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of ContentsUNITED STATESSECURITIES AND EXCHANGE COMMISSIONWashington, D.C. 20549_____FORM 10-Q_____(Mark One)â˜’QUARTERLY REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934For the quarterly period ended September 30, 2024orâ˜TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934For the transition period from _____to_____Commission File Number: 001-38017_____SNAP INC.(Exact name of registrant as specified in its charter)_____Delaware45-5452795(State or other jurisdiction of incorporation or organizations)(I.R.S. EmployerIdentification Number)3000 31st StreetSanta Monica, California 90405(Address of principal executive offices, including zip code)(310) 399-3339(Registrant's telephone, including area code)_____Securities registered pursuant to Section 12(b) of the Act:Title of each classTrading Symbol(s)Name of each exchange on which registeredClass A Common Stock, par value $0.00001 per shareSNAPNew York Stock ExchangeIndicate 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 (Exchange Act) 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˜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 during the preceding 12 months (or for such shorter period that the registrant was required to submit such files). Yes â˜’ No 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 filerâ˜Accelerated filerâ˜Non-accelerated filerâ˜Smaller reporting companyâ˜Emerging growth companyIf 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˜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˜’Indicate the number of shares outstanding of each of the issuer's classes of common stock, as of the latest practicable date.ClassNumber of Shares Outstanding Class A common stock, $0.00001 par value1,423,056,065 shares outstanding as of OctoberÂ 25, 2024Class B common stock, $0.00001 par value22,523,290 shares outstanding as of OctoberÂ 25, 2024Class C common stock, $0.00001 par value231,626,943 shares outstanding as of OctoberÂ 25, 2024Table of ContentsTABLE OF CONTENTSPageNote Regarding Forward-Looking Statements3Note Regarding User Metrics and Other Data5PART I - FINANCIAL INFORMATIONItem 1.Financial Statements6Consolidated Statements of Cash Flows6Consolidated Statements of Operations7Consolidated Statements of Comprehensive Income (Loss)8Consolidated Balance Sheets9Consolidated Statements of Stockholdersâ€™ Equity10Notes to Consolidated Financial Statements11Item 2.Managementâ€™s Discussion and Analysis of Financial Condition and Results of Operations27Item 3.Quantitative and Qualitative Disclosures About Market Risk42Item 4.Controls and Procedures43PART II - OTHER INFORMATIONItem 1.Legal Proceedings45Item 1A.Risk Factors46Item 2.Unregistered Sales of Equity Securities and Use of Proceeds87Item 3.Defaults Upon Senior Securities87Item 4.Mine Safety Disclosures87Item 5.Other Information87Item 6.Exhibits 88Signatures89Snap Inc., â€œSnapchat,â€ and our other registered and common-law trade names, trademarks, and service marks appearing in this Quarterly Report on Form 10-Q are the property of Snap Inc. or our subsidiaries.2Table of ContentsNOTE REGARDING FORWARD-LOOKING STATEMENTSThis Quarterly Report on Form 10-Q contains forward-looking statements 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, about us and our industry that involve substantial risks and uncertainties. All statements other than statements of historical facts contained in this report, including statements regarding guidance, our future results of operations or financial condition, our future stock repurchase programs or stock dividends, business strategy and plans, user growth and engagement, product initiatives, objectives of management for future operations, and advertiser and partner offerings, are forward-looking statements. In some cases, you can identify forward-looking statements because they contain words such as â€œanticipate,â€ â€œbelieve,â€ â€œcontemplate,â€ â€œcontinue,â€ â€œcould,â€ â€œestimate,â€ â€œexpect,â€ â€œgoing to,â€ â€œintend,â€ â€œmay,â€ â€œplan,â€ â€œpotential,â€ â€œpredict,â€ â€œproject,â€ â€œshould,â€ â€œtarget,â€ â€œwill,â€ or â€œwouldâ€ or the negative of these words or other similar terms or expressions. We caution you that the foregoing may not include all of the forward-looking statements made in this report. You should not rely on forward-looking statements as predictions of future events. We have based the forward-looking statements contained in this Quarterly Report on Form 10-Q primarily on our current expectations and projections about future events and trends, including our financial outlook, macroeconomic uncertainty, and geo-political events and conflicts, that we believe may continue to affect our business, financial condition, results of operations, and prospects. These forward-looking statements are subject to risks, uncertainties, and other factors described in â€œRisk Factorsâ€ and elsewhere in this Quarterly Report on Form 10-Q, including among other things: â€¢our financial performance, including our revenues, cost of revenues, operating expenses, and our ability to attain and sustain profitability;â€¢our ability to generate and sustain positive cash flow;â€¢our ability to attract and retain users and partners;â€¢our ability to attract and retain advertisers;â€¢our ability to compete effectively with existing competitors and new market entrants;â€¢our ability to effectively manage our growth and future expenses;â€¢our ability to comply with modified or new laws, regulations, and executive actions applying to our business;â€¢our ability to maintain, protect, and enhance our intellectual property;â€¢our ability to successfully expand in our existing market segments and penetrate new market segments;â€¢our ability to attract and retain qualified team members and key personnel;â€¢our ability to repay or refinance outstanding debt, or to access additional financing;â€¢future acquisitions of or investments in complementary companies, products, services, or technologies; andâ€¢the potential adverse impact of climate change, natural disasters, health epidemics, macroeconomic conditions, and war or other armed conflict on our business, operations, and the markets and communities in which we and our partners, advertisers, and users operate. Moreover, we operate in a very competitive and rapidly changing environment. New risks and uncertainties emerge from time to time, and it is not possible for us to predict all risks and uncertainties that could have an impact on the forward-looking statements contained in this Quarterly Report on Form 10-Q. The results, events, and circumstances reflected in the forward-looking statements may not be achieved or occur, and actual results, events, or circumstances could differ materially from those described in the forward-looking statements.In addition, statements that â€œwe believeâ€ and similar statements reflect our beliefs and opinions on the relevant subject. These statements are based on information available to us as of the date of this Quarterly Report on Form 10-Q. And while we believe that information provides a reasonable basis for these statements, that information may be limited or incomplete. Our statements should not be read to indicate that we have conducted an exhaustive inquiry into, or review of, all relevant information. These statements are inherently uncertain, and investors are cautioned not to unduly rely on these statements.The forward-looking statements made in this Quarterly Report on Form 10-Q relate only to events as of the date on which the statements are made. We undertake no obligation to update any forward-looking statements made in this 3Table of Contentsreport to reflect events or circumstances after the date of this report or to reflect new information or the occurrence of unanticipated events, including future developments related to geo-political events and conflicts and macroeconomic conditions, except as required by law. We may not actually achieve the plans, intentions, or expectations disclosed in our forward-looking statements, and you should not place undue reliance on our forward-looking statements. Our forward-looking statements do not reflect the potential impact of any future acquisitions, dispositions, joint ventures, restructurings, legal settlements, or investments.Investors and others should note that we may announce material business and financial information to our investors using our websites (including investor.snap.com), filings with the U.S. Securities and Exchange Commission, or SEC, webcasts, press releases, investor letters, and conference calls. We use these mediums, including Snapchat and our website, to communicate with our members and the public about our company, our products, and other issues. It is possible that the information that we make available may be deemed to be material information. We therefore encourage investors and others interested in our company to review the information that we make available on our websites.4Table of ContentsNOTE REGARDING USER METRICS AND OTHER DATAWe define a Daily Active User, or DAU, as a registered and logged-in Snapchat user who visits Snapchat through our applications or websites at least once during a defined 24-hour period. We calculate average DAUs for a particular quarter by adding the number of DAUs on each day of that quarter and dividing that sum by the number of days in that quarter. DAUs are broken out by geography because markets have different characteristics. We define average revenue per user, or ARPU, as quarterly revenue divided by the average DAUs. For purposes of calculating ARPU, revenue by user geography is apportioned to each region based on our determination of the geographic location in which advertising impressions are delivered, as this approximates revenue based on user activity. This allocation differs from our components of revenue disclosure in the notes to our consolidated financial statements, where revenue is based on the billing address of the advertising customer. For information concerning these metrics as measured by us, see â€œManagementâ€™s Discussion and Analysis of Financial Condition and Results of Operations.â€ Unless otherwise stated, statistical information regarding our users and their activities is determined by calculating the daily average of the selected activity for the most recently completed quarter included in this report.While these metrics are determined based on what we believe to be reasonable estimates of our user base for the applicable period of measurement, there are inherent challenges in measuring how our products are used across large populations globally. For example, there may be individuals who attempt to create accounts for malicious purposes, including at scale, even though we forbid that in our Terms of Service and Community Guidelines. We implement measures in our user registration process and through other technical measures to prevent, detect, and suppress that behavior, although we have not determined the number of such accounts. Changes in our products, infrastructure, mobile operating systems, or metric tracking system, or the introduction of new products, may impact our ability to accurately determine active users or other metrics and we may not determine such inaccuracies promptly. We also believe that we donâ€™t capture all data regarding each of our active users. Technical issues may result in data not being recorded from every userâ€™s application. For example, because some Snapchat features can be used

without internet connectivity, we may not count a DAU because we donâ€™t receive timely notice that a user has opened the Snapchat application. This undercounting may increase as we grow in Rest of World markets where users may have poor connectivity. We do not adjust our reported metrics to reflect this underreporting. We believe that we have adequate controls to collect user metrics, however, there is no uniform industry standard. We continually seek to identify these technical issues and improve both our accuracy and precision, including ensuring that our investors and others can understand the factors impacting our business, but these technical issues and new issues may continue in the future, including if there continues to be no uniform industry standard. Some of our demographic data may be incomplete or inaccurate. For example, because users self-report their dates of birth, our age-demographic data may differ from our usersâ€™ actual ages. And because users who signed up for Snapchat before June 2013 were not asked to supply their date of birth, we may exclude those users from our age demographics or estimate their ages based on a sample of the self-reported ages that we do have. If our active users provide us with incorrect or incomplete information regarding their age or other attributes, then our estimates may prove inaccurate and fail to meet investor expectations.We count a DAU only when a user visits Snapchat through our applications or websites and only once per user per day. We believe this methodology more accurately measures our user engagement. We have multiple pipelines of user data that we use to determine whether a user has visited Snapchat through our applications or websites during a particular day, and becoming a DAU. This provides redundancy in the event one pipeline of data were to become unavailable for technical reasons, and also gives us redundant data to help measure how users interact with our application.If we fail to maintain an effective analytics platform, our metrics calculations may be inaccurate. We regularly review, have adjusted in the past, and are likely in the future to adjust our processes for calculating our internal metrics to improve their accuracy. As a result of such adjustments, our DAUs or other metrics may not be comparable to those in prior periods. Our measures of DAUs may differ from estimates published by third parties or from similarly titled metrics of our competitors due to differences in methodology or data used.5Table of ContentsPART I - FINANCIAL