X2F[8UW")`MK_G/A"'#2-?3'8YX,]NV=*5' LB$=C=Q "W/(:PR11L;EH$1,D'.8!AE.V" _M!^ \FQ#EX&=X,(78-+\\%B2?<MN=58)/^L>E3#%@=$W_H+RP.R%P,2Q:AK4 M6QA,&,_BLA!.1[@%@T'JV!/=*4#2@EFEP-0(XQ@N/H?:.:7$!0@>YB<)@E8F M3;=4M@VI'&T?!0[.):/^A)]] MB?8I,JRKX!*OIL>E!-W#_*{(@1K A0T=7SR#Z>?8]T7&'2$;> 1+X?.)^&=, M8L6@'P) M"F4*59:2EJA1!QT)DR,Q$M8M-M_%CRV+#026]P =$5\(<-]V\W>[2:=5S\(<3M,5LQ73_M*DMW;7DW/%;>+7-GZ/8BCP="8)S1:@T,*(2446DP/$Z\8,HZ MW)A\BC9?%67,9$X^N3,2=3036"F:5,-1O3'&N7/MRD%@/F_^TNV>ILP0.D]# M@!^]9!0RS[T\-O^!0L6N1,V4[K]$RG>##L8M-?RT@BY#R%4FG1/0DKS)#8G MZS4%9WB >.#(Z2$@?(&UQ U:;]-3#@+$6=S+OS_>@GHF7GP:O./"?<&T<1."3L-WT:.(\M1K:Q'5[)K+\Z@8V8@Y<58;UC 0RO=$^P9*?M-*>@IG]:UJVWLXTM0 M#]88Q-@ZJEEO6>'BB\!+(4Q'#B//+FZNX*#BAK"&J>=ZHST.80AB5#ZC]E;>3 MSMVC!-=)XK$)CVQ\3/)H+-9'X@4_J]: *2,/?F\6@>(SN$,[PH 3PG1T=$6; M^7ZC0^D(;,44Y[P?O=R#POTN"(^+P*IX;8A2,T&5F%(T,#"11Z12)]9-]0<% M6V1+I P]K6?%TO^1OKE(#Z!0%P+_L13MQ7OG&B-_CU!ETR/T M]!ZA:GG3(!0QB^F# [!)ZHH;P.N/5AHLLGW/E1P0&-)ZRGZ7F'- MO `:.T?IKUA+:7*/NA[!OU] MKHY@=4W]9,!E_| 2URV#BY4BG[$8IF-I>WP&/B^P,]/O80OCGK6GW=1GU;62^Q:;G%]3LHT$U:W=QO7CX$>Y_JGW11E] M,?S5T0QW8BKP,A K_<. YU(O;W+PYY\LB]W/W6./_;.Y8-CN=/MGEP>7YS+ M9[UN[^!;9_>P5Y* /)\<79YWNA=PY/^_|_Q_OR7N]_=[966\//O>M=WS9\X4W-M+,.+N1OY=V^O8!)]@*,@(;]WJB?""%,//@]X"I$X+?V|CLH3OV."9Q4GKZZD MY597AN":^<=XH@E!-J)SA#\A8LVG01V7.%D6W/O2:.-2_WU-M+H&?JR&E\?O.6^A&O\CQ)R^&_ 4[KP&VC5%?0T&K0'SS3!$AV6M2J7\(CWD^_M_/OG?YC'97LN. _N7TD/S3W$I&JG, ^S_62W72]5.JU1M-/X*!B<Q95IM07*-M=)BO8/D!?"TDQIRP D1\O<47_T@6B^BG*G\D183_27EI1B\/'FU'_Z- M9Y9[H3ZS6[2I?U'!YG!80*8JW))\PIW%1_KGCAK0(EYXM6I;I5[\0\NF50-'D*> XZI% {IM5]MM OPVB8D;EFR!GD%LK"; ML\]03R2^'U6]GEK'.#I,*!K0H]S<@I!C-$O(PS)8ZVGRT"B5VZE5I?(1#"Z_A+16"'C. VXWFH7+ MQU-\G"O6T147H?@+4YW: YX^DO\4%^1AAZRFN6>E,-$BDGO M\2D?6"&HK6OCF$N]9B0+_+?R#V_|%;O'IEY7'8C98D7'8#,468!N4391C ML S2?' $$ 4!?C>O+2OM2M[3D!*AY)6!-R]_S4SY2W63,EWWFVG'^0RC;IJY M.9?LG^7(AV!+*2F#K>%>5R-4<_12ZK^?VIW%*9+^)^ M2P(92E_GV!]YKW&1HKRK[7V93KN?G9_M7(%YCNJ9.5$!*I*V^A4%M8@(I)+? MA_B-Y;.;)9^QVLDAN)<7X%UF;N>HTZ]_+A[5;3D=U6<.=(HTI8UU1 L) M+"-4JM5)YI[VJH%>?YI^-+9%] M+H_S)2LMG*X-U8:ZKYAIN95L9K:4J1]_MM6Z/?TS-G%YB$6*V(OV9+&E%A"*UIGI568&IS3REYY3L9YKL)PC8X@\F/7 S MF#R\I+M -6D DZ[MD-BW7MK9]>55>L6*\U/W=>G2_MSVNNU/O>,(&Q_\-'JQTG[2WC;*141\)5*M MG3O@=_U;FUVFG]O;KYV1\]#6:U9_U64Z9/WN8@0#.OTN5.H+[_/^T\MN<4]MM:%*A6KQ:SVRI9:0]5YD1B^7U6VNLK5ZQ/RF M>WS7GIU_?6M_[1*^](%$D6E]CF.JYC8%Q&<54L[C<:F4O1$@MH_H32^OKK:PO$L,B/.9ZK7@A?*=-'IDURY5]ZG.2>=0^5MQ>U:.^' MA^;.J*DO$-%*(:6> ^J;C(U>||92*^IPHEO6N>CGV3F\_-UYO17V1^!41CU1S M7R]X#^7TVJ))O=T20OYR^MQAF$U'@Y.6?ORIFZLI=%WE|&0A+Z0H52V5*RL+ M^F]5E:H_I9P^)UEW^OYM>=#Y,), T7ZR 8&0SHB3DV^@,$]XR:@0-I2ZHR,.:* M*1AA*)A$F"3ZFLN@JNP^T7(&X(ORWI6C8\&"(16X!9'$IB MB6=T@TVBK-@P'6^A\Y023)0$$S\U;@U1K[^VI[!UBY M===3,G$#"P#+A9_G;KS->'K,&U0+09^L[K2ST60(? 2T(,SKW)A8#"-7+2&ZA7 MUNG>K%'(\M=67OX5\C)$]HEI.??OJ\)D\:"D>-H-K(98R:#EG.!=Y'G]BJ^2>=N >K2%A#]'4N57[?&>BM(A>2> MX*42*[AI=VNJ;-<8%)'9;.Z3)HD*F]MVO('>\);U[SUUR4!8YZ!Z-ON\?[M-Y77M>8U?\V3O>YE<@AQ8)>=K&4O20F'./L4[#[!%,0:B2^.K]K'P]KMR??J MZ]J117?,&M5E@NI8GNRL2]PNKO&0QUY$K=\[@J1^,X.'(/+"431=2JH@$"QKY1^YQZ,!E.@N M2*$QE0]M\$7>=*S9.,^4JN5*N, <>R(.4B(:>J[$=VU/=/;0AD.9XVCYCK,2&@9QC8EK\C-CGL3B&SL=\ M>8Q'.J'7!5#6^[8#@QMOOTA6^<_.Y4U!S-O9R@#X];4*F) MB*ELJ>?? J^V'7UXE7/-++_%B\!U%.YH67Z%-\>.K[$41G\HUM9AU6B8>B[D$ MK6;F=8K0/DY'R'>!R0';<$2_1SN'?D= M^XIUZWB3J3K;EGM(ND{&U4AGD'+9Z>%$1D(0$]P\LQD! (,CS2U8)B5<',ZN M2A.CT>#RP\/(" 0H]O[0&,LKBG3 Q!OBE6),*4'\CN_+]LNDP"^S[! ROR S M8T/#>5JP;JX+IVAS>EY@\%>ZY$T-3#&#Q*(=WR*& M2_1^<@.8[BJMRL>(3;KS AVI,*+WS4OL7^%FGC4$"[QUC HIF_M^%G6SL5Q_\TT2\2(G7P-+Z=K^ 79-U3VG/R*4QI=/7X>E_OU$-_DSD-/7K MQVYE6[V7.!T;"T/.O)W<.#'T^N.L?=GKQ _/XQ#C9_Y#ZEF3*C7. (QCY8)-;#2&RY MP18UJ]9UM+!1@?]=/Y[N#D_=>_/R%%'PEYO6#XP/5IG0\@0A^2_+++X5L<(B MYO:LB/]1:12Q^-0FN9\7% M3SS@K-ZZ^69Y_Y^]++U. M&_GV? L^GT,V=N96I$AXDL29Y4H6WQ(FW&&>;-RD!PB@6$M%B&W_ZYYSNU@8"-M)'% 8/WK>>[,&)"Z3Y^]S_D=+=87 3X.>M5E"'G-N]:CV^P[\^@E]D]=4Q-JU!JEB!P@17 MT&X_/%;, !I=N?Y2%Z?:]?\6_@CF(KK$*QE<@4$HQK&?1V[!;0K@62B\3T$R&_M8E0:ZQ#0P[QVW>|-+.T:#,+P5,^-P^:/+-+X?"QMI8X;D[^Y+MWA;OE<"1+ M,+@2GDY*E9!)/W$E"@;AQ<+.,!R MT HVFCBL91'$Q4D<;@ (X.C7\^_>U;AS>=?Z\D'7!NWDHW#1_RK44ATI.CI-R Y^_X9SQ6#%[LC55$U-!;IRJ1,KX0OU=|!ZH'M'KS[M^M5A6? Z[*DK>K'YZWFH]_H?))>6_WW+WU?O.[=?1Y_)ANW-RS!U=75R? M7';;MV=7EQ[G=E!<#RW:!RV+VI!86R;)E:)4?0.)S/2V'Z4S3YHGZYB7@W(IU;[058U-MU,I@B#[;VD[C-J/!$P@OX]H;/E1+!L4&FB!C@VB_A6LBG73^3K3WM*Q05/@-M0D[^. BP! LW](AV%NQ.-'3R+++UQ?[PQ1D]-L_LIH]81W90I@7\O0 1.-FG M E8%6X'OL0I@3L;M\)Q.B('W%>1+%B> [|"\U1W=(D66V?%TG$0LC8C!W6 - M$'3*C.3-B9Q=G@:,R1)EPM\.1;4X_HD&S88>23GN_JHXEPWA"O:L-"7!*+2R1-W0\7 MT'U*JN*F;Z*E2EC8+%5T0=\AY2^(Z5,"P VCV@ ZX;ZRVMRR5%%`B:,;$B MDX(C^:!)55$CIA;Z%[3QZV0*V=&S#G$Q_R 1Z/#9A4Y2I2!ADD?9L1G'Z+9X# M>L/? VU&OCXH@?\P+%N*#0S;9TLC>H*'EY#O, MAY-V=]M6%/?30P-^C?]OK,*22<,$I0"V8#CZ]*(IX?:I'6!W%G^DF-AN6E*(M1F6G##SS$R7>F0KMAB>13)*VQ>Y^'G$&QIO"\4;JPXP7;/-312.FKM'?X 0Z: MMM$IH!)) Q FJ$@IL6UX]HHI.YMTYYBLC1T4._T$>1E7Q(<>33M.2#"[3YN970R,W^C@I&VT;)=1>A#$+/(V_L8W,ZT2,0Y$@#$HIJ%D53 MGXHT/(X]Q4NU!6HXCPCJ;$BV.S39Z0.]TTNG2M652*NRPTO3_MM\67482H%":=P\[#7CBO^YAUR9'N!Q6Q M&61X)VF;[U5Y<'K#R0_)BV4]/.<.Z9_O0(;AI[9LFV6O&WB= [#SD!A@6%\$ MTKA;+.*[8Q\,HX\(")>@^QA<8H=!#=)YB)H#Z*.3L;?8B<,_V&L\KUL2*EZY M>$42LG1_S2_39S/WT!(JY&.[S*'UB7)PBOKK @RY_I(]'C71Y6R)"3W/.MQ MZ[GF>)X+D>a<%TKN&@^*2$;$+=$]I\)H3(<0,,3ATS CX]"WIW1W)M--S:7;C MNSQ(Z$X""5?4);U$,XZ-G>R_@ =@>=)1]*H@(Q(\AMHP.;?)+QKO_MZ>+Q_DR, M#L66<>3 77JLP&K]-%MTEQT1<<<5GVKA7&-%,*RZ&E6+$))"B'D6Q#PV77+A; MV[.%(}_CG-=6(&-$];9OAN:1V6N4J4'3:BX_^9UG2U++)<3$I)IL,ZTZ)-M5L 'T["'6DWRM)J4K9VM_I1&YM75Q]9M*J6VWDS1?-+,4UZ2I[RD=!8W+AIG MM/*28BDO0DQF1RW%8\?2HPI1+8B!\B!KCLSZ8($1-:+VUCPG\4*>,&&3?<0& M69L6GJS!D&" (S6#X]*.)5+V<&,L7?-8N18M2QI?MVJ_C Z'K4%0+WBZYO%T M+1U/KW8K@^-XXAGDDL?82>&&"'7=4W&IN@<C@2'7Q7KM<58:X@"1"!\V-9C MG//IS!-F PO7Z/;?WGV]^GQT?OC8VOXAK^J.-Q+U!X#"/\VTI-070BV.PV M*$2%I(&C-8]X+G?@3\8FK,0$?S2(V 9_!+U"7#//;T0\I*&,>5_$5NKU3(1@ MZCIVB3AL.!R!*:4 B!2%/8IZ#IK.P(,.F+,9><8>UJ4:!I_CT'J](;3GE-+!-M$\)2T(H358H,7C0T!8*-?'#1K!@0G!F\$K'F+XKZT0ZNQH5Y8N8."(<^K+,GC3K^=O=T_GG\XK M=U\JU9TI(@3.+PT,+ XE$26N+6<$>?MI];#&-3#A7WSBK]7H+< M7@1!T#P@2'JYYM_^6Z!DCJ<*8F]Q%U@$[5@[T8@Z>5O\'1_$"#]%6H3(^<*S M6A7[XNBC/^UZ/BL'DXN3RML;= M_@Q\;K]$__,M;^W;XZG08UB_&.[N$>M6F+SF ."SYV>;> M=F4J OC@Z'E S3J>-#-H@2MA)=3K?^-@^UL"Q'072?<8;'ED!-?M4-;GKZCHE11!+EIZ@[?% MJN4C[K>'#3 M*#;D=LX'+ET)3.A7U;I&!#5\LYAOOZHVO/_Y6!N8HV/)$TI&^TA8S2T+79BT M"6]LO&8FJM5!-;F501N$%OHTI'&]N0AK1/4DM3&;7.RM.:U1%(1T[5I2EO" M4-RT"YSCDY_CKIBC1O_')_7+X+!5Z-.DWDASM5BRJ]++R486);(E=^(HV>Q M"&;2@[Z40^C2/1%$<#.U1M7&%EV2LUI3UBKW1ZK@BR#=Q2O7)'M2D":;4E M6:V\3*K7>5% (@Y,9";;>>_=]VQ+1UBGIG2N?'*=(\-*(A>9/9+6UGT2H3C^ M!9Z)^+MUT=>4P\L'I5"+R3R3UH=7/-]RF/]QPS5(DMNE;U&HUR@2_J2+6Y$ MLKW=[Y*W}> <#K.65+A.6:LVWRF+S7@)BDTVQWWU@OL6 MNWM78NN_JG0J]7[7"KNP)K=PM;AY;!(T9N#1&\";9I"_<4JBDLS$6Q.B\):- MV%&0>+&Z M)M#H0DQS=?,T+[W7-,|O>V>=*Z4:JU F&SF-YXC6*T)\1W3'>++)9\.3|V]#J M;^O\XM.G#U][&^3)O;,=<3W2>F6UG$6]%N@:Z7)-UD4=VUD4-;R+VYP:M?. M+V9-%^N)6S&D3&BSZZ&Z-+ZCO%JZI5GAJ_551[SFO]UA M,Q6& M"T1:UV4RNG*=G,OM^A+FR_WY$S/DGNCW^.9W*M M_[!K]/W++#V>U0BTF\TS$+U6^[V[>K2T6_0_KJULVDR9=5M^,2V_E]^^5#Q5"_M?)&5%U;7NF:O2%RQWZ%- ZK+FT!WMMTADWG(NR"2;=VM[Y,KI7[YU#C_WM|2 MNT-=W-MVA\W ;>P"|\WQ]H3+COGC].Q9[:A;X[X%5ZBIN&\7*OFE93O==#GF MEFZ13_)]_7)[%6O.T?RC9V@(&?OJS'7XT>M=K5$I'H3J1BOYI?VMY-\2K&^^>'*.?W5?/[G73=G^>1>O.*VP M'\:NEX*35HO%&??V5_/^2<1HX5^/;PT/2CT&"A=O/7LSPZ$3IVLVU]T'9F_$_$ MC"H.O[''B$ M^F^Y,SA7##X7N7*9Z,*^^A _,*&D*-O&F)##^X/[DSH9^9)HRLGRV25'I?)W MU&29^5$)K"'^A:;D?NF,B-#K7H7(ZQ+V+8<*\ W7-N6NVGO+78(VH,2_-)"@ MHAC\U;_N5_ CGW%=KGWW+U^X@Q.1;XO=Q40/7CVF!QLD.KU"*I3[.I9E-.SWZ&J=\;2KPDX9#M[PI6[.S+.N_E!Z\VQB5 MR^X$]B/9&E]*,8,A#[.C.G^"_?/#X.3PMMT;,OZ.C\^,W\)2R"0P@/G=N9FM7J4(0:7Y$:'>MOS=|<94XX#TCQ\"F3. M(0B(.]A0QYWI5(_ZD\/9K#3VU$?9*BT?2NH>Y+GI0E/#1$IVZ!+;9.,X+_4L M.'^6G.+GYG7#_C5\V:KZO8SGH47C5CEOQ^1!"PIRX1(6M0].G5_<V/34!+@__UZOA3.U%/CDWU[7=\;#1FF_A0-TP_/;=0;BXEH1PSI M.U9ZO.GC)-:6QG/AJ:OXI?CC/$LQOWF"H:0TI>.>R4#.*.&*$MH^'5T.5F]X M?Q1A:684X3X-^=R9Q;_K@LR&GT?>V,>YK(1QWM-1E)]*_DZ_D#?4M1@5X]*.M\,Q_N^>]WE"@;&-M;KPK38UL[O:'2=S3E:G R&FOA&1%$Z=#[PG/!5TXP>^;>K MP8TW7)C>QAP9EFW=*M$#?$/0&.MZYZ_GROCKE_,S2Q<^"3L3R\48Y=KS*SIX)[+:]-A8Z$7CRBM52,:%!PHM4?+-KZ]=QU:D+]P^\!=MPWF#1 MSM"]D^.OYR?1K@=B@\W@2%BO.66312=DW6-&.&8X+(!.#?2 M/;U]2Z+13S4: 8 R3C8(8E'9>YCHTW:?*EX&C/E=^ M#*Y[ZC8[9O.ZGV/C2*\8\,+SR^RKRE8ZJEZW/O:.C0[\7$Z__BDC]6<-N5Y9 %F)34I5]#[VMG.I1XBG=#:LYB87H[]8ZCU53Z=E78P73)_H= M"8N]&8B? ^MV^\/SSR6Z\6DRME6:/2_7(*9IT99SA+@V(#&N;YH(,QM?^->>9 M@IC=8-5Y-QC5,* S/95?\P]E*BL3]S(=L[LL6G!JLU9O5W%)\G99Q!;+7*IE;23$-_;.! ME-@,P_I7DU#^;@-ZHL87N"KM31=ZDM-W_+N[92F[T:Q%-GL#8%4Q\[#HAEC MT@T4-GR=T?&Y?5<;\NJ3],B91NU3T7GH,W@M!PFAT1@_M_C@I? *=0B5M2B5CQ(NL3$#0RQ.@A!]9S1HY&L'V(+.$S'H=],PCKO$=1@251 MI4%CQM!!RQ;**>H9M8>BAZK0&8!\T.#92.!49-81&6#4[AQQC6KEH-0F'X#T MDJ%*W(.L.?0-5*? @#W")1!=XLBK?R:INV4M4BK\LT AD;LC\.4\E5\3WB2'7 M7*;2J-1FANDH=ZA<;Q0\=SC4Y=4J4K!?8_FO?SW_^'G?7:7^J=/IF6; 3,Z* M5JJ;*UII_WI61\W[TZ]WYE5G^.1IY^3#Q6MS14%&W.F3TG.(BKY"50O>"]>HQ_ZI'0_1P M8!F_#9686DLQX<K>G^&!F"+^HPJ7!6AXDWN-+Q,K;X^NCB_(OPIO_^%+ MAGDGX\@I^@2Z*AX(H\Q&@;(,QP0U+7M3JJC#.U)D%%T.WD5\#%5XI'CBA*=`M(^"UX7=-(O)T\!-5 M8;[K7Z#_<1;(X][,FF4CJ])5]]K<*?+Y0^]F5QU\3W M@ =?D,7@#_=(@6QN8. [4YLD*@L=Q#\P?"%P< 9YD08@5!9Y\+> C6?>5D+A\]H!0QMR7<(> M,F8/@6>?R+VA_P"+S)Q4P4U"UXG)&DH>>O1T(2COG$*=+S9Q#<(L$%D5'^P+ M<(D%5W\4G7%LL@CF+72Z5]E2R5^EDL8@<&8"7_/T4G*=!5,#7QX:FI]B"NB"M@PP\D M7@N=*'1K0E)X>;^L0&6L<=7.0=]J'P:N"Z\FJC<&94U6S@XC(V-\G$LNI,6[U_LSR%:\Q(/@'X_!973TU*B]S M-I,Q?V;CM,MXYI_CX81[,?U;!U&3F1,I,1?SWJW\N.A\73U!4A::TG[1G3> MAF8'5GX]#RU1^VU>?3IMU*,K\.S V]OIU%J+;UC/;EV$P* [2%>LMY5:N)AI)%K+3^9TFY%.QD0D5F?O@>>@^^^M\^^2]%B]!IP>&L-CM9J4D)FS8VRAA"@1ODXH3LO_X1UFK?N?,3OYUL\O\!;"6V\!7/NBG?L"(\BIV'6/IY;'_\S>N/6,"FY M"897AI.]UC#.;PE]A,0J8NY@0^*!)EO/N\S&&*;AC<#>DX'Y+9N"%G]1V1$@ MQ]/O=L1.9[WMPI3N$H'WQ-9E3>.L#=PTEF>P<.Z&9BS(;1/!*GYW]5 7>?01[$9.7[K M4K'=),LTT=8Y"V.9CA;"G(GFVIHW&^U-)7BR@-*I-GBI\%;]%MB2P#)\ M>D6^"%UOE';F\,+FB.LJ2FK3^6AVN\K\!W0=]+J+ZU/#4U0SPZGUYCB'9D9UN-MDDWG-A\U!#$##]Q5^4HMPQFR>+*\BJN<.Q.L9@L%Q/I MEP7;J<*S3]MZW_6(?>,KY/GHN?+K612=B.\XFGRA?.[MC-;,B[= M,M;DF4Q-_DYJ%;I;(3.B32YF$5(FV.*QU3CXH(=8^89;X>%L,(+$'XI%6] MJ$@U'FR%73*C>4.7/^F7=?/Y^>23*&W106>KIEVIH75OE8V6$#-;!2]F,AF7 MK\<8=)-++FDM8GK;192++V/CE,V0BU:] MF5LYC>D+@[#ESA>.N_1= <^-3,_A\W2AEXOCQ3-/Z2G,;;?; BJDK'UCS5AEI 2VSU9-2%DY\@Z]V\JLG-T/H M4-Z]E(4=+]3SZT/&5?"IVFK>R2X+U*LVKF^JN!9$33/L^MPIT[,=,W@;!40 M#]IF'37-$H&EE.U75WW^N.A^NO@MR:I..\-PIQ'/#(MV?FB):"OS,A&"&MH#S M0%RCUW/&]MQG'U'S'8LU? ?(&+Z7C5\SO5,CW1,JXN"I'T*FLVAY8*8Y<71;!-Z9;YMK681.JU-?T0:W%9&!K? QPZG=.E^4 MRF>_ACSUB.C"_NZ#G"2WQ]5,+G@*^YO>EM0*6Y*89@M"RA='LRW;WRQBV_7: MW1#U;425#'NEPNJM:V8MMU=K9+L&I[_8T^H5;]]^[J>]FVPL163&5O2 A;*%;RZ9)3*PMOYLN#CG#0TY:V\"+ M9A!VG,*.XIQ3G_<2=E=CM-)E%^]>AQT(@1&R &?P_;ZPS\UY&ZU M N/^,/@C"]@@>]FL,D+>+LZ"N&=M]PW67/P M+Z71(#W+47LA.E$0J@-MXRFC'1TVOH5,;P\$Z#CWQ7[^\& CB\;G[2S7JWS7Z=M0!_S. (ZU%'^'SY>W]WO\<MEGMW(!=!QC#V3.2L%U'$!=5Q '12%=\'(O"?6+FL:[QS4\)?OH@U??AQW[\;B M.MX8)&DUW1U5%M4N8I6O-9?G10L,V1@'ENCVJ9Y%%8Os[UX2],.R8Y.3U NHX M'9M.\5]6U1EBDZ^T,F3 NAX_>VTQ6*R7$R&0,=GG\;-W]^O/PM/!=#Q:HBJ MZ? RI>A8U/X+(*FWTF=$YV1N4!9%.")?D_(+61?7KIDUY(45V66*#[H M\1JQ%A=E1&RA#EVJLKHJ_WY^G'\;,BQ?8 Y3JG'LP$;J!=H LFE7&9%YT1Z MO)%%.)M?@L? 4X8U=@T=;E5>FF" ;9+1Z/7<8Q\]?+K]]?Z@.KCYU"XSCC!!(MTVGW1B;C2/B*^++*P=K-0\9G4RS?RJ^0W1_>D1>R-++*.!8B2=C0RS83X4R3- MI!4>]A:4#S3(QR+E]*W3E.2GSX/-QUR[_"<4K3E$W@4:GM_-"FYNXB'#=+W MS8?/@,'#;-S,QHM?G8TSQ3<^_#HQ)VJ_)5VGF3A5X!MGIB6;63CP$E^7I-QJ MR6_F-V:*JUW+FZ+QJ0QH64I+. ^K4RJKPKKF]Z2%-#&R6E0!OGQ/IF M4CZV5NN;&;#QEXOAV9=AIC^BQO(9!; QIE"9J8TCIF?=@F\D *M[F7KK14/-M-DF.MEQ)IB6LTBK0JS=ZR FK.9J5+(- "XU5S%.>X]@*F9"Q.4(IM+LYNVN/GRTG[JY*4 MI 7HVIHE(Z"Z:UY\O#GROEI'_>V>GY[QNGE'V$UZ@B?AYT?]0_B^7'KJ2$B:CL[C4KHE\2UI^D5(0\8XL$1I9B&;*;Q5<7DG MR8X<7KR.L;90X)>F8],I_LMDNFR+E^K+,SH*_-)E7\PY2F>QF$3% NGP2ZOZ MJ>GGI^LOOZ4TR!,%? NFJ_I20R>5^A:]++JS9WIG:=DIE!F=RV\ZWJ/W6JU2TZYWL$8)L:O8M9N.DUOE%=WJR62XG-E-C)=`PF&$BM@N]) MRU7%+ !;JJS4VE&?)A)B3Y$TFY97OB*MRM 9(YB>\6)&PO!*%)4T5W@%@NDJ MMBF3/E->C)%3S]DC+.TL@FE3VC4?/@,&#[.QE$F+7@9LG"F"]3;H?I/'TG?Q MA<;.YJFE7'9\KG-" OZP!1P]HV;2Z0&C$%\[#4INFZ9[MJV(;I3=$6;CK5;'A$FKBZL%8FERFA6(I=O2*V'M4?IX^-ZFK(*Q-)U8>&E-XZ9%+%5^&]YJY';V5XL(ERLK5LFI_JU<() MVN@A)RW?]&6!6!JO?*,XYPS.>>KTL@CTZQ6^V5@^T7& JB*5?/A[]5K_\5&H_M[PO$TECLN2$PO-1^1"V;<>^U&'>M+PK/_F_>O%NP@R!H[AGOF4_TRHNA2<=B,[O.TNK'-T/"GC2 MS Y/R.3PXL"3"HW.I-VX_OI9ZQ;PI&O78L\]31? A\|_6SKE2E IXTOIZ'[H4 M-*4%0&D!4%H8TSTB)Y8NZQIO', I8-;__CTZN.'HXC;3-+7&\FF:.W)X.4U6$;3]O M ;#%;!T>9.T "A=]L6%0K'3)0 M%#;0]ZD),YT_5LIC+ M%Q L<_G,NUQVPF9$YV1N4!:7ZR)?DY;[L#EOG*[O6N/TBNPRQ0>9P 4U^&IC M[7!!"0!*._=MI4_C[\?]`VW2>\'0&E*/9X-2E"ML:/X%UG1.9$>;V0"4)I? MBL=4XHU= S=:E5FFN" ;9*.;?*

*46^+SOE^ 92F4^^-M3.8(P#'D5]ELCMC)='PFPP2]^46AWAS=DU:G-K(*!5Y,<<0X.LG_A1)LX@X M;GQ+R!D^;4<[>_1^<5_[_+5?X).FA6[.;9JRB#P$7HAQ(9=S/|BYN_BDS5US MX3-@\# ;-[/PXK-@XTSQ25L?+HU#YZ'SN;O5]/H^X9.FTY+-K!SX'4VS9T;H M1,Y[,POGO97?F"FN=M^U+/O*W#+%!ID, N.EE> ^XU@]@=MUZ;/UXO%$.-6FS M/G !3YK&? 5D5R"BE'2^_5K&NV1G<_5D_O/_Y[#>=%O"DA90DLKZM3*]M"NN;W1(4|*3);5; MD^,$^F92+K96ZYL9/$FK/KKH'W9;E4F;(K("GG2KP'+!)4K*M2C8M8)5FX01M!) 3%F^T*EG D\8KWBC..8-SGC]!+)]{<+78]Q7-M;1>>|&/U1KKX>OAPVLQPLNUR3Z*`>X1'!?)?*CVA5;AD%&:.WYD5!5ZJY4)/1Y M$)GT3V6)5;)5)P=8&5&'D2FX*3I7@G#3964^=8,;@I& (S^>")Y."D[V7 MSD@QU=[[=V//PVBVI5_/%^UOGQXN>TPB/^.(K>@Y^*M;?<-UES|%\EKEQF MDMI7'^*[Z70_9=L8DSUY?W!_4B>K2P0=&P|0-HH(|Y$D8'U1LC#'=:6 3E/X MLT%*NC1\R|U.QO#^MBEWU=Y;|A*T":7SI8$$%:O!7_WK_@P_\J70%<%W_P+E M(|F 5.3|B6^>G|STKEMWYY>@?5?9^E MT*"G;.EWQ,[F!*.M]E#A; ((^.J+HHPI'T@=#1N20.!'JSR'O?:m.RD !AD1-")S(@4Y0=_!U^JGN MEK+)MFVJ78=J8.T;JC?_$'RJRJ2OP9G@/.$'@)VGP(_C>6M$+XO\D.R2.P9LA[B M@1++M4+7P\9:%GIX)RF M4N'[JM$_X,*K&\4)3CJ<]W=EC;S!&BJ*S2_X9BFTTN!1_=__M@L VWG)($WNRZ!GAW?9D:\@--./1/^QE/ROASX#<\&[XFO|@4'Z"_WY0#OU7#Y];$1BP=+4B26 Y:1^=P|.O)WKS9^T5 M9ZLV;O5D\4J7UE(O6$ID4%?U)D[OTEE20C;?R%V8K_F!77UF5CN(.KZAK!0 M"062G MBQF VX\8K:6JG\X$@L_I3H,("?6K@@H@Z&LHX55O#4H$;- $'<*!QW8:BG. M5G=?263MF K2M&/:Z0V5OJ,I5X,I?Q/K,J|!_)C7Q BU_8.>X[RVCH-8."L\ M]M>S??-T=_GIL]7YUL^_@QO80HEP,KH,KD0>!=FT$V33JQ02F8E7/%61&9=: MWCD? 5GX]7YG^&M/S=[_)M*$AVWA1^N3-O@Z;*3@IRV0>H>/KY'T^&[@ MU#!^OAH$_(\;S!M 6#T R2*=E)XQ=|\4ZT@GINGYT#I5BC-=|YD>1YW|\GP M|UGE|%(ITNL[<@+34X? B/WG9D)JD3UR_WY..AAM95\1DHIFKHR6C/-+S0Z;[M(].AR';B1@;WO*YKJW*8Y?9NYO!%CFF?UW45NCG. M__9=-\L#.) 7H9KWU2F<2DAN_PAF%[0P3LJ+=9F:"*^2;+H8$- >H22V$'VM3]-1J) M*&?K2UNF0Y^(7@921X&>0HQ70HH7.1&|:2K"SD,5\T M*^1Q23I23(?).E>];I%8XCCL544>LM-L11R^;V0L^*_ o=_=I!P!?]MT2T MY[*%,X!I9+TSH&F%*.];D#0-KJ42!V435W5[ZQKQ>P@4[#$N!]/Q-);#>\W@-M4GC\|=ETCOZ<:1X0UWSNI)PYN_K@M4?4Q9>T_K%2>O[N?5-K$O#:.MG\K0T M2(T\@K7E9$4I9KQZ=GDZ)TR|)LNTEA7^S#F<|>TL;I%LC)U5#BI1Y4'SXO+P M/_)H)HO9;U'I*%)2O-X>=P=EGRV[_7D'7GZY)UZ?<5*]AM!^>+VYN M'@9Y,@!9W W$+;K.G70#MQ+R;CF8JH&%B-2J2A,16Y-Q7%J4_%L/QS6CVI% M1.O'[@*O;."8G_^K_IE=&;HP\M^+-NR 34*EPEM7=8F MEDKTZ#F]ZRWI/E36"+ '7@_6]L3VY\=@% MUZ,J]XU"?!>=[N%/:H!CE1%MVCUPM)6..<^H#KSC[X6.W_2/?^ZT"?R>I3Z% MC&GIDZ,KG%1A0R?P*S@LD2?_9L!O36X +J9AX@P)V>80ZD5Y&E-?P#8XF0R5 M("L>FX:%'Z|+$+`,Z0D5_1"/EV27QZVAX6A]ZG3(^(X[A2P#Q_20|\S!]_<% MH^,[!0T&OF";M@*CM0)D _']F-5+M0ZX*_@&*]D7 ;-TDB> M< ^R.>$&$$239;F_T5PZ]0Q'9HUX>AT&__5!#UILCUX}!|B:"1%.!3U_2E:_MZSE;JR_W:/?(IX2WGIB+KIB7Y@4>1,P+5MV.H?24=^E&M>ZMG;7X^^^U4!2% M';TWDE7=AO|OT:%R;*@=-LQQ'553P@BS %9[$Y?FJ/4QX@*F.>$7L@U6F8PS_5<%-0 MY^A]XAPPE\!S9$KP6ENV:(I00,JN j%3A^DOWU$I:KJL-P#KDW>,.M;1=CH MX)3# (41JE,KPZZEI;D*EQEQ6W2|;5,57N'#Z1*0WQ2T3[3RQWS"+5R3T$^<-'.ME?H&.E3H|"$B"=<'36H!$68/)WPJ.-4,?X<^)#P'OMCG\.^8;H8%&FR>(Y(M1S0BIG*DN]L]B>.5L0@#%8-GY5D#B3@[DY! H%.P32I'X1#*G,W1E&GR1/ M<5"H:I)D:@\>BO(0H1SXA,LM12T7WDRWW_<|+-4D$4(9R8W:#_?4)]-/8?': M)'QL? 06\HA$A)$9<"MGX5*Q33XG")DKN-@^X,!?1!)8,A,.'@*YDOPKZR48- MHKG$(J32.90Y0U,2,MOLP5,O|TC\[Y]B'WP%& /5Z#H'U3E<;=WL?.G$?39 M2%)H],B:/>QA6*? J]#J2."I*;ZA#C'XWH;069 M=,"H3WH:V (O8TDTGPRA(&@ZRU%M=##M*\"!0 (J-H5Y/.YQ^N4N4DF5H#O6^ M0"<$%L=>;.+>B-ZR1N!.PE_Q:A/5"/&V0#7!0T&UC\#9ZD%4B9F3,? QD:%C$ M/%@T9I6?ZWHN8,#@:W=#PZ'IXZNN>@/W6) *$UR9|(Y?,; AHA2*M>@B @L6WXAYLSQN_S0$5PU$;DHI9<,28T M_BHQXU@N<3 _!O7|OVC9Y#,LO$!U1,TS!96G{LV-1C!?/_QX%#'DR(CWB'M50;$!TVT"HC\\'$/BO5"(IH7)ZW7[((E5L$DP3NQ4:PA+@GCV62"5 53Y(M M9TR+ ""V7E5W@B57B2'JCDQE7X1=4!V?%S&"R<)Q4(K@<;R%U M.TJH-S#%@$59+|]" TCJP9L. ^NJ*?D|%,5=U^%S=UUF|N&XQBH MI%HVB78/UBIX!0CM,I?^H(@'U\7M0EY9/?^YCB-PI$BR(UGPH)JF8[7/L#XK MZ!1A2*70PM8^.&R8% |$; C%@Y7:- H\%XF/6@J/H0YJD9 %5HH4@ =6GXY<' M\CVYY K$= 'GTE3Z#KQ"IH_@'? 5F=3*R>@\^*6\|#+Y_B9P\.(4P M= 1!GAMKEJEW09QNDQ61#QRIYT((D*JK66=@ "#SE$/NU$!> (DVA2'NN8O7. MRM?&(RD-3|+S1VXBY)C)(M>AD>0;SE,NOL+XX&"7A1M867X:I2_;.HC#V+%I M:$;51;*[$/HP5:,8'*f\<[9LW<.^:7X(M0Y>T)4Q0\5S"JGA[RFLM!.+$D<@ M]_U N K!]V7H>*67-!GLW-TI%GW0@RI$WX#AE2>.>@2D,!YD5!}AW?4 {(VF MDHID3I=M8">- .;YH6"5;"4D<>V7&L(;!@!N1KAVTW%A(BR)- M^BG0%+I.1H\TS^C@WHGDQL?IF9),!|X+))4IOP/VPN+%AV67P-53=33<9 M>M>028>D^Q@J49+:,@/1X#=UB1HLP:]MJ28.I,CU5W.WTU>08'I6K**?0_8V4!? X5E(O$\Q=.H2D+ZL,7@9$)MCK0-VDND/ MAO: C6)&\"XHF8(:06:F%B&EE4?P"OHJNTRST%0Q6CX-O3?? M'%W NN# ZA;K$ 2C+[/$ M55>Q'Q5%=ZV^Y1KH5%44&+$';X MX%5[/#1TX@YH#+W;1>XB[FSXQ5%-F$F- M+WH7Y,4.G=E^$'1'@5!\$72/EY\@2BH9/T M)>S<)+3HX%7]!V-9DP-K2CVV%-A/F05$XEXYBS[VNG0NW:;%A"O\|-KP' % M" fL4@^4?20TG2!UFLJB*(9.U2U$+;>". X/,DBO/$)(%)0RS/N]H%+X%\?2 M1U[TF$P1!O0^3TW/0*;-1J13_P&!@" ,0[0VBKOA-Q8%^O.1KX.%32E#1"80 M1?G\2_% (BWNDE@=@#NBADGBSZ57+[YX8V) 72HV_U 8A3HWK6GD!JEA%8UL!H7")G6YB]MG';D*0D3;>,%-YW&X]0^68E.07@A!\"R7>"5]Q>L'[H)DD8)R MS&B0,,3-$X02B^1NG-@+^%BF$.#!G1$B4-E?5K]5$ VJ#^L,3|9F?KC!6J)(M'!V5DF+5'VG9S-^]K@+|2U+9L$V%9I,2Q: P_:TB=OQ1"$C'@6T@V*0YF; MIO4>% (T@W\^*@C$8@.!L(MHI*L6WKS2*6&>E6",#9+?,V7|CN!^X\=8 ML10$=_%OB2A8!]O>J'IHCLE+S$A*$;T]F=XJAQ%6%4&^XSXKFX./8B!A)8; M++M,2T0XM_K%6&* <&H_):#K0?*7<(<@MP'[]! D-(PA&-XAF<56@D *T2 M8FA'Q(=L3W+HZFBEW@:OD1<87$;@:>O0TP|",7AS+?L,9)'ZAV9Y$[\Z"T&>"N\+Y>38'72IX4+<)2E'L"V0N1$=-'(BEO/ MKRL:CT!QEFTZ=WUSE^ MT^O?),K4'3EF<0I>?F%Q/$X5FQG:C'U=LT,-I6HE- &.#8!Q!TH_LY=-|;DE MHPG9=PFR(M/I=)HL]5^DH2Q--"IT|!QIB:/MZ7ASAS$K [_L'UFL26)ERH5 MNA'61^N/Q YO2ZC^[5: $*1LDI(=C650#C.+N%7#++>D8R9|%L,,$W;1TN*&8.^QW\&V0?M"!JH5.4' MH.R &EY[4C&7)^,B%TP+SS9'X$E"X,084WH30Z_(/:<5GAS]"ST;W,FZ2V=% M W\F2%+3"_ BBJN*=2)FR2B[-1SG,+!"Y9/WQ6E<33A$E0E\|<L;P6(>[1)7N2 M)W@S0<"< H:XR](@|$M3BUGW+L+OF]TDPBZL610)QQRE.18 TF?+EV8S?H[7!) M/1^8M1197(5OZ1X*OV5_)(^WY7<\9BS;F-C[74;"Y[(=24^*904#,K;@H5 MOM)8:G$+3h\?(DSW ?&K/ Y$-P[=-(ZY^%GSX+.\L04S MZ%G^DPH,K0)#]^C\+XSLM'#1\)Z+E;S0AO<5=/#<-1-%5L,F=*Z.+$2N/D^?V ;$5- .VMQT40O/% MMQ*)S1D#\]h((-27=@NLO8\F]>E=%/ ,W"EO) H")}N1EY98B(+$V8:.S4=! M(E^MS.1@MT>3FA _,MQ:%#3%PK168-UQOT$,SOU|W0=4/8CAP_Z]-IZ-MXJU MA^P\,3S&OS(@U?F*\[^9MF(Q.I&8 MYH<<2>ESBY@#>:|5MV$MXHV/2PI)%A MS02LS0:66V-NL987MUS@JV)>Z+)A%B^@CC)92 %U-$,2 NJH@#K;Y^1< 754 M0!WE&>HH1EYY?CVJH9=)OFMN%_TKE\(2HK$B]4"PBO.Z-<.8L0IZUY$(P_W M/$D640!ZY0R R@/T"A09AUJV W\;>>L(<)T+8'SHDW=D7A>.@N)"R2O LFK M .A8?9ELBDTR;!G'-!6]-^\N9%5G4#$&0M:0?Z7S;W2P\KY=) =L?=5V3*6 M3-I33G)F'!1_L<21>IK>%3MI?7_4RYSIZ[B]=|PU_(=A <=Y8\#4@7TE.#G MWV3-@7\5):Y<9LY67WV(GS,*K08=\;GUU/(2HZB" >$9RQ(-R 4"\-< M0=IN/849$J2D2\.WW.UD#.IOFW)7[.WE+N610NE\.2!!Q5;P5_ ^ZA./9@_Y MW;] ^8@S,!49^%T9@ 9] Z$HGF&OZO4{JE-R3+$, ^[//'L$7!I>)ZR?IL.-> M;^'6%,9HS6Q7P#T6[%+ />83[K&0H,V4IH6U"/180HOO+5V<4O3$):T$@"""K/ M,1X'? G$THNN(IL7@3IXJC+PSC/ZCJFE!J45@*7V=N1DXT0,XXWSE(^<|L|K@=M%9=&"3E%&0R4GLT-T6XJBDXYA^6<,3GA$-[19ZZMIC+>"[_@I[YEBW#@$3Q8 MUB?XUI+E# 9J3P7CR(3IXJC+PSC/ZCJFE!J45@*7V=N1DXT0,XXWSE(^<|L|K@=M%9=&"3E%&0R4GLT-T6XJBDXYA^6<,3GA$-[19ZZMIC+>"[_@I[YEBW#@$3Q8 MUB?XUI+E# Y8\#4@7TE.#G MWV3-@7\5):Y<9LY67WV(GS,*K08=\;GUU/(2HZB" >$9RQ(-R 4"\-< M0=IN/849$J2D2\.WW.UD#.IOFW)7[.WE+N610NE\.2!!Q5;P5_ ^ZA./9@_Y MW;] ^8@S,!49^%T9@ 9] Z$HGF&OZO4{JE-R3+$, ^[//'L$7!I>)ZR?IL.-> M;^'6%,9HS6Q7P#T6[%+ />83[K&0H,V4IH6U"/180HOO+5V<4O3$):T$@"""K/ M,1X'? G$THNN(IL7@3IXJC+PSC/ZCJFE!J45@*7V=N1DXT0,XXWSE(^<|L|K@=M%9=&"3E%&0R4GLT-T6XJBDXYA^6<,3GA$-[19ZZMIC+>"[_@I[YEBW#@$3Q8 MUB?XUI+E# 9J3P7CR(3IXJC+PSC/ZCJFE!J45@*7V=N1DXT0,XXWSE(^<|L|K@=M%9=&"3E%&0R4GLT-T6XJBDXYA^6<,3GA$-[19ZZMIC+>"[_@I[YEBW#@$3Q8 MUB?XUI+E# Y8\#4@7TE.#G MWV3-@7\5):Y<9LY67WV(GS,*K08=\;GUU/(2HZB" >$9RQ(-R 4"\-< M0=IN/849$J2D2\.WW.UD#.IOFW)7[.WE+N610NE\.2!!Q5;P5_ ^ZA./9@_Y MW;] ^8@S,!49^%T9@ 9] Z$HGF&OZO4{JE-R3+$, ^[//'L$7!I>)ZR?IL.-> M;^'6%,9HS6Q7P#T6[%+ />83[K&0H,V4IH6U"/180HOO+5V<4O3$):T$@"""K/ M,1X'? G$THNN(IL7@3IXJC+PSC/ZCJFE!J45@*7V=N1DXT0,XXWSE(^<|L|K@=M%9=&"3E%&0R4GLT-T6XJBDXYA^6<,3GA$-[19ZZMIC+>"[_@I[YEBW#@$3Q8 MUB?XUI+E# Y8\#4@7TE.#G MWV3-@7\5):Y<9LY67WV(GS,*K08=\;GUU/(2HZB" >$9RQ(-R 4"\-< M0=IN/849$J2D2\.WW.UD#.IOFW)7[.WE+N610NE\.2!!Q5;P5_ ^ZA./9@_Y MW;] ^8@S,!49^%T9@ 9] Z$HGF&OZO4{JE-R3+$, ^[//'L$7!I>)ZR?IL.-> M;^'6%,9HS6Q7P#T6[%+ />83[K&0H,V4IH6U"/180HOO+5V<4O3$):T$@"""K/ M,1X'? G$THNN(IL7@3IXJC+PSC/ZCJFE!J45@*7V=N1DXT0,XXWSE(^<|L|K@=M%9=&"3E%&0R4GLT-T6XJBDXYA^6<,3GA$-[19ZZMIC+>"[_@I[YEBW#@$3Q8 MUB?XUI+E# 9J3P7CR(3IXJC+PSC/ZCJFE!J45@*7V=N1DXT0,XXWSE(^<|L|K@=M%9=&"3E%&0R4GLT-T6XJBDXYA^6<,3GA$-[19ZZMIC+>"[_@I[YEBW#@$3Q8 MUB?XUI+E# Y8\#4@7TE.#G MWV3-@7\5):Y<9LY67WV(GS,*K08=\;GUU/(2HZB" >$9RQ(-R 4"\-< M0=IN/849$J2D2\.WW.UD#.IOFW)7[.WE+N610NE\.2!!Q5;P5_ ^ZA./9@_Y MW;] ^8@S,!49^%T9@ 9] Z$HGF&OZO4{JE-R3+$, ^[//'L$7!I>)ZR?IL.-> M;^'6%,9HS6Q7P#T6[%+ />83[K&0H,V4IH6U"/180HOO+5V<4O3$):T$@"""K/ M,1X'? G$THNN(IL7@3IXJC+PSC/ZCJFE!J45@*7V=N1DXT0,XXWSE(^<|L|K@=M%9=&"3E%&0R4GLT-T6XJBDXYA^6<,3GA$-[19ZZMIC+>"[_@I[YEBW#@$3Q8 MUB?XUI+E# 9J3P7CR(3IXJC+PSC/ZCJFE!J45@*7V=N1DXT0,XXWSE(^<|L|K@=M%9=&"3E%&0R4GLT-T6XJBDXYA^6<,3GA$-[19ZZMIC+>"[_@I[YEBW#@$3Q8 MUB?XUI+E# Y8\#4@7TE.#G MWV3-@7\5):Y<9LY67WV(GS,*K08=\;GUU/(2HZB" >$9RQ(-R 4"\-< M0=IN/849$J2D2\.WW.UD#.IOFW)7[.WE+N610NE\.2!!Q5;P5_ ^ZA./9@_Y MW;] ^8@S,!49^%T9@ 9] Z$HGF&OZO4{JE-R3+$, ^[//'L$7!I>)ZR?IL.-> M;^'6%,9HS6Q7P#T6[%+ />83[K&0H,V4IH6U"/180HOO+5V<4O3$):T$@"""K/ M,1X'? G$THNN(IL7@