INFORMATIONItem 1. Financial StatementsSnap Inc.Consolidated Statements of Cash Flows(in thousands)(unaudited)Three Months Ended September 30,Nine Months Ended September 30,20242023202420232023Cash flows from operating activitiesNet loss$(153,247)$(368,256)$(706,957)$(1,074,238)Adjustments to reconcile net loss to net cash provided by (used in) operating activities:Depreciation and amortization38,850Â 41,209Â 118,493Â 116,117Â Stock-based compensation260,229Â 357,933Â 783,292Â 990,807Â Amortization of debt issuance costs2,717Â 1,842Â 6,667Â 5,517Â Losses (gains) on debt and equity securities, net536Â 21,155Â 12,166Â 5,888Â Other2,200Â (4,395)(3,829)(31,098)Change in operating assets and liabilities, net of effect of acquisitions:Accounts receivable, net of allowance(51,941)(128,972)73,350Â 55,772Â Prepaid expenses and other current assets11,914Â (837)(36,241)(15,139)Operating lease right-of-use assets12,731Â 17,904Â 41,235Â 53,379Â Other assets3,090Â (2,767)(3,007)(3,192)Accounts payable(16,642)(16,951)(112,287)(45,497)Accrued expenses and other current liabilities19,331Â 105,907Â 46,771Â 68,697Â Operating lease liabilities(16,384)(16,181)(44,254)(52,523)Other liabilities2,488Â 5,190Â 7,448Â 7,457Â Net cash provided by (used in) operating activities115,872Â 12,781Â 182,847Â 81,947Â Cash flows from investing activitiesPurchases of property and equipment(44,041)(73,435)(146,551)(158,008)Purchases of strategic investmentsâ€”Â â€”Â (2,000)(7,770)Sales of strategic investments557Â 5,151Â 1,572Â 5,151Â Cash paid for acquisitions, net of cash acquiredâ€”Â â€”Â â€”Â (50,254)Purchases of marketable securities(705,066)(537,046)(1,945,590)(2,042,317)Sales of marketable securities187,754Â 16,451Â 354,311Â 107,724Â Maturities of marketable securities337,985Â 557,579Â 1,170,066Â 2,093,737Â Otherâ€”Â (308)(100)(432)Net cash provided by (used in) investing activities(222,811)(31,608)(568,292)(52,169)Cash flows from financing activitiesProceeds from issuance of convertible notes, net of issuance costsâ€”Â â€”Â 740,350Â â€”Â Purchase of capped callsâ€”Â â€”Â (68,850)â€”Â Proceeds from termination of capped callsâ€”Â â€”Â 62,683Â â€”Â Proceeds from the exercise of stock options10,304Â 5Â 12,798Â 416Â Repurchases of Class A non-voting common stockâ€”Â â€”Â (311,069)â€”Â Deferred payments for acquisitionsâ€”Â (10,441)(3,695)(254,557)Repurchases of convertible notesâ€”Â â€”Â (859,042)â€”Â Otherâ€”Â â€”Â (1,799)â€”Â Net cash provided by (used in) financing activities10,304Â (10,436)(428,624)(254,141)Change in cash, cash equivalents, and restricted cash(96,635)(29,263)(814,069)(224,363)Cash, cash equivalents, and restricted cash, beginning of period1,065,028Â 1,228,676Â 1,782,462Â 1,423,776Â Cash, cash equivalents, and restricted cash, end of period$968,393Â $1,199,413Â $968,393Â $1,199,413Â See Notes to Consolidated Financial Statements.6Table of ContentsSnap Inc.Consolidated Statements of Operations(in thousands, except per share amounts)(unaudited)Three Months Ended September 30,Nine Months Ended September 30,20242023202420232023Revenue$1,372,574Â $1,188,551Â $3,804,115Â $3,244,828Â Costs and expenses:Cost of revenue638,907Â 555,753Â 1,802,577Â 1,492,613Â Research and development412,791Â 494,559Â 1,268,746Â 1,427,334Â Sales and marketing273,107Â 297,251Â 815,461Â 846,281Â General and administrative220,979Â 221,051Â 677,748Â 628,266Â Total costs and expenses1,545,784Â 1,568,614Â 4,564,532Â 4,394,494Â Operating loss(173,210)(380,063)(760,417)(1,149,666)Interest income38,533Â 43,839Â 114,893Â 124,931Â Interest expense(5,883)(5,521)(15,739)(16,749)Other income (expense), net(4,355)(20,662)(25,228)(7,967)Loss before income taxes(144,915)(362,407)(686,491)(1,049,451)Income tax benefit (expense)(8,332)(5,849)(20,466)(24,787)Net loss$(153,247)$(368,256)$(706,957)$(1,074,238)Net loss per share attributable to Class A, Class B, and Class C common stockholders (Note 3):Basic(0.09)(0.23)(0.43)(0.67)Diluted(0.09)(0.23)(0.43)(0.67)Weighted average shares used in computation of net loss per share:Basic1,663,0111,625,9171,651,7561,603,672Diluted1,663,0111,625,9171,651,7561,603,672See Notes to Consolidated Financial Statements.7Table of ContentsSnap Inc.Consolidated Statements of Comprehensive Income (Loss)(in thousands)(unaudited)Three Months Ended September 30,Nine Months Ended September 30,2024202320242023Net loss$(153,247)$(368,256)$(706,957)$(1,074,238)Other comprehensive income (loss), net of taxUnrealized gain (loss) on marketable securities, net of tax18,022Â (1,287)14,555Â (7,471)Foreign currency translation8,045Â (334)7,153Â 3,663Â Total other comprehensive income (loss), net of tax26,067Â (1,621)21,708Â (3,808)Total comprehensive loss$(127,180)$(369,877)$(685,249)$(1,078,046)See Notes to Consolidated Financial Statements.8Table of ContentsSnap Inc.Consolidated Balance Sheets(in thousands, except par value)September 30,2024December 31,2023(unaudited) AssetsCurrent assetsCash and cash equivalents$964,967Â $1,780,400Â Marketable securities2,227,162Â 1,763,680Â Accounts receivable, net of allowance1,195,701Â 1,278,176Â Prepaid expenses and other current assets200,902Â 153,587Â Total current assets4,588,732Â 4,975,843Â Property and equipment, net466,397Â 410,326Â Operating lease right-of-use assets516,959Â 516,862Â Intangible assets, net98,920Â 146,303Â Goodwill1,693,946Â 1,691,827Â Other assets226,463Â 226,597Â Total assets$7,591,417Â $7,967,758Â Liabilities and Stockholdersâ€™ EquityCurrent liabilitiesAccounts payable$157,471Â $278,961Â Operating lease liabilities21,311Â 49,321Â Accrued expenses and other current liabilities921,393Â 805,836Â Convertible senior notes, net36,191Â â€”Â Total current liabilities1,136,366Â 1,134,118Â Long-term convertible senior notes, net3,605,137Â 3,749,400Â Operating lease liabilities, noncurrent577,912Â 546,279Â Other liabilities61,927Â 123,849Â Total liabilities5,381,342Â 5,553,646Â Commitments and contingencies (Note 8)Stockholdersâ€™ equityClass A non-voting common stock, $0.00001 par value. 3,000,000 shares authorized, 1,465,785 shares issued, 1,418,062 shares outstanding at SeptemberÂ 30, 2024, and 3,000,000 shares authorized, 1,440,541 shares issued, 1,391,341 shares outstanding at DecemberÂ 31, 2023.14Â 14Â Class B voting common stock, $0.00001 par value. 700,000 shares authorized, 22,523 shares issued and outstanding at SeptemberÂ 30, 2024, and 700,000 shares authorized, 22,528 shares issued and outstanding at DecemberÂ 31, 2023.â€”Â â€”Â Class C voting common stock, $0.00001 par value. 260,888 shares authorized, 231,627 shares issued and outstanding at SeptemberÂ 30, 2024 and DecemberÂ 31, 2023.2Â 2Â Treasury stock, at cost. 47,723 and 49,200 shares of Class A non-voting common stock at SeptemberÂ 30, 2024 and DecemberÂ 31, 2023, respectively.(465,502)(479,903)Additional paid-in capital15,391,284Â 14,613,404Â Accumulated deficit(12,744,562)(11,726,536)Accumulated other comprehensive income (loss)28,839Â 7,131Â Total stockholdersâ€™ equity2,210,075Â 2,414,112Â Total liabilities and stockholdersâ€™ equity$7,591,417Â $7,967,758Â See Notes to Consolidated Financial Statements.9Table of ContentsSnap Inc.Consolidated Statements of Stockholdersâ€™ Equity(in thousands)(unaudited)Three Months Ended September 30,Nine Months Ended September 30,20242023202420232023Shares Amount Shares Amount Shares Amount Shares Amount Class A non-voting common stockBalance, beginning of period1,399,665$14Â 1,361,953$14Â 1,391,341$14Â 1,319,930$13Â Shares issued in connection with exercise of stock options under stock-based compensation plans700â€”Â 4â€”Â 884â€”Â 368â€”Â Issuance of Class A non-voting common stock for vesting of restricted stock units and restricted stock awards, net17,128â€”Â 22,316â€”Â 52,235â€”Â 62,8021Â Conversion of Class B voting common stock to Class A non-voting common stock5â€”Â 2â€”Â 10â€”Â 354â€”Â Repurchases of Class A non-voting common stockâ€”â€”Â â€”â€”Â (27,885)â€”Â â€”â€”Â Reissuances of Class A non-voting common stock for vesting of restricted stock units564â€”Â 463Â â€”Â 1,477â€”Â 1,284Â â€”Â Balance, end of period1,418,06214Â 1,384,73814Â 1,418,06214Â 1,384,73814Â Class B voting common stockBalance, beginning of period22,528â€”Â 22,539â€”Â 22,528â€”Â 22,529â€”Â Shares issued in connection with exercise of stock options under stock-based compensation plansâ€”â€”Â 3â€”Â 5â€”Â 365â€”Â Conversion of Class B voting common stock to Class A non-voting common stock(5)â€”Â (2)â€”Â (10)â€”Â (354)â€”Â Balance, end of period22,523â€”Â 22,540â€”Â 22,523â€”Â 22,540â€”Â Class C voting common stockBalance, beginning of period231,6272Â 231,6272Â 231,6272Â 231,6272Â Balance, end of period231,6272Â 231,6272Â 231,6272Â 231,6272Â Treasury stockBalance, beginning of period48,287(470,999)50,491(492,500)49,200(479,903)51,312(500,514)Repurchases of Class A non-voting common stockâ€”â€”Â â€”â€”Â 27,885(311,069)â€”â€”Â Retirement of Class A non-voting common stockâ€”â€”Â â€”â€”Â (27,885)311,069Â â€”â€”Â Reissuances of Class A non-voting common stock for vesting of restricted stock units(564)5,497Â (463)4,518Â (1,477)14,401Â (1,284)12,532Â Balance, end of period47,723(465,502)50,028(487,982)47,723(465,502)50,028(487,982)Additional paid-in capitalBalance, beginning of periodâ€”15,126,248Â â€”13,934,244Â â€”14,613,404Â â€”13,309,828Â Stock-based compensation expenseâ€”260,229Â â€”357,933Â â€”783,292Â â€”989,952Â Shares issued in connection with exercise of stock options under stock-based compensation plansâ€”10,304Â â€”5Â â€”12,798Â â€”416Â Purchase of capped callsâ€”â€”Â â€”â€”Â â€”(68,850)â€”â€”Â Termination of capped callsâ€”â€”Â â€”â€”Â â€”62,683Â â€”â€”Â Reissuances of Class A non-voting common stock for vesting of restricted stock unitsâ€”(5,497)â€”(4,518)â€”(14,401)â€”(12,532)Otherâ€”â€”Â â€”â€”Â â€”2,358Â â€”â€”Â Balance, end of periodâ€”15,391,284Â â€”14,287,664Â â€”15,391,284Â â€”14,287,664Â Accumulated deficitBalance, beginning of periodâ€”(12,591,315)â€”(10,920,639)â€”(11,726,536)â€”(10,214,657)Net lossâ€”(153,247)â€”(368,256)â€”(706,957)â€”(1,074,238)Retirement of Class A non-voting common stockâ€”â€”Â â€”â€”Â â€”(311,069)â€”â€”Â Balance, end of periodâ€”(12,744,562)â€”(11,288,895)â€”(12,744,562)â€”(11,288,895)Accumulated other comprehensive income (loss)Balance, beginning of periodâ€”2,772Â â€”(16,161)â€”7,131Â â€”(13,974)Other comprehensive income (loss), net of taxâ€”26,067Â â€”(1,621)â€”21,708Â â€”(3,808)Balance, end of periodâ€”28,839Â â€”(17,782)â€”28,839Â â€”(17,782)Total stockholdersâ€™ equity1,719,935$2,210,075Â 1,688,933$2,493,021Â 1,719,935$2,210,075Â 1,688,933$2,493,021Â See Notes to Consolidated Financial Statements.10Table of ContentsSnap Inc.Notes to Consolidated Financial Statements1. Description of Business and Summary of Significant Accounting PoliciesSnap Inc. is a technology company.Snap Inc. (â€œwe,â€ â€œour,â€ or â€œusâ€), a Delaware corporation, is headquartered in Santa Monica, California. Our flagship product, Snapchat, is a visual messaging application that was created to help people communicate through short videos and images called â€œSnaps.â€Basis of PresentationThe accompanying unaudited consolidated financial statements are prepared in accordance with U.S. generally accepted accounting principles (â€œGAAPâ€) for interim financial information. Our consolidated financial statements include the accounts of Snap Inc. and our wholly owned subsidiaries. All intercompany transactions and balances have been eliminated in consolidation. Our fiscal year ends on DecemberÂ 31. These unaudited interim consolidated financial statements should be read in conjunction with the consolidated financial statements and related notes included in our Annual Report on Form 10-K for the fiscal year ended DecemberÂ 31, 2023, as filed with the Securities and Exchange Commission (the â€œSECâ€) in February 2024 (the â€œAnnual Reportâ€).In our opinion, the unaudited interim consolidated financial statements include all adjustments of a normal recurring nature necessary for the fair presentation of our financial position, results of operations, and cash flows. The results of operations for the three and nine months ended SeptemberÂ 30, 2024 are not necessarily indicative of the results to be expected for the year ending DecemberÂ 31, 2024.There have been no changes to our significant accounting policies described in our Annual Report that have had a material impact on our consolidated financial statements and related notes.Use of EstimatesThe preparation of our consolidated financial statements in conformity with GAAP requires management to make estimates and assumptions that affect the reported amounts in the consolidated financial statements. Managementâ€™s estimates are based on historical information available as of the date of the consolidated financial statements and various other assumptions that we believe are reasonable under the circumstances. Actual results could differ from those estimates.Key estimates relate primarily to determining the fair value of assets and liabilities assumed in business combinations, evaluation of contingencies, uncertain tax positions, and the fair value of strategic investments. On an ongoing basis, management evaluates our estimates compared to historical experience and trends, which form the basis for making judgments about the carrying value of assets and liabilities.Future Stock Split to be Effected in the Form of a Stock DividendIn July 2022, our board of directors determined that it was advisable and in our best interest to approve a stock split to be effected in the form of a special dividend of one share of Class A common stock on each outstanding share of our common stock at a future date (the â€œFuture Stock Splitâ€). In connection with the Future Stock Split, we entered into certain agreements (the â€œCo-Founder Agreementsâ€) with Evan Spiegel and Robert Murphy, our co-founders, and certain of their respective affiliates requiring them, among other things, to convert shares of Class B common stock and Class C common stock into Class A common stock under certain circumstances. In February 2024, the conditions for the declaration of