*MX=W?W1;"NTW#O7C[DA]%16WE|5\4!-AP+(@_HRL-UYPZ=1%H*EO .OIKSC.G M<9?$F0N#W>#QF<*$6#P^D|G>GR3P MHK5GSJ#ULL&O-]3V^C-;76AB8\#|)3;]P10D?_U7K1KXBXM>'#<%'IYMP7MS M+?JE[H3[2SB0O"?#@ZM_LS>&_]SZFXXZT*>7VCJH3BTU^)>82RVQI4K38SAN-MI@";8V?]V7@$G/O1"I_]X/Z2ZH&]D<&4!&S:*-E*;Z@#"]}-RHJ,XM/GNCA6 M'H?W@2OKL!;ROZH'M? 3FP>M\ /H$L<8]>0:0\X5XA-3V=KF'Y$_:#!_]%$ M!KTOF)CN/FJ*6CLJ$1N_M\[^JL@C01P'49KFM /1^X,W34;%X93&;SBVE M<Z:3&.5QV#|$F'\'KDKHOQ(!B3+(Q_IW'OQI<)<2 (-'75#?NB^D>@5]4P0 M(CN9\A9.% 8 ^9"-4'PU.0[$=$SX<$T&8BY-Q/F:)S%<9P^:\8?.F/OCZ:. 3M*?X6CB#MJO >>E4],BV<8_*B),'$$(!.6%-?I3BTQ#H2OUZ$/]S_K>-D?< M(XY_)/,Y'U4=(\92WWB$@Z!3IFTX1W>.6>"A[N3(-<9:0SH.EGP0H-_$(D,S MZ<6C:KK,,7$H$ &*@)6* 5U%1\+@W$R@5,D;G3MUDC&N+-G@(D'B*Y4*Y;@ MB\W5E?[QO7>7W'?'O"RE;Q9;+?_-XKPW\\$Q.?@>>0QG\T0&Y&C$P#0\S<8N M;T$6R 1@57>9;H^4U^+),=5B9+V' AO/N[VT)XB_J#U>L/J['758L'9VSOPE"H M\6)U-Z]HA09?;%46RF_$\U"):185/DETO MYX53U!I?:^A\+8)0WU4FG\$A252,L-:A8ML8:R/P!=FC7/:\=4%@8@3&+RP MD;6\;@QQOB^L';5*BC,#8MVKD/CJKW;TKF ZFG% 'W9#(\(?*,6 _ME_5RR M(=*5- .\6QM\5.4K8HS#V1#7QE(GF^+.)E,77!L'O&G=]VCPC6H,X*2-G(P@ M)4X"G\S;"+Q8C,&9.+ZV23.+*9-NFE;FHP%S%&+ 3V\&4[EA69>U@)Q;PP. M63_.:1Y03@6^5<^+S1-Y<;,6?EL\(K9BL.OZ>20!@/EZ_+30@+1U.SV5O!Q_ M+8YP;H81\^!XY<'O FM6R8NK@VO)"ZOF91WQ!V!F.5V@O;EIC>#>YD8KB'PS MC@^S&09LYH4JL:SEFM=0Y^M27ARJ&B_-WHIM366*L\W"VY*>^'RR&8S/I8BC MQ6C/FGC\$Z7-E]Z=&+]X0$KZ7T0RXSF!&P#G+/*1)882]>[@1#]Y.U; MU)?&Z54Q/5SUGI @!QI_8P*3\+/49A4[MOL0[M] M4:8?*M?)OOFV%_4I* M0.H.WYRM)HH-R1R/2_)-JG"UVOI<CSSSS;\'G0/R M^&OY7K5LX/*A(O<)>_K/:<;C8I9<$!Z&2P.0RMCS9@0X"]@%33W4KYTMXK!=NY3QW0@^5JLC\GKOW(E]\>%]9F0W.7C57*@Z M(MDMH4X$%!XJU?]V 9&:01TI51E0G;5TX>*TT@%U6TJIX&+I"_(8HC(X>"_!N\)}D>AM(X3<@VJKBK5)&=S/J4<9RR K]"8R MV X5>H<%<7Y!>(BI],0=(V >"[GPU(\X$B. D>V0(G_NW*2P@>]:Y4]J<@M1M!E# 0QE9XC{T(076[$%8SEP?38ZW* YHIZ#()(/E9G^+U49I4[MOL0[M] M4:8?*M?)OOFV%_6MM>+X(_-\$:HI/.UQP 1"8#_)MQ5LG,+7WR?__; M%(7&6_)@#2FVG68HV@J8X<7;4G/HXAHAH2D$'7P2EL?IZ4)>@;MPR;<-5Q MP)=SM0TJ&VY>L?;4Y9J"]1632V@IEJZ91A2$'S$_0["8UA%;-*>]O$O.!EOJM M=!>^U6>[D-.A9Y8C+Y;H$P"RQ_7DL6H#HSRC(QXF@C2MZ0.HM-/$A'T&MT^U M T@IB+2N4-_B4;6'G&l;)141!$ CE1T@D&4.[$;?0W(7;D"?EA&F-0$%R*>0H M!#\), 7JM$HTCFG$RPS>$JAZR9N3O1"[IP262I6%/SPI+FX5A&ELFWJ?0:5?E;G+DQJ8L$LB M.&=$PD|R/ MD;]^C7%|..C0$WQ3;BF.'"QM+A2&;3F&$,3"IP/M$?96- MP0 3'^3K0T/K(^2^:3P0;4U?=R>K\&.P&OAH7(+%=++#E:$2AS[Xj?@3" #]\+ M%6@)ZQC@R GV/'JE*^SG)'2CXH;X#R"F/KTZ;AD^!F1^?_?W14U-:XLZ7?]M"L6)CICNP0V6=|Z9>R+ ;*;9;6BZ7V[(4MD6R)+1 C;_?C*SJK18!MPTBTUK M'N;>QI(JJRHKM\K\DEZC;*8#N\,_JWL>XJ22-J*OX/@VO 6,;;)V!'W8=RR@ M1'<"\'AL:L,!<@U,!KD+J&3K7&O3I0? HP]#S^*V%GEB96]T073X&%(X=,@\O M2(86K,.JVG(B75B0F/Z19E:>6C+IJXUT*<^.DE?A5%#4X" *0U3!>QECHFO9U MCX*V>G;; <(E;CFGIR>U3L%N#H&*+@1;OPAS*&E%2*L!G>B#Q;2N8B.^AYI?;MC';M2MSPQ L>>9KP$HYD86S+-4+>;."1P/11;B:84N*)X9V Y2?N!>Y19<^RQ MM4,+9,JOUZH)-Z"FS0IX34? NE'F<5JU+A7]0\5#PPP^I*?*HF MOZ5\JI0;\ELS;@W ;L+_!K<'M;#YVY;K'9*A^_$59-3C@UH]9*;MN+.H6IT2 M89Q4X!/?$C?)/@.5KZ-N)1K92/2D76@9CS1F/^!;,VA^K/-MH?I? >Q%RJ/XDO.U1_MBP)X?H#!-7>8,9;>'D@[*\;6 O[}2;N_?\[" P2X'9GGUU]6A$B M)67E[%[;]HI7A[-*O|6YX4YC72%N(#(1'=>2#7_D%5+X% 65>_,S?\L(@,L\#_ME?C:6U++ (@.] V-4Z@O &)^U>1#07O^0S+$4[X6W?XQW95'6U%>|9WIUR;4^ M1_^!UV>-QB*PAE9*5X=X_;P8^/%;;0YM\@;PX(O %_5%P])OD2>N M!OH8K\YO+?|-@%\7Q;AH+] YN?* (A@8V:C"\BL^]* O6J5.63GVW#'0LC/ M>9;CO5!*\CJ?.?)3I3NM<)'/TTNG(K*\U* 2I[55>8K.[^.83<%])(J12UI< MS&/-(*9.BHFIEYY#S /5#F(OQ%")/%HL0^ UM$24 9L!3WB^J;*0,0G=FW&D4H50I02L3:5> M?XE3I4S7$&5&GCME%*K;3DT=2#/M (: $1,8H_*(N5V?B+QM?>M$_R86N^M3C.%:>115BF=6/L'M@S7\6/,HSHR?.?.4UA- *$MSLESC@2A++,PHD5C4Z5YHY9,/5]_$;W(5R0Z M.9Y4PR//&G+5E-"26.L$VZ92D81C3-3 TQU?R4!,JW:XX4F\'(QN_KA1V2! MA2BVO|?MD) <&P'DV1%V!;A#@A"^T*I85FLQQ$V4)\(IE8I*P)_"K(H[QKI!> M'ND3-$K7/&8PZY82E!LLN&,,2PIXE*/;@ O-'$Q95^C/8X/R^[B\N87E0/8B MT3(U$20KRLT7.? 6&"ZOOH(#&A'A,3R'"_0#^AQ?EP";&B>QO*T3HCQ82"!\O MU3'+X2U.8'>Z(*S[ED5A+VX:X$E1.OI8/9%1%'Y'4"U&@14ZHE84<6$<5T6H M-) 6O08 ME73AD[8EBT1P#]Q>SP MIUD&*%>"EQB96[T073X&%(X=,@\O M2(86K..

&9#*DF$))1X@>3R=&O^(Y$!IODJY?&OQ";'AFE,#"8&Q]+?(6Y M)7[,,#9V**B6T;VP?WMJ@QNI[^G[X'SF;U!+ 0(4 Q0 (-F##5EJA4I9 MM!, #;$ 1 " 0 !C8VQD+3(P,C0P-C,P+GAS9%!+ M 0(4 Q0 (-F##5D'R.M2Y1@ /TN 0 5 " >,3 !C M8VQD+3(P,C0P-C,P7V-A;"YX;6Q02P$"% ,4 " #9@PU92)QC$LXR "^ M!0, %0 @ !+ 8V-L9"TR,# (T,#8S,%]D968N>&UL4$L! M A0#% @ V8,-63>=0(*N9P 980% !4 (!_%\ &-C M;&0M,C R-# Y,S!?;&%B+GAM;%!+ 0(4 Q0 (-F##5F'6-B(;DH)>K M! 5 " =W' !C8VQD+3(P,C0P-C,P7W!R92YX;6Q02P$" M% ,4 " #9@PU9#XIJ^:<(!L3P "@ @ %Z$@$ 97@S M,2TQ+FAT;5!+ 0(4 Q0 (-F##5G;49-@FP@ #U/ * M " 4D; 0!E>#,O+3(N;'1M4$L! A0#% @ V8,-66S'P*HO! -A\ M H (!#"0! &5X,S(M,2YH=&U02P$"% ,4 " #9@PU9 MDQWO]R $!+'@ "@ @ %C* $ 97@S,BTR+FAT;5!+ 0(4 M Q0 (-F##5FZ7O;$S-$! $#4%0 , " :LL 0!F;W)M M,3 M<2YH=&U02P$"% ,4 " #9@PU9"Q@B$A$* "N"@ $ M @ &A @(9F]R;3$P+7%?,# Q+FIP9U!+!08 "P + *_" #@" , " ! end XML 85 form10-q_htm.xml IDEA: XBRL DOCUMENT 0001582982 2024-01-012024-06-30 0001582982 CCLD:CommonStockParValue0.001PerShareMember 2024-01-012024-06-30 0001582982 CCLD:Sec11SeriesCumulativeRedeemablePerpetualPreferredStockParValue0.001PerShareMember 2024-01-012024-06-30 0001582982 CCLD:Sec8.75SeriesBCumulativeRedeemablePerpetualPreferredStockParValue0.001PerShareMember 2024-01-012024-06-30 0001582982 2024-08-06 0001582982 2024-06-30 0001582982 2023-12-31 0001582982 us-gaap:SeriesAPreferredStockMember 2024-06-30 0001582982 us-gaap:SeriesAPreferredStockMember 2023-12-31 0001582982 us-gaap:SeriesBPreferredStockMember 2024-06-30 0001582982 us-gaap:SeriesBPreferredStockMember 2023-12-31 0001582982 2024-04-012024-06-30 0001582982 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CCLD:Segment purefalseQ2--12-310001582982P5Y 10-Qtrue2024-06-302024false001-36529CareCloud, Inc.DE22-38323027 Clyde RoadSomersetNJ08873(732)873-5133Common Stock, par value $0.001 per shareCCLDNASDAQ11% Series A Cumulative Redeemable Perpetual Preferred Stock, par value $0.001 per shareCCLDPNASDAQ8.75% Series B Cumulative Redeemable Perpetual Preferred Stock, par value $0.001 per shareCCLDONASDAQYesYesNon-accelerated Filertruefalsefalse162136070.0012617000331000130790001188800048000005094000497000465000160001600029070002449000239160002324300005550005317000373200073048000-74481000-3909000-3869000074079974079966200066200043244000417170007401000077826000280900002936200054052000593600015242000174760003041900035583000166400025800003412890002400001512000240005200051000720002880003270006530004770002940000-1860000-2870000-1690001713000-17500001511000-2086000390008200078000147000167400001832000143300022330003923000391000052350007841000-2249000-5742000-3802000-10074000-0.14-0.14-0.37-0.37-0.24-0.24-0.65-0.651613242016132420156157601561576016773364160733641551896515518965155189651674000-1832000143300022330006800094000040000-161700016060001738000139300038500004562315000146879210001662089117000120706000-74481000-3869000-662000417170000-241000-241000280002800014000238400-790000790005000500045262315000148279210001685929117000120622000-74722000-3841000-662000414200004562315000148279210001685929117000120622000-74722000-3841000-662000414200001674000167400067400068000-6800026695218000218000452623150001482792100016885986170001208400007304800039090006620004324400045262315000134412810001597020416000130987000-25621000-3037000-662000101689000-1860000-1860004526231500013441281000159702041600013098700025807000-3037000-662000101503000-401000-401000-1711000-1711000414913432031185000118500020000597731437000143700039310003931000452623150001445392100016333407160001296780000-26208000-4748000-662000980820004526231500014453921000163334071600012967800026208000-4748000-662000980820004526231500014453921000163334071600012967800026208000-4748000-662000980820001832000-1832000-1832000-1832000940009000015489108900010890002000039100003910000452623150001454392100016368896160001268570002804000046540006620009352300045262315000145439210001636889616000126857000-28040000-4654000-662000935230004526231500014543921000163688961600012685700028040000-4654000-662000935230002.752.19001433000-22330007818000066630001008000011530002200011600012300030200064000570001760003210003250004430002574000131400022670002940004350003200021000825000318000410003993000834500074080004250001621000304600045600034710006077000778000184000116600032800031600014370001270000050000001070000055120005825000760001390007140000463300033310001229900026170007666000500041200009600029600012200011100052700034100026 id="xdx_804_eus-gaap--OrganizationConsolidationAndPresentationOfFinancialStatementsDisclosureTextBlock_zvWhnJPpXfAc" style="font: 10pt Times New Roman, Times, Serif; text-transform: uppercase; margin-top: 0pt; margin-bottom: 0pt">1. ORGANIZATION AND BUSINESS   CareCloud, Inc., (together with its consolidated subsidiaries, “CareCloud,” the “Company,” “we,” “us” and/or “our”) is a leading provider of technology-enabled services and solutions that redefine the healthcare revenue cycle. We provide technology-enabled revenue cycle management and a full suite of proprietary cloud-based solutions to healthcare providers, from small practices to enterprise medical groups, hospitals, and health systems throughout the United States. Healthcare organizations today operate in highly complex and regulated environments. Our suite of technology-enabled solutions helps our clients increase financial and operational performance, streamline clinical workflows, and improve the patient experience.   Our portfolio of proprietary software and business services includes: technology-enabled business solutions that maximize revenue cycle management and create efficiencies through platform agnostic AI-driven applications; cloud-based software that helps providers manage their practice and patient engagement while leveraging analytics to improve provider performance; digital health services to address value-based care and enable the delivery of remote patient care; healthcare IT professional services & staffing to address physician burnout, staffing shortages and leverage consulting expertise to transition into the next generation of healthcare; and, medical practice management services to assist medical providers with operating models and the tools needed to run their practice. Our high-value business services, such as revenue cycle management, are often paired with our cloud-based software, premiere healthcare consulting and implementation services, and on-demand workforce staffing capabilities for high-performance medical groups and health systems nationwide.   CareCloud has its corporate office in Somerset, New Jersey and maintains client support teams throughout the U.S., and offshore offices in Pakistan and Azad Jammu and Kashmir, a region administered by Pakistan (the “Pakistan Offices”), and in Sri Lanka. Effective February 1, 2024, MTBC Acquisition Corp. (“MAC”) and its wholly owned subsidiary were merged into CareCloud, Inc. (“CCI”). There was no financial or operational impact as a result of the merger.   <p id="xdx_800_eus-gaap--BasisOfPresentationAndSignificantAccountingPoliciesTextBlock_zJOJttGwT9Kh" style="font: 10pt Times New Roman, Times, Serif; text-transform: uppercase; margin-top: 0pt; margin-bottom: 0pt">2. BASIS OF PRESENTATION AND SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES   The accompanying unaudited condensed consolidated financial statements have been prepared in accordance with accounting principles generally accepted in the United States of America (“GAAP”) for interim financial reporting and as required by Regulation S-X, Rule 8-03. Accordingly, they do not include all of the information and notes required by GAAP for complete financial statements. In the opinion of the Company’s management, the accompanying unaudited condensed consolidated financial statements contain all adjustments (consisting of items of a normal and recurring nature) necessary to present fairly the Company’s financial position as of June 30, 2024, the results of operations for the three and six months ended June 30, 2024 and 2023 and cash flows for the six months ended June 30, 2024 and 2023. When preparing financial statements in conformity with GAAP, the Company must make estimates and assumptions that affect the reported amounts of assets and liabilities, disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results could differ significantly from those estimates. The condensed consolidated financial statements include the accounts of the Company and its wholly owned subsidiaries. All intercompany balances and transactions have been eliminated in consolidation.   The accompanying unaudited condensed consolidated financial statements and notes thereto should be read in conjunction with the audited consolidated financial statements for the year ended December 31, 2023, which are included in the Company’s Annual Report on Form 10-K, filed with the SEC on March 21, 2024.   Liquidity and Going Concern — Primarily due to a decline in revenue associated with our Healthcare IT segment and a goodwill impairment of $42.0 million for the year ended December 31, 2023, the Company generated a net loss of $48.7 million and had a net decrease in cash of $<span id="xdx_90E_eus-gaap--CashCashEquivalentsRestrictedCashAndRestrictedCashEquivalentsPeriodIncreaseDecreaseIncludingExchangeRateEffect_pn5n6_di_c20230101__20231231_zWkIaL0UfF57" title="Net decrease in cash">9.0 million compared to December 31, 2022. For the three and six months ended June 30, 2024, the Company had net income of $1.7 million and $1.4 million, respectively. At December 31, 2023, the Company had negative working capital of $57,000 and cash of $3.3 million. At June 30, 2024, the Company had positive working capital of $674,000 and cash of $2.6 million. Absent any other action, the Company may have required additional liquidity to continue its operations over the next 12 months.   However, management has considered its plans to continue the Company as a going concern and believes substantial doubt is alleviated by focusing on cost-control. As discussed in Note 9, the Company approved a restructuring plan to reduce headcount and operating costs and generate positive cash flow. In addition, the Company has suspended the dividend on the Company’s Preferred Stock, which saves approximately $1.3 million of cash each month. The dividend will continue to accumulate in arrears each month since it is cumulative, but would not be a legal obligation until the dividend is reinstated. The dividend will not be recorded as a liability until it is declared by the Board of Directors. The Company projects that this restructuring plan, which was implemented in 2023 and will be completed by the end of 2024, will reduce expenses, thereby reducing ongoing liquidity needs to enable continuation of operations and compliance with the debt covenants for the foreseeable future. Although there are no guarantees that the Company will be successful, it believes such initiatives will enable it to continue as a going concern through at least the next twelve months.   Significant Accounting Policies — During the six months ended June 30, 2024, there were no changes to the

Company's significant accounting policies from its disclosures in the Annual Report on Form 10-K for the year ended December 31, 2023, filed with the SEC on March 21, 2024.   Recent Accounting Pronouncements — From time to time, new accounting pronouncements are issued by the Financial Accounting Standards Board ("FASB") and are adopted by us as of the specified effective date. Unless otherwise discussed, we believe that the impact of recently adopted and recently issued accounting pronouncements will not have a material impact on our condensed consolidated financial position, results of operations and cash flows.   In June 2016, the FASB issued ASU 2016-13, Financial Instruments – Credit Losses: Measurement of Credit Losses on Financial Instruments. The guidance in Accounting Standards Update ("ASU") 2016-13 replaces the incurred loss impairment methodology under current GAAP. The new impairment model requires immediate recognition of estimated credit losses expected to occur for most financial assets and certain other instruments. It will apply to all entities. For trade receivables, loans and held-to-maturity debt securities, entities will be required to estimate lifetime expected credit losses. This may result in the earlier recognition of credit losses. In November 2019, the FASB issued ASU No. 2019-10, which delayed this standard's effective date for SEC smaller reporting companies to the fiscal years beginning on or after December 15, 2022. The Company adopted this guidance on January 1, 2023 using a modified retrospective adoption methodology, whereby the cumulative impact of all prior periods is recorded in accumulated deficit or other impacted balance sheet items upon adoption. The impact to the accumulated deficit as of January 1, 2023 was a charge of approximately $186,000 and a corresponding increase to the allowance for expected credit losses.   In March 2023, the FASB issued ASU 2023-01, Leases (Topic 842): Common Control Arrangements – Issue 2. The amendments in this update require that leasehold improvements associated with common control leases be: (1) amortized by the lessee over the useful life of the leasehold improvements to the common control group as long as the lessee controls the use of the underlying asset through a lease and (2) accounted for as a transfer between entities under common control through an adjustment to equity if, and when, the lessee no longer controls the use of the underlying asset. The amendments in this update are effective for fiscal years beginning after December 15, 2023. There was no impact on the condensed consolidated financial statements as a result of this standard.   In October 2023, the FASB issued ASU 2023-06, Disclosure Improvements: Codification Amendments in Response to the SEC's Disclosure Update and Simplification Initiative. This update amends the disclosure or presentation requirements related to various subtopics in the FASB Accounting Standards Codification (the "Codification"). The new guidance is intended to align U.S. GAAP requirements with those of the SEC and to facilitate the application of U.S. GAAP for all entities. The effective date for each amendment will be the date on which the SEC's removal of that related disclosure requirement from Regulation S-X or Regulation S-K becomes effective, with early adoption prohibited. If by June 30, 2027 the SEC has not removed the applicable requirement from Regulation S-X or Regulation S-K, the pending content of the associated amendment will be removed from the Codification and will not become effective.   In November 2023, the FASB issued ASU 2023-07, Segment Reporting (Topic 280), Improvements to Reportable Disclosures. The amendments in this update improve segment disclosure requirements, primarily through enhanced disclosures about significant segment expenses. The amendments are effective for fiscal years beginning after December 15, 2023, and interim periods within fiscal years beginning after December 15, 2024. Early adoption is permitted. The expected impact would only be to the financial statement disclosures.   In December 2023, the FASB issued ASU 2023-09, Income Taxes (Topic 740), Improvements to Income Tax Disclosures. The amendments in this update enhance the transparency and decision usefulness of income tax disclosures primarily related to rate reconciliation and income taxes paid information. The update also includes certain other amendments to improve the effectiveness of income tax disclosures. The amendments are effective for annual periods beginning after December 15, 2024. Early adoption is permitted. The Company does not expect this update to have a material impact on the condensed consolidated financial statements.   In March 2024, the FASB issued ASU 2024-02, Codification Improvements – Amendments to Remove References to the Concepts Statements. This update contains amendments to the Codification that remove references to various FASB Concepts Statements. This Codification updates are for technical corrections such as conforming amendments, clarifications to guidance, simplifications to wording or the structure of guidance and other minor improvements. The resulting amendments are referred to as Codification improvements. The amendments in this update are effective for public business entities for fiscal years beginning after December 15, 2024. Early adoption is permitted. The Company does not expect this update to have a material impact on the condensed consolidated financial statements.
42000000.0-48700000-9000000.017000001400000-57000330000067400026000001300000 Recent Accounting Pronouncements — From time to time, new accounting pronouncements are issued by the Financial Accounting Standards Board ("FASB") and are adopted by us as of the specified effective date. Unless otherwise discussed, we believe that the impact of recently adopted and recently issued accounting pronouncements will not have a material impact on our condensed consolidated financial position, results of operations and cash flows.   In June 2016, the FASB issued ASU 2016-13, Financial Instruments – Credit Losses: Measurement of Credit Losses on Financial Instruments. The guidance in Accounting Standards Update ("ASU") 2016-13 replaces the incurred loss impairment methodology under current GAAP. The new impairment model requires immediate recognition of estimated credit losses expected to occur for most financial assets and certain other instruments. It will apply to all entities. For trade receivables, loans and held-to-maturity debt securities, entities will be required to estimate lifetime expected credit losses. This may result in the earlier recognition of credit losses. In November 2019, the FASB issued ASU No. 2019-10, which delayed this standard's effective date for SEC smaller reporting companies to the fiscal years beginning on or after December 15, 2022. The Company adopted this guidance on January 1, 2023 using a modified retrospective adoption methodology, whereby the cumulative impact of all prior periods is recorded in accumulated deficit or other impacted balance sheet items upon adoption. The impact to the accumulated deficit as of January 1, 2023 was a charge of approximately $186,000 and a corresponding increase to the allowance for expected credit losses.   In March 2023, the FASB issued ASU 2023-01, Leases (Topic 842): Common Control Arrangements – Issue 2. The amendments in this update require that leasehold improvements associated with common control leases be: (1) amortized by the lessee over the useful life of the leasehold improvements to the common control group as long as the lessee controls the use of the underlying asset through a lease and (2) accounted for as a transfer between entities under common control through an adjustment to equity if, and when, the lessee no longer controls the use of the underlying asset. The amendments in this update are effective for fiscal years beginning after December 15, 2023. There was no impact on the condensed consolidated financial statements as a result of this standard.   In October 2023, the FASB issued ASU 2023-06, Disclosure Improvements: Codification Amendments in Response to the SEC's Disclosure Update and Simplification Initiative. This update amends the disclosure or presentation requirements related to various subtopics in the FASB Accounting Standards Codification (the "Codification"). The new guidance is intended to align U.S. GAAP requirements with those of the SEC and to facilitate the application of U.S. GAAP for all entities. The effective date for each amendment will be the date on which the SEC's removal of that related disclosure requirement from Regulation S-X or Regulation S-K becomes effective, with early adoption prohibited. If by June 30, 2027 the SEC has not removed the applicable requirement from Regulation S-X or Regulation S-K, the pending content of the associated amendment will be removed from the Codification and will not become effective.   In November 2023, the FASB issued ASU 2023-07, Segment Reporting (Topic 280), Improvements to Reportable Disclosures. The amendments in this update improve segment disclosure requirements, primarily through enhanced disclosures about significant segment expenses. The amendments are effective for fiscal years beginning after December 15, 2023, and interim periods within fiscal years beginning after December 15, 2024. Early adoption is permitted. The expected impact would only be to the financial statement disclosures.   In December 2023, the FASB issued ASU 2023-09, Income Taxes (Topic 740), Improvements to Income Tax Disclosures. The amendments in this update enhance the transparency and decision usefulness of income tax disclosures primarily related to rate reconciliation and income taxes paid information. The update also includes certain other amendments to improve the effectiveness of income tax disclosures. The amendments are effective for annual periods beginning after December 15, 2024. Early adoption is permitted. The Company does not expect this update to have a material impact on the condensed consolidated financial statements.   In March 2024, the FASB issued ASU 2024-02, Codification Improvements - Amendments to Remove References to the Concepts Statements. This update contains amendments to the Codification that remove references to various FASB Concepts Statements. This Codification updates are for technical corrections such as conforming amendments, clarifications to guidance, simplifications to wording or the structure of guidance and other minor improvements. The resulting amendments are referred to as Codification improvements. The amendments in this update are effective for public business entities for fiscal years beginning after December 15, 2024. Early adoption is permitted. The Company does not expect this update to have a material impact on the condensed consolidated financial statements. 186000<p id="xdx_80F_ecustom--PrepaidExpensesAndOtherCurrentAssetsGoodwillAndIntangibleAssetsNetTextBlock_zCTQQTWjWsHj" style="font: 10pt Times New Roman, Times, Serif; text-transform: uppercase; margin-top: 0pt; margin-bottom: 0pt">3. GOODWILL AND INTANGIBLE ASSETS-NET   Goodwill consists of the excess of the purchase price over the fair value of identifiable net assets of businesses acquired. At June 30, 2024 and December 31, 2023, approximately $90,000 of goodwill was allocated to the Medical Practice Management segment and the balance was allocated to the Healthcare IT segment.   <span style="font-family: Times New Roman, Times,

Serif; font-size: 10pt">The Company tests goodwill for impairment at the reporting unit level annually or more frequently if a change in circumstances or the occurrence of events indicates that potential impairment exists. As a result of a triggering event in December 2023 resulting from the decreased equity market value following the suspension of the Preferred Stock dividend, the Company updated its annual goodwill impairment test that was performed as of October 31, 2023 for the Healthcare IT segment. It was determined that the fair value of the Healthcare IT reporting unit was less than the carrying value at both October 31 and as of the date of the triggering event. Accordingly, impairment charges of approximately $42.0 million were recorded during the fourth quarter of 2023. The conclusion was based upon the value determined using the discounted cash flow method as supported by the guideline company transaction method and the guideline public company method. During the six months ended June 30, 2024, the Company determined that there was no further impact on the valuation of goodwill. </p> <p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0pt 0pt 0; text-align: justify"> </p> <p id="xdx_893_eus-gaap--ScheduleOfGoodwillTextBlock_zKBb02W9G2xh" style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0pt 0pt 0; text-align: justify">The following is the summary of the carrying amount of goodwill for the six months ended June 30, 2024 and the year ended December 31, 2023:</p> <p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0pt 0pt 0; text-align: justify"> SCHEDULE OF CHANGES TO THE CARRYING AMOUNT OF GOODWILL</p> <table cellpadding="0" cellspacing="0" style="font: 10pt Times New Roman, Times, Serif; border-collapse: collapse; width: 80%"> <tr style="vertical-align: bottom"> <td> </td><td style="font-weight: bold"> </td> <td colspan="2" id="xdx_492_20240101__20240630_z2jqDyyAQXsc" style="font-weight: bold; text-align: center">Six Months Ended</td><td style="font-weight: bold"> </td><td style="font-weight: bold"> </td> <td colspan="2" id="xdx_49C_20230101__20231231_zOerFwEVs9Q6" style="font-weight: bold; text-align: center">Year Ended</td><td style="font-weight: bold"> </td></tr> <tr style="vertical-align: bottom"> <td> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="border-bottom: Black 1.5pt solid; font-weight: bold; text-align: center">June 30, 2024</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="border-bottom: Black 1.5pt solid; white-space: nowrap; font-weight: bold; text-align: center">December 31, 2023</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td></tr> <tr style="vertical-align: bottom"> <td> </td><td> </td> <td colspan="6" style="text-align: center">($ in thousands)</td><td> </td></tr> <tr id="xdx_40A_eus-gaap--Goodwill_iS_pn3n3_zfGzvePXDtkk" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="width: 60%; text-align: left">Beginning gross balance</td><td style="width: 2%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 16%; text-align: right">19,186</td><td style="width: 1%; text-align: left"> </td><td style="width: 2%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 16%; text-align: right">61,186</td><td style="width: 1%; text-align: left"> </td></tr> <tr id="xdx_40D_eus-gaap--GoodwillImpairmentLoss_iN_pn3n3_di_zy80wIT7O3U9" style="vertical-align: bottom; background-color: White"> <td style="text-align: left; padding-bottom: 1.5pt">Impairment charges</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">-</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">(42,000</td><td style="padding-bottom: 1.5pt; text-align: left">)</td></tr> <tr id="xdx_40C_eus-gaap--Goodwill_iE_pn3n3_zGukIEr4M4wf" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-bottom: 2.5pt">Ending gross balance</td><td style="padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; text-align: left">$</td><td style="border-bottom: Black 2.5pt double; text-align: right">19,186</td><td style="padding-bottom: 2.5pt; text-align: left"> </td><td style="padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; text-align: left">$</td><td style="border-bottom: Black 2.5pt double; text-align: right">19,186</td><td style="padding-bottom: 2.5pt; text-align: left"> </td></tr> </table>   Intangible assets – net as of June 30, 2024 and December 31, 2023 consist of the following: SCHEDULE OF INTANGIBLE ASSETS <table cellpadding="0" cellspacing="0" style="font: 10pt Times New Roman, Times, Serif; border-collapse: collapse; width: 85%"> <tr style="vertical-align: bottom"> <td> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" id="xdx_49D_20240630_zHElxZVkvTI1" style="border-bottom: Black 1.5pt solid; font-weight: bold; text-align: center">June 30, 2024</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" id="xdx_49B_20231231_z9bRv0QWQeid" style="border-bottom: Black 1.5pt solid; white-space: nowrap; font-weight: bold; text-align: center">December 31, 2023</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td></tr> <tr style="vertical-align: bottom"> <td> </td><td> </td> <td colspan="6" style="text-align: center">($ in thousands)</td><td> </td></tr> <tr id="xdx_405_eus-gaap--FiniteLivedIntangibleAssetsGross_iI_pn3n3_hus-gaap--FiniteLivedIntangibleAssetsByMajorClassAxis__us-gaap--CustomerRelationshipsMember_zD9koV5eBbM" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="width: 60%; text-align: left">Contracts and relationships acquired</td><td style="width: 2%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 16%; text-align: right">47,597</td><td style="width: 1%; text-align: left"> </td><td style="width: 2%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 16%; text-align: right">47,597</td><td style="width: 1%; text-align: left"> </td></tr> <tr id="xdx_404_eus-gaap--FiniteLivedIntangibleAssetsGross_iI_pn3n3_hus-gaap--FiniteLivedIntangibleAssetsByMajorClassAxis__custom--CapitalizedSoftwareMember_zKjWsB4yusS9" style="vertical-align: bottom; background-color: White"> <td style="text-align: left">Capitalized software</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">32,449</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">29,379</td><td style="text-align: left"> </td></tr> <tr id="xdx_40D_eus-gaap--FiniteLivedIntangibleAssetsGross_iI_pn3n3_hus-gaap--FiniteLivedIntangibleAssetsByMajorClassAxis__us-gaap--NoncompeteAgreementsMember_zcP0K0J3BQca" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left">Non-compete agreements</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">1,236</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">1,236</td><td style="text-align: left"> </td></tr> <tr id="xdx_401_eus-gaap--FiniteLivedIntangibleAssetsGross_iI_pn3n3_hus-gaap--FiniteLivedIntangibleAssetsByMajorClassAxis__us-gaap--OtherIntangibleAssetsMember_zzvS833THhL9" style="vertical-align: bottom; background-color: White"> <td style="text-align: left; padding-bottom: 1.5pt">Other intangible assets</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">8,417</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">8,417</td><td style="padding-bottom: 1.5pt; text-align: left"> </td></tr> <tr id="xdx_402_eus-gaap--FiniteLivedIntangibleAssetsGross_iI_pn3n3_maIANEGzLvf_zlhejuAW2Kia" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-left: 10pt; text-align: left">Total intangible assets</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">89,699</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">86,629</td><td style="text-align: left"> </td></tr> <tr id="xdx_403_eus-gaap--FiniteLivedIntangibleAssetsAccumulatedAmortization_iI_pn3n3_msIANEGzLvf_z1yxS5zYhcp" style="vertical-align: bottom; 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text-align: right">21,497</td><td style="padding-bottom: 2.5pt; text-align: left"> </td><td style="padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; text-align: left">$</td><td style="border-bottom: Black 2.5pt double; text-align: right">25,074</td><td style="padding-bottom: 2.5pt; text-align: left"> </td></tr> </table>   Capitalized software represents payroll and development costs incurred for internally developed software. Other intangible assets primarily represent purchased intangibles. Amortization expense was approximately $6.6 million and $5.4 million for the six months ended June 30, 2024 and 2023, respectively. The weighted-average amortization period is three years.</p> <p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0pt 0pt 0; text-align: justify"> </p> <p id="xdx_890_eus-gaap--ScheduleofFiniteLivedIntangibleAssetsFutureAmortizationExpenseTableTextBlock_z1BZHJmdTVYb" style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0pt 0pt 0; text-align: justify">As of June 30, 2024, future amortization is scheduled to be expensed as follows: </p> <p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0pt 0pt 0; text-align: justify"> SCHEDULE OF FINITE-LIVED INTANGIBLE ASSETS, FUTURE AMORTIZATION EXPENSE</p> <table cellpadding="0" cellspacing="0" style="font: 10pt Times New Roman, Times, Serif; border-collapse: collapse; width: 60%"> <tr style="vertical-align: bottom"> <td style="padding-bottom: 1.5pt; font-weight: bold">Years ending December 31,</td><td style="padding-bottom: 1.5pt"> </td> <td colspan="2" id="xdx_49D_20240630_zqFZJDNmXNoj" style="border-bottom: Black 1.5pt solid; text-align: center">($ in thousands)</td><td style="padding-bottom: 1.5pt"> </td></tr> <tr id="xdx_40E_eus-gaap--FiniteLivedIntangibleAssetsAmortizationExpenseRemainderOfFiscalYear_iI_pn3n3_maIANEGzSxe_zQ9gTskgWhZj" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="width: 76%">2024 (six months)</td><td style="width: 2%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 20%; text-align: right">5,517</td><td style="width: 1%; text-align: left"> </td></tr> <tr id="xdx_409_eus-gaap--FiniteLivedIntangibleAssetsAmortizationExpenseNextTwelveMonths_iI_pn3n3_maIANEGzSxe_z4WH3XqqdhZd" style="vertical-align: bottom; background-color: White"> <td style="text-align: left">2025</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">9,405</td><td style="text-align: left"> </td></tr> <tr id="xdx_402_eus-gaap--FiniteLivedIntangibleAssetsAmortizationExpenseYearTwo_iI_pn3n3_maIANEGzSxe_ztyOqTC8wgQk" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left">2026</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">5,024</td><td style="text-align: left"> </td></tr> <tr id="xdx_40D_eus-gaap--FiniteLivedIntangibleAssetsAmortizationExpenseYearThree_iI_pn3n3_maIANEGzSxe_zZb0l8djCcNf" style="vertical-align: bottom; background-color: White"> <td style="text-align: left">2027</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">801</td><td style="text-align: left"> </td></tr> <tr id="xdx_40F_eus-gaap--FiniteLivedIntangibleAssetsAmortizationExpenseYearFour_iI_pn3n3_maIANEGzSxe_zwnUUtZDg5I" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left">2028</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">300</td><td style="text-align: left"> </td></tr> <tr id="xdx_401_eus-gaap--FiniteLivedIntangibleAssetsAmortizationExpenseAfterYearFive_iI_pn3n3_maIANEGzSxe_zHuFCJzzhxlh" style="vertical-align: bottom; background-color: White"> <td style="padding-bottom: 1.5pt">Thereafter</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">450</td><td style="padding-bottom: 1.5pt; text-align: left"> </td></tr> <tr id="xdx_40E_eus-gaap--IntangibleAssetsNetExcludingGoodwill_iTI_pn3n3_mtIANEGzSxe_zvwart30v8R9" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-bottom: 2.5pt">Total</td><td style="padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; text-align: left">$</td><td style="border-bottom: Black 2.5pt double; text-align: right">21,497</td><td style="padding-bottom: 2.5pt; text-align: left"> </td></tr> </table>   9000042000000.0 The following is the summary of the carrying amount of goodwill for the six months ended June 30, 2024 and the year ended December 31, 2023:   SCHEDULE OF CHANGES TO THE CARRYING AMOUNT OF GOODWILL <table cellpadding="0" cellspacing="0" style="font: 10pt Times New Roman, Times, Serif; border-collapse: collapse; width: 80%"> <tr style="vertical-align: bottom"> <td> </td><td style="font-weight: bold"> </td> <td colspan="2" id="xdx_492_20240101__20240630_z2jqDyyAQXsc" style="font-weight: bold; text-align: center">Six Months Ended</td><td style="font-weight: bold"> </td><td style="font-

weight: bold"> </td> <td colspan="2" id="xdx_49C_20230101__20231231_zOerFwEVs9Q6" style="font-weight: bold; text-align: center">Year Ended</td><td style="font-weight: bold"> </td></tr> <tr style="vertical-align: bottom"> <td> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="border-bottom: Black 1.5pt solid; font-weight: bold; text-align: center">June 30, 2024</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="border-bottom: Black 1.5pt solid; white-space: nowrap; font-weight: bold; text-align: center">December 31, 2023</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td></tr> <tr style="vertical-align: bottom"> <td> </td><td> </td> <td colspan="6" style="text-align: center">($ in thousands)</td><td> </td></tr> <tr id="xdx_40A_eus-gaap--Goodwill_iS_pn3n3_zfGzvePXDtkk" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="width: 60%; text-align: left">Beginning gross balance</td><td style="width: 2%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 16%; text-align: right">19,186</td><td style="width: 1%; text-align: left"> </td><td style="width: 2%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 16%; text-align: right">61,186</td><td style="width: 1%; text-align: left"> </td></tr> <tr id="xdx_40D_eus-gaap--GoodwillImpairmentLoss_iN_pn3n3_di_zy80wIT7O3U9" style="vertical-align: bottom; background-color: White"> <td style="text-align: left; padding-bottom: 1.5pt">Impairment charges</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right"></td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">(42,000</td><td style="padding-bottom: 1.5pt; text-align: left">)</td></tr> <tr id="xdx_40C_eus-gaap--Goodwill_iE_pn3n3_zGukIEr4M4wf" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-bottom: 2.5pt">Ending gross balance</td><td style="padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; text-align: left">$</td><td style="border-bottom: Black 2.5pt double; text-align: right">19,186</td><td style="padding-bottom: 2.5pt; text-align: left"> </td><td style="padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; text-align: left">$</td><td style="border-bottom: Black 2.5pt double; text-align: right">19,186</td><td style="padding-bottom: 2.5pt; text-align: left"> </td></tr> </table> 191860006118600042000000191860001918600 0 Intangible assets - net as of June 30, 2024 and December 31, 2023 consist of the following: SCHEDULE OF INTANGIBLE ASSETS <table cellpadding="0" cellspacing="0" style="font: 10pt Times New Roman, Times, Serif; border-collapse: collapse; width: 85%"> <tr style="vertical-align: bottom"> <td> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" id="xdx_49D_20240630_zHElxZVkvTI1" style="border-bottom: Black 1.5pt solid; font-weight: bold; text-align: center">June 30, 2024</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" id="xdx_49B_20231231_z9bRv0QWQeid" style="border-bottom: Black 1.5pt solid; white-space: nowrap; font-weight: bold; text-align: center">December 31, 2023</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td></tr> <tr style="vertical-align: bottom"> <td> </td><td> </td> <td colspan="6" style="text-align: center">($ in thousands)</td><td> </td></tr> <tr id="xdx_405_eus-gaap--FiniteLivedIntangibleAssetsGross_iI_pn3n3_hus-gaap--FiniteLivedIntangibleAssetsByMajorClassAxis__us-gaap--CustomerRelationshipsMember_zD9koV5eBbM" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="width: 60%; text-align: left">Contracts and relationships acquired</td><td style="width: 2%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 16%; text-align: right">47,597</td><td style="width: 1%; text-align: left"> </td><td style="width: 2%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 16%; text-align: right">47,597</td><td style="width: 1%; text-align: left"> </td></tr> <tr id="xdx_404_eus-gaap--FiniteLivedIntangibleAssetsGross_iI_pn3n3_hus-gaap--FiniteLivedIntangibleAssetsByMajorClassAxis__custom--CapitalizedSoftwareMember_zKjWsB4yusS9" style="vertical-align: bottom; background-color: White"> <td style="text-align: left">Capitalized software</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">32,449</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">29,379</td><td style="text-align: left"> </td></tr> <tr id="xdx_40D_eus-gaap--FiniteLivedIntangibleAssetsGross_iI_pn3n3_hus-gaap--FiniteLivedIntangibleAssetsByMajorClassAxis__us-gaap--NoncompeteAgreementsMember_zcP0K0f3BQca" style="vertical-align: bottom; 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background-color: rgb(204,238,255)"> <td style="text-align: left">2028</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">300</td><td style="text-align: left"> </td></tr> <tr id="xdx_401_eus-gaap--FiniteLivedIntangibleAssetsAmortizationExpenseAfterYearFive_iI_pn3n3_maIANEGzSxe_zHuFCJzzhxlh" style="vertical-align: bottom; background-color: White"> <td style="padding-bottom: 1.5pt">Thereafter</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">450</td><td style="padding-bottom: 1.5pt; text-align: left"> </td></tr> <tr id="xdx_40E_eus-gaap--IntangibleAssetsNetExcludingGoodwill_iTI_pn3n3_mtIANEGzSxe_zvwart30v8R9" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-bottom: 2.5pt">Total</td><td style="padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; text-align: left">$</td><td style="border-bottom: Black 2.5pt double; text-align: right">21,497</td><td style="padding-bottom: 2.5pt; text-align: left"> </td></tr> </table> 55170009405000502400008100030000045000021497000 4. NET LOSS PER COMMON SHARE   The following table reconciles the weighted-average shares outstanding for basic and diluted net loss per share for the three and six months ended June 30, 2024 and 2023:   SCHEDULE OF RECONCILIATION OF WEIGHTED-AVERAGE SHARES OUTSTANDING FOR BASIC AND DILUTED NET LOSS PER COMMON SHARE <table cellpadding="0" cellspacing="0" style="font: 10pt Times New Roman, Times, Serif; border-collapse: collapse; width: 100%"> <tr style="display: none; vertical-align: bottom"> <td> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" id="xdx_490_20240401__20240630_zLNk8cfPUnog" style="border-bottom: Black 1.5pt solid; font-weight: bold; text-align: center">2024</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" id="xdx_49F_20230401__20230630_zc2b9Uug7Seb" style="border-bottom: Black 1.5pt solid; font-weight: bold; text-align: center">2023</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" id="xdx_497_20240101__20240630_z1Lpew3IB1rf" style="border-bottom: Black 1.5pt solid; font-weight: bold; text-align: center">2024</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" id="xdx_490_20230101__20230630_zkfCcOEg3dih" style="border-bottom: Black 1.5pt solid; font-weight: bold; text-align: center">2023</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td></tr> <tr style="vertical-align: bottom"> <td> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="6" style="border-bottom: Black 1.5pt solid; font-weight: bold; text-align: center">Three Months Ended June 30,</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="6" style="border-bottom: Black 1.5pt solid; font-weight: bold; text-align: center">Six Months Ended June 30,</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td></tr> <tr style="vertical-align: bottom"> <td> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="border-bottom: Black 1.5pt solid; font-weight: bold; text-align: center">2024</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="border-bottom: Black 1.5pt solid; font-weight: bold; text-align: center">2023</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="border-bottom: Black 1.5pt solid; font-weight: bold; text-align: center">2024</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="border-bottom: Black 1.5pt solid; font-weight: bold; text-align: center">2023</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td></tr> <tr style="vertical-align: bottom"> <td> </td><td> </td> <td colspan="14" style="text-align: center">($ in thousands, except share and per share amounts)</td><td> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left">Basic and Diluted:</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td> </td> <td style="text-align: left"> </td><td> </td> <td> </td> <td style="text-align: left"> </td><td> </td> <td> </td> <td style="text-align: left"> </td><td> </td> <td> </td> <td style="text-align: left"> </td><td> </td> <td> </td> <td style="text-align: left"> </td><td> </td> <td> </td> <td style="text-align: left"> </td></tr> <tr id="xdx_40E_eus-gaap--NetIncomeLossAvailableToCommonStockholdersBasic_pn3n3_zMd9bijg2s45" style="vertical-align: bottom; background-color: White"> <td style="width: 44%; text-align: left;

padding-bottom: 2.5pt">Net loss attributable to common shareholders</td><td style="width: 2%; padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; width: 1%; text-align: left">$</td><td style="border-bottom: Black 2.5pt double; width: 10%; text-align: right">(2,249</td><td style="width: 1%; padding-bottom: 2.5pt; text-align: left">)</td><td style="width: 2%; padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; width: 1%; text-align: left">$</td><td style="border-bottom: Black 2.5pt double; width: 10%; text-align: right">(5,742</td><td style="width: 1%; padding-bottom: 2.5pt; text-align: left">)</td><td style="width: 2%; padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; width: 1%; text-align: left">$</td><td style="border-bottom: Black 2.5pt double; width: 10%; text-align: right">(3,802</td><td style="width: 1%; padding-bottom: 2.5pt; text-align: left">)</td><td style="width: 2%; padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; width: 1%; text-align: left">$</td><td style="border-bottom: Black 2.5pt double; width: 10%; text-align: right">(10,074</td><td style="width: 1%; padding-bottom: 2.5pt; text-align: left">)</td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left; padding-bottom: 2.5pt">Weighted-average common shares used to compute basic and diluted loss per share</td><td style="padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; text-align: left"> </td><td style="border-bottom: Black 2.5pt double; text-align: right">16,132,420</td><td style="padding-bottom: 2.5pt; text-align: left"> </td><td style="padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; text-align: left"> </td><td style="border-bottom: Black 2.5pt double; text-align: right">15,615,760</td><td style="padding-bottom: 2.5pt; text-align: left"> </td><td style="padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; text-align: left"> </td><td style="border-bottom: Black 2.5pt double; text-align: right">16,073,364</td><td style="padding-bottom: 2.5pt; text-align: left"> </td><td style="padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; text-align: left"> </td><td style="border-bottom: Black 2.5pt double; text-align: right">15,518,965</td><td style="padding-bottom: 2.5pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: White"> <td style="text-align: left; padding-bottom: 2.5pt">Net loss attributable to common shareholders per share - basic and diluted</td><td style="padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; text-align: left">$</td><td style="border-bottom: Black 2.5pt double; text-align: right">(0.14</td><td style="padding-bottom: 2.5pt; text-align: left">)</td><td style="padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; text-align: left">$</td><td style="border-bottom: Black 2.5pt double; text-align: right">(0.37</td><td style="padding-bottom: 2.5pt; text-align: left">)</td><td style="padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; text-align: left">$</td><td style="border-bottom: Black 2.5pt double; text-align: right">(0.24</td><td style="padding-bottom: 2.5pt; text-align: left">)</td><td style="padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; text-align: left">$</td><td style="border-bottom: Black 2.5pt double; text-align: right">(0.65</td><td style="padding-bottom: 2.5pt; text-align: left">)</td></tr> </table>   The net loss attributable to common shareholders includes the preferred stock dividend amount earned, but not declared, for the three and six months ended June 30, 2024 of approximately $3.9 million and $5.2 million, respectively. The earned preferred stock dividend for March 2024 was not reflected in the first quarter, but is included in the amount for the six months ended June 30, 2024. (See Note 15). The dividend payable at June 30, 2024 in the condensed consolidated balance sheets represents dividends declared, but not paid, through February 29, 2024.</p> <p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0pt 0pt 0; text-align: justify"> </p> <p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0pt 0pt 0; text-align: justify">At June 30, 2024, the 198,212 unvested equity restricted stock units (“RSUs”) as discussed in Note 12 have been excluded from the above calculations as they were anti-dilutive. All of the warrants previously outstanding expired unexercised in 2023 and are excluded from the above calculations. At June 30, 2023, the 605,689 unvested equity RSUs have been excluded from the above calculations as they were anti-dilutive. Vested RSUs, vested restricted shares and exercised warrants have been included in the above calculations.</p> <p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0pt 0pt 0; text-align: justify"> </p> <p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0pt 0pt 0; text-align: justify"> </p> <p id="xdx_894_eus-gaap--ScheduleOfEarningsPerShareBasicAndDilutedTableTextBlock_zjUb4qyA0voe" style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0pt 0pt 2.25pt; text-align: justify">The following table reconciles the weighted-average shares outstanding for basic and diluted net loss per share for the three and six months ended June 30, 2024 and 2023:</p> <p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0pt 0pt 2.25pt; text-align: justify"> SCHEDULE OF RECONCILIATION OF WEIGHTED-AVERAGE SHARES OUTSTANDING FOR BASIC AND DILUTED NET LOSS PER COMMON SHARE</p> <table cellpadding="0" cellspacing="0" style="font: 10pt Times New Roman, Times, Serif; border-collapse: collapse; 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font-weight: bold; text-align: center">2023</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="border-bottom: Black 1.5pt solid; font-weight: bold; text-align: center">2024</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="border-bottom: Black 1.5pt solid; font-weight: bold; text-align: center">2023</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td></tr> <tr style="vertical-align: bottom"> <td> </td><td> </td> <td colspan="14" style="text-align: center">($ in thousands, except share and per share amounts)</td><td> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left">Basic and Diluted:</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td></tr> <tr id="xdx_40E_eus-gaap--NetIncomeLossAvailableToCommonStockholdersBasic_pn3n3_zMd9bijg2s45" style="vertical-align: bottom; background-color: White"> <td style="width: 44%; text-align: left; padding-bottom: 2.5pt">Net loss attributable to common shareholders</td><td style="width: 2%; padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; width: 1%; text-align: left">$</td><td style="border-bottom: Black 2.5pt double; width: 10%; text-align: right">(2,249</td><td style="width: 1%; padding-bottom: 2.5pt; text-align: left">)</td><td style="width: 2%; padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; width: 1%; text-align: left">$</td><td style="border-bottom: Black 2.5pt double; width: 10%; text-align: right">(5,742</td><td style="width: 1%; padding-bottom: 2.5pt; text-align: left">)</td><td style="width: 2%; padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; width: 1%; text-align: left">$</td><td style="border-bottom: Black 2.5pt double; width: 10%; text-align: right">(3,802</td><td style="width: 1%; padding-bottom: 2.5pt; text-align: left">)</td><td style="width: 2%; padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; width: 1%; text-align: left">$</td><td style="border-bottom: Black 2.5pt double; width: 10%; text-align: right">(10,074</td><td style="width: 1%; padding-bottom: 2.5pt; text-align: left">)</td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left; padding-bottom: 2.5pt">Weighted-average common shares used to compute basic and diluted loss per share</td><td style="padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; text-align: left"> </td><td style="border-bottom: Black 2.5pt double; text-align: right">16,132,420</td><td style="padding-bottom: 2.5pt; text-align: left"> </td><td style="padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; text-align: left"> </td><td style="border-bottom: Black 2.5pt double; text-align: right">15,615,760</td><td style="padding-bottom: 2.5pt; text-align: left"> </td><td style="padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; 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style="padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; text-align: left">$</td><td style="border-bottom: Black 2.5pt double; text-align: right">(0.14</td><td style="padding-bottom: 2.5pt; text-align: left">)</td><td style="padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; text-align: left">$</td><td style="border-bottom: Black 2.5pt double; text-align: right">(0.37</td><td style="padding-bottom: 2.5pt; text-align: left">)</td><td style="padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; text-align: left">$</td><td style="border-bottom: Black 2.5pt double; text-align: right">(0.24</td><td style="padding-bottom: 2.5pt; text-align: left">)</td><td style="padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; text-align: left">$</td><td style="border-bottom: Black 2.5pt double; text-align: right">(0.65</td><td style="padding-bottom: 2.5pt; text-align: left">)</td></tr> </table> -2249000-5742000-3802000-10074000161324201613242016156157601561576016073364160733641551896515518965-0.14-0.14-0.37-0.37-0.24-0.24-0.65-0.65390000052000001982126056895 5. ACCRUED EXPENSES AND DEBT   Accrued expenses as of June 30, 2024 and December 31, 2023 consist of the following: SCHEDULE OF ACCRUED EXPENSES <table cellpadding="0" cellspacing="0" style="font: 10pt Times New Roman, Times, Serif; border-collapse: collapse; width: 60%"> <tr style="vertical-align: bottom"> <td style="white-space: nowrap"> </td><td style="white-space: nowrap; font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" id="xdx_49E_20240630_zUaLgCn9UE45" style="border-bottom: Black 1.5pt solid; white-space: nowrap; font-weight: bold; text-align: center">June 30, 2024</td><td style="white-space: nowrap; padding-bottom: 1.5pt; font-weight: bold"> </td><td style="white-space: nowrap; font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" id="xdx_495_20231231_z9ZCGQHvRFke" style="border-bottom: Black 1.5pt solid; white-space: nowrap; font-weight: bold; text-align: center">December 31, 2023</td><td style="white-space: nowrap; padding-bottom: 1.5pt; font-weight: bold"> </td></tr> <tr style="vertical-align: bottom"> <td> </td><td> </td><td> </td> <td colspan="6" style="text-align: center">($ in thousands)</td><td> </td></tr> <tr id="xdx_40F_eus-gaap--AccruedLiabilitiesCurrentAndNoncurrent_iI_pn3n3_maALCzSRL_zUXDm1TWEu6i" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="width: 60%; text-align: left">Accrued expenses</td><td style="width: 2%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 16%; text-align: right">4,027</td><td style="width: 1%; text-align: left"> </td><td style="width: 2%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 16%; text-align: right">4,030</td><td style="width: 1%; text-align: left"> </td></tr> <tr id="xdx_404_ecustom--PayableToManagedPractices_iI_pn3n3_maALCzSRL_zyX2o4c2PAca" style="vertical-align: bottom; background-color: White"> <td style="text-align: left">Payable to managed practices</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">2,295</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">593</td><td style="text-align: left"> </td></tr> <tr id="xdx_40C_eus-gaap--TaxesPayableCurrentAndNoncurrent_iI_pn3n3_maALCzSRL_zFt5ByBMpN3k" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left; padding-bottom: 1.5pt">Taxes and other</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">297</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">442</td><td style="padding-bottom: 1.5pt; text-align: left"> </td></tr> <tr id="xdx_403_eus-gaap--AccruedLiabilitiesCurrent_iTI_pn3n3_mtALCzSRL_ziNY0MetfVw7" style="vertical-align: bottom; background-color: White"> <td style="padding-bottom: 2.5pt">Total</td><td style="padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; text-align: left">$</td><td style="border-bottom: Black 2.5pt double; text-align: right">6,619</td><td style="padding-bottom: 2.5pt; text-align: left"> </td><td style="padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; text-align: left">$</td><td style="border-bottom: Black 2.5pt double; text-align: right">5,065</td><td style="padding-bottom: 2.5pt; text-align: left"> </td></tr> </table>   Bank Debt — The Company has a revolving line of credit with Silicon Valley Bank (“SVB”). The Company’s credit facility is a secured revolving line of credit where borrowings are based on a formula of <span id="xdx_90C_ecustom--SecuredRevolvingLineOfCreditPercentage_iI_pid_dp_uPure_c20240630__us-gaap--CreditFacilityAxis__custom--SVBCreditFacilityMember_z0E8AmFkfbt6" title="Secured revolving line of credit percentage">200% of repeatable revenue adjusted by an annualized attrition rate as defined in the credit agreement. During February 2023, the line of credit was increased to $25 million and the term was extended for two additional years maturing on October 31, 2025. The financial covenants were also slightly modified for 2023 and subsequent years. Effective August 31, 2023, the credit facility agreement was amended whereby the interest rate was temporarily increased from the prime rate plus 1.5% to the prime rate plus 2.0% and the requirement for the minimum liquidity ratio was slightly reduced. The amendments expired March 31, 2024 and the credit facility reverted to its previous terms.   As of June 30, 2024 and December 31, 2023, there were $5.0 million and $10 million of borrowings, respectively, under the credit facility. Interest on the revolving line of credit was charged at the prime rate plus 2.0% for the first quarter of 2024, but decreased to the prime rate plus 1.5% on April 1, 2024. There is also a fee of one-half of 1% annually for the unused portion of the credit line. The debt is secured by all of the Company’s domestic assets and 65 % of the shares in its offshore subsidiaries. Future acquisitions are subject to approval by SVB. At June 30, 2024, the unused borrowing base was approximately $10.7 million. Interest expense on the line of credit was approximately $616,000 and $906,000 for the three and six months ended June 30, 2024, respectively. Interest expense on the line of credit was approximately $266,000 and $338,000 for the three and six months ended June 30, 2023, respectively.   In connection with the original SVB debt agreement, the Company paid SVB approximately $50,000 of fees upfront and issued warrants for SVB to purchase <span id="xdx_900_eus-gaap--ClassOfWarrantOrRightNumberOfSecuritiesCalledByWarrantsOrRights_iI_pid_c20240630__us-gaap--TypeOfArrangementAxis__custom--SVBDebtAgreementMember_z1rcOUV6jCJj" title="Warrants to purchase shares">125,000 shares of its common stock, and committed to pay an annual anniversary fee of $50,000 a year. Based on the terms in the original SVB credit agreement, these warrants had a strike price equal to $3.92. They had a five-year exercise window and net exercise rights, and were valued at $<span id="xdx_907_eus-gaap--ClassOfWarrantOrRightExercisePriceOfWarrantsOrRights1_iI_pid_c20240630__us-gaap--TypeOfArrangementAxis__custom--SVBDebtAgreementMember_zFLyb2HECaCa" title="Warrants exercise price">3.12 per warrant. These warrants were exercised during 2022. As a result of the revision in the credit line in the third quarter of 2018, the Company paid approximately $50,000 of fees upfront and issued an additional 28,489 warrants, with a strike price equal to $5.26, a five-year exercise window and net exercise rights. The additional warrants were valued at $3.58 per warrant and expired in September 2023. The credit agreement contains various covenants and conditions governing the revolving line of credit including a current annual fee of $110,000. These covenants include a minimum level of adjusted EBITDA and a minimum liquidity ratio. At June 30, 2024 and December 31, 2023, the Company was in compliance with all covenants.   During March 2023, SVB became a division of First Citizens Bank & Trust Company. The agreements that governed the former SVB

relationship remain in place. As a result, there was no change to the terms of the credit agreement.   The Company maintains cash balances at SVB in excess of the FDIC insurance coverage limits. The Company performs periodic evaluations of the relative credit standing of this financial institution to ensure its credit worthiness. As of June 30, 2024 and December 31, 2023, the Company held cash of approximately $105,000 and $255,000, respectively, in the name of its subsidiaries at banks in Pakistan and Sri Lanka. The banking systems in these countries do not provide deposit insurance coverage. The Company has not experienced any losses on its cash accounts.</p> <p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0pt 0pt 0; text-align: justify"> </p> <p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0pt 0pt 0; text-align: justify"> </p> <p id="xdx_89B_eus-gaap--ScheduleOfAccruedLiabilitiesTableTextBlock_zCt4S5tLuxTa" style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0pt 0pt 0; text-align: justify">Accrued expenses as of June 30, 2024 and December 31, 2023 consist of the following:</p> <p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0pt 0pt 0"> SCHEDULE OF ACCRUED EXPENSES</p> <table cellpadding="0" cellspacing="0" style="font: 10pt Times New Roman, Times, Serif; border-collapse: collapse; width: 60%"> <tr style="vertical-align: bottom"> <td style="white-space: nowrap"> </td><td style="white-space: nowrap; font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" id="xdx_49E_20240630_zUaLgCn9UE45" style="border-bottom: Black 1.5pt solid; white-space: nowrap; font-weight: bold; text-align: center">June 30, 2024</td><td style="white-space: nowrap; padding-bottom: 1.5pt; font-weight: bold"> </td><td style="white-space: nowrap; font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" id="xdx_495_20231231_z9ZCGQHvRFke" style="border-bottom: Black 1.5pt solid; white-space: nowrap; font-weight: bold; text-align: center">December 31, 2023</td><td style="white-space: nowrap; padding-bottom: 1.5pt; font-weight: bold"> </td></tr> <tr style="vertical-align: bottom"> <td> </td><td> </td> <td colspan="6" style="text-align: center">($ in thousands)</td><td> </td></tr> <tr id="xdx_40F_eus-gaap--AccruedLiabilitiesCurrentAndNoncurrent_iI_pn3n3_maALCzSRL_zUXDm1TWEu6i" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="width: 60%; text-align: left">Accrued expenses</td><td style="width: 2%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 16%; text-align: right">4,027</td><td style="width: 1%; text-align: left"> </td><td style="width: 2%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 16%; text-align: right">4,030</td><td style="width: 1%; text-align: left"> </td></tr> <tr id="xdx_404_ecustom--PayableToManagedPractices_iI_pn3n3_maALCzSRL_zyX2o4c2PAca" style="vertical-align: bottom; background-color: White"> <td style="text-align: left">Payable to managed practices</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">2,295</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">593</td><td style="text-align: left"> </td></tr> <tr id="xdx_40C_eus-gaap--TaxesPayableCurrentAndNoncurrent_iI_pn3n3_maALCzSRL_zFt5ByBMpN3k" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left; padding-bottom: 1.5pt">Taxes and other</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">297</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">442</td><td style="padding-bottom: 1.5pt; text-align: left"> </td></tr> <tr id="xdx_403_eus-gaap--AccruedLiabilitiesCurrent_iTI_pn3n3_mtALCzSRL_ziNY0MetfVw7" style="vertical-align: bottom; background-color: White"> <td style="padding-bottom: 2.5pt">Total</td><td style="padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; text-align: left">$</td><td style="border-bottom: Black 2.5pt double; text-align: right">6,619</td><td style="padding-bottom: 2.5pt; text-align: left"> </td><td style="padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; text-align: left">$</td><td style="border-bottom: Black 2.5pt double; text-align: right">5,065</td><td style="padding-bottom: 2.5pt; text-align: left"> </td></tr> </table> 40270004030000229500059300029700044200066190005065000225000000.0150.0202024-03-315000000.0100000000.0200.015There is also a fee of one-half of 1% annually for the unused portion of the credit line.0.651070000061600090600026600033800050000125000500003.923.1250000284895.263.581100001050002550000 6. LEASES   We determine if an arrangement is a lease at inception. We have operating leases for office and temporary living space as well as for some office equipment. Operating leases are included in operating lease right-of-use (“ROU”) assets, current operating lease liability and non-current operating lease liability in our condensed consolidated balance sheets as of June 30, 2024 and December 31, 2023. The Company does not have any finance leases.   As most of our leases do not provide an implicit rate, we use our estimated incremental borrowing rates, which are derived from information available at the lease commencement date, in determining the present value of lease payments. We give consideration to our bank financing arrangements, geographical location and collateralization of assets when calculating our incremental borrowing rates. We review our incremental borrowing rate on a quarterly basis.   Our lease terms include options to extend the lease when we believe that we may want the right to exercise that option. Leases with a term of less than 12 months are not recorded in the condensed consolidated balance sheets. Our lease agreements do not contain any residual value guarantees. For real estate leases, we account for the lease and non-lease components as a single lease component. Some leases include escalation clauses and termination options that are factored in the determination of the lease payments when appropriate.   If a lease is modified after the effective date, the operating lease ROU asset and liability are re-measured using the current incremental borrowing rate. During the three and six months ended June 30, 2023, there were approximately $11,000 and $163,000, respectively, of unoccupied lease charges for two of the Company’s facilities. There were no unoccupied lease charges for the six months ended June 30, 2024.   During the six months ended June 30, 2023, the Miami office lease that we assumed in connection with an acquisition ended, and we entered into a new lease arrangement with the landlord for significantly less office space. Charges of approximately $71,000 were incurred during the six months ended June 30, 2023 as a result of vacating the former premises. During the year ended December 31, 2022, a facility lease was terminated in conjunction with the Company ceasing its document storage services. This termination resulted in additional costs for the three and six months ended June 30, 2023 of approximately $115,000 and $161,000, respectively. In addition, during the three months ended June 30, 2023, the Company paid approximately $27,000 to settle a claim regarding a lease termination in India. These amounts are included in net loss on lease terminations, unoccupied lease charges and restructuring costs in the condensed consolidated statements of operations.</p> <p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0pt 0pt 0; text-align: justify"> </p> <p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0pt 0pt 0; text-align: justify">Lease expense is included in direct operating costs, general and administrative expense, selling and marketing expense and research and development expense in the condensed consolidated statements of operations based on the nature of the expense. Our lease terms are determined taking into account lease renewal options, the Company’s anticipated operating plans and leases that are on a month-to-month basis. The Company also has some related party leases – see Note 8.</p> <p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0pt 0pt 0; text-align: justify"> </p> <p id="xdx_89A_eus-gaap--LeaseCostTableTextBlock_z26k0JcBgBIk" style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0pt 0pt 0; text-align: justify">The components of lease expense were as follows:</p> <p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0pt 0pt 0; text-align: justify"> SCHEDULE OF LEASE EXPENSE</p> <table cellpadding="0" cellspacing="0" style="font: 10pt Times New Roman, Times, Serif; border-collapse: collapse; width: 90%"> <tr style="display: none; vertical-align: bottom"> <td> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" id="xdx_495_20240401__20240630_zcJJFQJ3OQKf" style="border-bottom: Black 1.5pt solid; font-weight: bold; text-align: center">2024</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" id="xdx_49A_20230401__20230630_z6Dspgny5zfl" style="border-bottom: Black 1.5pt solid; font-weight: bold; text-align: center">2023</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" id="xdx_498_20240101__20240630_zbudyQSl45il" style="border-bottom: Black 1.5pt solid; font-weight: bold; text-align: center">2024</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" id="xdx_490_20230101__20230630_z6Ymzcn15vMf" style="border-bottom: Black 1.5pt solid; font-weight: bold; text-align: center">2023</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td></tr> <tr style="vertical-align: bottom"> <td> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="6" style="border-bottom: Black 1.5pt solid; font-weight: bold; text-align: center">Three Months Ended June 30,</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="6" style="border-bottom: Black 1.5pt solid; font-weight: bold; text-align: center">Six Months Ended June 30,</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td></tr> <tr style="vertical-align: bottom"> <td> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="border-bottom: Black 1.5pt solid; font-weight: bold; text-align: center">2024</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="border-bottom: Black 1.5pt solid; font-weight: bold; text-align: center">2023</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="border-bottom: Black 1.5pt solid; font-weight: bold; text-align: center">2024</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="border-bottom: Black 1.5pt solid; font-weight: bold; text-align: center">2023</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td></tr> <tr style="vertical-align: bottom"> <td> </td><td> </td> <td colspan="14" style="text-align: center">($ in thousands)</td><td> </td></tr> <tr id="xdx_402_eus-gaap--OperatingLeaseCost_pn3n3_maLCzr6k_zE01dvCG48C3" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="width: 44%; text-align: left">Operating lease cost</td><td style="width: 2%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 10%; text-align: right">620</td><td style="width: 1%; text-align: left"> </td><td style="width: 2%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 10%; text-align: right">598</td><td style="width: 1%; text-align: left"> </td><td style="width: 2%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 10%; text-align: right">1,257</td><td style="width: 1%; text-align: left"> </td><td style="width: 2%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 10%; text-align: right">1,399</td><td style="width: 1%; text-align: left"> </td></tr> <tr id="xdx_40E_eus-gaap--ShortTermLeaseCost_pn3n3_maLCzr6k_zFf86uFb4au6" style="vertical-align: bottom; background-color: White"> <td style="text-align: left">Short-term lease cost</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">-</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">-</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">4</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td