such dividends were modified and the Co-Founder Agreements were amended to reflect such modifications. As modified, the Future Stock Split will not be declared and paid until the first business day following the date on which (i) the average of the volume weighted average price (the â€œVWAPâ€) per share of Class A common stock equals or exceeds $40 per share for 90 consecutive trading days (the â€œ90-Day VWAPâ€) and (ii) the ratio of the 90-Day VWAP to $8.70 equals or exceeds the ratio of the average closing price of the S&P 500 Total Return index for the same 90 trading days for which the 90-Day VWAP was calculated to 8,862.85. If this does not occur by July 21, 2032, the Future Stock Split will not be declared and paid, and the Co-Founder Agreements will terminate.11Table of ContentsNo adjustments have been made to share or per share amounts for Class A common stock in the accompanying consolidated financial statements for the effects of the Future Stock Split as these triggering conditions have not been met.2. RevenueWe determine revenue recognition by first identifying the contract or contracts with a customer, identifying the performance obligations in the contract, determining the transaction price, allocating the transaction price to the performance obligations in the contract, and recognizing revenue when, or as, we satisfy a performance obligation.Revenue is recognized when control of the promised goods or services is transferred to our customers, in an amount that reflects the consideration we expect to receive in exchange for those goods or services. We determine collectability by performing ongoing credit evaluations and monitoring customer accounts receivable balances. Sales tax, including value added tax, is excluded from reported revenue.We generate substantially all of our revenues by offering various advertising products on Snapchat, which include Snap Ads and AR Ads, referred to as advertising revenue. AR Ads include Sponsored Lenses, which allow users to interact with an advertiserâ€™s brand by enabling branded augmented reality experiences.The substantial majority of advertising revenue is generated from the display of advertisements on Snapchat through contractual agreements that are either based on the number of advertising impressions delivered or on a fixed fee basis over a period of time. Revenue related to agreements based on the number of impressions delivered is recognized when the advertisement is served. Revenue related to fixed fee arrangements is recognized ratably over the service period, typically less than 30 days in duration, and such arrangements do not contain minimum impression guarantees.In arrangements where another party is involved in providing specified services to a customer, we evaluate whether we are the principal or agent. In this evaluation, we consider if we obtain control of the specified goods or services before they are transferred to the customer, as well as other indicators such as the party primarily responsible for fulfillment, inventory risk, and discretion in establishing price. For advertising revenue arrangements where we are not the principal, we recognize revenue on a net basis. For the periods presented, revenue for arrangements where we are the agent was not material.We also generate revenue from subscriptions and sales of hardware products. Sales of hardware products are reported net of allowances for returns. For the periods presented, all such revenue was not material.The following table represents our revenue disaggregated by geography based on the billing address of the customer:Three Months Ended September 30,Nine Months Ended September 30,20242023202420232023(in thousands)North America (1)(2)$826,179Â $771,040Â $2,301,155Â $2,074,671Â Europe (3)241,342Â 195,232Â 676,620Â 530,081Â Rest of world305,053Â 222,279Â 826,340Â 640,076Â Total revenue$1,372,574Â $1,188,551Â $3,804,115Â $3,244,828Â (1)North America includes Mexico, the Caribbean, and Central America.(2)United States revenue was $798.7Â million and $2,224.9 million for the three and nine months ended SeptemberÂ 30, 2024, respectively, and $747.6 million and $2,009.8 million for the three and nine months ended SeptemberÂ 30, 2023, respectively.(3)Europe includes Russia and Turkey. Effective March 2022, we halted advertising sales to Russian and Belarusian entities.Deferred revenue related to advertising and

subscriptions, included in accrued expenses and other current liabilities on our consolidated balance sheets, was $122.6 million and $93.7 million as of SeptemberÂ 30, 2024 and DecemberÂ 31, 2023, respectively. We expect a substantial majority of our deferred revenue to be realized in less than one year.12Table of Contents3. Net Loss per ShareWe compute net loss per share using the two-class method required for multiple classes of common stock. We have three classes of authorized common stock for which voting rights differ by class.Basic net loss per share is computed by dividing net loss attributable to each class of stockholders by the weighted-average number of shares of stock outstanding during the period, adjusted for restricted stock awards (â€œRSAsâ€) for which the risk of forfeiture has not yet lapsed.For the calculation of diluted net loss per share, net loss per share attributable to common stockholders for basic net loss per share is adjusted by the effect of dilutive securities, including awards under our equity compensation plans. Diluted net loss per share attributable to common stockholders is computed by dividing the resulting net loss attributable to common stockholders by the weighted-average number of fully diluted common shares outstanding. We use the ifâ€'converted method for calculating any potential dilutive effect of the convertible senior notes due in 2025, 2026, 2027, 2028, and 2030 (collectively, the â€œConvertible Notesâ€) on diluted net loss per share. The Convertible Notes would have a dilutive impact on net income per share when the average market price of Class A common stock for a given period exceeds the respective conversion price of the Convertible Notes. For the periods presented, our potentially dilutive shares relating to stock options, restricted stock units (â€œRSUsâ€), RSAs, and Convertible Notes were not included in the computation of diluted net loss per share as the effect of including these shares in the calculation would have been anti-dilutive.The numerators and denominators of the basic and diluted net loss per share computations for our common stock are calculated as follows:Three Months Ended September 30,Nine Months Ended September 30,202420232023(in thousands, except per share data)Class AClass BClass CClass AClass BClass CClass AClass BClass CClass AClass BClass CNumerator:Net loss$(129,827)$(2,076)$(21,344)$(310,689)$(5,105)$(52,462)$(598,178)$(9,642)$(99,137)$(903,987)$(15,093)$(155,158)Net loss attributable to common stockholders$(129,827)$(2,076)$(21,344)$(310,689)$(5,105)$(52,462)$(598,178)$(9,642)$(99,137)$(903,987)$(15,093)$(155,158)Denominator:Basic shares:Weighted-average common shares - Basic1,408,85922,525231,6271,371,75122,539231,6271,397,60222,527231,6271,349,51422,531231,627Diluted shares:Weighted-average common shares - Diluted1,408,85922,525231,6271,371,75122,539231,6271,397,60222,527231,6271,349,51422,531231,627Net loss per share attributable to common stockholders:Basic(0.09)(0.09)(0.09)(0.23)(0.23)(0.23)(0.43)(0.43)(0.43)(0.67)(0.67)(0.67)Diluted(0.09)(0.09)(0.09)(0.23)(0.23)(0.23)(0.43)(0.43)(0.43)(0.67)(0.67)(0.67)The following potentially dilutive shares were excluded from the calculation of diluted net loss per share because their effect would have been anti-dilutive:As of September 30,20242023(in thousands)Stock options6912,195Unvested RSUs and RSAs132,226153,629Convertible Notes (if-converted)85,94589,37913Table of Contents4. Stockholdersâ€™ Equity We maintain three share-based employee compensation plans: the 2017 Equity Incentive Plan (the â€œ2017 Planâ€), the 2014 Equity Incentive Plan (the â€œ2014 Planâ€), and the 2012 Equity Incentive Plan (the â€œ2012 Plan,â€ and collectively with the 2017 Plan and the 2014 Plan, the â€œStock Plansâ€). The 2017 Plan serves as the successor to the 2014 Plan and 2012 Plan and provides for the grant of incentive stock options to employees, including employees of any parent or subsidiary, and for the grant of nonstatutory stock options, stock appreciation rights, RSAs, RSUs, performance stock awards, performance cash awards, and other forms of stock awards to employees, directors, and consultants, including employees and consultants of our affiliates. Restricted Stock Units and Restricted Stock AwardsThe following table summarizes the RSU and RSA activity for the nine months ended SeptemberÂ 30, 2024:Number of Class A SharesWeighted-AverageGrant DateFair Value(in thousands, except per share data)Unvested at December 31, 2023157,130$12.82Â Granted62,425$13.32Â Vested(54,435)$15.17Â Forfeited(32,894)$12.33Â Unvested at September 30, 2024132,226$12.21Â All RSUs and RSAs vest on the satisfaction of a service-based condition. Total unrecognized compensation cost related to outstanding RSUs and RSAs was $1.3Â billion as of SeptemberÂ 30, 2024 and is expected to be recognized over a weighted-average period of 2.0 years. The service condition for RSUs and RSAs is generally satisfied in equal monthly or quarterly installments over three to four years.Stock OptionsThe following table summarizes the stock option award activity under the Stock Plans for the nine months ended SeptemberÂ 30, 2024:Number of Class A SharesNumber of Class B SharesWeighted-AverageExercisePriceWeighted-AverageRemainingContractualTerm(in years)AggregateIntrinsic Value (1)(in thousands, except per share data)Outstanding at December 31, 20231,6925$14.90Â 4.41$5,225Â Grantedâ€”â€”$â€”Â â€”â€”$â€”Â Exercised(884)(5)$14.39Â â€”$â€”Â Forfeited(117)â€”$12.51Â â€”$â€”Â Outstanding at September 30, 2024691â€”$15.97Â 4.75$249Â (1)The aggregate intrinsic value is calculated as the difference between the exercise price of the underlying stock option awards and the closing market price of our Class A common stock as of SeptemberÂ 30, 2024 and DecemberÂ 31, 2023.As of SeptemberÂ 30, 2024, there was no unrecognized compensation cost related to stock options granted under the Stock Plans.14Table of ContentsStock-Based Compensation ExpenseTotal stock-based compensation expense by function was as follows:Three Months Ended September 30,Nine Months Ended September 30,202420232023(in thousands)Cost of revenue$1,333Â $2,640Â $4,408Â $6,890Â Research and development172,516Â 234,615Â 518,500Â 672,030Â Sales and marketing53,345Â 72,783Â 160,209Â 185,319Â General and administrative33,035Â 47,895Â 100,175Â 126,568Â Total$260,229Â $357,933Â $783,292Â $990,807Â Stock RepurchasesIn October 2023, our board of directors authorized a stock repurchase program of up to $500.0Â million of our Class A common stock. We completed this program in April 2024. For the nine months ended SeptemberÂ 30, 2024, we repurchased and retired 27.9Â million shares of our Class A common stock for an aggregate of $311.1Â million, including costs associated with the repurchases.5. Business Acquisitions2023 AcquisitionsFor the year ended DecemberÂ 31, 2023, aggregate purchase consideration for business acquisitions was $73.1Â million, which primarily consisted of $56.3Â million in cash and $12.6Â million recorded in other liabilities on our consolidated balance sheet. Of the aggregate purchase consideration, $42.8Â million was allocated to goodwill and the remainder primarily to identifiable intangible assets. The acquired assets are expected to enhance our existing platform, technology, and workforce. The goodwill amount represents synergies related to our existing platform expected to be realized from the business acquisitions and assembled workforce. The associated goodwill and intangible assets are not deductible for tax purposes.6. Goodwill and Intangible AssetsThe changes in the carrying amount of goodwill for the nine months ended SeptemberÂ 30, 2024 were as follows:Goodwill (in thousands) Balance as of December 31, 2023$1,691,827Â Goodwill acquiredâ€”Â Foreign currency translation2,119Â Balance as of September 30, 2024$1,693,946Â 15Table of ContentsIntangible assets consisted of the following:As of September 30, 2024Weighted-AverageRemainingUseful Life (Years)GrossCarryingAmountAccumulatedAmortizationNet(in thousands, except years)Domain names2.3$745Â (596)149Â Technology2.4315,333Â (233,695)81,638Â Patents8.739,373Â (22,240)17,133Â Otherâ€”6,000Â (6,000)â€”Â Total intangible assets$361,451Â $(262,531)$98,920Â As of December 31, 2023Weighted-AverageRemainingUseful Life (Years)GrossCarryingAmountAccumulatedAmortizationNet(in thousands, except years)Domain names3.0$745Â (546)199Â Technology2.8323,313Â (197,608)125,705Â Patents8.839,373Â (19,099)20,274Â Otherâ€”6,000Â (5,875)125Â Total intangible assets$369,431Â $(223,128)$146,303Â Amortization of intangible assets was $13.9 million and $47.5 million for the three and nine months ended SeptemberÂ 30, 2024, respectively, and $19.1 million and $55.3 million for the three and nine months ended SeptemberÂ 30, 2023, respectively.As of SeptemberÂ 30, 2024, the estimated intangible asset amortization expense for the next five years and thereafter is as follows:EstimatedAmortization(in thousands)Remainder of 2024$12,557Â 202541,513Â 202620,299Â 202712,124Â 20284,343Â Thereafter8,084Â Total$98,920Â 7. DebtConvertible Notes2030 NotesIn May 2024, we entered into a purchase agreement with certain counterparties for the sale of an aggregate of $750.0Â million principal amount of convertible senior notes due in 2030 (the â€œ2030 Notesâ€) in a private offering to qualified institutional buyers pursuant to Rule 144A under the Securities Act of 1933, as amended (the â€œSecurities Actâ€). The 2030 Notes consisted of a $650.0Â million initial placement and an over-allotment option that provided the initial 16Table of Contentspurchasers of the 2030 Notes with the option to purchase an additional $100.0Â million aggregate principal amount of the 2030 Notes, which was fully exercised. The 2030 Notes were issued pursuant to an indenture dated MayÂ 13, 2024. The net proceeds from the issuance of the 2030 Notes were $671.5Â million, net of debt issuance costs and cash used to purchase the capped call transactions (â€œ2030 Capped Call Transactionsâ€) discussed below. The debt issuance costs are amortized to interest expense using the effective interest rate method.The 2030 Notes are unsecured and unsubordinated obligations. Interest is payable in cash semi-annually in arrears beginning on NovemberÂ 1, 2024 at a rate of 0.50% per year. The 2030 Notes mature on MayÂ 1, 2030 unless repurchased, redeemed, or converted in accordance with their terms prior to such date.The 2030 Notes are convertible into cash, shares of our Class A common stock, or a combination of cash and shares of our Class A common stock, at our election, at an initial conversion rate of 45.0846 shares of Class A common stock per $1,000 principal amount of 2030 Notes, which is equivalent to an initial conversion price of approximately $22.18 per share of our Class A common stock. The conversion rate is subject to customary adjustments for certain events as described in the indenture governing the 2030 Notes.We may redeem for cash all or any portion of the 2030 Notes, at our option, on or after MayÂ 5, 2027 if (i) the 2030 Notes are â€œfreely tradableâ€ (as defined in the applicable indenture) and any accrued and unpaid additional interest has been paid as of the date we send the related redemption notice and (ii) the last reported sale price of our Class A common stock has been at least 130% of the conversion price then in effect for at least 20 trading days at a redemption price equal to 100% of the principal amount of the 2030 Notes to be redeemed, plus accrued and unpaid interest, if any. Holders of the 2030 Notes may convert all or a portion of their 2030 Notes at their option prior to FebruaryÂ 1, 2030, in multiples of $1,000 principal amounts, only under the following circumstances:â€¢if the last reported sale price of our Class A common stock for at least 20 trading days (whether or not consecutive) during the period of 30 consecutive trading days ending on the last trading day of the preceding calendar quarter is greater than or equal to 130% of the applicable conversion price of the 2030 Notes on each such trading day;â€¢during the five consecutive business day period after any ten consecutive trading day period in which the trading price per $1,000 principal amount of the 2030 Notes for each day of that ten consecutive trading day period was less than 98% of the product of the last reported sale price of our Class A common stock and the applicable conversion rate of the 2030 Notes on such trading day;â€¢on a notice of redemption, at any time prior to the close of business on the scheduled trading day immediately preceding the redemption date, in which case we may be required to increase the conversion rate for the 2030 Notes so surrendered for conversion in connection with such redemption notice; orâ€¢on the occurrence of specified corporate events.On or after FebruaryÂ 1, 2030, the 2030 Notes are convertible at any time until the close of business on the second scheduled trading day immediately preceding the maturity date.Holders of the 2030 Notes who convert the 2030 Notes in connection with a make-whole fundamental change, as defined in the indenture governing the 2030 Notes, or in connection with a redemption are entitled to an increase in the conversion rate. Additionally, in the event of a fundamental change, holders of the 2030 Notes may require us to repurchase all or a portion of the 2030 Notes at a price equal to 100% of the principal amount of 2030 Notes, plus any accrued and unpaid interest, if any.We accounted for the issuance of the 2030 Notes as a single liability measured at its amortized cost, as no other embedded features require bifurcation and recognition as derivatives.2028 NotesIn February 2022, we entered into a purchase agreement for the sale of an aggregate of $1.50Â billion principal amount of convertible senior notes due in 2028 (the â€œ2028 Notesâ€) in a private offering to qualified institutional buyers pursuant to Rule 144A under the Securities Act. The net proceeds from the issuance of the 2028 Notes were $1.31Â billion, net of debt issuance costs and cash used to purchase the capped call transactions (the â€œ2028 Capped Call Transactionsâ€) discussed below. The debt issuance costs are amortized to interest expense using the effective interest rate method.17Table of ContentsThe 2028 Notes are unsecured and unsubordinated obligations. Interest is payable in cash semi-annually in arrears beginning on SeptemberÂ 1, 2022 at a rate of 0.125% per year. The 2028 Notes mature on MarchÂ 1, 2028 unless repurchased, redeemed, or converted in accordance with their terms prior to such date.The 2028 Notes are convertible into cash, shares of our Class A common stock, or a combination of cash and shares of our Class A common stock, at our election, at an initial conversion rate of 17.7494 shares of Class A common stock per $1,000 principal amount of 2028 Notes, which is equivalent to an initial conversion price of approximately $56.34 per share of our Class A common stock. We may redeem for cash all or any portion of the 2028 Notes, at our option, on or after March 5, 2025 based on certain circumstances.2027 NotesIn April 2021, we entered into a purchase agreement for the sale of an aggregate of $1.15Â billion principal amount of convertible senior notes due in 2027 (the â€œ2027 Notesâ€) in a private offering to qualified institutional buyers pursuant to Rule 144A under the Securities Act. The net proceeds from the issuance of the 2027 Notes were $1.05Â billion, net of debt issuance costs and cash used to purchase the capped call transactions (the â€œ2027 Capped Call Transactionsâ€) discussed below. The debt issuance costs are amortized to interest expense using the effective interest rate method.The 2027 Notes are unsecured and unsubordinated obligations which do not bear regular interest and for which the principal balance will not accrete. The 2027 Notes will mature on MayÂ 1, 2027 unless repurchased, redeemed, or converted in accordance with their terms prior to such date.The 2027 Notes are convertible into cash, shares of our Class A common stock, or a combination of cash and shares of our Class A common stock, at our election, at an initial conversion rate of 11.2042 shares of Class A common stock per $1,000 principal amount of 2027 Notes, which is equivalent to an initial conversion price of approximately $89.25 per share of our Class A common stock. We may redeem for cash all or portions of the 2027 Notes, at our option, on or after May 5, 2024 based on certain circumstances.2025 NotesIn April 2020, we entered into a purchase agreement for the sale of an aggregate of $1.0Â billion principal amount of convertible senior notes due in 2025 (the â€œ2025 Notesâ€) in a private offering to qualified institutional buyers pursuant to Rule 144A under the Securities Act. The net proceeds from the issuance of the 2025 Notes were $888.6Â million, net of debt issuance costs and cash used to purchase the capped call transactions (the â€œ2025 Capped Call Transactionsâ€) discussed below. The debt issuance costs are amortized to interest expense using the effective interest rate method.The 2025 Notes are unsecured and unsubordinated obligations. Interest is payable in cash semi-annually in arrears beginning on NovemberÂ 1, 2020 at a rate of 0.25% per year. The 2025 Notes mature on MayÂ 1, 2025 unless repurchased, redeemed, or converted in accordance with their terms prior to such date. On or after February 1, 2025, the 2025 Notes are convertible at any time until the close of business on the second scheduled trading day immediately preceding the maturity date.The 2025 Notes are convertible into cash, shares of our Class A common stock, or a combination of cash and shares of our Class A common stock, at our election, at an initial conversion rate of 46.1233 shares of Class A common stock per $1,000 principal amount of 2025 Notes, which is equivalent to an initial conversion price of approximately $21.68 per share of our Class A common stock. We may redeem for cash all or portions of the 2025 Notes, at our option, on or after May 6, 2023 based on certain circumstances.2026 NotesIn August 2019, we entered into a purchase agreement for the sale of an aggregate of $1.265Â billion principal amount of convertible senior notes due in 2026 (the â€œ2026 Notesâ€) in a private offering to qualified institutional buyers pursuant to Rule 144A under the Securities Act. The net proceeds from the issuance of the 2026 Notes were $1.15Â billion, net of debt issuance costs and cash used to purchase the capped call transactions (the â€œ2026 Capped Call Transactionsâ€) discussed below. The debt issuance costs are amortized to interest expense using the effective interest rate method.18Table of ContentsThe 2026 Notes are unsecured and unsubordinated obligations. Interest is payable in cash semi-annually in arrears beginning on FebruaryÂ 1, 2020 at a rate of 0.75% per year. The 2026 Notes mature on AugustÂ 1, 2026 unless repurchased, redeemed, or converted in accordance with the terms prior to such date.The 2026 Notes are convertible into cash, shares of our Class A common stock, or a combination of cash and shares of our Class A common stock, at our election, at an initial conversion rate of 43.8481 shares of Class A common stock per $1,000 principal amount of 2026 Notes, which is equivalent to an initial conversion price of approximately $22.81 per share of our Class A common stock. We may redeem for cash all or portions of the 2026 Notes, at our option, on or after August 6, 2023 based on certain circumstances.Note RepurchasesIn February 2024, we entered into various privately negotiated repurchase transactions with certain holders of the 2025 Notes and 2026 Notes, pursuant to which we agreed to repurchase $100.0Â million in aggregate principal of the 2025 Notes and $351.2Â million in aggregate principal of the 2026 Notes for a cash repurchase price of $440.7Â million, including associated costs. The February 2024 repurchase transactions resulted in an $8.8Â million gain on extinguishment in the first quarter of 2024.In May 2024, we entered into various privately negotiated repurchase transactions (collectively with the February 2024 repurchase transactions, the â€œNote Repurchasesâ€) with certain holders of the 2025 Notes and 2026 Notes, pursuant to which we agreed to repurchase $147.9Â million in aggregate principal of the 2025 Notes and approximately $237.5Â million in aggregate principal of the 2026 Notes for a cash repurchase price of approximately $418.3Â million, including associated costs. The May 2024 repurchase transactions were accounted for as both a debt modification and a partial debt extinguishment, resulting in a $15.5Â million loss on extinguishment during the second quarter of 2024 and $20.9Â million in capitalized debt issuance costs amortized over the term of the 2030 Notes. The capitalized debt issuance costs are primarily related to repurchase premiums and debt issuance costs carried over from the 2025 Notes and 2026 Notes.Gains and losses on extinguishment are included within other income (expense), net on our consolidated statements of operations and included within Other as an adjustment to reconcile net loss to net cash provided by (used in) operating activities in our consolidated statements of cash flows.The Convertible Notes consisted of the following:As of September 30, 2024As of December 31, 2023PrincipalUnamortized Debt Issuance CostsNet Carrying AmountPrincipalUnamortized Debt Issuance CostsNet Carrying Amount(in thousands)2025 Notes$36,240Â (49)36,191Â $284,105Â (871)283,234Â 2026 Notes249,754Â (722)249,032Â 838,482Â (3,402)835,080Â 2027