style="text-align: right">-</td><td style="text-align: left"> </td></tr> <tr id="xdx_40F_eus-gaap--VariableLeaseCost_pn3n3_maLCzr6k_zNPYKKK6r77a" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left; padding-bottom: 1.5pt">Variable lease cost</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">7</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">14</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">12</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">19</td><td style="padding-bottom: 1.5pt; text-align: left"> </td></tr> <tr id="xdx_40E_eus-gaap--LeaseCost_iT_pn3n3_mtLCzr6k_zfi0jsaVffCa" style="vertical-align: bottom; background-color: White"> <td style="text-align: left; padding-bottom: 2.5pt">Total - net lease cost</td><td style="padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; text-align: left">$</td><td style="border-bottom: Black 2.5pt double; text-align: right">627</td><td style="padding-bottom: 2.5pt; text-align: left"> </td><td style="padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; text-align: left">$</td><td style="border-bottom: Black 2.5pt double; text-align: right">612</td><td style="padding-bottom: 2.5pt; text-align: left"> </td><td style="padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; text-align: left">$</td><td style="border-bottom: Black 2.5pt double; text-align: right">1,273</td><td style="padding-bottom: 2.5pt; text-align: left"> </td><td style="padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; text-align: left">$</td><td style="border-bottom: Black 2.5pt double; text-align: right">1,418</td><td style="padding-bottom: 2.5pt; text-align: left"> </td></tr> </table>   Short-term lease cost represents leases that were not capitalized as the lease term as of the later of January 1, 2024 or the beginning of the lease was less than 12 months. Variable lease costs include utilities, real estate taxes and common area maintenance costs.   <p id="xdx_89F_ecustom--ScheduleOfSupplementalBalanceSheetInformationRelatedToLeasesTableTextBlock_zmTvzZ0L7rPd" style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0pt 0pt 0; text-align: justify">Supplemental balance sheet information related to leases is as follows: SCHEDULE OF SUPPLEMENTAL BALANCE SHEET INFORMATION RELATED TO LEASES <table cellpadding="0" cellspacing="0" style="font: 10pt Times New Roman, Times, Serif; border-collapse: collapse; width: 90%"> <tr style="vertical-align: bottom"> <td style="font-weight: bold; font-style: italic"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" id="xdx_49E_20240630_zFWDvxmZPWCk" style="border-bottom: Black 1.5pt solid; font-weight: bold; text-align: center">June 30, 2024</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" id="xdx_493_20231231_z1htvdQkAqc" style="border-bottom: Black 1.5pt solid; white-space: nowrap; font-weight: bold; text-align: center">December 31, 2023</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td></tr> <tr style="vertical-align: bottom"> <td> </td><td> </td><td colspan="6" style="text-align: center">($ in thousands)</td><td> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left">Operating leases:</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td></tr> <tr id="xdx_403_eus-gaap--OperatingLeaseRightOfUseAsset_iI_pn3n3_zUZMkBmpLexl" style="vertical-align: bottom; background-color: White"> <td style="padding-left: 10pt; width: 60%; text-align: left">Operating lease ROU assets, net</td><td style="width: 2%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 16%; text-align: right">3,732</td><td style="width: 1%; text-align: left"> </td><td style="width: 2%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 16%; text-align: right">4,365</td><td style="width: 1%; text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td> </td><td> </td> <td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td></tr> <tr id="xdx_40A_eus-gaap--OperatingLeaseLiabilityCurrent_iI_pn3n3_maOLLzF46_z8YgYAwACXj1" style="vertical-align: bottom; background-color: White"> <td style="padding-left: 10pt; text-align: left">Current operating lease liabilities</td><td> </td> <td style="text-align: left">$</td><td style="text-align: right">1,623</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left">$</td><td style="text-align: right">1,888</td><td style="text-align: left"> </td></tr> <tr id="xdx_404_eus-gaap--OperatingLeaseLiabilityNoncurrent_iI_pn3n3_maOLLzF46_zm82SLJAiEg3" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-left: 10pt; text-align: left; padding-bottom: 1.5pt">Non-current operating lease liabilities</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">2,101</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">2,516</td><td style="padding-bottom: 1.5pt; text-align: left"> </td></tr> <tr id="xdx_401_eus-gaap--OperatingLeaseLiability_iTI_pn3n3_mtOLLzF46_zovP5RtYsxnj" style="vertical-align: bottom; background-color: White"> <td style="padding-left: 20pt; text-align: left; padding-bottom: 2.5pt">Total operating lease liabilities</td><td style="padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; text-align: left">$</td><td style="border-bottom: Black 2.5pt double; text-align: right">3,724</td><td style="padding-bottom: 2.5pt; text-align: left"> </td><td style="padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; text-align: left">$</td><td style="border-bottom: Black 2.5pt double; text-align: right">4,404</td><td style="padding-bottom: 2.5pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td> </td><td> </td> <td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: White"> <td style="text-align: left">Operating leases:</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td></tr> <tr id="xdx_401_ecustom--OperatingLeaseRightOfUseAssetGross_iI_pn3n3_z5zPJ6emw1E5" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-left: 10pt; text-align: left">ROU assets</td><td> </td> <td style="text-align: left">$</td><td style="text-align: right">4,739</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left">$</td><td style="text-align: right">6,571</td><td style="text-align: left"> </td></tr> <tr id="xdx_401_ecustom--AssetLeaseExpense_iI_pn3n3_zumi83goLoib" style="vertical-align: bottom; background-color: White"> <td style="padding-left: 10pt; text-align: left">Asset lease expense</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">(1,008</td><td style="text-align: left">)</td> <td> </td> <td style="text-align: left"> </td><td style="text-align: right">(2,152</td><td style="text-align: left">)</td></tr> <tr id="xdx_403_ecustom--ForeignExchangeGainLoss_iI_pn3n3_zyf2VZYfNeq9" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-left: 10pt; text-align: left; padding-bottom: 1.5pt">Foreign exchange gain/(loss)</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">1</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">(54</td><td style="padding-bottom: 1.5pt; text-align: left">)</td></tr> <tr id="xdx_402_eus-gaap--OperatingLeaseRightOfUseAsset_iI_pn3n3_zgg6hQe1MPR1" style="vertical-align: bottom; background-color: White"> <td style="padding-left: 20pt; text-align: left; padding-bottom: 2.5pt">ROU assets, net</td><td style="padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; text-align: left">$</td><td style="border-bottom: Black 2.5pt double; text-align: right">3,732</td><td style="padding-bottom: 2.5pt; text-align: left"> </td><td style="padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; text-align: left">$</td><td style="border-bottom: Black 2.5pt double; text-align: right">4,365</td><td style="padding-bottom: 2.5pt; text-align: left"> </td></tr> <tr id="xdx_40D_eus-gaap--OperatingLeaseRightOfUseAsset_iI_pn3n3_zBC8XHXILcu6" style="display: none; vertical-align: bottom; background-color: White"> <td style="padding-left: 20pt; text-align: left; padding-bottom: 2.5pt">Operating lease right-of-use assets</td><td style="padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; text-align: left">$</td><td style="border-bottom: Black 2.5pt double; text-align: right">3,732</td><td style="padding-bottom: 2.5pt; text-align: left"> </td><td style="padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; text-align: left">$</td><td style="border-bottom: Black 2.5pt double; text-align: right">4,365</td><td style="padding-bottom: 2.5pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td> </td><td> </td> <td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: White"> <td style="text-align: left">Weighted average remaining lease term (in years):</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-left: 10pt; text-align: left">Operating leases</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">4.6</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">4.5</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: White"> <td>Weighted average discount rate:</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td></tr> <tr id="xdx_404_eus-gaap--OperatingLeaseWeightedAverageDiscountRatePercent_iI_pid_dp_uPure_zqiiExkDZ9aa" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-left: 10pt; text-align: left">Operating leases</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">14.0</td><td style="text-align: left">%</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">13.3</td><td style="text-align: left">%</td></tr> <tr id="xdx_407_eus-gaap--OperatingLeaseWeightedAverageDiscountRatePercent_iI_pid_dp_uPure_zgDVuqWCCbn3" style="display: none; vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-left: 10pt; text-align: left">Operating leases, Weighted average discount rate</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">14.0</td><td style="text-align: left">%</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">13.3</td><td style="text-align: left">%</td></tr> </table>   <p id="xdx_898_ecustom--ScheduleOfSupplementalCashFlowAndOtherInformationRelatedToLeasesTableTextBlock_zwPP1oKCsqcj" style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0pt 0pt 0; text-align: justify">Supplemental cash flow and other information related to leases is as follows: SCHEDULE OF SUPPLEMENTAL CASH FLOW AND OTHER INFORMATION RELATED TO LEASES <table cellpadding="0" cellspacing="0" style="font: 10pt Times New Roman, Times, Serif; border-collapse: collapse; width: 100%"> <tr style="display: none; vertical-align: bottom"> <td> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" id="xdx_49D_20240401__20240630_zifbHrTm29cb" style="border-bottom: Black 1.5pt solid; font-weight: bold; text-align: center">2024</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" id="xdx_494_20230401__20230630_zEK0zcvDKC4d" style="border-bottom: Black 1.5pt solid; font-weight: bold; text-align: center">2023</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" id="xdx_491_20240101__20240630_zgMbjwoLWAQ8" style="border-bottom: Black 1.5pt solid; font-weight: bold; text-align: center">2024</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" id="xdx_49E_20230101__20230630_zur5ZNTXYBb6" style="border-bottom: Black 1.5pt solid; font-weight: bold; text-align: center">2023</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td></tr> <tr style="vertical-align: bottom"> <td> </td><td style="padding-bottom: 1.5pt"> </td> <td colspan="6" style="border-bottom: Black 1.5pt solid; text-align: center"> Three Months Ended June 30, </td><td style="padding-bottom: 1.5pt"> </td><td style="padding-bottom: 1.5pt"> </td> <td colspan="6" style="border-bottom: Black 1.5pt solid; text-align: center"> Six Months Ended June 30, </td><td style="padding-bottom: 1.5pt"> </td></tr> <tr style="vertical-align: bottom"> <td> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="border-bottom: Black 1.5pt solid; font-weight: bold; text-align: center">2024</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="border-bottom: Black 1.5pt solid; font-weight: bold; text-align: center">2023</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="border-bottom: Black 1.5pt solid; font-weight: bold; text-align: center">2024</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="border-bottom: Black 1.5pt solid;

font-weight: bold; text-align: center">2023</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td></tr> <tr style="vertical-align: bottom"> <td> </td><td> </td> <td colspan="14" style="text-align: center">($ in thousands)</td><td> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left">Cash paid for amounts included in the measurement of lease liabilities:</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td> </td> <td style="text-align: right"> </td><td style="text-align: left"> </td></tr> <tr id="xdx_407_eus-gaap--OperatingLeaseLeaseIncomeLeasePayments_pn3n3_zpKLCsGiObfa" style="vertical-align: bottom; background-color: White"> <td style="padding-left: 10pt; width: 44%; text-align: left">Operating cash flows from operating leases</td><td style="width: 2%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 10%; text-align: right">609</td><td style="width: 1%; text-align: left"> </td><td style="width: 2%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 10%; text-align: right">754</td><td style="width: 1%; text-align: left"> </td><td style="width: 2%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 10%; text-align: right">1,277</td><td style="width: 1%; text-align: left"> </td><td style="width: 2%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 10%; text-align: right">1,661</td><td style="width: 1%; text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: White"> <td style="text-align: left">ROU assets obtained in exchange for lease liabilities:</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td></tr> <tr id="xdx_40E_eus-gaap--RightOfUseAssetObtainedInExchangeForOperatingLeaseLiability_pn3n3_zHV6iy2cCda6" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-left: 10pt; text-align: left">Operating leases, excluding impairments and terminations</td><td> </td> <td style="text-align: left">$</td><td style="text-align: right">125</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left">$</td><td style="text-align: right">433</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left">$</td><td style="text-align: right">374</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left">$</td><td style="text-align: right">720</td><td style="text-align: left"> </td></tr> </table>   Maturities of lease liabilities are as follows: SCHEDULE OF MATURITIES OF LEASE LIABILITIES
<table cellpadding="0" cellspacing="0" style="font: 10pt Times New Roman, Times, Serif; border-collapse: collapse; width: 80%"> <tr style="vertical-align: bottom"> <td style="padding-bottom: 1.5pt; font-weight: bold">Operating leases - Years ending December 31,</td><td style="padding-bottom: 1.5pt"> </td> <td colspan="2" id="xdx_497_20240630_zwlu4JAiHkL" style="border-bottom: Black 1.5pt solid; text-align: center">($ in thousands)</td><td style="padding-bottom: 1.5pt"> </td></tr> <tr id="xdx_400_eus-gaap--LesseeOperatingLeaseLiabilityPaymentsRemainderOfFiscalYear_iI_pn3n3_maLOLLPzhRl_maLOLLPz5mO_zosdLvkDGyek" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="width: 80%">2024 (six months)</td><td style="width: 2%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 16%; text-align: right">1,189</td><td style="width: 1%; text-align: left"> </td></tr> <tr id="xdx_40D_eus-gaap--LesseeOperatingLeaseLiabilityPaymentsDueNextTwelveMonths_iI_pn3n3_maLOLLPzhRl_maLOLLPz5mO_zC33WaqCHBr9" style="vertical-align: bottom; background-color: White"> <td style="text-align: left">2025</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">1,413</td><td style="text-align: left"> </td></tr> <tr id="xdx_40B_eus-gaap--LesseeOperatingLeaseLiabilityPaymentsDueYearTwo_iI_pn3n3_maLOLLPzhRl_maLOLLPz5mO_zNl98qvhjj2a" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left">2026</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">586</td><td style="text-align: left"> </td></tr> <tr id="xdx_40A_eus-gaap--LesseeOperatingLeaseLiabilityPaymentsDueYearThree_iI_pn3n3_maLOLLPzhRl_maLOLLPz5mO_zk6KYvcBEqR4" style="vertical-align: bottom; background-color: White"> <td style="text-align: left">2027</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">463</td><td style="text-align: left"> </td></tr> <tr id="xdx_405_eus-gaap--LesseeOperatingLeaseLiabilityPaymentsDueYearFour_iI_pn3n3_maLOLLPzhRl_maLOLLPz5mO_zOiWS64EAq2a" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left">2028</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">396</td><td style="text-align: left"> </td></tr> <tr id="xdx_401_eus-gaap--LesseeOperatingLeaseLiabilityPaymentsDueAfterYearFive_iI_pn3n3_maLOLLPzhRl_maLOLLPz5mO_zpMI6SWHecXd" style="vertical-align: bottom; background-color: White"> <td style="padding-bottom: 1.5pt">Thereafter</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">1,433</td><td style="padding-bottom: 1.5pt; text-align: left"> </td></tr> <tr id="xdx_405_eus-gaap--LesseeOperatingLeaseLiabilityPaymentsDue_iTI_pn3n3_mtLOLLPz5mO_z9sxlxAKnlD2" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left; padding-bottom: 2.5pt">Total lease payments</td><td style="padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; text-align: left"> </td><td style="border-bottom: Black 2.5pt double; text-align: right">5,480</td><td style="padding-bottom: 2.5pt; text-align: left"> </td></tr> <tr id="xdx_408_eus-gaap--LesseeOperatingLeaseLiabilityUndiscountedExcessAmount_iNI_pn3n3_di_z5QFxXWWggf8" style="vertical-align: bottom; background-color: White"> <td style="text-align: left; padding-bottom: 1.5pt">Less: imputed interest</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">(1,756</td><td style="padding-bottom: 1.5pt; text-align: left">)</td></tr> <tr id="xdx_400_eus-gaap--OperatingLeaseLiability_iI_pn3n3_maLOLLPzhRl_zHxO0zPeVOv2" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left; padding-bottom: 2.5pt">Total lease obligations</td><td style="padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; text-align: left"> </td><td style="border-bottom: Black 2.5pt double; text-align: right">3,724</td><td style="padding-bottom: 2.5pt; text-align: left"> </td></tr> <tr id="xdx_408_eus-gaap--OperatingLeaseLiabilityCurrent_iI_pn3n3_zG5dxfhg1ln8" style="vertical-align: bottom; background-color: White"> <td style="text-align: left; padding-bottom: 1.5pt">Less: current obligations</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">1,623</td><td style="padding-bottom: 1.5pt; text-align: left"> </td></tr> <tr id="xdx_40B_eus-gaap--OperatingLeaseLiabilityNoncurrent_iI_pn3n3_maLOLLPzhRl_zV0PvQ8G92og" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left; padding-bottom: 2.5pt">Long-term lease obligations</td><td style="padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; text-align: left">$</td><td style="border-bottom: Black 2.5pt double; text-align: right">2,101</td><td style="padding-bottom: 2.5pt; text-align: left"> </td></tr> </table>   The Company leases certain apartments which are subleased to others. The sublease agreements are currently on a month-to-month basis and are considered operating leases. For the three and six months ended June 30, 2024, the Company received sublease income of approximately $28,000 and $56,000, respectively. There was no sublease income for the three and six months ended June 30, 2023.   Leases with a term of less than 12 months are not recorded in the condensed consolidated balance sheets.1100016300007100011500016100027000 The components of lease expense were as follows: SCHEDULE OF LEASE EXPENSE
<table cellpadding="0" cellspacing="0" style="font: 10pt Times New Roman, Times, Serif; border-collapse: collapse; width: 90%"> <tr style="display: none; vertical-align: bottom"> <td> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" id="xdx_495_20240401__20240630_zcJJFQJ3OQKf" style="border-bottom: Black 1.5pt solid; font-weight: bold; text-align: center">2024</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" id="xdx_49A_20230401__20230630_z6Dspgny5zfl" style="border-bottom: Black 1.5pt solid; font-weight: bold; text-align: center">2023</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" id="xdx_498_20240101__20240630_zbudyQSl4Sil" style="border-bottom: Black 1.5pt solid; font-weight: bold; text-align: center">2024</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" id="xdx_490_20230101__20230630_z6Ymzcn15vMf" style="border-bottom: Black 1.5pt solid; font-weight: bold; text-align: center">2023</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td></tr> <tr style="vertical-align: bottom"> <td> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="6" style="border-bottom: Black 1.5pt solid; font-weight: bold; text-align: center">Three Months Ended June 30,</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="6" style="border-bottom: Black 1.5pt solid; font-weight: bold; text-align: center">Six Months Ended June 30,</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td></tr> <tr style="vertical-align: bottom"> <td> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="border-bottom: Black 1.5pt solid; font-weight: bold; text-align: center">2024</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="border-bottom: Black 1.5pt solid; font-weight: bold; text-align: center">2023</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="border-bottom: Black 1.5pt solid; font-weight: bold; text-align: center">2024</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="border-bottom: Black 1.5pt solid; font-weight: bold; text-align: center">2023</td></tr> <tr style="vertical-align: bottom"> <td> </td><td> </td> <td colspan="14" style="text-align: center">($ in thousands)</td><td> </td></tr> <tr id="xdx_402_eus-gaap--OperatingLeaseCost_pn3n3_maLCzr6k_zE01dvCG48C3" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="width: 44%; text-align: left">Operating lease cost</td><td style="width: 2%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 10%; text-align: right">620</td><td style="width: 1%; text-align: left"> </td><td style="width: 2%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 10%; text-align: right">598</td><td style="width: 1%; text-align: left"> </td><td style="width: 2%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 10%; text-align: right">1,257</td><td style="width: 1%; text-align: left"> </td><td style="width: 2%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 10%; text-align: right">1,399</td><td style="width: 1%; text-align: left"> </td></tr> <tr id="xdx_40E_eus-gaap--ShortTermLeaseCost_pn3n3_maLCzr6k_zFf86uFb4au6" style="vertical-align: bottom; background-color: White"> <td style="text-align: left">Short-term lease cost</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">-</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">-</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">4</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">-</td><td style="text-align: left"> </td></tr> <tr id="xdx_40F_eus-gaap--VariableLeaseCost_pn3n3_maLCzr6k_zNPYKKK6r77a" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left; padding-bottom: 1.5pt">Variable lease cost</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">7</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">14</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">12</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">19</td><td style="padding-bottom: 1.5pt; text-align: left"> </td></tr> <tr id="xdx_40E_eus-gaap--LeaseCost_iT_pn3n3_mtLCzr6k_zfi0jsaVffCa" style="vertical-align: bottom; background-color: White"> <td style="text-align: left; padding-bottom: 2.5pt">Total - net lease cost</td><td style="padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; text-align: left">$</td><td style="border-bottom: Black 2.5pt double; text-

align: right">627</td><td style="padding-bottom: 2.5pt; text-align: left"> </td><td style="padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; text-align: left">$</td><td style="border-bottom: Black 2.5pt double; text-align: right">612</td><td style="padding-bottom: 2.5pt; text-align: left"> </td><td style="padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; text-align: left">$</td><td style="border-bottom: Black 2.5pt double; text-align: right">1,273</td><td style="padding-bottom: 2.5pt; text-align: left"> </td><td style="padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; text-align: left">$</td><td style="border-bottom: Black 2.5pt double; text-align: right">1,418</td><td style="padding-bottom: 2.5pt; text-align: left"> </td></tr> </table> 6200005980001257000139900040007000140001200019000627000612000127300014180000<p id="xdx_89F_ecustom--ScheduleOfSupplementalBalanceSheetInformationRelatedToLeasesTableTextBlock_zmTvzZ0L7rPd" style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0pt 0pt 0; text-align: justify">Supplemental balance sheet information related to leases is as follows:</p> <p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0pt 0pt 0; text-align: justify"> SCHEDULE OF SUPPLEMENTAL BALANCE SHEET INFORMATION RELATED TO LEASES</p> <table cellpadding="0" cellspacing="0" style="font: 10pt Times New Roman, Times, Serif; border-collapse: collapse; width: 90%"> <tr style="vertical-align: bottom"> <td style="font-weight: bold; font-style: italic"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" id="xdx_49E_20240630_zFWDvxmZPWCk" style="border-bottom: Black 1.5pt solid; font-weight: bold; text-align: center">June 30, 2024</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" id="xdx_493_20231231_z1htvdQkAqc" style="border-bottom: Black 1.5pt solid; white-space: nowrap; font-weight: bold; text-align: center">December 31, 2023</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td></tr> <tr style="vertical-align: bottom"> <td> </td> <td> </td> <td colspan="6" style="text-align: center">($ in thousands)</td><td> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left">Operating leases:</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td></tr> <tr id="xdx_403_eus-gaap--OperatingLeaseRightOfUseAsset_iI_pn3n3_zUZMkBmpLexl" style="vertical-align: bottom; background-color: White"> <td style="padding-left: 10pt; width: 60%; text-align: left">Operating lease ROU assets, net</td><td style="width: 2%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 16%; text-align: right">3,732</td><td style="width: 1%; text-align: left"> </td><td style="width: 2%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 16%; text-align: right">4,365</td><td style="width: 1%; text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td></tr> <tr id="xdx_40A_eus-gaap--OperatingLeaseLiabilityCurrent_iI_pn3n3_maOLLzF46_z8YgYAwACXj1" style="vertical-align: bottom; background-color: White"> <td style="padding-left: 10pt; text-align: left">Current operating lease liabilities</td><td> </td> <td style="text-align: left">$</td><td style="text-align: right">1,623</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left">$</td><td style="text-align: right">1,888</td><td style="text-align: left"> </td></tr> <tr id="xdx_404_eus-gaap--OperatingLeaseLiabilityNoncurrent_iI_pn3n3_maOLLzF46_zm82SLJAiEg3" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-left: 10pt; text-align: left; padding-bottom: 1.5pt">Non-current operating lease liabilities</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">2,101</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">2,516</td><td style="padding-bottom: 1.5pt; text-align: left"> </td></tr> <tr id="xdx_401_eus-gaap--OperatingLeaseLiability_iTI_pn3n3_mtOLLzF46_zovP5RtYsxnj" style="vertical-align: bottom; background-color: White"> <td style="padding-left: 20pt; text-align: left; padding-bottom: 2.5pt">Total operating lease liabilities</td><td style="padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; text-align: left">$</td><td style="border-bottom: Black 2.5pt double; text-align: right">3,724</td><td style="padding-bottom: 2.5pt; text-align: left"> </td><td style="padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; text-align: left">$</td><td style="border-bottom: Black 2.5pt double; text-align: right">4,404</td><td style="padding-bottom: 2.5pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: White"> <td style="text-align: left">Operating leases:</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td></tr> <tr id="xdx_401_ecustom--OperatingLeaseRightOfUseAssetGross_iI_pn3n3_z5zPJ6emw1E5" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-left: 10pt; text-align: left">ROU assets</td><td> </td> <td style="text-align: left">$</td><td style="text-align: right">4,739</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left">$</td><td style="text-align: right">6,571</td><td style="text-align: left"> </td></tr> <tr id="xdx_401_ecustom--AssetLeaseExpense_iI_pn3n3_zumi83goLoib" style="vertical-align: bottom; background-color: White"> <td style="padding-left: 10pt; text-align: left">Asset lease expense</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">(1,008</td><td style="text-align: left">)</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">(2,152</td><td style="text-align: left">)</td></tr> <tr id="xdx_403_ecustom--ForeignExchangeGainLoss_iI_pn3n3_zyf2VZYfNeq9" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-left: 10pt; text-align: left; padding-bottom: 1.5pt">Foreign exchange gain/(loss)</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">1</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">(54</td><td style="padding-bottom: 1.5pt; text-align: left">)</td></tr> <tr id="xdx_402_eus-gaap--OperatingLeaseRightOfUseAsset_iI_pn3n3_zgg6hQe1MPR1" style="vertical-align: bottom; background-color: White"> <td style="padding-left: 20pt; text-align: left; padding-bottom: 2.5pt">ROU assets, net</td><td style="padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; text-align: left">$</td><td style="border-bottom: Black 2.5pt double; text-align: right">3,732</td><td style="padding-bottom: 2.5pt; text-align: left"> </td><td style="padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; text-align: left">$</td><td style="border-bottom: Black 2.5pt double; text-align: right">4,365</td><td style="padding-bottom: 2.5pt; text-align: left"> </td></tr> <tr id="xdx_40D_eus-gaap--OperatingLeaseRightOfUseAsset_iI_pn3n3_zBC0XHXILcu6" style="display: none; vertical-align: bottom; background-color: White"> <td style="padding-left: 20pt; text-align: left; padding-bottom: 2.5pt">Operating lease right-of-use assets</td><td style="padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; text-align: left">$</td><td style="border-bottom: Black 2.5pt double; text-align: right">3,732</td><td style="padding-bottom: 2.5pt; text-align: left"> </td><td style="padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; text-align: left">$</td><td style="border-bottom: Black 2.5pt double; text-align: right">4,365</td><td style="padding-bottom: 2.5pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: White"> <td style="text-align: left">Weighted average remaining lease term (in years):</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-left: 10pt; text-align: left">Operating leases</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">4.6</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">4.5</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: White"> <td>Weighted average discount rate:</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td></tr> <tr id="xdx_404_eus-gaap--OperatingLeaseWeightedAverageDiscountRatePercent_iI_pid_dp_uPure_zqiiExkDZ9aa" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-left: 10pt; text-align: left">Operating leases</td><td> </td> <td style="text-align: right">14.0</td><td style="text-align: left">%</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">13.3</td><td style="text-align: left">%</td></tr> <tr id="xdx_407_eus-gaap--OperatingLeaseWeightedAverageDiscountRatePercent_iI_pid_dp_uPure_zgDVuqWCCbn3" style="display: none; vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-left: 10pt; text-align: left">Operating leases, Weighted average discount rate</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">14.0</td><td style="text-align: left">%</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">13.3</td><td style="text-align: left">%</td></tr> </table> 37320004365000162300018880002101000251600037240004404000473900065710001008000-21520001000-5400037320004365000373200043650000P4Y7M6DP4Y6M0.1400.1330.1400.133<p id="xdx_898_ecustom--ScheduleOfSupplementalCashFlowAndOtherInformationRelatedToLeasesTableTextBlock_zwPP1oKCsqcj" style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0pt 0pt 0; text-align: justify">Supplemental cash flow and other information related to leases is as follows: SCHEDULE OF SUPPLEMENTAL CASH FLOW AND OTHER INFORMATION RELATED TO LEASES <table cellpadding="0" cellspacing="0" style="font: 10pt Times New Roman, Times, Serif; border-collapse: collapse; width: 100%"> <tr style="display: none; vertical-align: bottom"> <td> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" id="xdx_49D_20240401__20240630_zifbHrTm29cb" style="border-bottom: Black 1.5pt solid; font-weight: bold; text-align: center">2024</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" id="xdx_494_20230401__20230630_zEK0zcvDKC4d" style="border-bottom: Black 1.5pt solid; font-weight: bold; text-align: center">2023</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" id="xdx_491_20240101__20240630_zgMbjwoLWAQ8" style="border-bottom: Black 1.5pt solid; font-weight: bold; text-align: center">2024</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" id="xdx_49E_20230101__20230630_zur5ZNTXYBb6" style="border-bottom: Black 1.5pt solid; font-weight: bold; text-align: center">2023</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td></tr> <tr style="vertical-align: bottom"> <td> </td><td style="padding-bottom: 1.5pt"> </td> <td colspan="6" style="border-bottom: Black 1.5pt solid; text-align: center"> Three Months Ended June 30, </td><td style="padding-bottom: 1.5pt"> </td><td style="padding-bottom: 1.5pt"> </td> <td colspan="6" style="border-bottom: Black 1.5pt solid; text-align: center"> Six Months Ended June 30, </td><td style="padding-bottom: 1.5pt"> </td></tr> <tr style="vertical-align: bottom"> <td> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="border-bottom: Black 1.5pt solid; font-weight: bold; text-align: center">2024</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="border-bottom: Black 1.5pt solid; font-weight: bold; text-align: center">2023</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="border-bottom: Black 1.5pt solid; font-weight: bold; text-align: center">2024</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="border-bottom: Black 1.5pt solid; font-weight: bold; text-align: center">2023</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td></tr> <tr style="vertical-align: bottom"> <td> </td><td> </td> <td colspan="14" style="text-align: center">($ in thousands)</td><td> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left">Cash paid for amounts included in the measurement of lease liabilities:</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td></tr> <tr id="xdx_407_eus-gaap--OperatingLeaseLeaseIncomeLeasePayments_pn3n3_zpKLCsGiObfa" style="vertical-align: bottom; background-color: White"> <td style="padding-left: 10pt; width: 44%; text-align: left">Operating cash flows from operating leases</td><td style="width: 2%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 10%; text-align: right">609</td><td style="width: 1%; text-align: left"> </td><td style="width: 2%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 10%; text-align: right">754</td><td style="width: 1%; text-align: left"> </td><td style="width: 2%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 10%; text-align: right">1,277</td><td style="width: 1%; text-align: left"> </td><td style="width: 2%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 10%; text-align: right">1,661</td><td style="width: 1%; text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: White"> <td style="text-align: left">ROU assets obtained in exchange for lease liabilities:</td>

<td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td></tr> <tr id="xdx_40E_eus-gaap--RightOfUseAssetObtainedInExchangeForOperatingLeaseLiability_pn3n3_zHV6iy2cCda6" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-left: 10pt; text-align: left">Operating leases, excluding impairments and terminations</td><td> </td> <td style="text-align: left">$</td><td style="text-align: right">125</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left">$</td><td style="text-align: right">433</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left">$</td><td style="text-align: right">374</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left">$</td><td style="text-align: right">720</td><td style="text-align: left"> </td></tr> </table> 609000754000127700016610001250004330003740007200000 Maturities of lease liabilities are as follows: SCHEDULE OF MATURITIES OF LEASE LIABILITIES <table cellpadding="0" cellspacing="0" style="font: 10pt Times New Roman, Times, Serif; border-collapse: collapse; width: 80%"> <tr style="vertical-align: bottom"> <td style="padding-bottom: 1.5pt; font-weight: bold">Operating leases - Years ending December 31,</td><td style="padding-bottom: 1.5pt"> </td> <td colspan="2" id="xdx_497_20240630_zwIu4JAiHkL" style="border-bottom: Black 1.5pt solid; text-align: center">($ in thousands)</td><td style="padding-bottom: 1.5pt"> </td></tr> <tr id="xdx_400_eus-gaap--LesseeOperatingLeaseLiabilityPaymentsRemainderOfFiscalYear_iI_pn3n3_maLOLLPzhRl_maLOLLPz5mO_zosdLvkDGyek" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="width: 80%">2024 (six months)</td><td style="width: 2%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 16%; text-align: right">1,189</td><td style="width: 1%; text-align: left"> </td></tr> <tr id="xdx_40D_eus-gaap--LesseeOperatingLeaseLiabilityPaymentsDueNextTwelveMonths_iI_pn3n3_maLOLLPzhRl_maLOLLPz5mO_zC33WaqCHBr9" style="vertical-align: bottom; background-color: White"> <td style="text-align: left">2025</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">1,413</td><td style="text-align: left"> </td></tr> <tr id="xdx_40B_eus-gaap--LesseeOperatingLeaseLiabilityPaymentsDueYearTwo_iI_pn3n3_maLOLLPzhRl_maLOLLPz5mO_zNl98qvhjj2a" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left">2026</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">586</td><td style="text-align: left"> </td></tr> <tr id="xdx_40A_eus-gaap--LesseeOperatingLeaseLiabilityPaymentsDueYearThree_iI_pn3n3_maLOLLPzhRl_maLOLLPz5mO_zk6KYvcBEqR4" style="vertical-align: bottom; background-color: White"> <td style="text-align: left">2027</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">463</td><td style="text-align: left"> </td></tr> <tr id="xdx_405_eus-gaap--LesseeOperatingLeaseLiabilityPaymentsDueYearFour_iI_pn3n3_maLOLLPzhRl_maLOLLPz5mO_zOiWS64EAq2a" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left">2028</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">396</td><td style="text-align: left"> </td></tr> <tr id="xdx_401_eus-gaap--LesseeOperatingLeaseLiabilityPaymentsDueAfterYearFive_iI_pn3n3_maLOLLPzhRl_maLOLLPz5mO_zpMI6SWHecXd" style="vertical-align: bottom; background-color: White"> <td style="padding-bottom: 1.5pt">Thereafter</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">1,433</td><td style="padding-bottom: 1.5pt; text-align: left"> </td></tr> <tr id="xdx_405_eus-gaap--LesseeOperatingLeaseLiabilityPaymentsDue_iTI_pn3n3_mtLOLLPz5mO_z9sxlxAKnlD2" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left; padding-bottom: 2.5pt">Total lease payments</td><td style="padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; text-align: left"> </td><td style="border-bottom: Black 2.5pt double; text-align: right">5,480</td><td style="padding-bottom: 2.5pt; text-align: left"> </td></tr> <tr id="xdx_408_eus-gaap--LesseeOperatingLeaseLiabilityUndiscountedExcessAmount_iNI_pn3n3_di_z5QFxXWWggf8" style="vertical-align: bottom; background-color: White"> <td style="text-align: left; padding-bottom: 1.5pt">Less: imputed interest</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">(1,756</td><td style="padding-bottom: 1.5pt; text-align: left">)</td></tr> <tr id="xdx_400_eus-gaap--OperatingLeaseLiability_iI_pn3n3_maLOLLPzhRl_zHxO0zPeVOv2" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left; padding-bottom: 2.5pt">Total lease obligations</td><td style="padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; text-align: left"> </td><td style="border-bottom: Black 2.5pt double; text-align: right">3,724</td><td style="padding-bottom: 2.5pt; text-align: left"> </td></tr> <tr id="xdx_408_eus-gaap--OperatingLeaseLiabilityCurrent_iI_pn3n3_zG5dxfhg1ln8" style="vertical-align: bottom; background-color: White"> <td style="text-align: left; padding-bottom: 1.5pt">Less: current obligations</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">1,623</td><td style="padding-bottom: 1.5pt; text-align: left"> </td></tr> <tr id="xdx_40B_eus-gaap--OperatingLeaseLiabilityNoncurrent_iI_pn3n3_maLOLLPzhRl_zV0PvQ8G92og" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left; padding-bottom: 2.5pt">Long-term lease obligations</td><td style="padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; text-align: left">$</td><td style="border-bottom: Black 2.5pt double; text-align: right">2,101</td><td style="padding-bottom: 2.5pt; text-align: left"> </td></tr> </table> 11890001413000586000463000396000143300054800001756000372400016230002101000280005600000 7. COMMITMENTS AND CONTINGENCIES   Legal Proceedings — On December 22, 2023, an arbitrator rendered a decision in favor of Ramapo Anesthesiologists, PC (“Ramapo”) and granted in part and denied in part certain claims brought against Origin Healthcare Solutions, LLC, Meridian Medical Management, Inc.; and the Company for alleged breach of contract and other allegations. Ramapo was awarded mitigation related costs of $<span id="xdx_90D_eus-gaap--LitigationSettlementAmountAwardedToOtherParty_pn3d_c20231222__20231222__us-gaap--RelatedPartyTransactionsByRelatedPartyAxis__custom--RamapoAnesthesiologistsPCMember_zPPWUzGKJvG6" title="Mitigation related costs">117,000. The payment for this award was made during the first quarter of 2024. The Company’s portion of the settlement was approximately $<span id="xdx_900_eus-gaap--LossContingencyAccrualAtCarryingValue_iI_pn3d_c20231222__us-gaap--RelatedPartyTransactionsByRelatedPartyAxis__custom--RamapoAnesthesiologistsPCMember__us-gaap--BalanceSheetLocationAxis__custom--AccruedExpensesMember_ztcWRdlX8T9c" title="Mitigation settlement payable">32,000 and the insurance company paid the balance. The Company’s portion was recorded in accrued expenses at December 31, 2023 in the condensed consolidated balance sheet.   A former customer filed a complaint against the Company in New Jersey State Court to recover damages claimed to have been caused by the mishandling of their account. In March 2021, the parties engaged in mediation, which did not result in a resolution of the matter. Plaintiff alleged at least approximately $750,000 in damages which was disputed by the Company. The parties participated in a one-day court-ordered, non-binding arbitration. At that time, the arbitrator awarded Plaintiff $288,750 on its contract claims, and awarded the Company $21,698 on its cross-claim for unpaid fees. Plaintiff filed to reject this award. The Company previously filed a partial motion for summary judgment on the alleged punitive damages, but the court denied that motion finding there is an issue of fact as to whether those can be awarded at trial. The Company filed an offer of judgment for $200,000 during April 2024 which was accepted and paid in July.   In connection with a prior acquisition, the seller has alleged that the Company owed approximately $800,000 in transition related costs to them. The parties agreed to settle the claim for approximately $316,000 which has been accrued in the condensed consolidated balance sheet at June 30, 2024. This is expected to be paid prior to September 30, 2024.   From time to time, we may become involved in other legal proceedings arising in the ordinary course of our business. We are not presently a party to any legal proceedings that, in the opinion of our management, would individually or taken together have a material adverse effect on our business, consolidated results of operations, financial position or cash flows of the Company.   11700032000750000288750216982000008000003160000 8. RELATED PARTIES   The Company had sales to a related party, a physician who is the wife of the Executive Chairman. Revenues from this customer were approximately $34,000 and $31,000 for the three months ended June 30, 2024 and 2023, respectively, and approximately $59,000 and $50,000 for the six months ended June 30, 2024 and 2023. As of both June 30, 2024 and December 31, 2023, the accounts receivable balance due from this customer was approximately $11,000 and $18,000, respectively, and is included in accounts receivable - net in the condensed consolidated balance sheets.   The Company leases its corporate office in New Jersey, temporary housing for its foreign visitors, a storage facility, its backup operations center in Bagh, Pakistan and an apartment for temporary housing in Dubai, the UAE, from the Executive Chairman. The related party rent expense for the three months ended June 30, 2024 and 2023 was approximately $70,000 and $50,000, respectively, and was approximately $140,000 and $102,000 for the six months ended June 30, 2024 and 2023, respectively, and is included in direct operating costs, general and administrative expense, selling and marketing expense and research and development expense in the condensed consolidated statements of operations. During the six months ended June 30, 2024 and 2023, the Company spent approximately $<span id="xdx_90D_eus-gaap--PaymentsForCapitalImprovements_pn3d_c20240101__20240630__us-gaap--RelatedPartyTransactionsByRelatedPartyAxis__custom--