Notes1,150,000Â (5,517)1,144,483Â 1,150,000Â (7,114)1,142,886Â 2028 Notes1,500,000Â (9,687)1,490,313Â 1,500,000Â (11,800)1,488,200Â 2030 Notes750,000Â (28,691)721,309Â â€”Â â€”Â Total$3,685,994Â $(44,666)$3,641,328Â $3,772,587Â $(23,187)$3,749,400Â As of SeptemberÂ 30, 2024, the debt issuance costs on the 2025 Notes, 2026 Notes, 2027 Notes, 2028 Notes, and 2030 Notes will be amortized over the remaining period of approximately 0.6 years, 1.8 years, 2.6 years, 3.4 years, and 5.6 years, respectively. The following table summarizes interest expense related to the Convertible Notes for the three and nine months ended SeptemberÂ 30, 2024:19Table of ContentsThree Months Ended September 30,Nine Months Ended September 30,20242023202420232023(in thousands)Contractual interest expense$1,897Â $2,218Â $5,437Â $6,655Â Amortization of debt issuance costs2,595Â 1,721Â 6,305Â 5,158Â Total interest expense$4,492Â $3,939Â $11,742Â $11,813Â As of SeptemberÂ 30, 2024, the if-converted value of the Convertible Notes did not exceed the principal amount. The sale price for conversion was not satisfied as of SeptemberÂ 30, 2024 for the Convertible Notes, and as a result, the Convertible Notes will not be eligible for optional conversion during the fourth quarter of 2024. No sinking fund is provided for the Convertible Notes, which means that we are not required to redeem or retire them periodically.Refer to Note 7 in our consolidated financial statements in the Annual Report for additional details.Capped Call Transactions In connection with the pricing of the 2025 Notes, the 2026 Notes, the 2027 Notes, the 2028 Notes, and the 2030 Notes, we entered into the 2025 Capped Call Transactions, the 2026 Capped Call Transactions, the 2027 Capped Call Transactions, the 2028 Capped Call Transactions, and the 2030 Capped Call Transactions (collectively, the â€œCapped Call Transactionsâ€), respectively, with certain counterparties at a net cost of $100.0Â million, $102.1Â million, $86.8Â million, $177.0Â million, and $68.9Â million, respectively. The cap price of the 2025 Capped Call Transactions, the 2026 Capped Call Transactions, the 2027 Capped Call Transactions, the 2028 Capped Call Transactions, and the 2030 Capped Call Transactions is initially $32.12, $32.58, $121.02, $93.90, and $33.48 per share of our Class A common stock, respectively. All are subject to certain adjustments under the terms of the Capped Call Transactions. Conditions that cause adjustments to the initial strike price of the Capped Call Transactions mirror conditions that result in corresponding adjustments for the Convertible Notes.The Capped Call Transactions are intended to reduce potential dilution to holders of our Class A common stock beyond the conversion prices up to the cap prices on any conversion of the Convertible Notes or offset any cash payments we are required to make in excess of the principal amount, as the case may be, with such reduction or offset subject to a cap. The cost of the Capped Call Transactions was recorded as a reduction of our additional paid-in capital in our consolidated balance sheets. The Capped Call Transactions will not be remeasured as long as they continue to meet the conditions for equity classification. In May 2024, we entered into agreements to terminate all of the 2025 Capped Call Transactions, which resulted in $62.7Â million recorded within additional paid-in capital in our consolidated balance sheets.As of SeptemberÂ 30, 2024, the remaining Capped Call Transactions were out-of-the-money.Credit FacilityIn May 2022, we entered into a five-year senior unsecured revolving credit facility (the â€œCredit Facilityâ€) with certain lenders that allows us to borrow up to $1.05Â billion to fund working capital and general corporate-purpose expenditures. Loans bear interest, at our option, at a rate equal to (i) a term secured overnight financing rate (â€œSOFRâ€) plus 0.75% or the base rate, if selected by us, for loans made in U.S. dollars, (ii) the Sterling overnight index average plus 0.7826% for loans made in Sterling, or (iii) foreign indices as stated in the credit agreement plus 0.75% for loans made in other permitted foreign currencies. The base rate is defined as the greatest of (i) the Wall Street Journal prime rate, (ii) the greater of the (a) federal funds rate and (b) the overnight bank funding rate, plus 0.50%, and (iii) the applicable SOFR for a period of one month (but not less than zero) plus 1.00. The Credit Facility also contains an annual commitment fee of 0.10% on the daily undrawn balance of the facility. As of SeptemberÂ 30, 2024, we had $65.6Â million in the form of outstanding standby letters of credit, with no amounts outstanding under the Credit Facility.20Table of Contents8. Commitments and ContingenciesCommitmentsWe have non-cancelable contractual agreements primarily related to the hosting of our data processing, storage, and other computing services, as well as lease, content and developer partner, and other commitments. We had $5.4Â billion in commitments as of SeptemberÂ 30, 2024, primarily due within three years. For additional discussion on leases, see Note 9 to our consolidated financial statements. ContingenciesWe record a loss contingency when it is probable that a liability has been incurred and the amount of the loss can be reasonably estimated. We also disclose material contingencies when we believe a loss is not probable but reasonably possible. Accounting for contingencies requires us to use judgment related to both the likelihood of a loss and the estimate of the amount or range of loss. Many legal and tax contingencies can take years to be resolved.Pending MattersIn November 2021, we and certain of our officers and directors were named as defendants in a securities class action lawsuit purportedly brought on behalf of purchasers of our Class A common stock, alleging that we and certain of our officers made false or misleading statements and omissions concerning the impact that Appleâ€™s App Tracking Transparency framework would have on our business. We believe we have meritorious defenses to this lawsuit and continue to defend the lawsuit vigorously. Based on the preliminary nature of the proceedings in this case, the outcome of this matter remains uncertain.The outcomes of our legal proceedings are inherently unpredictable, subject to significant uncertainties, and could be material to our financial condition, results of operations, and cash flows for a particular period. For the pending matter described above, it is not possible to estimate the reasonably possible loss or range of loss.We are subject to various other legal proceedings and claims in the ordinary course of business, including certain patent, trademark, privacy, regulatory, and employment matters. Although occasional adverse decisions or settlements may occur, we do not believe that the final disposition of any of our other pending matters will seriously harm our business, financial condition, results of operations, and cash flows.IndemnificationsIn the ordinary course of business, we may provide indemnifications of varying scope and terms to customers, vendors, lessors, investors, directors, officers, employees, and other parties with respect to certain matters. Indemnification may include losses from our breach of such agreements, services we provide, or third-party intellectual property infringement claims. These indemnifications may survive termination of the underlying agreement and the maximum potential amount of future indemnification payments may not be subject to a cap. We have not incurred material costs to defend lawsuits or settle claims related to these indemnifications as of SeptemberÂ 30, 2024. We believe the fair value of these liabilities is immaterial and accordingly have no liabilities recorded for these agreements at SeptemberÂ 30, 2024.9. LeasesWe have non-cancelable lease agreements for certain of our offices with original lease terms expiring between 2024 and 2042. Total operating lease costs were $25.3 million and $75.9 million for the three and nine months ended SeptemberÂ 30, 2024, respectively, and $24.8 million and $75.4 million for the three and nine months ended SeptemberÂ 30, 2023. The weighted-average remaining lease term (in years) and discount rate related to our operating leases were as follows:As of September 30, 20242023Weighted-average remaining lease term9.56.2Weighted-average discount rate6.2Â %5.0Â %21Table of ContentsThe maturities of our operating lease liabilities as of SeptemberÂ 30, 2024 were as follows:Operating Leases (in thousands) Remainder of 2024$26,867Â 202557,212Â 202691,993Â 202784,650Â 202883,685Â Thereafter478,266Â Total lease payments822,673Â Less: Imputed interest(223,450)Present value of lease liabilities$599,223Â As of SeptemberÂ 30, 2024, we had additional operating leases that have not yet commenced for facilities with lease obligations of $36.0Â million. These operating leases will commence between 2025 and 2026 with lease terms of approximately 7 years to 11 years.Cash payments included in the measurement of our operating lease liabilities were $27.4 million and $84.5 million for the three and nine months ended SeptemberÂ 30, 2024, respectively, and $24.4 million and $72.8 million for the three and nine months ended SeptemberÂ 30, 2023.Lease liabilities arising from obtaining operating lease right-of-use assets were $8.6 million and $44.1 million for the three and nine months ended SeptemberÂ 30, 2024, respectively, and $16.0 million and $30.2 million for the three and nine months ended SeptemberÂ 30, 2023.10. Strategic InvestmentsWe hold strategic investments primarily in privately held companies, which consist of equity securities, and to a lesser extent, debt securities. These strategic investments are primarily recorded at fair value on a non-recurring basis. The estimation of fair value for these privately held strategic investments requires the use of significant unobservable inputs, such as the issuance of new equity by the company, and as a result, we deem these assets as Level 3 financial instruments within the fair value measurement framework.The following table summarizes our strategic investments as of SeptemberÂ 30, 2024 and DecemberÂ 31, 2023:As ofSeptember 30, 2024As ofDecember 31, 2023(in thousands)Initial cost$106,052Â $106,368Â Cumulative upward adjustments146,201Â 147,317Â Cumulative downward adjustments, including impairments(63,619)(58,357)Carrying value$188,634Â $195,328Â 22Table of ContentsGains and losses recognized during the periods presented were as follows:Three Months Ended September 30,Nine Months Ended September 30,20242023202420232023(in thousands) Gains (losses) recognized on strategic investments sold during the period, net$â€”Â $â€”Â (60)â€”Â Unrealized gains on strategic investments still held at the reporting date60Â 130Â 334Â 1,685Â Unrealized losses, including impairments, on strategic investments still held at the reporting date(372)(400)(7,411)(1,704)Gains (losses) on strategic investments, net(312)(270)$(7,137)$(19)Gains and losses on all strategic investments are included within other income (expense), net on our consolidated statements of operations and included as an adjustment to reconcile net loss to net cash provided by (used in) operating activities in our consolidated statements of cash flows. Strategic investments are included within other assets on our consolidated balance sheets.11. Fair Value MeasurementsAssets and liabilities measured at fair value are classified into the following categories:â€¢Level 1: Quoted market prices in active markets for identical assets or liabilities.â€¢Level 2: Observable market-based inputs or unobservable inputs that are corroborated by market data.â€¢Level 3: Unobservable inputs reflecting the reporting entityâ€™s own assumptions or external inputs from inactive markets.We classify our cash equivalents and marketable securities within Level 1 or Level 2 because we use quoted market prices or alternative pricing sources and models utilizing observable market-based inputs to determine their fair value.The following tables set forth our financial assets that are measured at fair value on a recurring basis, excluding publicly traded equity securities, as of SeptemberÂ 30, 2024 and DecemberÂ 31, 2023:September 30, 2024Fair Value HierarchyCost orAmortized CostGrossUnrealizedGainsGrossUnrealizedLossesTotal EstimatedFair Value(in thousands)Cash$364,221Â $â€”Â $â€”Â $364,221Â Cash equivalents:Money market fundsLevel 1591,491Â 99Â â€”Â 591,590Â U.S. government securitiesLevel 19,155Â 1Â â€”Â 9,156Â Total cash and cash equivalents964,867Â 100Â â€”Â 964,967Â Marketable debt securities:U.S. government securitiesLevel 12,045,723Â 11,770Â (463)2,057,030Â U.S. government agency securitiesLevel 112,001Â 5Â (5)12,001Â Corporate debt securitiesLevel 2140,662Â 452Â (8)141,106Â Commercial paperLevel 28,599Â â€”Â â€”Â 8,599Â Total marketable debt securities2,206,985Â 12,227Â (476)2,218,736Â Total$3,171,852Â $12,327Â (476)3,183,703Â 23Table of ContentsDecember 31, 2023Fair Value HierarchyCost orAmortized CostGrossUnrealizedGainsGrossUnrealizedLossesTotal EstimatedFair Value(in thousands)Cash$584,990Â $â€”Â $â€”Â $584,990Â Cash equivalents:Money market fundsLevel 11,195,410Â â€”Â â€”Â 1,195,410Â Total cash and cash equivalents1,780,400Â â€”Â â€”Â 1,780,400Â Marketable debt securities:U.S. government securitiesLevel 11,295,918Â 894Â (3,919)1,292,893Â U.S. government agency securitiesLevel 1138,420Â 31Â (188)138,263Â Corporate debt securitiesLevel 2234,336Â 577Â (99)234,814Â Commercial paperLevel 265,380Â â€”Â â€”Â 65,380Â Certificates of depositLevel 218,725Â â€”Â â€”Â 18,725Â Total marketable debt securities1,752,779Â 1,502Â (4,206)1,750,075Â Total$3,533,179Â $1,502Â $(4,206)$3,530,475Â Gross unrealized losses on marketable debt securities were not material for the three and nine months ended SeptemberÂ 30, 2024 and 2023. As of SeptemberÂ 30, 2024, we considered any decreases in fair value on our marketable debt securities to be driven by factors other than credit risk, including market risk. As of SeptemberÂ 30, 2024, $1.1Â billion of our total $2.2Â billion in marketable debt securities have contractual maturities between one and five years. All other marketable debt securities have contractual maturities less than one year.We hold investments in publicly traded companies with an aggregate carrying value of $8.4Â million and $13.6Â million as of SeptemberÂ 30, 2024 and DecemberÂ 31, 2023, respectively, recorded as marketable securities. We classify these publicly traded equity securities within Level 1 because we use quoted market prices to determine their fair value. Gains and losses recognized during the periods presented, which are included within other income (expense), net on our consolidated statements of operations, were as follows:Three Months Ended September 30,Nine Months Ended September 30,20242023202420232023(in thousands) Gains (losses) recognized on publicly traded equity securities sold during the period, net$â€”Â $(14,105)$â€”Â $11,046Â Unrealized gains (losses) on publicly traded equity securities still held at the reporting date, net(439)(6,803)(5,179)(16,941)Gains (losses) on publicly traded equity securities, net(439)(20,908)$(5,179)$(5,895)We carry the Convertible Notes at face value less the unamortized debt issuance costs on our consolidated balance sheets and present the fair value for disclosure purposes only. As of SeptemberÂ 30, 2024, the fair value of the 2025 Notes, the 2026 Notes, the 2027 Notes, the 2028 Notes, and the 2030 Notes was $34.7Â million, $240.9Â million, $985.9Â million, $1,200.3Â million, and $641.2Â million, respectively. As of DecemberÂ 31, 2023, the fair value of the 2025 Notes, the 2026 Notes, the 2027 Notes, and the 2028 Notes was $300.9Â million, $893.2Â million, $921.5Â million, and $1,181.7Â million, respectively. The estimated fair value of the Convertible Notes, which are classified as Level 2 financial instruments, was determined based on the estimated or actual bid prices of the Convertible Notes in an over-the-counter market on the last business day of the period.12. Income TaxesOur tax provision for interim periods is determined using an estimate of our annual effective tax rate, adjusted for discrete items arising in that quarter. Our effective tax rate differs from the U.S. statutory tax rate primarily due to valuation allowances on our deferred tax assets as it is more likely than not that some or all of our deferred tax assets will 24Table of Contentsnot be realized. Income tax expense was $8.3Â million and $20.5Â million for the three and nine months ended SeptemberÂ 30, 2024, respectively, and $5.8Â million and $24.8Â million for the three and nine months ended SeptemberÂ 30, 2023.13. Accumulated Other Comprehensive Income (Loss)The table below presents the changes in accumulated other comprehensive income (loss) (â€œAOCIâ€) by component and the reclassifications out of AOCI:Changes in Accumulated Other Comprehensive Income (Loss) by Component MarketableSecuritiesForeign CurrencyTranslationTotal (in thousands) Balance at December 31, 2023$(2,860)$9,991Â $7,131Â Other comprehensive income (loss) before reclassifications14,760Â 7,153Â 21,913Â Amounts reclassified from AOCI (1)(205)â€”Â (205)Net current period other comprehensive income (loss)14,555Â 7,153Â 21,708Â Balance at September 30, 2024$11,695Â $17,144Â $28,839Â (1)Realized gains and losses on marketable securities are reclassified from AOCI into other income (expense), net in our consolidated statements of operations.14. Long-lived AssetsThe following table lists long-lived assets by geographic area, which includes property and equipment, net and operating lease right-of-use assets:As of SeptemberÂ 30, 2024As of DecemberÂ 31, 2023(in thousands)United States$665,472Â $646,546Â United Kingdom245,832Â 218,326Â Rest of world (1)72,052Â 62,316Â Total long-lived assets, net$983,356Â $927,188Â (1)No individual country other than the United States and the United Kingdom exceeded 10% of our total long-lived assets for any period presented.15. Restructuring2024 RestructuringIn the first quarter of 2024, we announced a plan to reduce hierarchy and concentrate our team members in major hub locations to support in-person collaboration, resulting in the reduction of our global headcount by approximately 10%. We completed the 2024 restructuring in the second quarter of 2024. 25Table of ContentsThe following table summarizes the 2024 restructuring charges included in our consolidated statement of operations for the nine months ended SeptemberÂ 30, 2024:Nine Months Ended September 30, 2024Severance and Related Charges (1)Stock-Based Compensation ExpenseOther (2)Total(in thousands)Cost of revenue$932Â $189Â $â€”Â $1,121Â Research and development30,845Â 4,801Â 3,201Â 38,847Â Sales and marketing15,755Â 4,176Â â€”Â 19,931Â General and administrative7,786Â 236Â 2,236Â 10,258Â Total$55,318Â $9,402Â $5,437Â $70,157Â (1)Severance and related charges include cash severance expenses and other termination benefits. The majority of cash paid for the restructuring was related to severance and benefits.(2)Other primarily includes intangible asset amortization and depreciation expense.The liabilities related to the 2024 restructuring were immaterial as of SeptemberÂ 30, 2024.AR Enterprise Strategic ReviewIn the third quarter of 2023, we initiated the wind down of our AR Enterprise business, which included a reduction of our global employee headcount by approximately 3%. We substantially completed the program in the fourth quarter of 2023.For the three months ended September 30, 2023, we recognized $18.6 million of pre-tax restructuring charges. The charges primarily include cash severance and stock-based compensation expense recorded in sales and marketing expenses in our consolidated statement of operations.16. Subsequent EventsIn October 2024, our board of directors authorized a stock repurchase program of up to $500Â million of our Class A common stock. Repurchases of Class A common stock may be made from time to time, either through open market transactions (including pre-set trading plans) or through other transactions in accordance with applicable securities laws. Repurchases have been authorized for the next 12 months but the program may be initiated, modified, suspended, or terminated at any time during such period.26Table of ContentsItem 2. Managementâ€™s Discussion and Analysis of Financial Condition and Results of OperationsThe following discussion and analysis of our financial condition and results of operations should be read in conjunction with our consolidated financial statements and related notes included elsewhere in this Quarterly Report on Form 10-Q and with our audited consolidated financial statements included in our Annual Report. In addition to historical consolidated financial information, the following discussion contains forward-looking statements that reflect our plans, estimates, and beliefs that involve significant risks and uncertainties. Our actual results could differ materially from those discussed in the forward-looking statements. Factors that could cause or contribute to those differences include those discussed below and elsewhere in this Quarterly Report on Form 10-Q, particularly in â€œRisk Factors,â€ â€œNote Regarding Forward-Looking Statements,â€ and â€œNote Regarding User Metrics and Other Data.â€Overview of Third Quarter 2024 ResultsOur key user metrics and financial results for the three months ended SeptemberÂ 30, 2024 were as follows:User Metricsâ€¢Daily Active Users, or DAUs, increased 9% year-over-year to 443 million.â€¢Average revenue per user, or

ARPU, was $3.10, compared to $2.93 in the prior year.Financial Results â€¢Revenue was $1,372.6Â million, compared to $1,188.6Â million in the prior year, an increase of 15% year-over-year.â€¢Total costs and expenses were $1,545.8 million, compared to $1,568.6Â million in the prior year.â€¢Net loss was $153.2 million, compared to $368.3Â million in the prior year. â€¢Diluted net loss per share was $(0.09), compared to $(0.23) in the prior year.â€¢Adjusted EBITDA was $132.0Â million, compared to $40.1Â million in the prior year.â€¢Cash provided by operating activities was $115.9 million, compared to $12.8 million in the prior year.â€¢Free Cash Flow was $71.8 million, compared to $(60.7)Â million in the prior year.â€¢Cash, cash equivalents, and marketable securities were $3.2 billion as of SeptemberÂ 30, 2024.Business and Macroeconomic ConditionsWe periodically make changes to our business and priorities. In 2022, we conducted a strategic reprioritization to realign our focus on three strategic priorities: growing our community and deepening their engagement with our products, accelerating and diversifying our revenue growth, and investing in the future of augmented reality. We believe that we can be successful in our current operating environment, with various macroeconomic factors impacting our business, by rigorously prioritizing our investments and continuing to engage our community with our products while driving success for our advertising partners. However, the impact of our strategic reprioritization and recent restructurings is difficult to predict.Macroeconomic factors such as labor shortages and disruptions, supply chain disruptions, inflation, changes in interest and foreign currency exchange rates, banking instability, and other risks and uncertainties continue to cause logistical challenges, increased input costs, and inventory constraints for our advertisers, which in turn may cause our advertisers to halt or decrease advertising spending on our platform. Such macroeconomic factors may also negatively impact, in the short-term or long-term, the global economy, advertising ecosystem, our customers and their budgets with us, user engagement, other user metrics, and our business, financial condition, and results of operations. In addition, competition for advertising dollars has increased and demand growth on our advertising platform has slowed. We expect to continue to experience increased competition, which may result in reduced advertising demand, and could adversely affect our revenue growth, pricing, business, financial condition, and results of operations. Demand has also been disrupted by recent changes we made to our advertising platform, and, in the future, we may continue to experience adverse impacts to our revenue growth as a result of these changes.27Table of ContentsOur revenue, particularly in North America, has further been impacted by platform policy changes and restrictions that affected our targeting, measurement, and optimization capabilities, and in turn our ability to measure the effectiveness of advertisements on our services. This has resulted in, and in the future is likely to continue to result in, reduced advertising revenue, especially if we are unable to mitigate these developments.We compete with other companies in every aspect of our business. We must compete effectively for users and advertisers to grow our business and increase our revenue. These and other risks and uncertainties are further described in the section titled â€œRisk Factorsâ€ in Part II, Item 1A of this Quarterly Report on Form 10-Q.Trends in User MetricsWe define a DAU as a registered and logged-in Snapchat user who visits Snapchat through our applications or websites at least once during a defined 24-hour period. We define ARPU as quarterly revenue divided by the average DAUs. We assess the health of our business by measuring DAUs and ARPU because we believe that these metrics are important ways for both management and investors to understand engagement and monitor the performance of our platform. We also measure ARPU because we believe that this metric helps our management and investors to assess the extent to which we are monetizing our service.User EngagementWe calculate average DAUs for a particular quarter by adding the number of DAUs on each day of that quarter and dividing that sum by the number of days in that quarter. DAUs are broken out by geography because markets have different characteristics. We had 443Â million DAUs on average in the third quarter of 2024, an increase of 37Â million, or 9%, from the third quarter of 2023. Quarterly Average Daily Active Users (1)(in millions)GlobalYoY growth:19%17%15%14%12%10%10%9%9%(1) Â Â Â Â Numbers may not foot due to rounding.28Table of ContentsNorth America (2)Europe (3)YoY growth:4%3%3%2%1%â€”%(1)%â€”%â€”%11%12%10%9%7%4%4%3%4%(2)Â Â Â Â North America includes Mexico, the Caribbean, and Central America.(3)Â Â Â Â Europe includes Russia and Turkey. Rest of WorldYoY growth:34%31%27%25%21%19%19%16%16%MonetizationWe recorded revenue of $1,372.6 million for the three months ended SeptemberÂ 30, 2024, compared to revenue of $1,188.6Â million for the same period in 2023, an increase of 15% year-over-year. We monetize our business primarily through advertising. Our advertising products include Snap Ads and AR Ads.We measure our business using ARPU because it helps us understand the rate at which we are monetizing our daily user base. ARPU was $3.10 in the third quarter of 2024, compared to $2.93 in the third quarter of 2023. For purposes of calculating ARPU, revenue by user geography is apportioned to each region based on a determination of the geographic location in which advertising impressions are delivered, as this approximates revenue based on user activity. This differs from the presentation of our revenue by geography in the notes to our consolidated financial statements, where revenue is based on the billing address of the advertising customer.29Table of ContentsQuarterly Average Revenue per UserGlobalNorth America (1)Europe (2)(1)North America includes Mexico, the Caribbean, and Central America.(2)Europe includes Russia and Turkey. Effective March 2022, we halted advertising sales to Russian and Belarusian entities.30Table of ContentsRest of WorldResults of OperationsThe following table summarizes certain selected historical financial results:Three Months Ended September 30,Nine Months Ended September 30,2024202320242023(in thousands) Revenue$1,372,574Â $1,188,551Â $3,804,115Â $3,244,828Â Operating loss$(173,210)$(380,063)$(760,417)$(1,149,666)Net loss$(153,247)$(368,256)$(706,957)$(1,074,238)Adjusted EBITDA (1)$131,962Â $40,094Â $232,598Â $2,428Â (1)For information on how we define and calculate Adjusted EBITDA, and a reconciliation of net loss to Adjusted EBITDA, see â€œNon-GAAP Financial Measures.