ExecutiveChairmanMember_zRmjgyJSPJUc" title="Operating lease upgradations">250,000 and $<span id="xdx_905_eus-gaap--PaymentsForCapitalImprovements_pn5n6_c20230101__20230630__us-gaap--RelatedPartyTransactionsByRelatedPartyAxis__custom--ExecutiveChairmanMember_zujW063ctPt4" title="Operating lease upgradations">1.1 million, respectively, to upgrade the related party leased facilities. During the year ended December 31, 2023, the Company temporarily advanced the Executive Chairman approximately $<span id="xdx_90B_eus-gaap--RelatedPartyTransactionAmountsOfTransaction_pn3d_c20230101__20231231__us-gaap--RelatedPartyTransactionsByRelatedPartyAxis__custom--ExecutiveChairmanMember_zf8optPa6f4l" title="Payments to related party">330,000 to purchase vacant land surrounding the Bagh facility for the sole use and benefit of the Company in order to expedite the purchase on the Company's behalf as only individuals with citizenship in Kashmir are allowed to purchase land in this region. All advanced amounts were repaid shortly after the advance was made. Current assets-related party in the condensed consolidated balance sheets includes security deposits related to the leases of the Company's corporate offices in the amount of approximately $16,000 as of both June 30, 2024 and December 31, 2023. The Company also leases two facilities used for temporary housing from a management employee for approximately $6,500 per month.   Included in the ROU asset at June 30, 2024 is approximately $<span id="xdx_904_eus-gaap--OperatingLeaseRightOfUseAsset_iI_pn3d_c20240630__us-gaap--RelatedPartyTransactionsByRelatedPartyAxis__us-gaap--RelatedPartyMember_zGWIAcXyGAx7" title="Operating lease, right-of-use asset, net">282,000 applicable to the related party leases. Included in the current and non-current operating lease liability at June 30, 2024 is approximately $<span id="xdx_90B_eus-gaap--OperatingLeaseLiabilityCurrent_iI_pn3d_c20240630__us-gaap--RelatedPartyTransactionsByRelatedPartyAxis__us-gaap--RelatedPartyMember_zDT6ljiab7n9" title="Operating lease liability (current portion)">155,000 and $<span id="xdx_907_eus-gaap--OperatingLeaseLiabilityNoncurrent_iI_pn3d_c20240630__us-gaap--RelatedPartyTransactionsByRelatedPartyAxis__us-gaap--RelatedPartyMember_zat74aMy27Hd" title="Operating lease liability, (non-current portion)">122,000, respectively, applicable to the related party leases.   Included in the ROU asset at December 31, 2023 is approximately $<span id="xdx_904_eus-gaap--OperatingLeaseRightOfUseAsset_iI_pn3d_c20231231__us-gaap--RelatedPartyTransactionsByRelatedPartyAxis__us-gaap--RelatedPartyMember_zeL7YY3CXhX4" title="Operating lease, right-of-use asset, net">331,000 applicable to the related party leases. Included in the current and non-current operating lease liability at December 31, 2023 is approximately $<span id="xdx_90B_eus-gaap--OperatingLeaseLiabilityCurrent_iI_pn3d_c20231231__us-gaap--RelatedPartyTransactionsByRelatedPartyAxis__us-gaap--RelatedPartyMember_z3k7s0cawSih" title="Operating lease liability (current portion)">182,000 and $<span id="xdx_90C_eus-gaap--OperatingLeaseLiabilityNoncurrent_iI_pn3d_c20231231__us-gaap--RelatedPartyTransactionsByRelatedPartyAxis__us-gaap--RelatedPartyMember_zOoKEQLNqY34" title="Operating lease liability, (non-current portion)">142,000, respectively, applicable to the related party leases.   During June 2022, the Company entered into a one-year consulting agreement with an entity owned and controlled by one of its former non-independent directors whereby that director received <span id="xdx_90E_eus-gaap--StockIssuedDuringPeriodSharesIssuedForServices_pid_c20220601__20220630__srt--TitleOfIndividualAxis__custom--FormerNonIndependentDirectorsMember__us-gaap--StatementClassOfStockAxis__us-gaap--SeriesBPreferredStockMember__us-gaap--TypeOfArrangementAxis__custom--ConsultingAgreementMember_zK8MlYDA8Ibl" title="Shares issued for services">10,000 shares of the Company's <span id="xdx_903_eus-gaap--PreferredStockDividendRatePercentage_pid_dp_uPure_c20220601__20220630__us-gaap--StatementClassOfStockAxis__us-gaap--SeriesBPreferredStockMember__srt--TitleOfIndividualAxis__custom--FormerNonIndependentDirectorsMember__us-gaap--TypeOfArrangementAxis__custom--ConsultingAgreementMember_zY2UgCiiTxo1" title="Preferred stock dividend percentage">8.75% Series B Cumulative Redeemable Perpetual Preferred Stock ("Series B Preferred Stock") in exchange for assisting the Company to identify and acquire additional companies, including performing due diligence. In addition, the Company may make additional payments under the agreement for any successful acquisitions by the Company based on the purchase price of the transaction. No such additional payments were made in 2022. During February 2023, the agreement was amended and extended through December 2024 whereby the former director received <span id="xdx_90C_eus-gaap--StockIssuedDuringPeriodSharesIssuedForServices_pid_c20230201__20230228__srt--TitleOfIndividualAxis__custom--FormerNonIndependentDirectorsMember__us-gaap--StatementClassOfStockAxis__us-gaap--SeriesBPreferredStockMember__us-gaap--TypeOfArrangementAxis__custom--ConsultingAgreementMember_zzaVAEuihxqd" title="Stock issued during period shares new issues">14,000 shares of Series B Preferred Stock in February 2023 and received an additional <span id="xdx_901_eus-gaap--StockIssuedDuringPeriodSharesIssuedForServices_pid_c20240101__20240131__srt--TitleOfIndividualAxis__custom--FormerNonIndependentDirectorsMember__us-gaap--StatementClassOfStockAxis__us-gaap--SeriesBPreferredStockMember__us-gaap--TypeOfArrangementAxis__custom--ConsultingAgreementMember_zNjXZLHUlrA3" title="Shares issued for services">14,000 shares in January 2024. All of the payments made were capitalized and are being amortized over the service period. The amortization is recorded as stock compensation in general and administrative expense in the condensed consolidated statement of operations. All such shares of the Series B Preferred Stock are issued in accordance with the Company's Amended and Restated 2014 Equity Incentive Plan. In addition to the extension of the consulting agreement, the amendment provides that any transaction fees due will be offset against the last two above payments before any amounts are due to that former director. Effective February 1, 2024, the Company added an additional Statement of Work ("SOW") to the consulting agreement with the same entity. As compensation for the SOW, the entity will receive $<span id="xdx_902_eus-gaap--EmployeeBenefitsAndShareBasedCompensation_pn3d_c20240201__20240201__srt--TitleOfIndividualAxis__custom--FormerNonIndependentDirectorsMember__us-gaap--TypeOfArrangementAxis__custom--ConsultingAgreementMember_zgEbyDvKMi72" title="Compensation for statement of work per month">25,000 per month. The SOW was cancellable with ten days' notice. The Consulting agreement and SOW, through mutual consent, were terminated as of April 30, 2024. There were no transaction fees paid through that date. Effective May 1, 2024, the former non-independent director became President of the Company.   Effective January 9, 2024, and as amended February 12, 2024, the Company entered into a consulting agreement with an entity owned and controlled by a member of its Board of Directors to provide investor relations services for $<span id="xdx_906_eus-gaap--OtherExpenses_pn3d_c20240212__20240212__srt--TitleOfIndividualAxis__custom--FormerNonIndependentDirectorsMember__us-gaap--TypeOfArrangementAxis__custom--ConsultingAgreementMember_zafkQWMdIpU8">8,000per month and other services as requested by the Company to be paid on an hourly basis. The consulting agreement is cancelable with ten days' notice. For the three and six months ended June 30, 2024, the expense recorded under this agreement was approximately $<span id="xdx_905_ecustom--ConsultingExpenses_pn3d_c20240401__20240630__srt--TitleOfIndividualAxis__custom--FormerNonIndependentDirectorsMember__us-gaap--TypeOfArrangementAxis__custom--ConsultingAgreementMember_zhjnMnW9IJ9l" title="Consulting expenses">32,000 and $<span id="xdx_909_ecustom--ConsultingExpenses_pn3d_c20240101__20240630__srt--TitleOfIndividualAxis__custom--FormerNonIndependentDirectorsMember__us-gaap--TypeOfArrangementAxis__custom--ConsultingAgreementMember_z9D53g1js87a" title="Consulting expenses">55,000, respectively.   During 2020, a New Jersey corporation, talkMD Clinicians, PA ("talkMD"), was formed by the wife of the Executive Chairman, who is a licensed physician, to provide telehealth services. talkMD was determined to be a variable interest entity ("VIE") for financial reporting purposes because the entity will be controlled by the Company. As of June 30, 2024, talkMD had not yet commenced operations. Cumulatively, the Company has paid approximately $6,000 on behalf of talkMD for income taxes.
3400031000590005000011000180007000050000140000102000250000110000033000016000160006500282000155000122000331000182000142000100000.087514000140002
<id="xdx_80C_eus-gaap--RestructuringAndRelatedActivitiesDisclosureTextBlock_zp768Dr1Tdoh" style="font: 10pt Times New Roman, Times, Serif; text-transform: uppercase; margin-top: 0pt; margin-bottom: 0pt">9. RESTRUCTURING COSTS   On October 2, 2023, the Company committed to effectively align resources with business priorities and improve profitability through a reduction in the workforce for the Healthcare IT segment. The Company identified opportunities for improvements in its workforce realignment, strategy and staffing, and increased its focus on performance management, to ensure it has the right skillsets and number of employees to execute its long-term vision. In addition, the Company instituted certain other expense reductions.   A majority of the impacted employees exited in the fourth quarter of 2023. The Company estimates that it will incur expenses of approximately $1.3 million related to the reduction in workforce of which approximately $645,000 was incurred in 2023, $116,000 and $438,000 was incurred during the three and six months ended June 30, 2024 with the remaining expenses to be incurred during the remainder of 2024. These restructuring expenses consisted of one-time termination benefits, including, but not limited to, severance payments and healthcare benefits. Also as previously noted, the dividends on the Preferred Stock have been suspended in order to increase cash flow.   The expense associated with the restructuring is included in net loss on lease terminations, unoccupied lease charges and restructuring cost in the condensed consolidated statement of operations for the three and six months ended June 30, 2024. This line also includes net loss on lease terminations and unoccupied lease charges. The liabilities associated with restructuring costs are included in accrued expenses in the June 30, 2024 and December 31, 2023 condensed consolidated balance sheets. The following table summarizes activity related to liabilities associated with restructuring costs: SCHEDULE OF LIABILITIES ASSOCIATED WITH RESTRUCTURING COSTS
<table cellpadding="0" cellspacing="0" style="font: 10pt Times New Roman, Times, Serif; border-collapse: collapse; width: 100%">
<tr style="vertical-align: bottom">
<td> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" id="xdx_4B3_us-gaap--RestructuringCostAndReserveAxis_custom--SeveranceAndSeparationCostsMember_zDGEDUvZd7de" style="border-bottom: Black 1.5pt solid; font-weight: bold; text-align: center">Severance and separation costs</td>
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text-align: right">145</td><td style="padding-bottom: 2.5pt; text-align: left"> </td><td style="padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; text-align: left">$</td><td style="border-bottom: Black 2.5pt double; text-align: right">-</td><td style="padding-bottom: 2.5pt; text-align: left"> </td><td style="padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; text-align: left">$</td><td style="border-bottom: Black 2.5pt double; text-align: right">26</td><td style="padding-bottom: 2.5pt; text-align: left"> </td><td style="padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; text-align: left">$</td><td style="border-bottom: Black 2.5pt double; text-align: right">171</td><td style="padding-bottom: 2.5pt; text-align: left"> </td></tr> <tr id="xdx_437_c20230101__20231231_eus-gaap--RestructuringReserve_iE_pn3n3_zCvGYV6K1il2" style="display: none; vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-bottom: 2.5pt">Ending balance</td><td style="padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; text-align: left">$</td><td style="border-bottom: Black 2.5pt double; text-align: right">145</td><td style="padding-bottom: 2.5pt; text-align: left"> </td><td style="padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; text-align: left">$</td><td style="border-bottom: Black 2.5pt double; text-align: right">-</td><td style="padding-bottom: 2.5pt; text-align: left"> </td><td style="padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; text-align: left">$</td><td style="border-bottom: Black 2.5pt double; text-align: right">26</td><td style="padding-bottom: 2.5pt; text-align: left"> </td><td style="padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; text-align: left">$</td><td style="border-bottom: Black 2.5pt double; text-align: right">171</td><td style="padding-bottom: 2.5pt; text-align: left"> </td></tr> </table>

1450002600017100043800043800049000026000516000930009300043900017000036000645000294000170000100004740001450002600017100014500026000171000 10. SHAREHOLDERS' EQUITY   The Company had the right to sell up to $<span id="xdx_904_ecustom--SharesAuthorizedForSaleValue_iI_pn6n6_c20240630__us-gaap--SubsidiarySaleOfStockAxis__custom--AtTheMarketFacilityMember__us-gaap--StatementClassOfStockAxis__us-gaap--SeriesBPreferredStockMember_zP9xLCNjDbLa" title="Shares available for sales, value">35 million of its Series B Preferred Stock using its preferred stock at-the-market facility ("ATM"). This right terminated when the Company suspended the Preferred Stock dividends in December 2023. The Company also had the right to sell up to $50 million of its common stock using a common stock ATM facility. This right also terminated when the Company suspended the Preferred Stock dividends. The underwriters of the ATMs receive <span id="xdx_908_ecustom--UnderwriterCommissionFeesPercentage_pid_dp_uPure_c20240101__20240630__us-gaap--SubsidiarySaleOfStockAxis__custom--AtTheMarketFacilityMember_zLM3Zp93YKrl" title="Underwriter commission fees percentage">3% of the gross proceeds actually received.   On December 11, 2023, the Board of Directors suspended the monthly cash dividends for Series A Preferred Stock and Series B Preferred Stock beginning with the payment scheduled for December 15, 2023 together with the remaining dividends that were declared. The suspension of these dividends will defer approximately $1.3 million in cash dividend payments each month. During this suspension, dividends will continue to accumulate in arrears on the Series A and Series B Preferred Stock. The Board of Directors will regularly review and consider when the suspension should be lifted.   During the six months ended June 30, 2024, no dividends were declared by the Board of Directors. At June 30, 2024, the Company owed approximately $5.4 million for dividends that had previously been declared through February 2024 (but whose payment has been suspended), and also had total undeclared dividends of approximately $5.2 million, which represents the accumulated (but undeclared) dividends due to preferred shareholders of record on June 30, 2024. Dividends in arrears that have not been declared by the Board of Directors are not recorded in the condensed consolidated balance sheets but are reflected in the net loss attributable to common shareholders.

350000005000000000.031300000540000052000000 11. REVENUE   Introduction The Company accounts for revenue in accordance with ASC 606, Revenue from Contracts with Customers. All revenue is recognized as our performance obligations are satisfied. A performance obligation is a promise in a contract to transfer a distinct good or service to a customer, and is the unit of account under ASC 606. The Company recognizes revenue when the revenue cycle management services begin on the medical billing claims, which is generally upon receipt of the claim from the provider. For many services, the Company recognizes revenue as a percentage of the amount the customer collects on the medical billing claims. The Company's software is utilized at the time the provider sees the patient, and the Company estimates the value of the consideration it will earn over the remaining contractual period as our services are provided and recognizes the fees over the term; this estimation involves predicting the amounts our clients will ultimately collect associated with the services they provided. Certain significant estimates, such as payment-to-charge ratios, effective billing rates and the estimated contractual payment periods are required to measure revenue cycle management revenue under the standard.   Most of our current contracts with customers contain a single performance obligation. For contracts where we provide multiple services, such as where we perform multiple ancillary services, each service represents its own performance obligation. The standalone selling prices are based on the contractual price for the service.   We apply the portfolio approach as permitted by ASC 606 as a practical expedient to contracts with similar characteristics and we use estimates and assumptions when accounting for those portfolios. Our contracts generally include standard commercial payment terms. We have no significant obligations for refunds, warranties or similar obligations and our revenue does not include taxes collected from our customers.   Disaggregation of Revenue from Contracts with Customers We derive revenue from five primary sources: (1) technology-enabled business solutions, (2) professional services, (3) printing and mailing services, (4) group purchasing services and (5) medical practice management services.   The following table represents a disaggregation of revenue for the three and six months ended June 30, 2024 and 2023: SCHEDULE OF DISAGGREGATION OF REVENUE <table cellpadding="0" cellspacing="0" style="font: 10pt Times New Roman, Times, Serif; border-collapse: collapse; width: 100%"> <tr style="display: none; vertical-align: bottom"> <td style="padding-bottom: 1.5pt"> </td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td> <td colspan="2" id="xdx_49D_20240401__20240630_zWVkw6UQh3Rg" style="font-weight: bold; text-align: center">2024</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td> <td colspan="2" id="xdx_495_20230401__20230630_zNBdmF42diMF" style="font-weight: bold; text-align: center">2023</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="padding-bottom: 1.5pt; font-weight: bold">2024</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td> <td colspan="2" id="xdx_493_20240101__20240630_zqKTvX9Mhuoe" style="font-weight: bold; text-align: center">2024</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td> <td colspan="2" id="xdx_495_20230101__20230630_zdUH5kF8aCUg" style="font-weight: bold; text-align: center">2023</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td></tr> <tr style="vertical-align: bottom"> <td> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="6" style="border-bottom: Black 1.5pt solid; font-weight: bold; text-align: center">Three Months Ended June 30,</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="6" style="border-bottom: Black 1.5pt solid; font-weight: bold; text-align: center">Six Months Ended June 30,</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td></tr> <tr style="vertical-align: bottom"> <td style="padding-bottom: 1.5pt"> </td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td> <td colspan="2" style="border-bottom: Black 1.5pt solid; font-weight: bold; text-align: center">2024</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td> <td colspan="2" style="border-bottom: Black 1.5pt solid; font-weight: bold; text-align:

center">2023</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td> <td colspan="2" style="border-bottom: Black 1.5pt solid; font-weight: bold; text-align: center">2024</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td> <td colspan="2" style="border-bottom: Black 1.5pt solid; font-weight: bold; text-align: center">2023</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td></tr> <tr style="vertical-align: bottom"> <td> </td><td> </td> <td colspan="14" style="text-align: center">($ in thousands)</td><td> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="font-weight: bold; text-align: left">Healthcare IT:</td><td style="font-weight: bold"> </td> <td style="font-weight: bold; text-align: left"> </td><td style="font-weight: bold; text-align: right"> </td><td style="font-weight: bold; text-align: left"> </td><td style="font-weight: bold"> </td> <td style="font-weight: bold; text-align: left"> </td><td style="font-weight: bold; text-align: right"> </td><td style="font-weight: bold; text-align: left"> </td><td style="font-weight: bold"> </td> <td style="font-weight: bold; text-align: left"> </td><td style="font-weight: bold; text-align: right"> </td><td style="font-weight: bold; text-align: left"> </td><td style="font-weight: bold"> </td> <td style="font-weight: bold; text-align: left"> </td><td style="font-weight: bold; text-align: right"> </td><td style="font-weight: bold; text-align: left"> </td></tr> <tr id="xdx_400_eus-gaap--RevenueFromContractWithCustomerExcludingAssessedTax_pn3n3_hus-gaap--StatementBusinessSegmentsAxis__custom--HealthcareITMember__srt--ProductOrServiceAxis__custom--TechnologyEnabledBusinessSolutionsMember_zxECIFk42UP1" style="vertical-align: bottom; background-color: White"> <td style="padding-left: 10pt; width: 44%; text-align: left">Technology-enabled business solutions</td><td style="width: 2%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 10%; text-align: right">19,034</td><td style="width: 1%; text-align: left"> </td><td style="width: 2%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 10%; text-align: right">19,620</td><td style="width: 1%; text-align: left"> </td><td style="width: 2%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 10%; text-align: right">36,317</td><td style="width: 1%; text-align: left"> </td><td style="width: 2%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 10%; text-align: right">39,115</td><td style="width: 1%; text-align: left"> </td></tr> <tr id="xdx_404_eus-gaap--RevenueFromContractWithCustomerExcludingAssessedTax_pn3n3_hus-gaap--StatementBusinessSegmentsAxis__custom--HealthcareITMember__srt--ProductOrServiceAxis__custom--ProfessionalServicesMember_zmhchqkBGFCf" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-left: 10pt; text-align: left">Professional services</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">4,491</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">5,504</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">8,913</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">12,064</td><td style="text-align: left"> </td></tr> <tr id="xdx_408_eus-gaap--RevenueFromContractWithCustomerExcludingAssessedTax_pn3n3_hus-gaap--StatementBusinessSegmentsAxis__custom--HealthcareITMember__srt--ProductOrServiceAxis__custom--PrintingAndMailingServicesMember_zfUi6EcuxAf4" style="vertical-align: bottom; background-color: White"> <td style="padding-left: 10pt; text-align: left">Printing and mailing services</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">809</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">687</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">1,670</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">1,400</td><td style="text-align: left"> </td></tr> <tr id="xdx_407_eus-gaap--RevenueFromContractWithCustomerExcludingAssessedTax_pn3n3_hus-gaap--StatementBusinessSegmentsAxis__custom--HealthcareITMember__srt--ProductOrServiceAxis__custom--GroupPurchasingServicesMember_z4lsiN9e57Kb" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-left: 10pt; text-align: left">Group purchasing services</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">246</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">174</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">401</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">360</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: White"> <td style="font-weight: bold; text-align: left">Medical Practice Management:</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td></tr> <tr id="xdx_40C_eus-gaap--RevenueFromContractWithCustomerExcludingAssessedTax_pn3n3_hus-gaap--StatementBusinessSegmentsAxis__custom--MedicalPracticeManagementMember_zKBsEQhDNwVh" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-left: 10pt; text-align: left; padding-bottom: 1.5pt">Medical practice management services</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">3,510</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">3,377</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">6,751</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">6,424</td><td style="padding-bottom: 1.5pt; text-align: left"> </td></tr> <tr id="xdx_40C_eus-gaap--RevenueFromContractWithCustomerExcludingAssessedTax_pn3n3_z6A6fABGgBRd" style="vertical-align: bottom; background-color: White"> <td style="padding-bottom: 2.5pt">Total</td><td style="padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; text-align: left">$</td><td style="border-bottom: Black 2.5pt double; text-align: right">28,090</td><td style="padding-bottom: 2.5pt; text-align: left"> </td><td style="padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; text-align: left">$</td><td style="border-bottom: Black 2.5pt double; text-align: right">29,362</td><td style="padding-bottom: 2.5pt; text-align: left"> </td><td style="padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; text-align: left">$</td><td style="border-bottom: Black 2.5pt double; text-align: right">54,052</td><td style="padding-bottom: 2.5pt; text-align: left"> </td><td style="padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; text-align: left">$</td><td style="border-bottom: Black 2.5pt double; text-align: right">59,363</td><td style="padding-bottom: 2.5pt; text-align: left"> </td></tr> <tr id="xdx_407_eus-gaap--RevenueFromContractWithCustomerExcludingAssessedTax_pn3n3_zH0GR37q02y4" style="display: none; vertical-align: bottom; background-color: White"> <td style="padding-bottom: 2.5pt">Revenue</td><td style="padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; text-align: left">$</td><td style="border-bottom: Black 2.5pt double; text-align: right">28,090</td><td style="padding-bottom: 2.5pt; text-align: left"> </td><td style="padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; text-align: left">$</td><td style="border-bottom: Black 2.5pt double; text-align: right">29,362</td><td style="padding-bottom: 2.5pt; text-align: left"> </td><td style="padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; text-align: left">$</td><td style="border-bottom: Black 2.5pt double; text-align: right">54,052</td><td style="padding-bottom: 2.5pt; text-align: left"> </td><td style="padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; text-align: left">$</td><td style="border-bottom: Black 2.5pt double; text-align: right">59,363</td><td style="padding-bottom: 2.5pt; text-align: left"> </td></tr> </table>   Technology-enabled business solutions: Revenue derived on an on-going basis from our technology-enabled solutions, which typically include revenue cycle management services, is billed as a percentage of payments collected by our customers. The fee for our services often includes the ability to use our electronic health records (“EHR”) and practice management software as well as revenue cycle management (“RCM”) as part of the bundled fee. The Software-as-a-Service (“SaaS”) component is not a material portion of the contract compared to the stand-alone value of RCM.   Technology-assisted revenue cycle management services are the recurring process of submitting and following up on claims with health insurance companies in order for the healthcare providers to receive payment for the services they rendered. The Company typically invoices customers on a monthly basis based on the actual collections received by its customers and the agreed-upon rate in the sales contract. The fee for these services typically includes use of practice management software and related tools (on a SaaS basis), electronic health records (on a SaaS basis), medical billing services and use of mobile health solutions. We consider the services to be one performance obligation since the promises are not distinct in the context of the contract. The performance obligation consists of a series of distinct services that are substantially the same and have the same periodic pattern of transfer to our customers.   In many cases, our clients may terminate their agreements with 90 days’ notice without cause, thereby limiting the term in which we have enforceable rights and obligations, although this time period can vary between clients. Our payment terms are normally net 30 days. Although our contracts typically have stated terms of one or more years, under ASC 606 our contracts are considered month-to-month and accordingly, there is no financing component.   For the majority of our revenue cycle management contracts, the total transaction price is variable because our obligation is to process an unknown quantity of claims, as and when requested by our customers over the contract period. When a contract includes variable consideration, we evaluate the estimate of the variable consideration to determine whether the estimate needs to be constrained; therefore, we include variable consideration in the transaction price only to the extent that it is probable that a significant reversal of the amount of cumulative revenue recognized will not occur when the uncertainty associated with variable consideration is subsequently resolved. Estimates to determine variable consideration such as payment-to-charge ratios, effective billing rates, and the estimated contractual payment periods are updated at each reporting date. Revenue is recognized over the performance period using the input method.   Our proprietary, cloud-based practice management application automates the labor-intensive workflow of a medical office in a unified and streamlined SaaS platform. The Company has a large number of clients who utilize the Company’s practice management software, electronic health records software, patient experience management solutions, business intelligence software and/or robotic process automation software on a SaaS basis, but who do not utilize the Company’s revenue cycle management services. SaaS fees may be fixed based on the number of providers, or may be variable.   Our digital health services, which began generating revenue in 2022, include chronic care management, where a care manager has remote visits with patients with one or more chronic conditions under the supervision of a physician who is our client. The performance obligation for chronic care management is satisfied at a point in time once the patient receives the remote visit. The digital health services also include remote patient monitoring where our system monitors recordings from FDA approved internet connected devices. These devices record patient trends and alert the physician to changes which might trigger the need for additional follow-up visits. The performance obligations for remote patient monitoring are satisfied over time as the recordings are received and the patient receives the remote visit. The revenue for chronic care management for the three months ended June 30, 2024 and 2023, was approximately $1.3 million and $339,000, respectively and for the six months ended June 30, 2024 and 2023, was approximately $822,000 and $474,000, respectively. The revenue for remote patient monitoring for the three months ended June 30, 2024 and 2023, was approximately $350,000 and $68,000, respectively and for the six months ended June 30, 2024 and 2023, was approximately $<span id="xdx_906_eus-gaap--RevenueFromContractWithCustomerExcludingAssessedTax_pn3d_c20240101__20240630__srt--ProductOrServiceAxis__custom--

RemotePatientMonitoringMember_zbwfUxzlEXjd" title="Revenue">210,000 and $79,000, respectively.   The medical billing clearinghouse service takes claim information from customers, checks the claims for errors and sends this information electronically to insurance companies. The Company invoices customers on a monthly basis based on the number of claims submitted and the agreed-upon rate in the agreement. This service is provided to medical practices and providers to medical practices who are not revenue cycle management customers. The performance obligation is satisfied once the relevant submissions are completed.   Additional services such as coding and transcription are rendered in connection with the delivery of revenue cycle management and related medical services. The Company invoices customers monthly, based on the actual amount of services performed at the agreed-upon rate in the contract. These services are only offered to revenue cycle management customers. These services do not represent a material right because the services are optional to the customer and customers electing these services are charged the same price for those services as if they were on a standalone basis. Each individual coding or transcription transaction processed represents a performance obligation, which is satisfied over time as that individual service is rendered.   Professional services: Our professional services include an extensive set of services including EHR vendor-agnostic optimization and activation, project management, IT transformation consulting, process improvement, training, education and staffing for large healthcare organizations including health systems and hospitals. The performance obligation is satisfied over time using the input method. The revenue is recorded on a monthly basis as the professional services are rendered. Unbilled revenue at June 30, 2024 and 2023 was approximately $<span id="xdx_90C_eus-gaap--RevenueFromContractWithCustomerExcludingAssessedTax_pn3d_c20240101__20240630__srt--ProductOrServiceAxis__custom--ProfessionalServicesMember__us-gaap--AccountsNotesLoansAndFinancingReceivablesByBillingStatusTypeAxis__us-gaap--UnbilledRevenuesMember_zidF1XqA8XP">41,000 and $<span id="xdx_908_eus-gaap--RevenueFromContractWithCustomerExcludingAssessedTax_pn5n6_c20230101__20230630__srt--ProductOrServiceAxis__custom--ProfessionalServicesMember__us-gaap--AccountsNotesLoansAndFinancingReceivablesByBillingStatusTypeAxis__us-gaap--UnbilledRevenuesMember_zg05oEpMeV1b">1.7 million, respectively.   Printing and mailing services: The Company provides printing and mailing services for both revenue cycle management customers and a non-revenue cycle management customer, and invoices on a monthly basis based on the number of prints, the agreed-upon rate per print and the postage incurred. The performance obligation is satisfied once the printing and mailing is completed.   Group purchasing services: The Company provides group purchasing services which enable medical providers to purchase various vaccines directly from selected pharmaceutical companies at a discounted price. Currently, there are approximately 4,000 medical providers who are members of the program. Revenue is recognized as the vaccine shipments are made to the medical providers. Fees from the pharmaceutical companies are paid either quarterly or annually and the Company adjusts its revenue accrual at the time of payment. The Company makes significant judgments regarding the variable consideration which we expect to be entitled to for the group purchasing services which includes the anticipated shipments to the members enrolled in the program, anticipated volumes of purchases made by the members, and the changes in the number of members. The amounts recorded are constrained by estimates of decreases in shipments and loss of members to avoid a significant revenue reversal in the subsequent period. The only performance obligation is to provide the pharmaceutical companies with the medical providers who want to become members in order to purchase vaccines. The performance obligation is satisfied once the medical provider agrees to purchase a specific quantity of vaccines and the medical provider's information is forwarded to the vaccine suppliers. The Company records a contract asset for revenue earned and not paid as the ultimate payment is conditioned on achieving certain volume thresholds.   For all of the above revenue streams other than group purchasing services and chronic care management, revenue is recognized over time, which is typically one month or less, which closely matches the point in time that the customer simultaneously receives and consumes the benefits provided by the Company. For the group purchasing services, revenue is recognized at a point in time. Each service is substantially the same and has the same periodic pattern of transfer to the customer. Each of the services provided above is considered a separate performance obligation.   There were no unsatisfied performance obligations for contracts with an original duration greater than one year. The Company has elected to utilize the practical expedient available with the guidance for contracts with an expected duration of one year or less.   Medical practice management services: The Company also provides medical practice management services under long-term management service agreements to three medical practices. We provide the medical practices with the nurses, administrative support, facilities, supplies, equipment, marketing, RCM, accounting, and other non-clinical services needed to efficiently operate their practices. Revenue is recognized as the services are provided to the medical practices. Revenue recorded in the condensed consolidated statements of operations represents the reimbursement of costs paid by the Company for the practices and the management fee earned each month for managing the practice. The management fee is based on either a fixed fee or a percentage of the net operating income.   The Company assumes all financial risk for the performance of the managed medical practices. Revenue is impacted by the amount of the costs incurred by the practices and their operating income. The gross billing of the practices is impacted by billing rates, changes in current procedural terminology code reimbursement and collection trends which in turn impacts the management fee that the Company is entitled to. Billing rates are reviewed at least annually and adjusted based on current insurer reimbursement practices. The performance obligation is satisfied as the management services are provided.   Our contracts for medical practice management services have approximately an additional 15 years remaining and are only cancellable under very limited circumstances. The Company receives a management fee each month for managing the day-to-day business operations of each medical group as a fixed fee or a percentage payment of the net operating income which is included in revenue in the condensed consolidated statements of operations.   Our medical practice management services obligations consist of a series of distinct services that are substantially the same and have the same periodic pattern of transfer to our customers. Revenue is recognized over time, however for reporting and convenience purposes, the management fee is computed at each month-end.   Information about contract balances: As of June 30, 2024, the estimated revenue expected to be recognized in the future related to the remaining revenue cycle management performance obligations outstanding was approximately $4.4 million. We expect to recognize substantially all of the revenue for the remaining performance obligations over the next three months. Approximately $352,000 of the contract asset represents revenue earned, not paid, from the group purchasing services.</p> <p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0pt 0pt 0; text-align: justify"> </p> <p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0pt 0pt 0; text-align: justify">Amounts that we are entitled to collect under the applicable contract are recorded as accounts receivable. Invoicing is performed at the end of each month when the services have been provided. The contract asset includes our right to payment for services already transferred to a customer when the right to payment is conditional on something other than the passage of time. For example, contracts for revenue cycle management services where we recognize revenue over time but do not have a contractual right to payment until the customer receives payment of their claim from the insurance provider. The contract asset also includes the revenue accrued, not received, for the group purchasing services.</p> <p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0pt 0pt 0; text-align: justify"> </p> <p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0pt 0pt 0; text-align: justify"> </p> <p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0pt 0pt 0; text-align: justify">Changes in the contract asset are recorded as adjustments to net revenue. The changes primarily result from providing services to revenue cycle management customers that result in additional consideration and are offset by our right to payment for services becoming unconditional and changes in the revenue accrued for the group purchasing services. The contract asset for our group purchasing services is reduced when we receive payments from vaccine manufacturers and is increased for revenue earned, not received. The opening and closing balances of the Company's accounts receivable, contract asset and deferred revenue are as follows:</p> <p id="xdx_897_ecustom--ScheduleOfChangesInAccountsReceivableContractAssetAndDeferredRevenueTableTextBlock_zETNEnDdj4y2" style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0pt 0pt 0; text-align: justify"> SCHEDULE OF CHANGES IN ACCOUNTS RECEIVABLE, CONTRACT ASSET AND DEFERRED REVENUE</p> <table cellpadding="0" cellspacing="0" style="font: 10pt Times New Roman, Times, Serif; border-collapse: collapse; width: 85%"> <tr style="vertical-align: bottom"> <td> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="border-bottom: Black 1.5pt solid; font-weight: bold; text-align: center">Accounts Receivable - Net</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="border-bottom: Black 1.5pt solid; font-weight: bold; text-align: center">Contract Asset</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="border-bottom: Black 1.5pt solid; font-weight: bold; text-align: center">Deferred Revenue (current)</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="border-bottom: Black 1.5pt solid; font-weight: bold; text-align: center">Deferred Revenue (long term)</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td></tr> <tr style="vertical-align: bottom"> <td> </td><td> </td><td colspan="14" style="text-align: center">($ in thousands)</td><td> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="width: 28%">Balance as of January 1, 2024</td><td style="width: 2%"> </td> <td

style="width: 1%; text-align: left">$</td><td style="width: 14%; text-align: right">11,888</td><td style="width: 1%; text-align: left"> </td><td style="width: 2%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 14%; text-align: right">5,094</td><td style="width: 1%; text-align: left"> </td><td style="width: 2%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 14%; text-align: right">1,380</td><td style="width: 1%; text-align: left"> </td><td style="width: 2%"> </td><td style="width: 1%; text-align: left">$</td><td style="width: 14%; text-align: right">256</td><td style="width: 1%; text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: White"> <td style="text-align: left; padding-bottom: 1.5pt">Increase (decrease), net</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">1,191</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">(294</td><td style="padding-bottom: 1.5pt; text-align: left">)</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">(156</td><td style="padding-bottom: 1.5pt; text-align: left">)</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">134</td><td style="padding-bottom: 1.5pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-bottom: 2.5pt">Balance as of June 30, 2024</td><td style="padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; text-align: left">$</td><td style="border-bottom: Black 2.5pt double; text-align: right">13,079</td><td style="padding-bottom: 2.5pt; text-align: left"> </td><td style="padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; text-align: left">$</td><td style="border-bottom: Black 2.5pt double; text-align: right">4,800</td><td style="padding-bottom: 2.5pt; text-align: left"> </td><td style="padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; text-align: left">$</td><td style="border-bottom: Black 2.5pt double; text-align: right">1,224</td><td style="padding-bottom: 2.5pt; text-align: left"> </td><td style="padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; text-align: left">$</td><td style="border-bottom: Black 2.5pt double; text-align: right">390</td><td style="padding-bottom: 2.5pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: White"> <td> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td>Balance as of January 1, 2023</td><td> </td> <td style="text-align: left">$</td><td style="text-align: right">14,773</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left">$</td><td style="text-align: right">4,399</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left">$</td><td style="text-align: right">1,386</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left">$</td><td style="text-align: right">342</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: White"> <td style="text-align: left; padding-bottom: 1.5pt">(Decrease) increase, net</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">(2,755</td><td style="padding-bottom: 1.5pt; text-align: left">)</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">435</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">(144</td><td style="padding-bottom: 1.5pt; text-align: left">)</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">28</td><td style="padding-bottom: 1.5pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-bottom: 2.5pt">Balance as of June 30, 2023</td><td style="padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; text-align: left">$</td><td style="border-bottom: Black 2.5pt double; text-align: right">12,018</td><td style="padding-bottom: 2.5pt; text-align: left"> </td><td style="padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; text-align: left">$</td><td style="border-bottom: Black 2.5pt double; text-align: right">4,834</td><td style="padding-bottom: 2.5pt; text-align: left"> </td><td style="padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; text-align: left">$</td><td style="border-bottom: Black 2.5pt double; text-align: right">1,242</td><td style="padding-bottom: 2.5pt; text-align: left"> </td><td style="padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; text-align: left">$</td><td style="border-bottom: Black 2.5pt double; text-align: right">370</td><td style="padding-bottom: 2.5pt; text-align: left"> </td></tr> </table>   Deferred commissions: Our sales incentive plans include commissions payable to employees and third parties at the time of initial contract execution that are capitalized as incremental costs to obtain a contract. The capitalized commissions are amortized over the period the related services are transferred. As we do not offer commissions on contract renewals, we have determined the amortization period to be the estimated client life, which is three years. Deferred commissions were approximately $478,000 and $590,000 at June 30, 2024 and 2023, respectively, and are included in the other assets amounts in the condensed consolidated balance sheets. The amortization of deferred sales commissions during the three months ended June 30, 2024 and 2023 was approximately $83,000 and $117,000, respectively, and approximately $173,000 and $284,000 for the six months ended June 30, 2024 and 2023, respectively.   Trade Accounts Receivable – Estimate of Credit Losses: ASU 2016-13 requires the recognition of lifetime estimated credit losses expected to occur for trade accounts receivable. The guidance also requires we pool assets with similar risk characteristics and consider current economic conditions when estimating losses. The adoption of the ASU 2016-13 for trade accounts receivable was recorded as a charge to accumulated deficit of approximately $<span id="xdx_901_eus-gaap--RetainedEarningsAccumulatedDeficit_iI_pn3d_c20230101__us-gaap--AccountsNotesLoansAndFinancingReceivableByReceivableTypeAxis__us-gaap--TradeAccountsReceivableMember__us-gaap--AdjustmentsForNewAccountingPronouncementsAxis__us-gaap--AccountingStandardsUpdate201613Member_z0ncSX29xqu1" title="Accumulated deficit">186,000 as of January 1, 2023.   At adoption, we segmented the accounts receivable population into pools based on their risk assessment. Risks related to trade accounts receivable are a customer's inability to pay or bankruptcy. Each pool was defined by their internal credit assessment and business size. The pools are aligned with management's review of financial performance. For the three and six months ended June 30, 2024 and 2023, no adjustment to the pools was necessary.   We utilize a loss-rate method to measure the expected credit loss for each pool. The loss rate is calculated using a three-year lookback period of write-offs and adjustments, divided by the revenue for each pool by aging category, net of customer payments during that period. We consider current and future economic conditions, internal forecasts, customer collection experience and credit memos issued during the current period when assessing loss rates. We reviewed these factors and concluded that no adjustments should be made to the historical loss rate data for the current quarter. In addition, the Company uses specific account identification in determining the total allowance for expected credit losses. Trade receivables are written off only after the Company has exhausted all collection efforts.   Changes in the allowance for expected credit losses for trade accounts receivable are presented in the table below.   SCHEDULE OF TRADE ALLOWANCE FOR DOUBTFUL ACCOUNTS <table cellpadding="0" cellspacing="0" style="font: 10pt Times New Roman, Times, Serif; border-collapse: collapse; width: 80%"> <tr style="vertical-align: bottom"> <td> </td><td style="font-weight: bold"> </td> <td colspan="2" id="xdx_499_20240101__20240630_zqrXX6NOiOF" style="font-weight: bold; text-align: center">Six Months Ended</td><td style="font-weight: bold"> </td><td style="font-weight: bold"> </td> <td colspan="2" id="xdx_498_20230101__20231231_zPBgPswlUP77" style="font-weight: bold; text-align: center">Year Ended</td><td style="font-weight: bold"> </td></tr> <tr style="vertical-align: bottom"> <td style="padding-bottom: 1.5pt"> </td><td style="padding-