â€Components of Results of OperationsRevenueWe generate substantially all of our revenue through the sale of our advertising products, which primarily include Snap Ads and AR Ads, referred to as advertising revenue. Snap Ads may be subject to revenue sharing arrangements between us and the content partner. We also generate revenue from subscriptions and sales of hardware products. Sales of hardware products are reported net of allowances for returns.Cost of RevenueCost of revenue consists of payments to third-party infrastructure partners for hosting our products, which include expenses related to storage, computing, and bandwidth costs, and payments for content, developer, and advertiser partner costs. In addition, cost of revenue includes third-party selling costs and personnel-related costs, including salaries, benefits, and stock-based compensation expenses. Cost of revenue also includes facilities and other supporting overhead costs, including depreciation and amortization, and inventory costs.Research and Development ExpensesResearch and development expenses consist primarily of personnel-related costs, including salaries, benefits, and stock-based compensation expense for our engineers, designers, and other employees engaged in the research and development of our products. In addition, research and development expenses include facilities and other supporting overhead costs, including depreciation and amortization. Research and development costs are expensed as incurred.31Table of ContentsSales and Marketing ExpensesSales and marketing expenses consist primarily of personnel-related costs, including salaries, benefits, commissions, and stock-based compensation expense for our employees engaged in sales and sales support, business development, media, marketing, corporate partnerships, and customer service functions. Sales and marketing expenses also include costs incurred for advertising, market research, tradeshows, branding, marketing, promotional expense, and public relations, as well as facilities and other supporting overhead costs, including depreciation and amortization.General and Administrative ExpensesGeneral and administrative expenses consist primarily of personnel-related costs, including salaries, benefits, and stock-based compensation expense for our finance, legal, information technology, human resources, and other administrative teams. General and administrative expenses also include facilities and supporting overhead costs, including depreciation and amortization, and external professional services.Interest IncomeInterest income consists primarily of interest earned on our cash, cash equivalents, and marketable securities.Interest ExpenseInterest expense consists primarily of interest expense associated with convertible notes and commitment fees related to our revolving credit facility.Other Income (Expense), NetOther income (expense), net primarily consists of gains and losses on strategic investments, marketable securities, and foreign currency transactions.Income Tax Benefit (Expense)We are subject to income taxes in the United States and numerous foreign jurisdictions. Our effective tax rates will vary depending on changes in the valuation of our deferred tax assets and liabilities, the relative proportion of foreign to domestic income, use of tax credits, and changes in tax laws.Adjusted EBITDAWe define Adjusted EBITDA as net income (loss), excluding interest income; interest expense; other income (expense), net; income tax benefit (expense); depreciation and amortization; stock-based compensation expense; payroll and other tax expense related to stock-based compensation; and certain other items impacting net income (loss) from time to time. We consider the exclusion of these items in calculating Adjusted EBITDA to provide a useful measure for period-to-period comparisons of our business and for investors and others to evaluate our operating results in the same manner as does our management. See â€œNon-GAAP Financial Measuresâ€ for additional information and a reconciliation of net loss to Adjusted EBITDA.32Table of ContentsDiscussion of Results of OperationsThe following table sets forth our consolidated statements of operations data:Three Months Ended September 30,Nine Months Ended September 30,20242023202420232023(in thousands) Consolidated Statements of Operations Data:Revenue$1,372,574Â $1,188,551Â $3,804,115Â $3,244,828Â Costs and expenses (1) (2):Cost of revenue638,907Â 555,753Â 1,802,577Â 1,492,613Â Research and development412,791Â 494,559Â 1,268,746Â 1,427,334Â Sales and marketing273,107Â 297,251Â 815,461Â 846,281Â General and administrative220,979Â 221,051Â 677,748Â 628,266Â Total costs and expenses1,545,784Â 1,568,614Â 4,564,532Â 4,394,494Â Operating loss(173,210)(380,063)(760,417)(1,149,666)Interest income38,533Â 43,839Â 114,893Â 124,931Â Interest expense(5,883)(5,521)(15,739)(16,749)Other income (expense), net(4,355)(20,662)(25,228)(7,967)Loss before income taxes(144,915)(362,407)(686,491)(1,049,451)Income tax benefit (expense)(8,332)(5,849)(20,466)(24,787)Net loss$(153,247)$(368,256)$(706,957)$(1,074,238)Adjusted EBITDA (3)$131,962Â $40,094Â $232,598Â $2,428Â (1)Stock-based compensation expense included in the above line items:Three Months Ended September 30,Nine Months Ended September 30,20242023202420232023(in thousands)Stock-based compensation expense:Cost of revenue$1,333Â $2,640Â $4,408Â $6,890Â Research and development172,516Â 234,615Â 518,500Â 672,030Â Sales and marketing53,345Â 72,783Â 160,209Â 185,319Â General and administrative33,035Â 47,895Â 100,175Â 126,568Â Total$260,229Â $357,933Â $783,292Â $990,807Â (2)Depreciation and amortization expense included in the above line items:Three Months Ended September 30,Nine Months Ended September 30,20242023202420232023(in thousands)Depreciation and amortization expense:Cost of revenue$965Â $3,184Â $4,987Â $9,580Â Research and development24,798Â 26,252Â 75,305Â 75,238Â Sales and marketing4,953Â 5,466Â 14,614Â 16,144Â General and administrative8,134Â 6,307Â 23,587Â 15,155Â Total$38,850Â $41,209Â $118,493Â $116,117Â (3)See â€œNon-GAAP Financial Measuresâ€ for more information and for a reconciliation of Adjusted EBITDA to net loss, the most directly comparable financial measure calculated and presented in accordance with GAAP.33Table of ContentsThe following table sets forth the components of our consolidated statements of operations data for each of the periods presented as a percentage of revenue:Three Months Ended September 30,Nine Months Ended September 30,20242023202420232023Consolidated Statements of Operations Data:Revenue100Â %100Â %100Â %100Â %Costs and expenses:Cost of revenue47Â 47Â 47Â 46Â Research and development30Â 42Â 33Â 44Â Sales and marketing20Â 25Â 21Â 26Â General and administrative16Â 18Â 19Â 19Â Total costs and expenses113Â 132Â 120Â 135Â Operating loss(13)(32)(20)(35)Interest income2Â 4Â 3Â 4Â Interest expenseâ€”Â â€”Â â€”Â (1)Other income (expense), netâ€”Â (2)(1)â€”Â Loss before income taxes(11)(30)(18)(32)Income tax benefit (expense)â€”Â (1)(1)(1)Net loss(11)%(31)%(19)%(33)%Three and Nine Months Ended SeptemberÂ 30, 2024 and 2023RevenueThree Months Ended September 30,Nine Months Ended September 30,20242023202420232023(dollars in thousands) Revenue$1,372,574Â $1,188,551Â $3,804,115Â $3,244,828Â Revenue as a dollar change$184,023Â $559,287Â Revenue as a percentage change15Â %17Â %Revenue for the three and nine months ended SeptemberÂ 30, 2024 increased $184.0 million and $559.3 million compared to the same periods in 2023. The increase in both periods was primarily due to a combination of growth in advertisers, optimization efficiencies, and improvement in auction-based advertising demand. The increase in both periods was also driven by higher subscription revenue due to growth in the number of subscribers.Cost of RevenueThree Months Ended September 30,Nine Months Ended September 30,20242023202420232023(dollars in thousands) Cost of Revenue$638,907Â $555,753Â $1,802,577Â $1,492,613Â Cost of Revenue as a dollar changeÂ $83,154Â $309,964Â Cost of Revenue as a percentage change15Â %21Â %Cost of revenue for the three and nine months ended SeptemberÂ 30, 2024 increased $83.2 million and $310.0Â million compared to the same periods in 2023. The increase in both periods was primarily driven by increased infrastructure costs attributable to DAU growth and investments in machine learning and AI, partially offset by improvements to our cloud infrastructure unit costs resulting from engineering efficiencies and pricing improvements.34Table of ContentsResearch and Development ExpensesThree Months Ended September 30,Nine Months Ended September 30,20242023202420232023(dollars in thousands) Research and Development Expenses$412,791Â $494,559Â $1,268,746Â $1,427,334Â Research and Development Expenses as a dollar changeÂ $(81,768)$(158,588)Research and Development Expenses as a percentage change(17)%(11)%Research and development expenses for the three and nine months ended SeptemberÂ 30, 2024 decreased $81.8Â million and $158.6Â million compared to the same periods in 2023. The decrease in both periods was primarily driven by lower cash and stock-based compensation expenses due to lower headcount compared to the prior periods. Additionally, the decrease for the nine months ended SeptemberÂ 30, 2024 was partially offset by $38.8Â million relating to restructuring charges primarily recognized in the first quarter of 2024.Sales and Marketing ExpensesThree Months Ended September 30,Nine Months Ended September 30,20242023202420232023(dollars in thousands) Sales and Marketing Expenses$273,107Â $297,251Â $815,461Â $846,281Â Sales and Marketing Expenses as a dollar change$(24,144)$(30,820)Sales and Marketing Expenses as a percentage change(8)%(4)%Sales and marketing expenses for the three and nine months ended SeptemberÂ 30, 2024 decreased $24.1 million and $30.8Â million compared to the same periods in 2023. The decrease in both periods was primarily driven by lower cash and stock-based compensation expenses due to lower headcount compared to the prior periods, partially offset by increased marketing investments. The decrease for the nine months ended SeptemberÂ 30, 2024 was also partially offset by $19.9Â million relating to restructuring charges primarily recognized in the first quarter of 2024.General and Administrative ExpensesThree Months Ended September 30,Nine Months Ended September 30,20242023202420232023(dollars in thousands) General and Administrative Expenses$220,979Â $221,051Â $677,748Â $628,266Â General and Administrative Expenses as a dollar change(72)49,482Â General and Administrative Expenses as a percentage changeâ€”Â %8Â %General and administrative expenses for the three months ended SeptemberÂ 30, 2024 were $221.0Â million, compared to $221.1Â million for the same period in 2023. The change is primarily driven by lower cash and stock-based compensation expenses, offset by higher spend on external professional services. General and administrative expenses for the nine months ended SeptemberÂ 30, 2024 increased $49.5Â million compared to the same period in 2023. The increase was primarily driven by higher spend on external professional services, increased facilities costs, and $10.3Â million relating to restructuring charges primarily recognized in the first quarter of 2024, partially offset by lower cash and stock-based compensation expenses.35Table of ContentsInterest IncomeThree Months Ended September 30,Nine Months Ended September 30,20242023202420232023(dollars in thousands) Interest Income$38,533Â $43,839Â $114,893Â $124,931Â Interest Income as a dollar changeÂ $(5,306)$(10,038)Interest Income as a percentage change(12)%(8)%Interest income for the three and nine months ended SeptemberÂ 30, 2024 decreased $5.3Â million and $10.0Â million compared to the same periods in 2023. The decrease in both periods was primarily driven by lower overall invested cash balances.Interest ExpenseThree Months Ended September 30,Nine Months Ended September 30,20242023202420232023(dollars in thousands) Interest Expense$(5,883)$(5,521)$(15,739)$(16,749)Interest Expense as a dollar change(362)1,010Â Interest Expense as a percentage change7Â %(6)%Interest expense for the three months ended SeptemberÂ 30, 2024 increased $0.4Â million compared to the same period in 2023. Interest expense for the nine months ended SeptemberÂ 30, 2024 decreased $1.0Â million compared to the same period in 2023. Interest expense for all periods consists primarily of amortization of debt issuance costs and contractual interest expense.Other Income (Expense), NetThree Months Ended September 30,Nine Months Ended September 30,20242023202420232023(dollars in thousands) Other Income (Expense), Net$(4,355)$(20,662)$(25,228)$(7,967)Other Income (Expense), Net as a dollar change$16,307Â $(17,261)Other Income (Expense), Net as a percentage change79Â %(217)%Other expense, net for the three months ended SeptemberÂ 30, 2024 was not material. Other expense, net for the three months ended SeptemberÂ 30, 2023 was primarily the result of $20.9Â million in total losses on publicly traded securities classified as marketable securities.Other expense, net for the nine months ended SeptemberÂ 30, 2024 was primarily the result of $7.1Â million in net losses on strategic investments, a $6.7Â million net loss on extinguishment associated with the Note Repurchases, and $5.2Â million in unrealized losses on publicly traded securities classified as marketable securities. Other expense, net for the nine months ended SeptemberÂ 30, 2023 was primarily a result of $5.9Â million in total losses on publicly traded securities classified as marketable securities.36Table of ContentsIncome Tax Benefit (Expense)Three Months Ended September 30,Nine Months Ended September 30,2024202320242023(dollars in thousands) Income Tax Benefit (Expense)$(8,332)$(5,849)$(20,466)$(24,787)Income Tax Benefit (Expense) as a dollar changeÂ $(2,483)$4,321Â Income Tax Benefit (Expense) as a percentage change(42)%17Â %Effective Tax Rate(5.7)%(1.6)%(3.0)%(2.4)%Income tax expense for the three and nine months ended SeptemberÂ 30, 2024 was $8.3 million and $20.5 million, respectively, compared to an income tax expense of $5.8 million and $24.8 million for the same periods in 2023. Our effective tax rate differs from the U.S. statutory tax rate primarily due to valuation allowances on our deferred tax assets as it is more likely than not that some or all of our deferred tax assets will not be realized.Net Loss and Adjusted EBITDAThree Months Ended September 30,Nine Months Ended September 30,20242023202420232023(dollars in thousands) (NM = Not Meaningful)Net Loss$(153,247)$(368,256)$(706,957)$(1,074,238)Net Loss as a dollar