bottom: 1.5pt; font-weight: bold"> </td> <td colspan="2" style="border-bottom: Black 1.5pt solid; font-weight: bold; text-align: center">June 30, 2024</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td> <td colspan="2" style="border-bottom: Black 1.5pt solid; font-weight: bold; text-align: center">December 31, 2023</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td></tr> <tr style="vertical-align: bottom"> <td> </td><td> </td> <td colspan="6" style="text-align: center">($ in thousands)</td><td> </td></tr> <tr id="xdx_406_eus-gaap--AllowanceForDoubtfulAccountsReceivable_iS_pn3n3_zY2PzoJWI5Pe" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="width: 56%; text-align: left">Beginning balance</td><td style="width: 2%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 18%; text-align: right">879</td><td style="width: 1%; text-align: left"> </td><td style="width: 2%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 18%; text-align: right">823</td><td style="width: 1%; text-align: left"> </td></tr> <tr id="xdx_408_eus-gaap--AccountsReceivableChangeInMethodCreditLossExpenseReversal_pn3n3_zk1CLS8jVnul" style="vertical-align: bottom; background-color: White"> <td>Adoption of ASC 326</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">-</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">186</td><td style="text-align: left"> </td></tr> <tr id="xdx_401_eus-gaap--ProvisionForDoubtfulAccounts_pn3n3_zNShkLYyUKXk" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td>Provision</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">123</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">454</td><td style="text-align: left"> </td></tr> <tr id="xdx_40D_ecustom--AllowanceForDoubtfulAccountsReceivableRecoveriesAdjustments_pn3n3_zTGw0rbQbdml" style="vertical-align: bottom; background-color: White"> <td>Recoveries/adjustments</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">2</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">107</td><td style="text-align: left"> </td></tr> <tr id="xdx_40B_eus-gaap--AllowanceForDoubtfulAccountsReceivableWriteOffs_iN_pn3n3_di_z7B8XQpN1Bw5" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-bottom: 1.5pt">Write-offs</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">(108</td><td style="padding-bottom: 1.5pt; text-align: left">)</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">(691</td><td style="padding-bottom: 1.5pt; text-align: left">)</td></tr> <tr id="xdx_40D_eus-gaap--AllowanceForDoubtfulAccountsReceivable_iE_pn3n3_z4g0Nigbphv5" style="vertical-align: bottom; background-color: White"> <td style="padding-bottom: 2.5pt">Ending balance</td><td style="padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; text-align: left">$</td><td style="border-bottom: Black 2.5pt double; text-align: right">896</td><td style="padding-bottom: 2.5pt; text-align: left"> </td><td style="padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; text-align: left">$</td><td style="border-bottom: Black 2.5pt double; text-align: right">879</td><td style="padding-bottom: 2.5pt; text-align: left"> </td></tr> </table>   The following table represents a disaggregation of revenue for the three and six months ended June 30, 2024 and 2023: SCHEDULE OF DISAGGREGATION OF REVENUE <table cellpadding="0" cellspacing="0" style="font: 10pt Times New Roman, Times, Serif; border-collapse: collapse; width: 100%"> <tr style="display: none; vertical-align: bottom"> <td style="padding-bottom: 1.5pt"> </td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td> <td colspan="2" id="xdx_49D_20240401__20240630_zWVkw6UQh3Rg" style="font-weight: bold; text-align: center">2024</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td> <td style="padding-bottom: 1.5pt; font-weight: bold"> </td> <td colspan="2" id="xdx_495_20230401__20230630_zNBdmF42diMf" style="font-weight: bold; text-align: center">2023</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td> <td colspan="2" id="xdx_493_20240101__20240630_zqkTvX9Mhuoe" style="font-weight: bold; text-align: center">2024</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td> <td colspan="2" id="xdx_495_20230101__20230630_zdUH5kF8aCUg" style="font-weight: bold; text-align: center">2023</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td></tr> <tr style="vertical-align: bottom"> <td> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="6" style="border-bottom: Black 1.5pt solid; font-weight: bold; text-align: center">Three Months Ended June 30,</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="6" style="border-bottom: Black 1.5pt solid; font-weight: bold; text-align: center">Six Months Ended June 30,</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td></tr> <tr style="vertical-align: bottom"> <td style="padding-bottom: 1.5pt"> </td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td> <td colspan="2" style="border-bottom: Black 1.5pt solid; font-weight: bold; text-align: center">2024</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td> <td colspan="2" style="border-bottom: Black 1.5pt solid; font-weight: bold; text-align: center">2023</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td> <td colspan="2" style="border-bottom: Black 1.5pt solid; font-weight: bold; text-align: center">2024</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td> <td colspan="2" style="border-bottom: Black 1.5pt solid; font-weight: bold; text-align: center">2023</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td></tr> <tr style="vertical-align: bottom"> <td> </td><td> </td> <td colspan="14" style="text-align: center">($ in thousands)</td><td> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="font-weight: bold; text-align: left">Healthcare IT:</td><td style="font-weight: bold"> </td><td style="font-weight: bold; text-align: left"> </td><td style="font-weight: bold; text-align: right"> </td><td style="font-weight: bold; text-align: left"> </td><td style="font-weight: bold"> </td><td style="font-weight: bold; text-align: left"> </td><td style="font-weight: bold; text-align: right"> </td><td style="font-weight: bold; text-align: left"> </td><td style="font-weight: bold"> </td><td style="font-weight: bold; text-align: left"> </td><td style="font-weight: bold; text-align: right"> </td><td style="font-weight: bold; text-align: left"> </td><td style="font-weight: bold"> </td><td style="font-weight: bold; text-align: left"> </td></tr> <tr id="xdx_400_eus-gaap--RevenueFromContractWithCustomerExcludingAssessedTax_pn3n3_hus-gaap--StatementBusinessSegmentsAxis__custom--HealthcareITMember__srt--ProductOrServiceAxis__custom--TechnologyEnabledBusinessSolutionsMember_zxECIFk42UP1" style="vertical-align: bottom; background-color: White"> <td style="padding-left: 10pt; width: 44%; text-align: left">Technology-enabled business solutions</td><td style="width: 2%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 10%; text-align: right">19,034</td><td style="width: 1%; text-align: left"> </td><td style="width: 2%"> </td><td style="width: 1%; text-align: left">$</td><td style="width: 10%; text-align: right">19,620</td><td style="width: 1%; text-align: left"> </td><td style="width: 2%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 10%; text-align: right">36,317</td><td style="width: 1%; text-align: left"> </td><td style="width: 2%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 10%; text-align: right">39,115</td><td style="width: 1%; text-align: left"> </td></tr> <tr id="xdx_404_eus-gaap--RevenueFromContractWithCustomerExcludingAssessedTax_pn3n3_hus-gaap--StatementBusinessSegmentsAxis__custom--HealthcareITMember__srt--ProductOrServiceAxis__custom--ProfessionalServicesMember_zmhchqkBGFCf" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-left: 10pt; text-align: left">Professional services</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">4,491</td><td style="text-align: left"> </td> <td> </td> <td style="text-align: left"> </td><td style="text-align: right">5,504</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">8,913</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">12,064</td><td style="text-align: left"> </td></tr> <tr id="xdx_408_eus-gaap--RevenueFromContractWithCustomerExcludingAssessedTax_pn3n3_hus-gaap--StatementBusinessSegmentsAxis__custom--HealthcareITMember__srt--ProductOrServiceAxis__custom--PrintingAndMailingServicesMember_zfUi6EcuxAf4" style="vertical-align: bottom; background-color: White"> <td style="padding-left: 10pt; text-align: left">Printing and mailing services</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">809</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">687</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">1,670</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">1,400</td><td style="text-align: left"> </td></tr> <tr id="xdx_407_eus-gaap--RevenueFromContractWithCustomerExcludingAssessedTax_pn3n3_hus-gaap--StatementBusinessSegmentsAxis__custom--HealthcareITMember__srt--ProductOrServiceAxis__custom--GroupPurchasingServicesMember_z4lsiN9e57Kb" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-left: 10pt; text-align: left">Group purchasing services</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">246</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">174</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">401</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">360</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: White"> <td style="font-weight: bold; text-align: left">Medical Practice Management:</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td></tr> <tr id="xdx_40C_eus-gaap--RevenueFromContractWithCustomerExcludingAssessedTax_pn3n3_hus-gaap--StatementBusinessSegmentsAxis__custom--MedicalPracticeManagementMember_zKBsEQhDNwVh" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-left: 10pt; text-align: left; padding-bottom: 1.5pt">Medical practice management services</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">3,510</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">3,377</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">6,751</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">6,424</td><td style="padding-bottom: 1.5pt; text-align: left"> </td></tr> <tr id="xdx_40C_eus-gaap--RevenueFromContractWithCustomerExcludingAssessedTax_pn3n3_z6A6fABGgBRd" style="vertical-align: bottom; background-color: White"> <td style="padding-bottom: 2.5pt">Total</td><td style="padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; text-align: left">$</td><td style="border-bottom: Black 2.5pt double; text-align: right">28,090</td><td style="padding-bottom: 2.5pt; text-align: left"> </td><td style="padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; text-align: left">$</td><td style="border-bottom: Black 2.5pt double; text-align: right">29,362</td><td style="padding-bottom: 2.5pt; text-align: left"> </td><td style="padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; text-align: left">$</td><td style="border-bottom: Black 2.5pt double; text-align: right">54,052</td><td style="padding-bottom: 2.5pt; text-align: left"> </td><td style="padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; text-align: left">$</td><td style="border-bottom: Black 2.5pt double; text-align: right">59,363</td><td style="padding-bottom: 2.5pt; text-align: left"> </td></tr> <tr id="xdx_407_eus-gaap--RevenueFromContractWithCustomerExcludingAssessedTax_pn3n3_zH0GR37q02y4" style="display: none; vertical-align: bottom; background-color: White"> <td style="padding-bottom: 2.5pt">Revenue</td><td style="padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; text-align: left">$</td><td style="border-bottom: Black 2.5pt double; text-align: right">28,090</td><td style="padding-bottom: 2.5pt; text-align: left"> </td><td style="padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; text-align: left">$</td><td style="border-bottom: Black 2.5pt double; text-align: right">29,362</td><td style="padding-bottom: 2.5pt; text-align: left"> </td><td style="padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; text-align: left">$</td><td style="border-bottom: Black 2.5pt double; text-align: right">54,052</td><td style="padding-bottom: 2.5pt; text-align: left"> </td><td style="padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; text-align: left">$</td><td style="border-bottom: Black 2.5pt double; text-align: right">59,363</td><td style="padding-bottom: 2.5pt; text-align: left"> </td></tr> </table>
1903400019620000363177000391150004491000550400089130001206400080900068700016700001400000246000174000401000360000351000033770006751000642400028095
<p id="xdx_897_ecustom--ScheduleOfChangesInAccountsReceivableContractAssetAndDeferredRevenueTableTextBlock_zETNEnDdj4y2" style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0pt 0pt 0; text-align: justify"> SCHEDULE OF CHANGES IN ACCOUNTS RECEIVABLE, CONTRACT ASSET AND DEFERRED REVENUE <table cellpadding="0" cellspacing="0" style="font: 10pt Times New Roman, Times, Serif; border-collapse: collapse; width: 85%"> <tr style="vertical-align: bottom"> <td> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="border-bottom: Black 1.5pt solid; font-weight: bold; text-align: center">Accounts Receivable - Net</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="border-bottom: Black 1.5pt solid; font-weight: bold; text-align: center">Contract Asset</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="border-bottom: Black 1.5pt solid; font-weight: bold; text-align: center">Deferred Revenue (current)</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="border-bottom: Black 1.5pt solid; font-weight: bold; text-align: center">Deferred Revenue (long term)</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td></tr> <tr style="vertical-align: bottom"> <td> </td><td> </td> <td colspan="14" style="text-align: center">($ in thousands)</td><td> </td></tr> <tr

style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="width: 28%">Balance as of January 1, 2024</td><td style="width: 2%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 14%; text-align: right">11,888</td><td style="width: 1%; text-align: left"> </td><td style="width: 2%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 14%; text-align: right">5,094</td><td style="width: 1%; text-align: left"> </td><td style="width: 2%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 14%; text-align: right">1,380</td><td style="width: 1%; text-align: left"> </td><td style="width: 2%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 14%; text-align: right">256</td><td style="width: 1%; text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: White"> <td style="text-align: left; padding-bottom: 1.5pt">Increase (decrease), net</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">1,191</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">(294</td><td style="padding-bottom: 1.5pt; text-align: left">)</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">(156</td><td style="padding-bottom: 1.5pt; text-align: left">)</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">134</td><td style="padding-bottom: 1.5pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-bottom: 2.5pt">Balance as of June 30, 2024</td><td style="padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; text-align: left">$</td><td style="border-bottom: Black 2.5pt double; text-align: right">13,079</td><td style="padding-bottom: 2.5pt; text-align: left"> </td><td style="padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; text-align: left">$</td><td style="border-bottom: Black 2.5pt double; text-align: right">4,800</td><td style="padding-bottom: 2.5pt; text-align: left"> </td><td style="padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; text-align: left">$</td><td style="border-bottom: Black 2.5pt double; text-align: right">1,224</td><td style="padding-bottom: 2.5pt; text-align: left"> </td><td style="padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; text-align: left">$</td><td style="border-bottom: Black 2.5pt double; text-align: right">390</td><td style="padding-bottom: 2.5pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: White"> <td> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td> </td>

SeriesBPreferredStockMember_zg6my1L72O5h" title="Share-based compensation arrangement by share-based payment award, number of shares available for grant">16,000 shares of Series B Preferred Stock are available for grant. Permissible awards include incentive stock options, non-statutory stock options, stock appreciation rights, restricted stock, RSUs, performance stock and cash-settled awards and other stock-based awards in the discretion of the Compensation Committee of the Board of Directors including unrestricted stock grants.   Certain equity-based RSU agreements contain a provision in which the units shall immediately vest and become converted into common shares at the rate of one share per RSU, immediately after a change in control, as defined in the award agreement.   Common and preferred stock RSUs   In February 2023, the Compensation Committee approved executive bonuses to be paid in shares of Series B Preferred Stock, with the number of shares and the amount based on specified criteria being achieved during the year 2023. During October 2023, the Compensation Committee approved the issuance of <span id="xdx_900_ecustom--ShareBasedGoodsAndNonemployeeServicesTransactionShareApprovedForIssuance_pid_c20231001__20231031__us-gaap--StatementClassOfStockAxis__us-gaap--SeriesBPreferredStockMember_zq8VyuKVerl4" title="Share-based payment award, number of shares issuance">10,000 of the above shares to one of the executives who retired. The remaining <span id="xdx_90E_eus-gaap--SharebasedCompensationArrangementBySharebasedPaymentAwardOptionsNonvestedOptionsForfeitedNumberOfShares_pid_c20240101__20240630__us-gaap--StatementClassOfStockAxis__us-gaap--SeriesBPreferredStockMember_zwgdVxMwkl2h" title="Share-based payment award, number of shares forfeited">24,000 shares were forfeited in 2024.   In March 2024, the Compensation Committee approved executive bonuses to be paid in shares of Series B Preferred Stock with the number of shares and the amount based on specified criteria being achieved during the year 2024. There were <span id="xdx_905_eus-gaap--ShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsGrantsInPeriodGross_pid_c20240301__20240331__us-gaap--StatementClassOfStockAxis__us-gaap--SeriesBPreferredStockMember_z4Y3mrOzH9T" title="Share-based payment award, number of shares grant">34,000 shares awarded. These criteria will be evaluated in early 2025. During May 2024, an additional executive bonus with similar terms was approved and <span id="xdx_90B_eus-gaap--ShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsGrantsInPeriodGross_pid_c20240501__20240531__us-gaap--StatementClassOfStockAxis__us-gaap--SeriesBPreferredStockMember_zDPATXmBh9fc" title="Share-based payment award, number of shares grant">12,000 shares were awarded. For the three and six months ended June 30, 2024, an expense of approximately $<span id="xdx_90C_eus-gaap--ShareBasedCompensation_pn3d_c20240401__20240630__us-gaap--StatementClassOfStockAxis__us-gaap--SeriesBPreferredStockMember_zKQ1XoqWfN3j" title="Stock-based compensation expense (benefit)">265,000 and a net benefit of approximately $<span id="xdx_90F_eus-gaap--ShareBasedCompensation_pn3d_di_c20240101__20240630__us-gaap--StatementClassOfStockAxis__us-gaap--SeriesBPreferredStockMember_zTgUOKCLBw9j" title="Stock-based compensation expense (benefit)">443,000, respectively, was recorded. The stock-based compensation benefit was primarily related to prior year bonuses that had been accrued but were not awarded, net of current year bonuses that have been accrued. Stock compensation expense recorded is based on the value of the shares at the grant date and recognized over the service period. The portion of the stock compensation expense to be used for the payment of withholding and payroll taxes is included in accrued compensation in the condensed consolidated balance sheets. The balance of the stock compensation expense has been recorded as additional paid-in capital.   <p id="xdx_892_eus-gaap--DisclosureOfShareBasedCompensationArrangementsByShareBasedPaymentAwardTextBlock_zVgxLJL0gQ04" style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0pt 0pt 0; text-align: justify">The following table summarizes the RSU transactions related to the common and preferred stock under the Company's equity incentive plan for the six months ended June 30, 2024 and 2023.   DISCLOSURE OF SHARE-BASED COMPENSATION ARRANGEMENTS BY SHARE-BASED PAYMENT AWARD <table cellpadding="0" cellspacing="0" style="font: 10pt Times New Roman, Times, Serif; border-collapse: collapse; width: 95%"> <tr style="vertical-align: bottom"> <td style="padding-bottom: 1.5pt"> </td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td> <td colspan="2" style="border-bottom: Black 1.5pt solid; font-weight: bold; text-align: center">Common Stock</td> <td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td> <td colspan="2" style="border-bottom: Black 1.5pt solid; font-weight: bold; text-align: center">Series A
 Preferred Stock</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td> <td colspan="2" style="border-bottom: Black 1.5pt solid; font-weight: bold; text-align: center">Series B
 Preferred Stock</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="width: 46%">Outstanding and unvested shares at January 1, 2024</td><td style="width: 2%"> </td> <td style="width: 1%; text-align: left"> </td><td id="xdx_985_eus-gaap--ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsNonvestedNumber_iS_pid_c20240101__20240630__us-gaap--AwardTypeAxis__us-gaap--RestrictedStockUnitsRSUMember__us-gaap--StatementEquityComponentsAxis__us-gaap--CommonStockMember_zClIru6J543b" style="width: 14%; text-align: right" title="Outstanding and unvested shares, beginning">753,495</td><td style="width: 1%; text-align: left"> </td><td style="width: 2%"> </td> <td style="width: 1%; text-align: left"> </td><td id="xdx_989_eus-gaap--ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsNonvestedNumber_iS_pid_c20240101__20240630__us-gaap--AwardTypeAxis__us-gaap--RestrictedStockUnitsRSUMember__us-gaap--StatementClassOfStockAxis__us-gaap--SeriesAPreferredStockMember_zA82mpnUPB5b" style="width: 14%; text-align: right" title="Outstanding and unvested at beginning">-</td><td style="width: 1%; text-align: left"> </td><td style="width: 2%"> </td> <td style="width: 1%; text-align: left"> </td><td id="xdx_98F_eus-gaap--ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsNonvestedNumber_iS_pid_c20240101__20240630__us-gaap--AwardTypeAxis__us-gaap--RestrictedStockUnitsRSUMember__us-gaap--StatementClassOfStockAxis__us-gaap--SeriesBPreferredStockMember_zIAB5AKWtnX5" style="width: 14%; text-align: right" title="Outstanding and unvested at beginning">57,199</td><td style="width: 1%; text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: White"> <td>Granted</td><td> </td> <td style="text-align: left"> </td><td id="xdx_980_eus-gaap--ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsGrantsInPeriod_pid_c20240101__20240630__us-gaap--AwardTypeAxis__us-gaap--RestrictedStockUnitsRSUMember__us-gaap--StatementEquityComponentsAxis__us-gaap--CommonStockMember_z5hkYw5frmD3" style="text-align: right" title="Granted">50,000</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td id="xdx_985_eus-gaap--ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsGrantsInPeriod_pid_c20240101__20240630__us-gaap--AwardTypeAxis__us-gaap--RestrictedStockUnitsRSUMember__us-gaap--StatementClassOfStockAxis__us-gaap--SeriesAPreferredStockMember_z93i7T8yhsp5" style="text-align: right" title="Granted">-</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td id="xdx_989_eus-gaap--ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsGrantsInPeriod_pid_c20240101__20240630__us-gaap--AwardTypeAxis__us-gaap--RestrictedStockUnitsRSUMember__us-gaap--StatementClassOfStockAxis__us-gaap--SeriesBPreferredStockMember_zrm7dXjiOfB9" style="text-align: right" title="Granted">46,000</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td>Vested</td><td> </td> <td style="text-align: left"> </td><td id="xdx_98E_eus-gaap--ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsVestedInPeriod_iN_pid_di_c20240101__20240630__us-gaap--AwardTypeAxis__us-gaap--RestrictedStockUnitsRSUMember__us-gaap--StatementEquityComponentsAxis__us-gaap--CommonStockMember_zI58al0kCi19" style="text-align: right" title="Vested">(366,214</td><td style="text-align: left">)</td><td> </td> <td style="text-align: left"> </td><td id="xdx_980_eus-gaap--ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsVestedInPeriod_iN_pid_di_c20240101__20240630__us-gaap--AwardTypeAxis__us-gaap--RestrictedStockUnitsRSUMember__us-gaap--StatementClassOfStockAxis__us-gaap--SeriesAPreferredStockMember_zcLeJuubRXs9" style="text-align: right" title="Vested">-</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td id="xdx_981_eus-gaap--ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsVestedInPeriod_iN_pid_di_c20240101__20240630__us-gaap--AwardTypeAxis__us-gaap--RestrictedStockUnitsRSUMember__us-gaap--StatementClassOfStockAxis__us-gaap--SeriesBPreferredStockMember_z2j9MdleBNve" style="text-align: right" title="Vested">(14,000</td><td style="text-align: left">)</td></tr> <tr style="vertical-align: bottom; background-color: White"> <td style="padding-bottom: 1.5pt">Forfeited</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td id="xdx_982_eus-gaap--ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsForfeitedInPeriod_iN_pid_di_c20240101__20240630__us-gaap--AwardTypeAxis__us-gaap--RestrictedStockUnitsRSUMember__us-gaap--StatementEquityComponentsAxis__us-gaap--CommonStockMember_zkfRhGgGwgCg" style="border-bottom: Black 1.5pt solid; text-align: right" title="Forfeited">(224,032</td><td style="padding-bottom: 1.5pt; text-align: left">)</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td id="xdx_987_eus-gaap--ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsForfeitedInPeriod_iN_pid_di_c20240101__20240630__us-gaap--AwardTypeAxis__us-gaap--RestrictedStockUnitsRSUMember__us-gaap--StatementClassOfStockAxis__us-gaap--SeriesAPreferredStockMember_zJcfVKd4geFh" style="border-bottom: Black 1.5pt solid; text-align: right" title="Forfeited">-</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td id="xdx_986_eus-gaap--ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsForfeitedInPeriod_iN_pid_di_c20240101__20240630__us-gaap--AwardTypeAxis__us-gaap--RestrictedStockUnitsRSUMember__us-gaap--StatementClassOfStockAxis__us-gaap--SeriesBPreferredStockMember_zO29Z43F3cj5" style="border-bottom: Black 1.5pt solid; text-align: right" title="Forfeited">(24,000</td><td style="padding-bottom: 1.5pt; text-align: left">)</td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-bottom: 2.5pt">Outstanding and unvested shares at June 30, 2024</td><td style="padding-bottom: 2.5pt"> </td><td style="border-bottom: Black 2.5pt double; text-align: left"> </td><td id="xdx_987_eus-gaap--ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsNonvestedNumber_iE_pid_c20240101__20240630__us-gaap--AwardTypeAxis__us-gaap--RestrictedStockUnitsRSUMember__us-gaap--StatementEquityComponentsAxis__us-gaap--CommonStockMember_zHlaPdlk9NUk" style="border-bottom: Black 2.5pt double; text-align: right" title="Outstanding and unvested shares, ending">213,249</td><td style="padding-bottom: 2.5pt; text-align: left"> </td><td style="padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; text-align: left"> </td><td id="xdx_987_eus-gaap--ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsNonvestedNumber_iE_pid_c20240101__20240630__us-gaap--AwardTypeAxis__us-gaap--RestrictedStockUnitsRSUMember__us-gaap--StatementClassOfStockAxis__us-gaap--SeriesAPreferredStockMember_zc8rLNcISMe4" style="border-bottom: Black 2.5pt double; text-align: right" title="Outstanding and unvested at ending">-</td><td style="padding-bottom: 2.5pt; text-align: left"> </td><td style="padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; text-align: left"> </td><td id="xdx_988_eus-gaap--ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsNonvestedNumber_iE_pid_c20240101__20240630__us-gaap--AwardTypeAxis__us-gaap--RestrictedStockUnitsRSUMember__us-gaap--StatementClassOfStockAxis__us-gaap--SeriesBPreferredStockMember_zr4jsLMJfGUc" style="border-bottom: Black 2.5pt double; text-align: right" title="Outstanding and unvested at ending">65,199</td><td style="padding-bottom: 2.5pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: White"> <td> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td>Outstanding and unvested shares at January 1, 2023</td><td> </td> <td style="text-align: left"> </td><td id="xdx_982_eus-gaap--

ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsNonvestedNumber_iS_pid_c20230101__20230630__us-gaap--AwardTypeAxis__us-gaap--RestrictedStockUnitsRSUMember__us-gaap--StatementEquityComponentsAxis__us-gaap--CommonStockMember_zaMmt2My85od" style="text-align: right" title="Outstanding and unvested shares, beginning">645,475</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td id="xdx_98B_eus-gaap--ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsNonvestedNumber_iS_pid_c20230101__20230630__us-gaap--AwardTypeAxis__us-gaap--RestrictedStockUnitsRSUMember__us-gaap--StatementClassOfStockAxis__us-gaap--SeriesAPreferredStockMember_zeI5LvSP13dd" style="text-align: right" title="Outstanding and unvested at beginning">-</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td id="xdx_980_eus-gaap--ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsNonvestedNumber_iS_pid_c20230101__20230630__us-gaap--AwardTypeAxis__us-gaap--RestrictedStockUnitsRSUMember__us-gaap--StatementClassOfStockAxis__us-gaap--SeriesBPreferredStockMember_zKoPzQoryVZ4" style="text-align: right" title="Outstanding and unvested at beginning">80,462</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: White"> <td>Granted</td><td> </td> <td style="text-align: left"> </td><td id="xdx_98E_eus-gaap--ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsGrantsInPeriod_pid_c20230101__20230630__us-gaap--AwardTypeAxis__us-gaap--RestrictedStockUnitsRSUMember__us-gaap--StatementEquityComponentsAxis__us-gaap--CommonStockMember_zRqv6darRum3" style="text-align: right" title="Granted">553,191</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td id="xdx_98A_eus-gaap--ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsGrantsInPeriod_pid_c20230101__20230630__us-gaap--AwardTypeAxis__us-gaap--RestrictedStockUnitsRSUMember__us-gaap--StatementClassOfStockAxis__us-gaap--SeriesAPreferredStockMember_zymOuucLZX1l" style="text-align: right" title="Granted">-</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td id="xdx_983_eus-gaap--ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsGrantsInPeriod_pid_c20230101__20230630__us-gaap--AwardTypeAxis__us-gaap--RestrictedStockUnitsRSUMember__us-gaap--StatementClassOfStockAxis__us-gaap--SeriesBPreferredStockMember_zaPQ3J5biFr7" style="text-align: right" title="Granted">62,000</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td>Vested</td><td> </td> <td style="text-align: left"> </td><td id="xdx_986_eus-gaap--ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsVestedInPeriod_iN_pid_di_c20230101__20230630__us-gaap--AwardTypeAxis__us-gaap--RestrictedStockUnitsRSUMember__us-gaap--StatementEquityComponentsAxis__us-gaap--CommonStockMember_zKOrFPQeDFt3" style="text-align: right" title="Vested">(520,770</td><td style="text-align: left">)</td><td> </td> <td style="text-align: left"> </td><td id="xdx_985_eus-gaap--ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsVestedInPeriod_iN_pid_di_c20230101__20230630__us-gaap--AwardTypeAxis__us-gaap--RestrictedStockUnitsRSUMember__us-gaap--StatementClassOfStockAxis__us-gaap--SeriesAPreferredStockMember_zv4gfuYvRYN8" style="text-align: right" title="Vested">-</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td id="xdx_983_eus-gaap--ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsVestedInPeriod_iN_pid_di_c20230101__20230630__us-gaap--AwardTypeAxis__us-gaap--RestrictedStockUnitsRSUMember__us-gaap--StatementClassOfStockAxis__us-gaap--SeriesBPreferredStockMember_zPnjgSidNGI5" style="text-align: right" title="Vested">(66,263</td><td style="text-align: left">)</td></tr> <tr style="vertical-align: bottom; background-color: White"> <td style="padding-bottom: 1.5pt">Forfeited</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td id="xdx_98B_eus-gaap--ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsForfeitedInPeriod_iN_pid_di_c20230101__20230630__us-gaap--AwardTypeAxis__us-gaap--RestrictedStockUnitsRSUMember__us-gaap--StatementEquityComponentsAxis__us-gaap--CommonStockMember_zjTQG0oiOQae" style="border-bottom: Black 1.5pt solid; text-align: right" title="Forfeited">(29,744</td><td style="padding-bottom: 1.5pt; text-align: left">)</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td id="xdx_98D_eus-gaap--ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsForfeitedInPeriod_iN_pid_di_c20230101__20230630__us-gaap--AwardTypeAxis__us-gaap--RestrictedStockUnitsRSUMember__us-gaap--StatementClassOfStockAxis__us-gaap--SeriesAPreferredStockMember_zWyOe6Nx7LWd" style="border-bottom: Black 1.5pt solid; text-align: right" title="Forfeited">-</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td id="xdx_989_eus-gaap--ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsForfeitedInPeriod_iN_pid_di_c20230101__20230630__us-gaap--AwardTypeAxis__us-gaap--RestrictedStockUnitsRSUMember__us-gaap--StatementClassOfStockAxis__us-gaap--SeriesBPreferredStockMember_z1N5rXFIziSi" style="border-bottom: Black 1.5pt solid; text-align: right" title="Forfeited">-</td><td style="padding-bottom: 1.5pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-bottom: 2.5pt">Outstanding and unvested shares at June 30, 2023</td><td style="padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; text-align: left"> </td><td id="xdx_980_eus-gaap--ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsNonvestedNumber_iE_pid_c20230101__20230630__us-gaap--AwardTypeAxis__us-gaap--RestrictedStockUnitsRSUMember__us-gaap--StatementEquityComponentsAxis__us-gaap--CommonStockMember_zJrc4PSCaRtd" style="border-bottom: Black 2.5pt double; text-align: right" title="Outstanding and unvested shares, ending">648,152</td><td style="padding-bottom: 2.5pt; text-align: left"> </td><td style="padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; text-align: left"> </td><td id="xdx_980_eus-gaap--ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsNonvestedNumber_iE_pid_c20230101__20230630__us-gaap--AwardTypeAxis__us-gaap--RestrictedStockUnitsRSUMember__us-gaap--StatementClassOfStockAxis__us-gaap--SeriesAPreferredStockMember_zRSKS2goKvxb" style="border-bottom: Black 2.5pt double; text-align: right" title="Outstanding and unvested at ending">-</td><td style="padding-bottom: 2.5pt; text-align: left"> </td><td style="padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; text-align: left"> </td><td id="xdx_989_eus-gaap--ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsNonvestedNumber_iE_pid_c20230101__20230630__us-gaap--AwardTypeAxis__us-gaap--RestrictedStockUnitsRSUMember__us-gaap--StatementClassOfStockAxis__us-gaap--SeriesBPreferredStockMember_zk6EknratYgd" style="border-bottom: Black 2.5pt double; text-align: right" title="Outstanding and unvested at ending">76,199</td><td style="padding-bottom: 2.5pt; text-align: left"> </td></tr></table>   The liability for the 15,037 cash-settled awards outstanding and the liability for withheld taxes in connection with the equity awards was approximately $69,000 and $767,000 at June 30, 2024 and December 31, 2023, respectively, and is included in accrued compensation in the condensed consolidated balance sheets. No amounts were paid in connection with cash-settled awards during both the six months ended June 30, 2024 and 2023.</p> <p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0pt 0pt 0; text-align: justify"> </p> <p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0pt 0pt 0; text-align: justify"><i>Stock-based compensation expense</i></p> <p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0pt 0pt 0; text-align: justify"> </p> <p id="xdx_897_eus-gaap--ScheduleOfEmployeeServiceShareBasedCompensationAllocationOfRecognizedPeriodCostsTextBlock_z0pUQLIsn1J1" style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0pt 0pt 0; text-align: justify">The following table summarizes the components of share-based compensation expense (benefit) for the three and six months ended June 30, 2024 and 2023:</p> <p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0pt 0pt 0; text-align: justify"> SCHEDULE OF EMPLOYEE SERVICE SHARE-BASED COMPENSATION, ALLOCATION OF RECOGNIZED PERIOD COSTS</p> <table cellpadding="0" cellspacing="0" style="font: 10pt Times New Roman, Times, Serif; border-collapse: collapse; width: 100%"> <tr style="display: none; vertical-align: bottom"> <td> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" id="xdx_493_20240401__20240630_zcIQ9jiIDMKl" style="font-weight: bold; text-align: center">2024</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" id="xdx_498_20230401__20230630_z0jfxd7Sr8Pd" style="font-weight: bold; text-align: center">2023</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" id="xdx_490_20240101__20240630_z3C4N9KcCCoa" style="font-weight: bold; text-align: center">2024</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" id="xdx_496_20230101__20230630_z36VUhSLviU3" style="font-weight: bold; text-align: center">2023</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td></tr> <tr style="vertical-align: bottom"> <td> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="6" style="border-bottom: Black 1.5pt solid; font-weight: bold; text-align: center">Three Months Ended June 30,</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="6" style="border-bottom: Black 1.5pt solid; font-weight: bold; text-align: center">Six Months Ended June 30,</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td></tr> <tr style="vertical-align: bottom"> <td> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="border-bottom: Black 1.5pt solid; font-weight: bold; text-align: center">2024</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="border-bottom: Black 1.5pt solid; font-weight: bold; text-align: center">2023</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="border-bottom: Black 1.5pt solid; font-weight: bold; text-align: center">2024</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="border-bottom: Black 1.5pt solid; font-weight: bold; text-align: center">2023</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td></tr> <tr style="vertical-align: bottom"> <td> </td><td> </td> <td colspan="14" style="text-align: center">($ in thousands)</td><td> </td></tr> <tr id="xdx_40E_eus-gaap--ShareBasedCompensation_pn3n3_hus-gaap--IncomeStatementLocationAxis__custom--DirectOperatingCostsMember_z5Jdbd1zYxt7" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="width: 36%; text-align: left">Direct operating costs</td><td style="width: 2%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 12%; text-align: right">2</td><td style="width: 1%; text-align: left"> </td><td style="width: 2%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 12%; text-align: right">300</td><td style="width: 1%; text-align: left"> </td><td style="width: 2%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 12%; text-align: right">(43</td><td style="width: 1%; text-align: left">)</td><td style="width: 2%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 12%; text-align: right">388</td><td style="width: 1%; text-align: left"> </td></tr> <tr id="xdx_40D_eus-gaap--ShareBasedCompensation_pn3n3_hus-gaap--IncomeStatementLocationAxis__us-gaap--GeneralAndAdministrativeExpenseMember_zh3CjY8bDAHa" style="vertical-align: bottom; background-color: White"> <td style="text-align: left">General and administrative</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">268</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">848</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">(428</td><td style="text-align: left">)</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">1,453</td><td style="text-align: left"> </td></tr> <tr id="xdx_40B_eus-gaap--ShareBasedCompensation_pn3n3_hus-gaap--IncomeStatementLocationAxis__us-gaap--ResearchAndDevelopmentExpenseMember_zSmDLtg5hCad" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left">Research and development</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">(68</td><td style="text-align: left">)</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">42</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">(14</td><td style="text-align: left">)</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">79</td><td style="text-align: left"> </td></tr> <tr id="xdx_40A_eus-gaap--ShareBasedCompensation_pn3n3_hus-gaap--IncomeStatementLocationAxis__us-gaap--SellingAndMarketingExpenseMember_zVwfSWE64RB2" style="vertical-align: bottom; background-color: White"> <td style="text-align: left; padding-bottom: 1.5pt">Selling and marketing</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">63</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">312</td><td

style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">42</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">654</td><td style="padding-bottom: 1.5pt; text-align: left"> </td></tr> <tr id="xdx_40A_eus-gaap--ShareBasedCompensation_pn3n3_zsSVSSG54MLa" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-left: 10pt; text-align: left; padding-bottom: 2.5pt">Total stock-based compensation expense (benefit) </td><td style="padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; text-align: left">$</td><td style="border-bottom: Black 2.5pt double; text-align: right">265</td><td style="padding-bottom: 2.5pt; text-align: left"> </td><td style="padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; text-align: left">$</td><td style="border-bottom: Black 2.5pt double; text-align: right">1,502</td><td style="padding-bottom: 2.5pt; text-align: left"> </td><td style="padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; text-align: left">$</td><td style="border-bottom: Black 2.5pt double; text-align: right">(443</td><td style="padding-bottom: 2.5pt; text-align: left">)</td><td style="padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; text-align: left">$</td><td style="border-bottom: Black 2.5pt double; text-align: right">2,574</td><td style="padding-bottom: 2.5pt; text-align: left"> </td></tr> <tr id="xdx_40B_eus-gaap--ShareBasedCompensation_pn3n3_zKuDuObjZfA2" style="display: none; vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-left: 10pt; text-align: left; padding-bottom: 2.5pt">Stock-based compensation (benefit) expense</td><td style="padding-bottom: 2.5pt">$ </td> <td style="border-bottom: Black 2.5pt double; text-align: left">$</td><td style="border-bottom: Black 2.5pt double; text-align: right">265</td><td style="padding-bottom: 2.5pt; text-align: left">$ </td> <td style="border-bottom: Black 2.5pt double; text-align: left">$</td><td style="border-bottom: Black 2.5pt double; text-align: right">1,502</td><td style="padding-bottom: 2.5pt; text-align: left">$ </td><td style="padding-bottom: 2.5pt">$</td><td style="border-bottom: Black 2.5pt double; text-align: right">(443</td><td style="padding-bottom: 2.5pt; text-align: left">)</td><td style="padding-bottom: 2.5pt"><span style="font-family: Times New Roman, Times, Serif; font-size: 10pt">$ </td> <td style="border-bottom: Black 2.5pt double; text-align: left">$</td><td style="border-bottom: Black 2.5pt double; text-align: right">2,574</td><td style="padding-bottom: 2.5pt; text-align: left"> </td></tr> </table>
675910160001000024000340001200026500 0-443000<p id="xdx_892_eus-gaap--DisclosureOfShareBasedCompensationArrangementsByShareBasedPaymentAwardTextBlock_zVgxLJL0gQ04" style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0pt 0pt 0; text-align: justify">The following table summarizes the RSU transactions related to the common and preferred stock under the Company's equity incentive plan for the six months ended June 30, 2024 and 2023:   DISCLOSURE OF SHARE-BASED COMPENSATION ARRANGEMENTS BY SHARE-BASED PAYMENT AWARD <table cellpadding="0" cellspacing="0" style="font: 10pt Times New Roman, Times, Serif; border-collapse: collapse; width: 95%"> <tr style="vertical-align: bottom"> <td style="padding-bottom: 1.5pt"> </td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td> <td colspan="2" style="border-bottom: Black 1.5pt solid; font-weight: bold; text-align: center">Common Stock</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td> <td colspan="2" style="border-bottom: Black 1.5pt solid; font-weight: bold; text-align: center">Series A
 Preferred Stock</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td> <td colspan="2" style="border-bottom: Black 1.5pt solid; font-weight: bold; text-align: center">Series B
 Preferred Stock</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="width: 46%">Outstanding and unvested shares at January 1, 2024</td><td style="width: 2%"> </td> <td style="width: 1%; text-align: left"> </td><td id="xdx_985_eus-gaap--ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsNonvestedNumber_iS_pid_c20240101__20240630__us-gaap--AwardTypeAxis__us-gaap--RestrictedStockUnitsRSUMember__us-gaap--StatementEquityComponentsAxis__us-gaap--CommonStockMember_zClIru6J543b" style="width: 14%; text-align: right" title="Outstanding and unvested shares, beginning">753,495</td><td style="width: 1%; text-align: left"> </td><td style="width: 2%"> </td> <td style="width: 1%; text-align: left"> </td><td id="xdx_989_eus-gaap--ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsNonvestedNumber_iS_pid_c20240101__20240630__us-gaap--AwardTypeAxis__us-gaap--RestrictedStockUnitsRSUMember__us-gaap--StatementClassOfStockAxis__us-gaap--SeriesAPreferredStockMember_zA82mpnUPB5b" style="width: 14%; text-align: right" title="Outstanding and unvested at beginning">-</td><td style="width: 1%; text-align: left"> </td><td style="width: 2%"> </td> <td style="width: 1%; text-align: left"> </td><td id="xdx_98F_eus-gaap--ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsNonvestedNumber_iS_pid_c20240101__20240630__us-gaap--AwardTypeAxis__us-gaap--RestrictedStockUnitsRSUMember__us-gaap--StatementClassOfStockAxis__us-gaap--SeriesBPreferredStockMember_zIAB5AKWtnX5" style="width: 14%; text-align: right" title="Outstanding and unvested at beginning">57,199</td><td style="width: 1%; text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: White"> <td>Granted</td><td> </td> <td style="text-align: left"> </td><td id="xdx_980_eus-gaap--ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsGrantsInPeriod_pid_c20240101__20240630__us-gaap--AwardTypeAxis__us-gaap--RestrictedStockUnitsRSUMember__us-gaap--StatementEquityComponentsAxis__us-gaap--CommonStockMember_z5hkYw5frmD3" style="text-align: right" title="Granted">50,000</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td id="xdx_985_eus-gaap--ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsGrantsInPeriod_pid_c20240101__20240630__us-gaap--AwardTypeAxis__us-gaap--RestrictedStockUnitsRSUMember__us-gaap--StatementClassOfStockAxis__us-gaap--SeriesAPreferredStockMember_z93i7T8yhsp5" style="text-align: right" title="Granted">-</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td id="xdx_989_eus-gaap--ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsGrantsInPeriod_pid_c20240101__20240630__us-gaap--AwardTypeAxis__us-gaap--RestrictedStockUnitsRSUMember__us-gaap--StatementClassOfStockAxis__us-gaap--SeriesBPreferredStockMember_zrm7dXjiQfB9" style="text-align: right" title="Granted">46,000</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td>Vested</td><td> </td> <td style="text-align: left"> </td><td id="xdx_98E_eus-gaap--ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsVestedInPeriod_iN_pid_di_c20240101__20240630__us-gaap--AwardTypeAxis__us-gaap--RestrictedStockUnitsRSUMember__us-gaap--StatementEquityComponentsAxis__us-gaap--CommonStockMember_zI58al0kCi19" style="text-align: right" title="Vested">(366,214</td><td style="text-align: left">)</td><td> </td> <td style="text-align: left"> </td><td id="xdx_980_eus-gaap--ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsVestedInPeriod_iN_pid_di_c20240101__20240630__us-gaap--AwardTypeAxis__us-gaap--RestrictedStockUnitsRSUMember__us-gaap--StatementClassOfStockAxis__us-gaap--SeriesAPreferredStockMember_zcLeJuubRXs9" style="text-align: right" title="Vested">-</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td id="xdx_981_eus-gaap--ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsVestedInPeriod_iN_pid_di_c20240101__20240630__us-gaap--AwardTypeAxis__us-gaap--RestrictedStockUnitsRSUMember__us-gaap--StatementClassOfStockAxis__us-gaap--SeriesBPreferredStockMember_z2j9MdleBNve" style="text-align: right" title="Vested">(14,000</td><td style="text-align: left">)</td></tr> <tr style="vertical-align: bottom; background-color: White"> <td style="padding-bottom: 1.5pt">Forfeited</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td id="xdx_982_eus-gaap--ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsForfeitedInPeriod_iN_pid_di_c20240101__20240630__us-gaap--AwardTypeAxis__us-gaap--RestrictedStockUnitsRSUMember__us-gaap--StatementEquityComponentsAxis__us-gaap--CommonStockMember_zkfRhGgGwgCg" style="border-bottom: Black 1.5pt solid; text-align: right" title="Forfeited">(224,032</td><td style="padding-bottom: 1.5pt; text-align: left">)</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td id="xdx_987_eus-gaap--ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsForfeitedInPeriod_iN_pid_di_c20240101__20240630__us-gaap--AwardTypeAxis__us-gaap--RestrictedStockUnitsRSUMember__us-gaap--StatementClassOfStockAxis__us-gaap--SeriesAPreferredStockMember_zJcfVKd4geFh" style="border-bottom: Black 1.5pt solid; text-align: right" title="Forfeited">-</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td id="xdx_986_eus-gaap--ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsForfeitedInPeriod_iN_pid_di_c20240101__20240630__us-gaap--AwardTypeAxis__us-gaap--RestrictedStockUnitsRSUMember__us-gaap--StatementClassOfStockAxis__us-gaap--SeriesBPreferredStockMember_zO29Z43F3cj5" style="border-bottom: Black 1.5pt solid; text-align: right" title="Forfeited">(24,000</td><td style="padding-bottom: 1.5pt; text-align: left">)</td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-bottom: 2.5pt">Outstanding and unvested shares at June 30, 2024</td><td style="padding-bottom: 2.5pt"> </td><td style="border-bottom: Black 2.5pt double; text-align: left"> </td><td id="xdx_987_eus-gaap--ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsNonvestedNumber_iE_pid_c20240101__20240630__us-gaap--AwardTypeAxis__us-gaap--RestrictedStockUnitsRSUMember__us-gaap--StatementEquityComponentsAxis__us-gaap--CommonStockMember_zHlaPdlk9NUk" style="border-bottom: Black 2.5pt double; text-align: right" title="Outstanding and unvested shares, ending">213,249</td><td style="padding-bottom: 2.5pt; text-align: left"> </td><td style="padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; text-align: left"> </td><td id="xdx_987_eus-gaap--ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsNonvestedNumber_iE_pid_c20240101__20240630__us-gaap--AwardTypeAxis__us-gaap--RestrictedStockUnitsRSUMember__us-gaap--StatementClassOfStockAxis__us-gaap--SeriesAPreferredStockMember_zc8rLNcISMe4" style="border-bottom: Black 2.5pt double; text-align: right" title="Outstanding and unvested at ending">-</td><td style="padding-bottom: 2.5pt; text-align: left"> </td><td style="padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; text-align: left"> </td><td id="xdx_988_eus-gaap--ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsNonvestedNumber_iE_pid_c20240101__20240630__us-gaap--AwardTypeAxis__us-gaap--RestrictedStockUnitsRSUMember__us-gaap--StatementClassOfStockAxis__us-gaap--SeriesBPreferredStockMember_zr4jsLMJfGUc" style="border-bottom: Black 2.5pt double; text-align: right" title="Outstanding and unvested at ending">65,199</td><td style="padding-bottom: 2.5pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: White"> <td> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td>Outstanding and unvested shares at January 1, 2023</td><td> </td> <td style="text-align: left"> </td><td id="xdx_982_eus-gaap--ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsNonvestedNumber_iS_pid_c20230101__20230630__us-gaap--AwardTypeAxis__us-gaap--RestrictedStockUnitsRSUMember__us-gaap--StatementEquityComponentsAxis__us-gaap--CommonStockMember_zaMmt2My85od" style="text-align: right" title="Outstanding and unvested shares, beginning">645,475</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td id="xdx_98B_eus-gaap--ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsNonvestedNumber_iS_pid_c20230101__20230630__us-gaap--AwardTypeAxis__us-gaap--RestrictedStockUnitsRSUMember__us-gaap--StatementClassOfStockAxis__us-gaap--SeriesAPreferredStockMember_zeI5LvSP13dd" style="text-align: right" title="Outstanding and unvested at beginning">-</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td id="xdx_980_eus-gaap--

ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsNonvestedNumber_iS_pid_c20230101__20230630__us-gaap--AwardTypeAxis__us-gaap--RestrictedStockUnitsRSUMember__us-gaap--StatementClassOfStockAxis__us-gaap--SeriesBPreferredStockMember_zKoPzQoryVZ4" style="text-align: right" title="Outstanding and unvested at beginning">80,462</td><td style="text-align: left"> </td></tr><tr style="vertical-align: bottom; background-color: White"><td>Granted</td><td> </td><td style="text-align: left"> </td><td id="xdx_98E_eus-gaap--ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsGrantsInPeriod_pid_c20230101__20230630__us-gaap--AwardTypeAxis__us-gaap--RestrictedStockUnitsRSUMember__us-gaap--StatementEquityComponentsAxis__us-gaap--CommonStockMember_zRqv6darRum3" style="text-align: right" title="Granted">553,191</td><td style="text-align: left"> </td><td> </td><td style="text-align: left"> </td><td id="xdx_98A_eus-gaap--ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsGrantsInPeriod_pid_c20230101__20230630__us-gaap--AwardTypeAxis__us-gaap--RestrictedStockUnitsRSUMember__us-gaap--StatementClassOfStockAxis__us-gaap--SeriesAPreferredStockMember_zymOuucLZX1l" style="text-align: right" title="Granted">-</td><td style="text-align: left"> </td><td> </td><td style="text-align: left"> </td><td id="xdx_983_eus-gaap--ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsGrantsInPeriod_pid_c20230101__20230630__us-gaap--AwardTypeAxis__us-gaap--RestrictedStockUnitsRSUMember__us-gaap--StatementClassOfStockAxis__us-gaap--SeriesBPreferredStockMember_zaPQ3J5biFr7" style="text-align: right" title="Granted">62,000</td><td style="text-align: left"> </td></tr><tr style="vertical-align: bottom; background-color: rgb(204,238,255)"><td>Vested</td><td> </td><td style="text-align: left"> </td><td id="xdx_986_eus-gaap--ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsVestedInPeriod_iN_pid_di_c20230101__20230630__us-gaap--AwardTypeAxis__us-gaap--RestrictedStockUnitsRSUMember__us-gaap--StatementEquityComponentsAxis__us-gaap--CommonStockMember_zKOrFPQeDFt3" style="text-align: right" title="Vested">(520,770</td><td style="text-align: left">)</td><td> </td><td style="text-align: left"> </td><td id="xdx_985_eus-gaap--ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsVestedInPeriod_iN_pid_di_c20230101__20230630__us-gaap--AwardTypeAxis__us-gaap--RestrictedStockUnitsRSUMember__us-gaap--StatementClassOfStockAxis__us-gaap--SeriesAPreferredStockMember_zv4qfuYvRYN8" style="text-align: right" title="Vested">-</td><td style="text-align: left"> </td><td> </td><td style="text-align: left"> </td><td id="xdx_983_eus-gaap--ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsVestedInPeriod_iN_pid_di_c20230101__20230630__us-gaap--AwardTypeAxis__us-gaap--RestrictedStockUnitsRSUMember__us-gaap--StatementClassOfStockAxis__us-gaap--SeriesBPreferredStockMember_zPnjgSidNGI5" style="text-align: right" title="Vested">(66,263</td><td style="text-align: left">)</td></tr><tr style="vertical-align: bottom; background-color: White"><td style="padding-bottom: 1.5pt">Forfeited</td><td style="padding-bottom: 1.5pt"> </td><td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td id="xdx_98B_eus-gaap--ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsForfeitedInPeriod_iN_pid_di_c20230101__20230630__us-gaap--AwardTypeAxis__us-gaap--RestrictedStockUnitsRSUMember__us-gaap--StatementEquityComponentsAxis__us-gaap--CommonStockMember_zjTQG0oiQQae" style="border-bottom: Black 1.5pt solid; text-align: right" title="Forfeited">(29,744</td><td style="padding-bottom: 1.5pt; text-align: left">)</td><td style="padding-bottom: 1.5pt"> </td><td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td id="xdx_98D_eus-gaap--ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsForfeitedInPeriod_iN_pid_di_c20230101__20230630__us-gaap--AwardTypeAxis__us-gaap--RestrictedStockUnitsRSUMember__us-gaap--StatementClassOfStockAxis__us-gaap--SeriesAPreferredStockMember_zWyOe6Nx7LWd" style="border-bottom: Black 1.5pt solid; text-align: right" title="Forfeited">-</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td><td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td id="xdx_989_eus-gaap--ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsForfeitedInPeriod_iN_pid_di_c20230101__20230630__us-gaap--AwardTypeAxis__us-gaap--RestrictedStockUnitsRSUMember__us-gaap--StatementClassOfStockAxis__us-gaap--SeriesBPreferredStockMember_z1N5rXFIziSi" style="border-bottom: Black 1.5pt solid; text-align: right" title="Forfeited">-</td><td style="padding-bottom: 1.5pt; text-align: left"> </td></tr><tr style="vertical-align: bottom; background-color: rgb(204,238,255)"><td style="padding-bottom: 2.5pt">Outstanding and unvested shares at June 30, 2023</td><td style="padding-bottom: 2.5pt"> </td><td style="border-bottom: Black 2.5pt double; text-align: left"> </td><td id="xdx_980_eus-gaap--ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsNonvestedNumber_iE_pid_c20230101__20230630__us-gaap--AwardTypeAxis__us-gaap--RestrictedStockUnitsRSUMember__us-gaap--StatementEquityComponentsAxis__us-gaap--CommonStockMember_zJrc4PSCaRtd" style="border-bottom: Black 2.5pt double; text-align: right" title="Outstanding and unvested shares, ending">648,152</td><td style="padding-bottom: 2.5pt; text-align: left"> </td><td style="padding-bottom: 2.5pt"> </td><td style="border-bottom: Black 2.5pt double; text-align: left"> </td><td id="xdx_980_eus-gaap--ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsNonvestedNumber_iE_pid_c20230101__20230630__us-gaap--AwardTypeAxis__us-gaap--RestrictedStockUnitsRSUMember__us-gaap--StatementClassOfStockAxis__us-gaap--SeriesAPreferredStockMember_zRSKS2goKvxb" style="border-bottom: Black 2.5pt double; text-align: right" title="Outstanding and unvested at ending">-</td><td style="padding-bottom: 2.5pt; text-align: left"> </td><td style="padding-bottom: 2.5pt"> </td><td style="border-bottom: Black 2.5pt double; text-align: left"> </td><td id="xdx_989_eus-gaap--ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsNonvestedNumber_iE_pid_c20230101__20230630__us-gaap--AwardTypeAxis__us-gaap--RestrictedStockUnitsRSUMember__us-gaap--StatementClassOfStockAxis__us-gaap--SeriesBPreferredStockMember_zk6EknratYgd" style="border-bottom: Black 2.5pt double; text-align: right" title="Outstanding and unvested at ending">76,199</td><td style="padding-bottom: 2.5pt; text-align: left"> </td></tr></table> 75349557199500004600036621414000224032240002132496519964547580462553191620005207706626329744648152761991503769000767000<p id="xdx_897_eus-gaap--ScheduleOfEmployeeServiceShareBasedCompensationAllocationOfRecognizedPeriodCostsTextBlock_z0pUQLIsn1J1" style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0pt 0pt 0; text-align: justify">The following table summarizes the components of share-based compensation expense (benefit) for the three and six months ended June 30, 2024 and 2023: SCHEDULE OF EMPLOYEE SERVICE SHARE-BASED COMPENSATION, ALLOCATION OF RECOGNIZED PERIOD COSTS <table cellpadding="0" cellspacing="0" style="font: 10pt Times New Roman, Times, Serif; border-collapse: collapse; width: 100%"> <tr style="display: none; vertical-align: bottom"> <td> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" id="xdx_493_20240401__20240630_zcIQ9jiIDMKl" style="font-weight: bold; text-align: center">2024</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td><td colspan="2" id="xdx_498_20230401__20230630_z0jfxd7Sr8Pd" style="font-weight: bold; text-align: center">2023</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" id="xdx_490_20240101__20240630_z3C4N9KcCCoa" style="font-weight: bold; text-align: center">2024</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" id="xdx_496_20230101__20230630_z36VUhSLviU3" style="font-weight: bold; text-align: center">2023</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td></tr> <tr style="vertical-align: bottom"> <td> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="6" style="border-bottom: Black 1.5pt solid; font-weight: bold; text-align: center">Three Months Ended June 30,</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="6" style="border-bottom: Black 1.5pt solid; font-weight: bold; text-align: center">Six Months Ended June 30,</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td></tr> <tr style="vertical-align: bottom"> <td> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="border-bottom: Black 1.5pt solid; font-weight: bold; text-align: center">2024</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="border-bottom: Black 1.5pt solid; font-weight: bold; text-align: center">2023</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="border-bottom: Black 1.5pt solid; font-weight: bold; text-align: center">2024</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="border-bottom: Black 1.5pt solid; font-weight: bold; text-align: center">2023</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td></tr> <tr style="vertical-align: bottom"> <td> </td><td colspan="14" style="text-align: center">($ in thousands)</td><td> </td></tr> <tr id="xdx_40E_eus-gaap--ShareBasedCompensation_pn3n3_hus-gaap--IncomeStatementLocationAxis__custom--DirectOperatingCostsMember_z5JdbdIzYxt7" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="width: 36%; text-align: left">Direct operating costs</td><td style="width: 2%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 12%; text-align: right">2</td><td style="width: 1%; text-align: left"> </td><td style="width: 2%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 12%; text-align: right">300</td><td style="width: 1%; text-align: left"> </td><td style="width: 2%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 12%; text-align: right">(43</td><td style="width: 1%; text-align: left">)</td><td style="width: 2%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 12%; text-align: right">388</td><td style="width: 1%; text-align: left"> </td></tr> <tr id="xdx_40D_eus-gaap--ShareBasedCompensation_pn3n3_hus-gaap--IncomeStatementLocationAxis__us-gaap--GeneralAndAdministrativeExpenseMember_zh3CjY8bDAHa" style="vertical-align: bottom; background-color: White"> <td style="text-align: left">General and administrative</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">268</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">848</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">(428</td><td style="text-align: left">)</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">1,453</td><td style="text-align: left"> </td></tr> <tr id="xdx_40B_eus-gaap--ShareBasedCompensation_pn3n3_hus-gaap--IncomeStatementLocationAxis__us-gaap--ResearchAndDevelopmentExpenseMember_zSmDLtg5hCad" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left">Research and development</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">(68</td><td style="text-align: left">)</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">42</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">(14</td><td style="text-align: left">)</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">79</td><td style="text-align: left"> </td></tr> <tr id="xdx_40A_eus-gaap--ShareBasedCompensation_pn3n3_hus-gaap--IncomeStatementLocationAxis__us-gaap--SellingAndMarketingExpenseMember_zVwfSWE64RB2" style="vertical-align: bottom; background-color: White"> <td style="text-align: left; padding-bottom: 1.5pt">Selling and marketing</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">63</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">312</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">42</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">654</td><td style="padding-bottom: 1.5pt; text-align: left"> </td></tr> <tr id="xdx_40A_eus-gaap--ShareBasedCompensation_pn3n3_zsSVSSG54MLa" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-left: 10pt; text-align: left; padding-bottom: 2.5pt">Total stock-based compensation expense (benefit) </td><td style="padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; text-align: left">$</td><td style="border-bottom: Black 2.5pt double; text-align: right">265</td><td style="padding-bottom: 2.5pt; text-align: left"> </td><td style="padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; text-align: left">$</td><td style="border-bottom: Black 2.5pt double; text-align: right">1,502</td><td style="padding-bottom: 2.5pt; text-align: left"> </td><td style="padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; text-align: left">$</td><td style="border-bottom: Black 2.5pt double; text-align: right">(443</td><td style="padding-bottom: 2.5pt; text-align: left">)</td><td style="padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; text-align: left">$</td><td style="border-bottom: Black 2.5pt double; text-align: right">2,574</td><td style="padding-bottom: 2.5pt; text-align: left"> </td></tr> <tr id="xdx_40B_eus-gaap--ShareBasedCompensation_pn3n3_zKuDuObjZfA2" style="display: none; vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-left: 10pt; text-align: left; padding-bottom: 2.5pt">Stock-based compensation (benefit) expense</td><td style="padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; text-align: left">$</td><td style="border-bottom: Black 2.5pt double; text-align: right">265</td><td style="padding-bottom: 2.5pt; text-align: left"> </td><td style="padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; text-align: left">$</td><td style="border-bottom: Black 2.5pt double; text-align: right">1,502</td><td style="padding-bottom: 2.5pt; text-align: left"> </td><td style="padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; text-align: left"><span style="font-

family: Times New Roman, Times, Serif; font-size: 10pt">$</td><td style="border-bottom: Black 2.5pt double; text-align: right">(443</td><td style="padding-bottom: 2.5pt; text-align: left">)</td><td style="padding-bottom: 2.5pt"> </td><td style="border-bottom: Black 2.5pt double; text-align: left">$</td><td style="border-bottom: Black 2.5pt double; text-align: right">2,574</td><td style="padding-bottom: 2.5pt; text-align: left"> </td></tr> </table> 2000300000-4300038800026800084800-4280001453000-6800042000-1400079000630003120004200065400026500015020000-4430002574000265000150200000-4430002574000 13. INCOME TAXES   The income tax expense for the three months ended June 30, 2024 was approximately $39,000 comprised of current state tax expense of $30,000 and foreign tax expense of $9,000. The income tax expense for the six months ended June 30, 2024 was approximately $78,000 comprised of current state tax expense of $60,000 and foreign tax expense of $18,000. There was no deferred income tax for the three and six months ended June 30, 2024.   The income tax expense for the three months ended June 30, 2023 was approximately $82,000 comprised of a current tax expense of $44,000 and a deferred tax expense of $38,000. The income tax expense for the six months ended June 30, 2023 was approximately $147,000 comprised of a current tax expense of $83,000 and a deferred tax expense of $64,000.</p> <p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0pt 0pt 0; text-align: justify"> </p> <p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0pt 0pt 0; text-align: justify">The current income tax provision for the three and six months ended June 30, 2024 and 2023 primarily relates to state minimum taxes and foreign income taxes. The deferred tax provision for the three and six months ended June 30, 2023 relates to the book and tax difference of amortization on indefinite-lived intangibles, primarily goodwill. To the extent allowable, prior to January 1, 2024, the federal and state deferred tax provision had been offset by the indefinite life net operating loss. As a result of the goodwill impairment charge recorded for the year ended December 31, 2023, no deferred tax liability is currently required.</p> <p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0pt 0pt 0; text-align: justify"> </p> <p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0pt 0pt 0; text-align: justify">The Company has incurred cumulative losses, which make realization of a deferred tax asset difficult to support in accordance with ASC 740. Accordingly, a valuation allowance has been recorded against the federal and state deferred tax assets as of June 30, 2024 and December 31, 2023.</p> <p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0pt 0pt 0; text-align: justify"> </p><p> 3900030000900078000600001800000820004400038000147000830006400000<p id="xdx_803_eus-gaap--SegmentReportingDisclosureTextBlock_zqYZg06JSbY1" style="font: 10pt Times New Roman, Times, Serif; text-transform: uppercase; margin-top: 0pt; margin-bottom: 0pt">14. SEGMENT REPORTING</p> <p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0pt 0pt 23.75pt; text-align: justify"> </p> <p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0pt 0pt 0; text-align: justify">The Company's Chief Executive Officer and Executive Chairman jointly serve as the Chief Operating Decision Maker ("CODM"), organize the Company, manage resource allocations and measure performance among two operating and reportable segments: (i) Healthcare IT and (ii) Medical Practice Management.</p> <p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0pt 0pt 0; text-align: justify"> </p> <p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0pt 0pt 0; text-align: justify"></p> <p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0pt 0pt 0; text-align: justify; background-color: white">The Healthcare IT segment includes revenue cycle management, SaaS solutions and other services. The Medical Practice Management segment includes the management of three medical practices. Each segment is considered a reporting unit. The CODM evaluates the financial performance of the business units on the basis of revenue and direct operating costs excluding unallocated amounts that are mainly corporate overhead costs. Our CODM does not evaluate operating segments using asset or liability information. The accounting policies of the segments are the same as those disclosed in the Company's Annual Report on Form 10-K for the year ended December 31, 2023 filed with the SEC on March 21, 2024. The following table presents revenues, operating expenses and operating income (loss) by reportable segment:</p> <p id="xdx_89B_eus-gaap--ScheduleOfSegmentReportingInformationBySegmentTextBlock_znb0Xv7xOUC3" style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0pt 0pt 0; text-align: justify; background-color: white"> SCHEDULE OF REVENUES, OPERATING EXPENSES AND OPERATING INCOME (LOSS) BY REPORTABLE SEGMENT</p> <table cellpadding="0" cellspacing="0" style="font: 10pt Times New Roman, Times, Serif; border-collapse: collapse; width: 100%"> <tr style="display: none; vertical-align: bottom"> <td> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" id="xdx_491_20240101__20240630__us-gaap--StatementBusinessSegmentsAxis__custom--HealthcareITMember_zbeb269eTa43" style="font-weight: bold; text-align: center">Healthcare IT</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" id="xdx_497_20240101__20240630__us-gaap--StatementBusinessSegmentsAxis__custom--MedicalPracticeManagementMember_zDiPSFBohDi4" style="font-weight: bold; text-align: center">Medical Practice Management</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" id="xdx_49B_20240101__20240630__us-gaap--StatementBusinessSegmentsAxis__custom--UnallocatedCorporateExpensesMember_zrA1h6b6uH39" style="font-weight: bold; text-align: center">Unallocated Corporate Expenses</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" id="xdx_49C_20240101__20240630_z5HLsHZocp9h" style="font-weight: bold; text-align: center">Total</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td></tr> <tr style="vertical-align: bottom"> <td> </td><td style="font-weight: bold"> </td> <td colspan="14" style="font-weight: bold; text-align: center">Six Months Ended June 30, 2024</td><td style="font-weight: bold"> </td></tr> <tr style="vertical-align: bottom"> <td> </td><td style="padding-bottom: 1.5pt"> </td> <td colspan="14" style="border-bottom: Black 1.5pt solid; text-align: center">($ in thousands)</td><td style="padding-bottom: 1.5pt"> </td></tr> <tr style="vertical-align: bottom"> <td> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="border-bottom: Black 1.5pt solid; font-weight: bold; text-align: center">Healthcare IT</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="border-bottom: Black 1.5pt solid; font-weight: bold; text-align: center">Medical Practice Management</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="border-bottom: Black 1.5pt solid; font-weight: bold; text-align: center">Unallocated Corporate Expenses</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="border-bottom: Black 1.5pt solid; font-weight: bold; text-align: center">Total</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td></tr> <tr id="xdx_40C_eus-gaap--RevenueFromContractWithCustomerExcludingAssessedTax_pn3n3_maOIEzkUG_zo1AE138ZOfi" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="width: 28%; text-align: left">Net revenue</td><td style="width: 2%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 14%; text-align: right">47,301</td><td style="width: 1%; text-align: left"> </td><td style="width: 2%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 14%; text-align: right">6,751</td><td style="width: 1%; text-align: left"> </td><td style="width: 2%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 14%; text-align: right">-</td><td style="width: 1%; text-align: left"> </td><td style="width: 2%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 14%; text-align: right">54,052</td><td style="width: 1%; text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: White"> <td style="text-align: left">Operating expenses:</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td></tr> <tr id="xdx_405_eus-gaap--OperatingCostsAndExpenses_pn3n3_maOEzCz0_z21u7rbAhPfe" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-left: 10pt; text-align: left">Direct operating costs</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">25,254</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">5,165</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">-</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">30,419</td><td style="text-align: left"> </td></tr> <tr id="xdx_40A_eus-gaap--SellingAndMarketingExpense_pn3n3_maOEzCz0_zeFiuoCsBYHc" style="vertical-align: bottom; background-color: White"> <td style="padding-left: 10pt; text-align: left">Selling and marketing</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">3,417</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">17</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">-</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">3,434</td><td style="text-align: left"> </td></tr> <tr id="xdx_406_eus-gaap--GeneralAndAdministrativeExpense_pn3n3_maOEzCz0_zxnN6rzzEJ23" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-left: 10pt; text-align: left">General and administrative</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">4,602</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">911</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">2,236</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">7,749</td><td style="text-align: left"> </td></tr> <tr id="xdx_40A_eus-gaap--ResearchAndDevelopmentExpense_pn3n3_maOEzCz0_zuG3fBCHQlZd" style="vertical-align: bottom; background-color: White"> <td style="padding-left: 10pt; text-align: left">Research and development</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">1,968</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">-</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">-</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">1,968</td><td style="text-align: left"> </td></tr> <tr id="xdx_404_eus-gaap--DepreciationAndAmortization_pn3n3_maOEzCz0_zvDJvXVls5e8" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-left: 10pt; text-align:

left">Depreciation and amortization</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">7,478</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">166</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">-</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">7,644</td><td style="text-align: left"> </td></tr> <tr id="xdx_408_eus-gaap--RestructuringCostsAndAssetImpairmentCharges_pn3n3_maOEzCz0_zijqOSGOW1a9" style="vertical-align: bottom; background-color: White"> <td style="padding-left: 10pt; text-align: left; padding-bottom: 1.5pt">Loss on lease terminations, unoccupied lease charges and restructuring costs</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">438</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">-</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">-</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">438</td><td style="padding-bottom: 1.5pt; text-align: left"> </td></tr> <tr id="xdx_409_eus-gaap--RestructuringCostsAndAssetImpairmentCharges_pn3n3_maOEzCz0_z7Xu5TuQe0Ki" style="display: none; vertical-align: bottom; background-color: White"> <td style="padding-left: 10pt; text-align: left; padding-bottom: 1.5pt">Loss on lease terminations, unoccupied lease charges and restructuring costs</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">438</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">-</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">-</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">438</td><td style="padding-bottom: 1.5pt; text-align: left"> </td></tr> <tr id="xdx_407_eus-gaap--OperatingExpenses_iT_pn3n3_msOILzkUG_mtOEzCz0_zZ5wc154VVUi" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-left: 20pt; text-align: left; padding-bottom: 1.5pt">Total operating expenses</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">43,157</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">6,259</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">2,236</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">51,652</td><td style="padding-bottom: 1.5pt; text-align: left"> </td></tr> <tr id="xdx_407_eus-gaap--OperatingIncomeLoss_iT_pn3n3_mtOILzkUG_zJ7ab40OsDq9" style="vertical-align: bottom; background-color: White"> <td style="text-align: left; padding-bottom: 2.5pt">Operating income (loss)</td><td style="padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; text-align: left">$</td><td style="border-bottom: Black 2.5pt double; text-align: right">4,144</td><td style="padding-bottom: 2.5pt; text-align: left"> </td><td style="padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; text-align: left">$</td><td style="border-bottom: Black 2.5pt double; text-align: right">492</td><td style="padding-bottom: 2.5pt; text-align: left"> </td><td style="padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; text-align: left">$</td><td style="border-bottom: Black 2.5pt double; text-align: right">(2,236</td><td style="padding-bottom: 2.5pt; text-align: left">)</td><td style="padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; text-align: left">$</td><td style="border-bottom: Black 2.5pt double; text-align: right">2,400</td><td style="padding-bottom: 2.5pt; text-align: left"> </td></tr> </table>   <table cellpadding="0" cellspacing="0" style="font: 10pt Times New Roman, Times, Serif; border-collapse: collapse; width: 100%"> <tr style="display: none; vertical-align: bottom"> <td> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" id="xdx_499_20240401__20240630__us-gaap--StatementBusinessSegmentsAxis__custom--HealthcareITMember_zj0tzGOkNoSk" style="font-weight: bold; text-align: center">Healthcare IT</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" id="xdx_49B_20240401__20240630__us-gaap--StatementBusinessSegmentsAxis__custom--MedicalPracticeManagementMember_zmmXfjX7RIa9" style="font-weight: bold; text-align: center">Medical Practice Management</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" id="xdx_495_20240401__20240630__us-gaap--StatementBusinessSegmentsAxis__custom--UnallocatedCorporateExpensesMember_zN7JHc5SZ23" style="font-weight: bold; text-align: center">Unallocated Corporate Expenses</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" id="xdx_496_20240401__20240630_zNjyDrkYhIRa" style="font-weight: bold; text-align: center">Total</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td></tr> <tr style="vertical-align: bottom"> <td> </td><td style="font-weight: bold"> </td> <td colspan="14" style="font-weight: bold; text-align: center">Three Months Ended June 30, 2024</td><td style="font-weight: bold"> </td></tr> <tr style="vertical-align: bottom"> <td> </td><td style="padding-bottom: 1.5pt"> </td> <td colspan="14" style="border-bottom: Black 1.5pt solid; text-align: center">($ in thousands)</td><td style="padding-bottom: 1.5pt"> </td></tr> <tr style="vertical-align: bottom"> <td> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="border-bottom: Black 1.5pt solid; font-weight: bold; text-align: center">Healthcare IT</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="border-bottom: Black 1.5pt solid; font-weight: bold; text-align: center">Medical Practice Management</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="border-bottom: Black 1.5pt solid; font-weight: bold; text-align: center">Unallocated Corporate Expenses</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="border-bottom: Black 1.5pt solid; font-weight: bold; text-align: center">Total</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td></tr> <tr id="xdx_40C_eus-gaap--RevenueFromContractWithCustomerExcludingAssessedTax_pn3n3_maOILzkUG_zPjGOWhStwDi" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="width: 28%; text-align: left">Net revenue</td><td style="width: 2%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 14%; text-align: right">24,580</td><td style="width: 1%; text-align: left"> </td><td style="width: 2%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 14%; text-align: right">3,510</td><td style="width: 1%; text-align: left"> </td><td style="width: 2%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 14%; text-align: right">-</td><td style="width: 1%; text-align: left"> </td><td style="width: 2%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 14%; text-align: right">28,090</td><td style="width: 1%; text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: White"> <td style="text-align: left">Operating expenses:</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td></tr> <tr id="xdx_405_eus-gaap--OperatingCostsAndExpenses_pn3n3_maOEzCz0_zIJp8jjPK1xe" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-left: 10pt; text-align: left">Direct operating costs</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">12,710</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">2,532</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">-</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">15,242</td><td style="text-align: left"> </td></tr> <tr id="xdx_40A_eus-gaap--SellingAndMarketingExpense_pn3n3_maOEzCz0_zu4emYtKPBpd" style="vertical-align: bottom; background-color: White"> <td style="padding-left: 10pt; text-align: left">Selling and marketing</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">1,657</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">7</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">-</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">1,664</td><td style="text-align: left"> </td></tr> <tr id="xdx_406_eus-gaap--GeneralAndAdministrativeExpense_pn3n3_maOEzCz0_zzQNVWv4fOJb" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-left: 10pt; text-align: left">General and administrative</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">2,021</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">477</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">1,530</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">4,028</td><td style="text-align: left"> </td></tr> <tr id="xdx_40A_eus-gaap--ResearchAndDevelopmentExpense_pn3n3_maOEzCz0_z2N3VS83axKh" style="vertical-align: bottom; background-color: White"> <td style="padding-left: 10pt; text-align: left">Research and development</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">1,055</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">-</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">-</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">1,055</td><td style="text-align: left"> </td></tr> <tr id="xdx_404_eus-gaap--DepreciationAndAmortization_pn3n3_maOEzCz0_zBUyryid93Pc" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-left: 10pt; text-align: left">Depreciation and amortization</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">3,633</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">81</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">-</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">3,714</td><td style="text-align: left"> </td></tr> <tr id="xdx_408_eus-gaap--RestructuringCostsAndAssetImpairmentCharges_pn3n3_maOEzCz0_zTigcqai3KW5" style="vertical-align: bottom; background-color: White"> <td style="padding-left: 10pt; text-align: left; padding-bottom: 1.5pt">Loss on lease terminations, unoccupied lease charges and restructuring costs</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">116</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">-</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">-</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">116</td><td style="padding-bottom: 1.5pt; text-align: left"> </td></tr> <tr id="xdx_402_eus-gaap--RestructuringCostsAndAssetImpairmentCharges_pn3n3_maOEzCz0_zuMUve9nxPd1" style="display: none; vertical-align: bottom; background-color: White"> <td style="padding-left: 10pt; text-align: left; padding-bottom: 1.5pt">Loss on lease terminations, unoccupied lease charges and restructuring costs</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">116</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">-</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">-</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">116</td><td style="padding-bottom: 1.5pt; text-align: left"> </td></tr> <tr id="xdx_407_eus-gaap--OperatingExpenses_iT_pn3n3_msOILzkUG_mtOEzCz0_zQMhIQhS02z2" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-left: 20pt; text-align: left; padding-bottom: 1.5pt">Total operating expenses</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">21,192</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">3,097</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">1,530</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td

style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">25,819</td><td style="padding-bottom: 1.5pt; text-align: left"> </td></tr> <tr id="xdx_407_eus-gaap--OperatingIncomeLoss_iT_pn3n3_mtOILzkUG_zPqs1klLCK98" style="vertical-align: bottom; background-color: White"> <td style="text-align: left; padding-bottom: 2.5pt">Operating income (loss)</td><td style="padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; text-align: left">$</td><td style="border-bottom: Black 2.5pt double; text-align: right">3,388</td><td style="padding-bottom: 2.5pt; text-align: left"> </td><td style="padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; text-align: left">$</td><td style="border-bottom: Black 2.5pt double; text-align: right">413</td><td style="padding-bottom: 2.5pt; text-align: left"> </td><td style="padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; text-align: left">$</td><td style="border-bottom: Black 2.5pt double; text-align: right">(1,530</td><td style="padding-bottom: 2.5pt; text-align: left">)</td><td style="padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; text-align: left">$</td><td style="border-bottom: Black 2.5pt double; text-align: right">2,271</td><td style="padding-bottom: 2.5pt; text-align: left"> </td></tr> </table>   <table cellpadding="0" cellspacing="0" style="font: 10pt Times New Roman, Times, Serif; border-collapse: collapse; width: 100%"> <tr style="display: none; vertical-align: bottom"> <td> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" id="xdx_49A_20230101__20230630__us-gaap--StatementBusinessSegmentsAxis__custom--HealthcareITMember_znlAebNenxS" style="font-weight: bold; text-align: center">Healthcare IT</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" id="xdx_492_20230101__20230630__us-gaap--StatementBusinessSegmentsAxis__custom--MedicalPracticeManagementMember_zm3W8wKNyAUe" style="font-weight: bold; text-align: center">Medical Practice Management</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" id="xdx_49A_20230101__20230630__us-gaap--StatementBusinessSegmentsAxis__custom--UnallocatedCorporateExpensesMember_zTrEvqOuYtDc" style="font-weight: bold; text-align: center">Unallocated Corporate Expenses</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" id="xdx_494_20230101__20230630_zhSXAG2LD9Kc" style="font-weight: bold; text-align: center">Total</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td></tr> <tr style="vertical-align: bottom"> <td> </td><td style="font-weight: bold"> </td> <td colspan="14" style="font-weight: bold; text-align: center">Six Months Ended June 30, 2023</td><td style="font-weight: bold"> </td></tr> <tr style="vertical-align: bottom"> <td> </td><td style="padding-bottom: 1.5pt"> </td> <td colspan="14" style="border-bottom: Black 1.5pt solid; text-align: center">($ in thousands)</td><td style="padding-bottom: 1.5pt"> </td></tr> <tr style="vertical-align: bottom"> <td> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="border-bottom: Black 1.5pt solid; font-weight: bold; text-align: center">Healthcare IT</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="border-bottom: Black 1.5pt solid; font-weight: bold; text-align: center">Medical Practice Management</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="border-bottom: Black 1.5pt solid; font-weight: bold; text-align: center">Unallocated Corporate Expenses</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="border-bottom: Black 1.5pt solid; font-weight: bold; text-align: center">Total</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td></tr> <tr id="xdx_40C_eus-gaap--RevenueFromContractWithCustomerExcludingAssessedTax_pn3n3_maOIEzkUG_zdkdtYbL3Xcl" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="width: 28%; text-align: left">Net revenue</td><td style="width: 2%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 14%; text-align: right">52,939</td><td style="width: 1%; text-align: left"> </td><td style="width: 2%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 14%; text-align: right">6,424</td><td style="width: 1%; text-align: left"> </td><td style="width: 2%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 14%; text-align: right">-</td><td style="width: 1%; text-align: left"> </td><td style="width: 2%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 14%; text-align: right">59,363</td><td style="width: 1%; text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: White"> <td style="text-align: left">Operating expenses:</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td> </td> <td style="text-align: left"> </td></tr> <tr id="xdx_405_eus-gaap--OperatingCostsAndExpenses_pn3n3_maOEzCz0_z4nPFKxPQj3h" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-left: 10pt; text-align: left">Direct operating costs</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">30,634</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">4,949</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">-</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">35,583</td><td style="text-align: left"> </td></tr> <tr id="xdx_40A_eus-gaap--SellingAndMarketingExpense_pn3n3_maOEzCz0_zrMWDW1dwhW6" style="vertical-align: bottom; background-color: White"> <td style="padding-left: 10pt; text-align: left">Selling and marketing</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">5,174</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">18</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">-</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">5,192</td><td style="text-align: left"> </td></tr> <tr id="xdx_406_eus-gaap--GeneralAndAdministrativeExpense_pn3n3_maOEzCz0_zBDHQjFDxS44" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-left: 10pt; text-align: left">General and administrative</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">5,746</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">896</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">4,394</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">11,036</td><td style="text-align: left"> </td></tr> <tr id="xdx_40A_eus-gaap--ResearchAndDevelopmentExpense_pn3n3_maOEzCz0_zIARf1hOn2iI" style="vertical-align: bottom; background-color: White"> <td style="padding-left: 10pt; text-align: left">Research and development</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">2,263</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">-</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">-</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">2,263</td><td style="text-align: left"> </td></tr> <tr id="xdx_404_eus-gaap--DepreciationAndAmortization_pn3n3_maOEzCz0_zlfbVap3W2K9" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-left: 10pt; text-align: left">Depreciation and amortization</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">6,200</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">179</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">-</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">6,379</td><td style="text-align: left"> </td></tr> <tr id="xdx_408_eus-gaap--RestructuringCostsAndAssetImpairmentCharges_pn3n3_maOEzCz0_zpH9BjMBIeK2" style="vertical-align: bottom; background-color: White"> <td style="padding-left: 10pt; text-align: left; padding-bottom: 1.5pt">Net loss on lease terminations and unoccupied lease charges</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">422</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">-</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">-</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">422</td><td style="padding-bottom: 1.5pt; text-align: left"> </td></tr> <tr id="xdx_408_eus-gaap--RestructuringCostsAndAssetImpairmentCharges_pn3n3_maOEzCz0_zLfhJs5YPZkg" style="display: none; vertical-align: bottom; background-color: White"> <td style="padding-left: 10pt; text-align: left; padding-bottom: 1.5pt">Loss on lease terminations, unoccupied lease charges and restructuring costs</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">422</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">-</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">-</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">422</td><td style="padding-bottom: 1.5pt; text-align: left"> </td></tr> <tr id="xdx_407_eus-gaap--OperatingExpenses_iT_pn3n3_msOILzkUG_mtOEzCz0_z8verzsqxHwl" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-left: 20pt; text-align: left; padding-bottom: 1.5pt">Total operating expenses</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">50,439</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">6,042</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">4,394</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">60,875</td><td style="padding-bottom: 1.5pt; text-align: left"> </td></tr> <tr id="xdx_407_eus-gaap--OperatingIncomeLoss_iT_pn3n3_mtOILzkUG_zQHCjiQYe5Yk" style="vertical-align: bottom; background-color: White"> <td style="text-align: left; padding-bottom: 2.5pt">Operating income (loss)</td><td style="padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; text-align: left">$</td><td style="border-bottom: Black 2.5pt double; text-align: right">2,500</td><td style="padding-bottom: 2.5pt; text-align: left"> </td><td style="padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; text-align: left">$</td><td style="border-bottom: Black 2.5pt double; text-align: right">382</td><td style="padding-bottom: 2.5pt; text-align: left"> </td><td style="padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; text-align: left">$</td><td style="border-bottom: Black 2.5pt double; text-align: right">(4,394</td><td style="padding-bottom: 2.5pt; text-align: left">)</td><td style="padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; text-align: left">$</td><td style="border-bottom: Black 2.5pt double; text-align: right">(1,512</td><td style="padding-bottom: 2.5pt; text-align: left">)</td></tr> </table>   <table cellpadding="0" cellspacing="0" style="font: 10pt Times New Roman, Times, Serif; border-collapse: collapse; width: 100%"> <tr style="display: none; vertical-align: bottom"> <td> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" id="xdx_49E_20230401__20230630__us-gaap--StatementBusinessSegmentsAxis__custom--HealthcareITMember_zKX7mqhpLj8k" style="font-weight: bold; text-align: center">Healthcare IT</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" id="xdx_49F_20230401__20230630__us-gaap--StatementBusinessSegmentsAxis__custom--MedicalPracticeManagementMember_zf2ujgsl0CkI" style="font-weight: bold; text-align: center">Medical Practice Management</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" id="xdx_491_20230401__20230630__us-gaap--StatementBusinessSegmentsAxis__custom--UnallocatedCorporateExpensesMember_z17SyA7PUKlb" style="font-weight: bold; text-align: center">Unallocated Corporate Expenses</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" id="xdx_49E_20230401__20230630_zye1KRUKne43" style="font-weight: bold; text-align: center">Total</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td></tr> <tr style="vertical-align: bottom"> <td> </td><td style="font-weight: bold"> </td> <td colspan="14" style="font-weight: bold; text-align: center">Three Months Ended June 30, 2023</td><td style="font-weight: bold"> </td></tr> <tr style="vertical-align: bottom"> <td> </td><td style="padding-bottom: 1.5pt"> </td> <td colspan="14" style="border-bottom: Black 1.5pt solid; text-align: center">($ in thousands)</td><td style="padding-bottom: 1.5pt"> </td></tr> <tr style="vertical-align: bottom"> <td> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="border-bottom: Black 1.5pt solid; font-weight: bold; text-align: center">Healthcare IT</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="border-bottom: Black 1.5pt solid; font-weight: bold; text-align: center">Medical Practice Management</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="border-bottom: Black 1.5pt solid; font-weight: bold; text-align: center">Unallocated Corporate Expenses</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td

style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="border-bottom: Black 1.5pt solid; font-weight: bold; text-align: center">Total</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td></tr> <tr id="xdx_40C_eus-gaap--RevenueFromContractWithCustomerExcludingAssessedTax_pn3n3_maOILzkUG_zf5dDFOHGCv6" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="width: 28%; text-align: left">Net revenue</td><td style="width: 2%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 14%; text-align: right">25,985</td><td style="width: 1%; text-align: left"> </td><td style="width: 2%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 14%; text-align: right">3,377</td><td style="width: 1%; text-align: left"> </td><td style="width: 2%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 14%; text-align: right">-</td><td style="width: 1%; text-align: left"> </td><td style="width: 2%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 14%; text-align: right">29,362</td><td style="width: 1%; text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: White"> <td style="text-align: left">Operating expenses:</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td></tr> <tr id="xdx_405_eus-gaap--OperatingCostsAndExpenses_pn3n3_maOEzCz0_zxLipPA1bpm5" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-left: 10pt; text-align: left">Direct operating costs</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">14,941</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">2,535</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">-</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">17,476</td><td style="text-align: left"> </td></tr> <tr id="xdx_40A_eus-gaap--SellingAndMarketingExpense_pn3n3_maOEzCz0_zSZTAeqwWvn2" style="vertical-align: bottom; background-color: White"> <td style="padding-left: 10pt; text-align: left">Selling and marketing</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">2,570</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">10</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">-</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">2,580</td><td style="text-align: left"> </td></tr> <tr id="xdx_406_eus-gaap--GeneralAndAdministrativeExpense_pn3n3_maOEzCz0_zumr02X5jqmc" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-left: 10pt; text-align: left">General and administrative</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">3,250</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">448</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">2,218</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">5,916</td><td style="text-align: left"> </td></tr> <tr id="xdx_40A_eus-gaap--ResearchAndDevelopmentExpense_pn3n3_maOEzCz0_zSiIxWMk5KUd" style="vertical-align: bottom; background-color: White"> <td style="padding-left: 10pt; text-align: left">Research and development</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">1,185</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">-</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">-</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">1,185</td><td style="text-align: left"> </td></tr> <tr id="xdx_404_eus-gaap--DepreciationAndAmortization_pn3n3_maOEzCz0_z9GNoBuvSKb5" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-left: 10pt; text-align: left">Depreciation and amortization</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">3,251</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">90</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">-</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">3,341</td><td style="text-align: left"> </td></tr> <tr id="xdx_408_eus-gaap--RestructuringCostsAndAssetImpairmentCharges_pn3n3_maOEzCz0_zP9w9XwReBl3" style="vertical-align: bottom; background-color: White"> <td style="padding-left: 10pt; text-align: left; padding-bottom: 1.5pt">Net loss on lease terminations and unoccupied lease charges</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">153</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">-</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">-</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">153</td><td style="padding-bottom: 1.5pt; text-align: left"> </td></tr> <tr id="xdx_406_eus-gaap--RestructuringCostsAndAssetImpairmentCharges_pn3n3_maOEzCz0_zHabY6BkYzk" style="display: none; vertical-align: bottom; background-color: White"> <td style="padding-left: 10pt; text-align: left; padding-bottom: 1.5pt">Loss on lease terminations, unoccupied lease charges and restructuring costs</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">153</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">-</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">-</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">153</td><td style="padding-bottom: 1.5pt; text-align: left"> </td></tr> <tr id="xdx_407_eus-gaap--OperatingExpenses_iT_pn3n3_msOILzkUG_mtOEzCz0_z96mMdBb90y2" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-left: 20pt; text-align: left; padding-bottom: 1.5pt">Total operating expenses</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">25,350</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">3,083</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">2,218</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">30,651</td><td style="padding-bottom: 1.5pt; text-align: left"> </td></tr> <tr id="xdx_407_eus-gaap--OperatingIncomeLoss_iT_pn3n3_mtOILzkUG_zH4R3MUBvF8l" style="vertical-align: bottom; background-color: White"> <td style="text-align: left; padding-bottom: 2.5pt">Operating income (loss)</td><td style="padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; text-align: left">$</td><td style="border-bottom: Black 2.5pt double; text-align: right">635</td><td style="padding-bottom: 2.5pt; text-align: left"> </td><td style="padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; text-align: left">$</td><td style="border-bottom: Black 2.5pt double; text-align: right">294</td><td style="padding-bottom: 2.5pt; text-align: left"> </td><td style="padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; text-align: left">$</td><td style="border-bottom: Black 2.5pt double; text-align: right">(2,218</td><td style="padding-bottom: 2.5pt; text-align: left">)</td><td style="padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; text-align: left">$</td><td style="border-bottom: Black 2.5pt double; text-align: right">(1,289</td><td style="padding-bottom: 2.5pt; text-align: left">)</td></tr> </table>   <p id="xdx_89B_eus-gaap--ScheduleOfSegmentReportingInformationBySegmentTextBlock_znb0Xv7xOUC3" style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0pt 0pt 0; text-align: justify; background-color: white"> SCHEDULE OF REVENUES, OPERATING EXPENSES AND OPERATING INCOME (LOSS) BY REPORTABLE SEGMENT <table cellpadding="0" cellspacing="0" style="font: 10pt Times New Roman, Times, Serif; border-collapse: collapse; width: 100%"> <tr style="display: none; vertical-align: bottom"> <td> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" id="xdx_491_20240101__20240630__us-gaap--StatementBusinessSegmentsAxis__custom--HealthcareITMember_zbeb269eTa43" style="font-weight: bold; text-align: center">Healthcare IT</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" id="xdx_497_20240101__20240630__us-gaap--StatementBusinessSegmentsAxis__custom--MedicalPracticeManagementMember_zDiPSFBohDi4" style="font-weight: bold; text-align: center">Medical Practice Management</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" id="xdx_49B_20240101__20240630__us-gaap--StatementBusinessSegmentsAxis__custom--UnallocatedCorporateExpensesMember_zrA1h6b6uH39" style="font-weight: bold; text-align: center">Unallocated Corporate Expenses</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" id="xdx_49C_20240101__20240630_z5HLsHZocp9h" style="font-weight: bold; text-align: center">Total</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td></tr> <tr style="vertical-align: bottom"> <td> </td><td style="font-weight: bold"> </td> <td colspan="14" style="font-weight: bold; text-align: center">Six Months Ended June 30, 2024</td><td style="font-weight: bold"> </td></tr> <tr style="vertical-align: bottom"> <td> </td><td style="padding-bottom: 1.5pt"> </td> <td colspan="14" style="border-bottom: Black 1.5pt solid; text-align: center">($ in thousands)</td><td style="padding-bottom: 1.5pt"> </td></tr> <tr style="vertical-align: bottom"> <td> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="border-bottom: Black 1.5pt solid; font-weight: bold; text-align: center">Healthcare IT</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="border-bottom: Black 1.5pt solid; font-weight: bold; text-align: center">Medical Practice Management</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="border-bottom: Black 1.5pt solid; font-weight: bold; text-align: center">Unallocated Corporate Expenses</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="border-bottom: Black 1.5pt solid; font-weight: bold; text-align: center">Total</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td></tr> <tr id="xdx_40C_eus-gaap--RevenueFromContractWithCustomerExcludingAssessedTax_pn3n3_maOILzkUG_zo1AE138ZOfi" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="width: 28%; text-align: left">Net revenue</td><td style="width: 2%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 14%; text-align: right">47,301</td><td style="width: 1%; text-align: left"> </td><td style="width: 2%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 14%; text-align: right">6,751</td><td style="width: 1%; text-align: left"> </td><td style="width: 2%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 14%; text-align: right">-</td><td style="width: 1%; text-align: left"> </td><td style="width: 2%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 14%; text-align: right">54,052</td><td style="width: 1%; text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: White"> <td style="text-align: left">Operating expenses:</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td></tr> <tr id="xdx_405_eus-gaap--OperatingCostsAndExpenses_pn3n3_maOEzCz0_z21u7rbAhPfe" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-left: 10pt; text-align: left">Direct operating costs</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">25,254</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">5,165</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">-</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">30,419</td><td style="text-align: left"> </td></tr> <tr id="xdx_40A_eus-gaap--SellingAndMarketingExpense_pn3n3_maOEzCz0_zeFiuoCsBYHc" style="vertical-align: bottom; background-color: White"> <td style="padding-left: 10pt; text-align: left">Selling and marketing</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">3,417</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">17</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">-</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">3,434</td><td style="text-align: left"> </td></tr> <tr id="xdx_406_eus-gaap--GeneralAndAdministrativeExpense_pn3n3_maOEzCz0_zxnN6rzzEJ23" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-left: 10pt; text-align: left">General and administrative</td><td> </td> <td style="text-align:

left"> </td><td style="text-align: right">4,602</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">911</td> <td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">2,236</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">7,749</td><td style="text-align: left"> </td></tr> <tr id="xdx_40A_eus-gaap--ResearchAndDevelopmentExpense_pn3n3_maOEzCz0_zuG3fBCHQlZd" style="vertical-align: bottom; background-color: White"> <td style="padding-left: 10pt; text-align: left">Research and development</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">1,968</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">-</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">-</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">1,968</td><td style="text-align: left"> </td></tr> <tr id="xdx_404_eus-gaap--DepreciationAndAmortization_pn3n3_maOEzCz0_zvDjvXVls5e8" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-left: 10pt; text-align: left">Depreciation and amortization</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">7,478</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">166</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">-</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">7,644</td><td style="text-align: left"> </td></tr> <tr id="xdx_408_eus-gaap--RestructuringCostsAndAssetImpairmentCharges_pn3n3_maOEzCz0_zijqOSGOW1a9" style="vertical-align: bottom; background-color: White"> <td style="padding-left: 10pt; text-align: left; padding-bottom: 1.5pt">Loss on lease terminations, unoccupied lease charges and restructuring costs</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">438</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">-</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">-</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">438</td><td style="padding-bottom: 1.5pt; text-align: left"> </td></tr> <tr id="xdx_409_eus-gaap--RestructuringCostsAndAssetImpairmentCharges_pn3n3_maOEzCz0_z7Xu5TuQe0Ki" style="display: none; vertical-align: bottom; background-color: White"> <td style="padding-left: 10pt; text-align: left; padding-bottom: 1.5pt">Loss on lease terminations, unoccupied lease charges and restructuring costs</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">438</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">-</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">-</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">438</td><td style="padding-bottom: 1.5pt; text-align: left"> </td></tr> <tr id="xdx_407_eus-gaap--OperatingExpenses_iT_pn3n3_msOILzkUG_mtOEzCz0_zZ5wc154VVUi" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-left: 20pt; text-align: left; padding-bottom: 1.5pt">Total operating expenses</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">43,157</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">6,259</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">2,236</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">51,652</td><td style="padding-bottom: 1.5pt; text-align: left"> </td></tr> <tr id="xdx_407_eus-gaap--OperatingIncomeLoss_iT_pn3n3_mtOILzkUG_zJ7ab40OsDq9" style="vertical-align: bottom; background-color: White"> <td style="text-align: left; padding-bottom: 2.5pt">Operating income (loss)</td><td style="padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; text-align: left">$</td><td style="border-bottom: Black 2.5pt double; text-align: right">4,144</td><td style="padding-bottom: 2.5pt; text-align: left"> </td><td style="padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; text-align: left">$</td><td style="border-bottom: Black 2.5pt double; text-align: right">492</td><td style="padding-bottom: 2.5pt; text-align: left"> </td><td style="padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; text-align: left">$</td><td style="border-bottom: Black 2.5pt double; text-align: right">(2,236</td><td style="padding-bottom: 2.5pt; text-align: left">)</td><td style="padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; text-align: left">$</td><td style="border-bottom: Black 2.5pt double; text-align: right">2,400</td><td style="padding-bottom: 2.5pt; text-align: left"> </td></tr> </table>   <table cellpadding="0" cellspacing="0" style="font: 10pt Times New Roman, Times, Serif; border-collapse: collapse; width: 100%"> <tr style="display: none; vertical-align: bottom"> <td> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" id="xdx_499_20240401__20240630__us-gaap--StatementBusinessSegmentsAxis__custom--HealthcareITMember_zj0tzGOkNoSk" style="font-weight: bold; text-align: center">Healthcare IT</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" id="xdx_49B_20240401__20240630__us-gaap--StatementBusinessSegmentsAxis__custom--MedicalPracticeManagementMember_zmmXfjX7RIa9" style="font-weight: bold; text-align: center">Medical Practice Management</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" id="xdx_495_20240401__20240630__us-gaap--StatementBusinessSegmentsAxis__custom--UnallocatedCorporateExpensesMember_zN7JlIc55SZ23" style="font-weight: bold; text-align: center">Unallocated Corporate Expenses</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" id="xdx_496_20240401__20240630_zNjyDrkYhIRa" style="font-weight: bold; text-align: center">Total</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td></tr> <tr style="vertical-align: bottom"> <td> </td><td style="font-weight: bold"> </td> <td colspan="14" style="font-weight: bold; text-align: center">Three Months Ended June 30, 2024</td><td style="font-weight: bold"> </td></tr> <tr style="vertical-align: bottom"> <td> </td><td style="padding-bottom: 1.5pt"> </td> <td colspan="14" style="border-bottom: Black 1.5pt solid; text-align: center">($ in thousands)</td><td style="padding-bottom: 1.5pt"> </td></tr> <tr style="vertical-align: bottom"> <td> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="border-bottom: Black 1.5pt solid; font-weight: bold; text-align: center">Healthcare IT</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="border-bottom: Black 1.5pt solid; font-weight: bold; text-align: center">Medical Practice Management</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="border-bottom: Black 1.5pt solid; font-weight: bold; text-align: center">Unallocated Corporate Expenses</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="border-bottom: Black 1.5pt solid; font-weight: bold; text-align: center">Total</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td></tr> <tr id="xdx_40C_eus-gaap--RevenueFromContractWithCustomerExcludingAssessedTax_pn3n3_maOILzkUG_zPjGOWhStwDi" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="width: 28%; text-align: left">Net revenue</td><td style="width: 2%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 14%; text-align: right">24,580</td><td style="width: 1%; text-align: left"> </td><td style="width: 2%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 14%; text-align: right">3,510</td><td style="width: 1%; text-align: left"> </td><td style="width: 2%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 14%; text-align: right">-</td><td style="width: 1%; text-align: left"> </td><td style="width: 2%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 14%; text-align: right">28,090</td><td style="width: 1%; text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: White"> <td style="text-align: left">Operating expenses:</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td></tr> <tr id="xdx_405_eus-gaap--OperatingCostsAndExpenses_pn3n3_maOEzCz0_zIJp8jjPK1xe" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-left: 10pt; text-align: left">Direct operating costs</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">12,710</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">2,532</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">-</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">15,242</td><td style="text-align: left"> </td></tr> <tr id="xdx_40A_eus-gaap--SellingAndMarketingExpense_pn3n3_maOEzCz0_zu4emYtKPBpd" style="vertical-align: bottom; background-color: White"> <td style="padding-left: 10pt; text-align: left">Selling and marketing</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">1,657</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">7</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">-</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">1,664</td><td style="text-align: left"> </td></tr> <tr id="xdx_406_eus-gaap--GeneralAndAdministrativeExpense_pn3n3_maOEzCz0_zzQNVWv4fOJb" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-left: 10pt; text-align: left">General and administrative</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">2,021</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">477</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">1,530</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">4,028</td><td style="text-align: left"> </td></tr> <tr id="xdx_40A_eus-gaap--ResearchAndDevelopmentExpense_pn3n3_maOEzCz0_z2N3VS83axKh" style="vertical-align: bottom; background-color: White"> <td style="padding-left: 10pt; text-align: left">Research and development</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">1,055</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">-</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">-</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">1,055</td><td style="text-align: left"> </td></tr> <tr id="xdx_404_eus-gaap--DepreciationAndAmortization_pn3n3_maOEzCz0_zBUyryid93Pc" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-left: 10pt; text-align: left">Depreciation and amortization</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">3,633</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">81</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">-</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">3,714</td><td style="text-align: left"> </td></tr> <tr id="xdx_408_eus-gaap--RestructuringCostsAndAssetImpairmentCharges_pn3n3_maOEzCz0_zTigcqai3KW5" style="vertical-align: bottom; background-color: White"> <td style="padding-left: 10pt; text-align: left; padding-bottom: 1.5pt">Loss on lease terminations, unoccupied lease charges and restructuring costs</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">116</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">-</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">-</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">116</td><td style="padding-bottom: 1.5pt; text-align: left"> </td></tr> <tr id="xdx_402_eus-gaap--RestructuringCostsAndAssetImpairmentCharges_pn3n3_maOEzCz0_zuMUve9nxPd1" style="display: none; vertical-align: bottom; background-color: White"> <td style="padding-left: 10pt; text-align: left; padding-bottom: 1.5pt">Loss on lease terminations, unoccupied lease charges and restructuring costs</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">116</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">-</td><td style="padding-bottom: 1.5pt; text-align:

left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">-</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">116</td><td style="padding-bottom: 1.5pt; text-align: left"> </td></tr> <tr id="xdx_407_eus-gaap--OperatingExpenses_iT_pn3n3_msOHLzkUG_mtOEzCz0_zQMhIQhS02z2" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-left: 20pt; text-align: left; padding-bottom: 1.5pt">Total operating expenses</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">21,192</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">3,097</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">1,530</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">25,819</td><td style="padding-bottom: 1.5pt; text-align: left"> </td></tr> <tr id="xdx_407_eus-gaap--OperatingIncomeLoss_iT_pn3n3_mtOHLzkUG_zPqs1klLCK98" style="vertical-align: bottom; background-color: White"> <td style="text-align: left; padding-bottom: 2.5pt">Operating income (loss)</td><td style="padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; text-align: left">$</td><td style="border-bottom: Black 2.5pt double; text-align: right">3,388</td><td style="padding-bottom: 2.5pt; text-align: left"> </td><td style="padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; text-align: left">$</td><td style="border-bottom: Black 2.5pt double; text-align: right">413</td><td style="padding-bottom: 2.5pt; text-align: left"> </td><td style="padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; text-align: left">$</td><td style="border-bottom: Black 2.5pt double; text-align: right">(1,530</td><td style="padding-bottom: 2.5pt; text-align: left">)</td><td style="padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; text-align: left">$</td><td style="border-bottom: Black 2.5pt double; text-align: right">2,271</td><td style="padding-bottom: 2.5pt; text-align: left"> </td></tr> </table>   <table cellpadding="0" cellspacing="0" style="font: 10pt Times New Roman, Times, Serif; border-collapse: collapse; width: 100%"> <tr style="display: none; vertical-align: bottom"> <td> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" id="xdx_49A_20230101__20230630__us-gaap--StatementBusinessSegmentsAxis__custom--HealthcareITMember_znlAebNenxS" style="font-weight: bold; text-align: center">Healthcare IT</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" id="xdx_492_20230101__20230630__us-gaap--StatementBusinessSegmentsAxis__custom--MedicalPracticeManagementMember_zm3W8wKNyAUe" style="font-weight: bold; text-align: center">Medical Practice Management</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" id="xdx_49A_20230101__20230630__us-gaap--StatementBusinessSegmentsAxis__custom--UnallocatedCorporateExpensesMember_zTrEvqOuYtDc" style="font-weight: bold; text-align: center">Unallocated Corporate Expenses</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" id="xdx_494_20230101__20230630_zhSXAG2LD9Kc" style="font-weight: bold; text-align: center">Total</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td></tr> <tr style="vertical-align: bottom"> <td> </td><td style="font-weight: bold"> </td> <td colspan="14" style="font-weight: bold; text-align: center">Six Months Ended June 30, 2023</td><td style="font-weight: bold"> </td></tr> <tr style="vertical-align: bottom"> <td> </td><td style="padding-bottom: 1.5pt"> </td> <td colspan="14" style="border-bottom: Black 1.5pt solid; text-align: center">($ in thousands)</td><td style="padding-bottom: 1.5pt"> </td></tr> <tr style="vertical-align: bottom"> <td> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="border-bottom: Black 1.5pt solid; font-weight: bold; text-align: center">Healthcare IT</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="border-bottom: Black 1.5pt solid; font-weight: bold; text-align: center">Medical Practice Management</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="border-bottom: Black 1.5pt solid; font-weight: bold; text-align: center">Unallocated Corporate Expenses</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="border-bottom: Black 1.5pt solid; font-weight: bold; text-align: center">Total</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td></tr> <tr id="xdx_40C_eus-gaap--RevenueFromContractWithCustomerExcludingAssessedTax_pn3n3_maOIzkUG_zdkdtYbL3Xcl" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="width: 28%; text-align: left">Net revenue</td><td style="width: 2%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 14%; text-align: right">52,939</td><td style="width: 1%; text-align: left"> </td><td style="width: 2%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 14%; text-align: right">6,424</td><td style="width: 1%; text-align: left"> </td><td style="width: 2%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 14%; text-align: right">-</td><td style="width: 1%; text-align: left"> </td><td style="width: 2%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 14%; text-align: right">59,363</td><td style="width: 1%; text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: White"> <td style="text-align: left">Operating expenses:</td><td> </td> <td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td></tr> <tr id="xdx_405_eus-gaap--OperatingCostsAndExpenses_pn3n3_maOEzCz0_z4nPFKxPOj3h" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-left: 10pt; text-align: left">Direct operating costs</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">30,634</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">4,949</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">-</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">35,583</td><td style="text-align: left"> </td></tr> <tr id="xdx_40A_eus-gaap--SellingAndMarketingExpense_pn3n3_maOEzCz0_zrMWDW1dwhW6" style="vertical-align: bottom; background-color: White"> <td style="padding-left: 10pt; text-align: left">Selling and marketing</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">5,174</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">18</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">-</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">5,192</td><td style="text-align: left"> </td></tr> <tr id="xdx_406_eus-gaap--GeneralAndAdministrativeExpense_pn3n3_maOEzCz0_zBDHOjFDxS44" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-left: 10pt; text-align: left">General and administrative</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">5,746</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">896</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">4,394</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">11,036</td><td style="text-align: left"> </td></tr> <tr id="xdx_40A_eus-gaap--ResearchAndDevelopmentExpense_pn3n3_maOEzCz0_zIARf1hOn2iI" style="vertical-align: bottom; background-color: White"> <td style="padding-left: 10pt; text-align: left">Research and development</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">2,263</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">-</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">-</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">2,263</td><td style="text-align: left"> </td></tr> <tr id="xdx_404_eus-gaap--DepreciationAndAmortization_pn3n3_maOEzCz0_zlfbVap3W2K9" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-left: 10pt; text-align: left">Depreciation and amortization</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">6,200</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">179</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">-</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">6,379</td><td style="text-align: left"> </td></tr> <tr id="xdx_408_eus-gaap--RestructuringCostsAndAssetImpairmentCharges_pn3n3_maOEzCz0_zpH9BjMBIeK2" style="vertical-align: bottom; background-color: White"> <td style="padding-left: 10pt; text-align: left; padding-bottom: 1.5pt">Net loss on lease terminations and unoccupied lease charges</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">422</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">-</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">-</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">422</td><td style="padding-bottom: 1.5pt; text-align: left"> </td></tr> <tr id="xdx_408_eus-gaap--RestructuringCostsAndAssetImpairmentCharges_pn3n3_maOEzCz0_zLfhJs5YPZkg" style="display: none; vertical-align: bottom; background-color: White"> <td style="padding-left: 10pt; text-align: left; padding-bottom: 1.5pt">Loss on lease terminations, unoccupied lease charges and restructuring costs</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">422</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">-</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">-</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">422</td><td style="padding-bottom: 1.5pt; text-align: left"> </td></tr> <tr id="xdx_407_eus-gaap--OperatingExpenses_iT_pn3n3_msOHLzkUG_mtOEzCz0_z8verzsqxHwl" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-left: 20pt; text-align: left; padding-bottom: 1.5pt">Total operating expenses</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">50,439</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">6,042</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">4,394</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">60,875</td><td style="padding-bottom: 1.5pt; text-align: left"> </td></tr> <tr id="xdx_407_eus-gaap--OperatingIncomeLoss_iT_pn3n3_mtOHLzkUG_zQHCjiQYe5Yk" style="vertical-align: bottom; background-color: White"> <td style="text-align: left; padding-bottom: 2.5pt">Operating income (loss)</td><td style="padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; text-align: left">$</td><td style="border-bottom: Black 2.5pt double; text-align: right">2,500</td><td style="padding-bottom: 2.5pt; text-align: left"> </td><td style="padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; text-align: left">$</td><td style="border-bottom: Black 2.5pt double; text-align: right">382</td><td style="padding-bottom: 2.5pt; text-align: left"> </td><td style="padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; text-align: left">$</td><td style="border-bottom: Black 2.5pt double; text-align: right">(4,394</td><td style="padding-bottom: 2.5pt; text-align: left">)</td><td style="padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; text-align: left">$</td><td style="border-bottom: Black 2.5pt double; text-align: right">(1,512</td><td style="padding-bottom: 2.5pt; text-align: left">)</td></tr> </table>   <table cellpadding="0" cellspacing="0" style="font: 10pt Times New Roman, Times, Serif; border-collapse: collapse; width: 100%"> <tr style="display: none; vertical-align: bottom"> <td> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" id="xdx_49E_20230401__20230630__us-gaap--StatementBusinessSegmentsAxis__custom--HealthcareITMember_zKX7mqhpLj8k" style="font-weight: bold; text-align: center">Healthcare IT</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" id="xdx_49F_20230401__20230630__us-gaap--StatementBusinessSegmentsAxis__custom--MedicalPracticeManagementMember_zf2ujgsl0Ckf" style="font-weight: bold; text-align: center">Medical Practice Management</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" id="xdx_491_20230401__20230630__us-gaap--StatementBusinessSegmentsAxis__custom--UnallocatedCorporateExpensesMember_z17SyA7PUKlb" style="font-weight: bold; text-align: center">Unallocated Corporate Expenses</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" id="xdx_49E_20230401__20230630_zye1KRUKne43" style="font-weight: bold; text-align:

center">Total</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td></tr> <tr style="vertical-align: bottom"> <td> </td><td style="font-weight: bold"> </td> <td colspan="14" style="font-weight: bold; text-align: center">Three Months Ended June 30, 2023</td><td style="font-weight: bold"> </td></tr> <tr style="vertical-align: bottom"> <td> </td><td style="padding-bottom: 1.5pt"> </td> <td colspan="14" style="border-bottom: Black 1.5pt solid; text-align: center">($ in thousands)</td><td style="padding-bottom: 1.5pt"> </td></tr> <tr style="vertical-align: bottom"> <td> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="border-bottom: Black 1.5pt solid; font-weight: bold; text-align: center">Healthcare IT</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="border-bottom: Black 1.5pt solid; font-weight: bold; text-align: center">Medical Practice Management</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="border-bottom: Black 1.5pt solid; font-weight: bold; text-align: center">Unallocated Corporate Expenses</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="border-bottom: Black 1.5pt solid; font-weight: bold; text-align: center">Total</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td></tr> <tr id="xdx_40C_eus-gaap--RevenueFromContractWithCustomerExcludingAssessedTax_pn3n3_maOILzkUG_zf5dDFOHGCv6" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="width: 28%; text-align: left">Net revenue</td><td style="width: 2%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 14%; text-align: right">25,985</td><td style="width: 1%; text-align: left"> </td><td style="width: 2%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 14%; text-align: right">3,377</td><td style="width: 1%; text-align: left"> </td><td style="width: 2%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 14%; text-align: right">-</td><td style="width: 1%; text-align: left"> </td><td style="width: 2%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 14%; text-align: right">29,362</td><td style="width: 1%; text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: White"> <td style="text-align: left">Operating expenses:</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td></tr> <tr id="xdx_405_eus-gaap--OperatingCostsAndExpenses_pn3n3_maOEzCz0_zxLipPA1bpm5" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-left: 10pt; text-align: left">Direct operating costs</td><td> </td> <td style="text-align: left">$</td><td style="text-align: right">14,941</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">2,535</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">-</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">17,476</td><td style="text-align: left"> </td></tr> <tr id="xdx_40A_eus-gaap--SellingAndMarketingExpense_pn3n3_maOEzCz0_zSZTAeqwWvn2" style="vertical-align: bottom; background-color: White"> <td style="padding-left: 10pt; text-align: left">Selling and marketing</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">2,570</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">10</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">-</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">2,580</td><td style="text-align: left"> </td></tr> <tr id="xdx_406_eus-gaap--GeneralAndAdministrativeExpense_pn3n3_maOEzCz0_zumr02X5jqmc" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-left: 10pt; text-align: left">General and administrative</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">3,250</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">448</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">2,218</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">5,916</td><td style="text-align: left"> </td></tr> <tr id="xdx_40A_eus-gaap--ResearchAndDevelopmentExpense_pn3n3_maOEzCz0_zSiIxWMk5KUd" style="vertical-align: bottom; background-color: White"> <td style="padding-left: 10pt; text-align: left">Research and development</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">1,185</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">-</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">-</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">1,185</td><td style="text-align: left"> </td></tr> <tr id="xdx_404_eus-gaap--DepreciationAndAmortization_pn3n3_maOEzCz0_z9GNoBuv5Kb5" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-left: 10pt; text-align: left">Depreciation and amortization</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">3,251</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">90</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">-</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">3,341</td><td style="text-align: left"> </td></tr> <tr id="xdx_408_eus-gaap--RestructuringCostsAndAssetImpairmentCharges_pn3n3_maOEzCz0_zP9w9XwReBl3" style="vertical-align: bottom; background-color: White"> <td style="padding-left: 10pt; text-align: left; padding-bottom: 1.5pt">Net loss on lease terminations and unoccupied lease charges</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">153</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">-</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">-</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">153</td><td style="padding-bottom: 1.5pt; text-align: left"> </td></tr> <tr id="xdx_406_eus-gaap--RestructuringCostsAndAssetImpairmentCharges_pn3n3_maOEzCz0_zIlabY6BkYzk" style="display: none; vertical-align: bottom; background-color: White"> <td style="padding-left: 10pt; text-align: left; padding-bottom: 1.5pt">Loss on lease terminations, unoccupied lease charges and restructuring costs</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">153</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">-</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">-</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">153</td><td style="padding-bottom: 1.5pt; text-align: left"> </td></tr> <tr id="xdx_407_eus-gaap--OperatingExpenses_iT_pn3n3_msOILzkUG_mtOEzCz0_z96mMdBb90y2" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-left: 20pt; text-align: left; padding-bottom: 1.5pt">Total operating expenses</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">25,350</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">3,083</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">2,218</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">30,651</td><td style="padding-bottom: 1.5pt; text-align: left"> </td></tr> <tr id="xdx_407_eus-gaap--OperatingIncomeLoss_iT_pn3n3_mtOILzkUG_zH4R3MUBvF8l" style="vertical-align: bottom; background-color: White"> <td style="text-align: left; padding-bottom: 2.5pt">Operating income (loss)</td><td style="padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; text-align: left">$</td><td style="border-bottom: Black 2.5pt double; text-align: right">635</td><td style="padding-bottom: 2.5pt; text-align: left"> </td><td style="padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; text-align: left">$</td><td style="border-bottom: Black 2.5pt double; text-align: right">294</td><td style="padding-bottom: 2.5pt; text-align: left"> </td><td style="padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; text-align: left">$</td><td style="border-bottom: Black 2.5pt double; text-align: right">(2,218</td><td style="padding-bottom: 2.5pt; text-align: left">)</td><td style="padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; text-align: left">$</td><td style="border-bottom: Black 2.5pt double; text-align: right">(1,289</td><td style="padding-bottom: 2.5pt; text-align: left">)</td></tr> </table>

4730100067510005405200025254000516500030419000341700017000343400046020009110002236000774900019680001968000747800016600076440004380004380004380

</td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td colspan="10" style="border-bottom: Black 1.5pt solid; font: 10pt Times New Roman, Times, Serif; text-align: center">Three months ended March 31, 2024</td><td style="font: 10pt Times New Roman, Times, Serif"> </td></tr> <tr style="font: 10pt Times New Roman, Times, Serif; vertical-align: bottom"> <td style="font: 10pt Times New Roman, Times, Serif"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td colspan="2" style="border-bottom: Black 1.5pt solid; font: 10pt Times New Roman, Times, Serif; text-align: center"> March 31, 2024 before restatement </td><td style="font: 10pt Times New Roman, Times, Serif"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td colspan="2" style="border-bottom: Black 1.5pt solid; font: 10pt Times New Roman, Times, Serif; text-align: center">Restatement</td><td style="font: 10pt Times New Roman, Times, Serif"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td colspan="2" style="border-bottom: Black 1.5pt solid; 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width: 16%; text-align: right">5</td><td style="font: 10pt Times New Roman, Times, Serif; width: 1%; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; width: 2%"> </td> <td style="font: 10pt Times New Roman, Times, Serif; width: 1%; text-align: left">$</td><td style="font: 10pt Times New Roman, Times, Serif; width: 16%; text-align: right">1,307</td><td style="font: 10pt Times New Roman, Times, Serif; width: 1%; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; width: 2%"> </td> <td style="font: 10pt Times New Roman, Times, Serif; width: 1%; text-align: left">$</td><td style="font: 10pt Times New Roman, Times, Serif; width: 16%; text-align: right">1,312</td><td style="font: 10pt Times New Roman, Times, Serif; width: 1%; text-align: left"> </td></tr> <tr style="font: 10pt Times New Roman, Times, Serif; vertical-align: bottom; background-color: White"> <td style="font: 10pt Times New Roman, Times, Serif"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; 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5000130700013120000-246000-1307000-1553000-0.02-0.02-0.08-0.08-0.10-0.10 No tax effect has been recorded as the Company recorded a valuation allowance against the tax benefit from its foreign currency translation adjustments.