change$215,009Â $367,281Â Net Loss as a percentage change58Â %34Â %Adjusted EBITDA$131,962Â $40,094Â $232,598Â $2,428Â Adjusted EBITDA as a dollar change$91,868Â $230,170Â Adjusted EBITDA as a percentage change229Â %NMNet loss for the three and nine months ended SeptemberÂ 30, 2024 was $153.2Â million and $707.0Â million, respectively, compared to $368.3Â million and $1,074.2Â million for the same periods in 2023. The decrease in net loss for both periods was primarily the result of the changes in revenues and expenses discussed above.Adjusted EBITDA for the three and nine months ended SeptemberÂ 30, 2024 was $132.0Â million and $232.6Â million, respectively, compared to $40.1Â million and $2.4Â million for the same periods in 2023. The increase for both periods was primarily attributable to increased revenue, lower research and development expenses, and lower sales and marketing expenses, partially offset by higher cost of revenue and general and administrative expenses.For a discussion of the limitations associated with using Adjusted EBITDA rather than GAAP measures and a reconciliation of this measure to net loss, see â€œNon-GAAP Financial Measures.â€Liquidity and Capital ResourcesCapital ResourcesCash, cash equivalents, and marketable securities were $3.2Â billion as of SeptemberÂ 30, 2024, primarily consisting of cash on deposit with banks and highly liquid investments in U.S. government and agency securities, money market funds, corporate debt securities, certificates of deposit, commercial paper, and publicly traded equity securities. Our primary source of liquidity is cash generated through financing activities. Our primary uses of cash include operating costs such as personnel-related costs and the infrastructure costs of the Snapchat application, facility-related capital spending, and acquisitions and investments. There are no known material subsequent events that could have a material impact on our cash or liquidity. We may contemplate and engage in merger and acquisition activity that could materially impact our liquidity and capital resource position.37Table of ContentsAs of SeptemberÂ 30, 2024, approximately 3.8% of our cash, cash equivalents, and marketable securities was held outside the United States. These amounts were primarily held in the United Kingdom and are utilized to fund our foreign operations. Cash held outside the United States may be repatriated, subject to certain limitations, and would be available to be used to fund our domestic operations. However, repatriation of funds may result in additional tax liabilities. We believe our existing cash balance in the United States is sufficient to fund our working capital needs.In May 2022, we entered into a five-year senior unsecured revolving credit facility, or Credit Facility, with certain lenders that allows us to borrow up to $1.05Â billion to fund working capital and general corporate-purpose expenditures. Loans bear interest, at our option, at a rate equal to (i) a term secured overnight financing rate, or SOFR, plus 0.75% or the base rate, if selected by us, for loans made in U.S. dollars, (ii) the Sterling overnight index average plus 0.7826% for loans made in Sterling, or (iii) foreign indices as stated in the credit agreement plus 0.75% for loans made in other permitted foreign currencies. The base rate is defined as the greatest of (i) the Wall Street Journal prime rate, (ii) the greater of the (a) federal funds rate and (b) the overnight bank funding rate, plus 0.50%, and (iii) the applicable SOFR for a period of one month (but not less than zero) plus 1.00. The Credit Facility also contains an annual commitment fee of 0.10% on the daily undrawn balance of the facility. As of SeptemberÂ 30, 2024, we had $65.6Â million in the form of outstanding standby letters of credit, with no amounts outstanding under the Credit Facility.Material Cash RequirementsConvertible NotesIn May 2024, we entered into a purchase agreement for the sale of an aggregate of $750.0Â million principal amount of convertible senior notes due in 2030. The net proceeds from the issuance of the 2030 Notes were $671.5Â million, net of debt issuance costs and the 2030 Capped Call Transactions discussed further in Note 7 in our consolidated financial statements. The 2030 Notes mature on MayÂ 1, 2030 unless repurchased, redeemed, or converted in accordance with their terms prior to such date. The sale price requirement for conversion was not satisfied as of SeptemberÂ 30, 2024 and as a result, the 2030 Notes will not be eligible for optional conversion during the fourth quarter of 2024. As of SeptemberÂ 30, 2024, the outstanding principal of the 2030 Notes was $750.0Â million.In February 2022, we entered into a purchase agreement for the sale of an aggregate of $1.50Â billion principal amount of convertible senior notes due in 2028. The net proceeds from the issuance of the 2028 Notes were $1.31Â billion, net of debt issuance costs and the 2028 Capped Call Transactions discussed further in Note 7 in our consolidated financial statements. The 2028 Notes mature on March 1, 2028 unless repurchased, redeemed, or converted in accordance with their terms prior to such date. The sale price requirement for conversion was not satisfied as of SeptemberÂ 30, 2024 and as a result, the 2028 Notes will not be eligible for optional conversion during the fourth quarter of 2024. As of SeptemberÂ 30, 2024, the outstanding principal of the 2028 Notes was $1.50Â billion.In April 2021, we entered into a purchase agreement for the sale of an aggregate of $1.15Â billion principal amount of convertible senior notes due in 2027. The net proceeds from the issuance of the 2027 Notes were $1.05Â billion, net of debt issuance costs and the 2027 Capped Call Transactions discussed further in Note 7 in our consolidated financial statements. The 2027 Notes mature on May 1, 2027 unless repurchased, redeemed, or converted in accordance with their terms prior to such date. The sale price requirement for conversion was not satisfied as of SeptemberÂ 30, 2024 and as a result, the 2027 Notes will not be eligible for optional conversion during the fourth quarter of 2024. As of SeptemberÂ 30, 2024, the outstanding principal of the 2027 Notes was $1.15Â billion.In April 2020, we entered into a purchase agreement for the sale of an aggregate of $1.0Â billion principal amount of convertible senior notes due in 2025. The net proceeds from the issuance of the 2025 Notes were $888.6Â million, net of debt issuance costs and the 2025 Capped Call Transactions discussed further in Note 7 in our consolidated financial statements. The 2025 Notes mature on May 1, 2025 unless repurchased, redeemed, or converted in accordance with their terms prior to such date. The sale price requirement for conversion was not satisfied as of SeptemberÂ 30, 2024 and as a result, the 2025 Notes will not be eligible for optional conversion during the fourth quarter of 2024. On or after February 1, 2025, the 2025 Notes are convertible at any time until the close of business on the second scheduled trading day immediately preceding the maturity date. As of SeptemberÂ 30, 2024, the outstanding principal of the 2025 Notes was $36.2Â million.In August 2019, we entered into a purchase agreement for the sale of an aggregate of $1.265Â billion principal amount of convertible senior notes due in 2026. The net proceeds from the issuance of the 2026 Notes were $1.15Â billion, net of debt issuance costs and the 2026 Capped Call Transactions discussed further in Note 7 in our consolidated financial statements. The 2026 Notes mature on August 1, 2026 unless repurchased, redeemed, or converted in accordance with their 38Table of Contentsterms prior to such date. The sale price requirement for conversion was not satisfied as of SeptemberÂ 30, 2024 and as a result, the 2026 Notes will not be eligible for optional conversion during the fourth quarter of 2024. As of SeptemberÂ 30, 2024, the outstanding principal of the 2026 Notes was $249.8Â million.Contractual CommitmentsWe have non-cancelable contractual agreements primarily related to the hosting of our data processing, storage, and other computing services, as well as lease, content and developer partner, and other commitments. We had $5.4Â billion in commitments, as of SeptemberÂ 30, 2024, primarily due within three years. For additional discussion on our leases, see Note 9 to our consolidated financial statements.Stock RepurchasesIn October 2023, our board of directors authorized a stock repurchase program of up to $500.0Â million of our Class A common stock. We completed this program in April 2024. For the nine months ended SeptemberÂ 30, 2024, we repurchased and retired 27.9Â million shares of our Class A common stock for an aggregate of $311.1Â million, including costs associated with the repurchases.Note RepurchasesIn February 2024, we entered into various privately negotiated repurchase transactions with certain holders of the 2025 Notes and 2026 Notes, pursuant to which we agreed to repurchase $100.0Â million in aggregate principal of the 2025 Notes and $351.2Â million in aggregate principal of the 2026 Notes for a cash repurchase price of $440.7Â million, including costs.In May 2024, we entered into various privately negotiated repurchase transactions (collectively with the February 2024 repurchase transactions, the â€œNote Repurchasesâ€) with certain holders of the 2025 Notes and 2026 Notes, pursuant to which we agreed to repurchase $147.9Â million in aggregate principal of the 2025 Notes and approximately $237.5Â million in aggregate principal of the 2026 Notes for a cash repurchase price of approximately $418.3Â million, including associated costs.ContingenciesWe are involved in claims, lawsuits, tax matters, government investigations, and proceedings arising in the ordinary course of our business. We record a provision for a liability when we believe that it is both probable that a liability has been incurred and the amount can be reasonably estimated. We also disclose material contingencies when we believe that a loss is not probable but reasonably possible. Significant judgment is required to determine both probability and the estimated amount. Such claims, suits, and proceedings are inherently unpredictable and subject to significant uncertainties, some of which are beyond our control. Many of these legal and tax contingencies can take years to resolve. Should any of these estimates and assumptions change or prove to be incorrect, it could have a material impact on our results of operations, financial position, and cash flows.We believe our existing cash balance is sufficient to fund our ongoing working capital, investing, and financing requirements for at least the next 12 months. Our future capital requirements will depend on many factors including our growth rate, headcount, sales and marketing activities, research and development efforts, the introduction of new features, products, and acquisitions, and continued user engagement. We continually evaluate opportunities to issue or repurchase equity or debt securities, obtain, retire, or restructure credit facilities or financing arrangements, or declare dividends for strategic reasons or to further strengthen our financial position.39Table of ContentsSources and Uses of Cash and Related TrendsThe following table sets forth the major components of our consolidated statements of cash flows for the nine months ended SeptemberÂ 30, 2024 and 2023:Nine Months Ended September 30,20242023(in thousands)Net cash provided by (used in) operating activities$182,847Â $81,947Â Net cash provided by (used in) investing activities(568,292)(52,169)Net cash provided by (used in) financing activities(428,624)(254,141)Change in cash, cash equivalents, and restricted cash$(814,069)$(224,363)Free Cash Flow (1)$36,296Â $(76,061)(1)For information on how we define and calculate Free Cash Flow and a reconciliation to net cash provided by (used in) operating activities to Free Cash Flow, see â€œNon-GAAP Financial Measures.â€Net Cash Provided by (Used in) Operating ActivitiesNet cash provided by operating activities was $182.8Â million for the nine months ended SeptemberÂ 30, 2024, compared to $81.9Â million for the same period in 2023, resulting primarily from our net loss, adjusted for non-cash items, including stock-based compensation expense of $783.3 million and depreciation and amortization expense of $118.5Â million. Net cash provided by operating activities for the nine months ended SeptemberÂ 30, 2024 was also driven by a $73.3 million decrease in accounts receivable due to higher collections and a reduction in billings in the period, partially offset by a $112.3 million decrease in accounts payable, primarily due to the timing of payments.Net Cash Provided by (Used in) Investing Activities Net cash used in investing activities was $568.3Â million for the nine months ended SeptemberÂ 30, 2024, compared to net cash used in investing activities of $52.2Â million for the same period in 2023. Our investing activities for the nine months ended SeptemberÂ 30, 2024 primarily consisted of purchases of marketable securities of $1.9Â billion and purchases of property and equipment of $146.6Â million, partially offset by maturities of marketable securities of $1.2Â billion and sales of marketable securities of $354.3Â million. Our investing activities for the nine months ended SeptemberÂ 30, 2023 primarily consisted of purchases of marketable securities of $2.0Â billion, purchases of property and equipment of $158.0Â million, and cash paid for acquisitions, net of cash acquired of $50.3Â million, partially offset by maturities of marketable securities of $2.1Â billion and sales of marketable securities of $107.7Â millionNet Cash Provided by (Used in) Financing ActivitiesNet cash used in financing activities was $428.6Â million for the nine months ended SeptemberÂ 30, 2024, compared to net cash used in financing activities of $254.1Â million for the same period in 2023. Our financing activities for the nine months ended SeptemberÂ 30, 2024 primarily consisted of the Note Repurchases for $859.0Â million, repurchases of our Class A common stock for $311.1Â million, and the purchase of the 2030 Capped Call Transactions for $68.9Â million, partially offset by the issuance of the 2030 Notes for net proceeds of $740.4Â million and the termination of the 2025 Capped Call Transactions for proceeds of $62.7Â million. Our financing activities for the nine months ended SeptemberÂ 30, 2023 primarily consisted of $254.6Â million of deferred payments for acquisitions completed in prior periods.Free Cash FlowFree Cash Flow was $36.3 million for the nine months ended SeptemberÂ 30, 2024, compared to $(76.1) million for the same period in 2023. Free Cash Flow in all periods was composed of net cash provided by (used in) operating activities, resulting primarily from net loss, adjusted for non-cash items and changes in working capital. Free Cash Flow also included purchases of property and equipment of $146.6 million for the nine months ended SeptemberÂ 30, 2024, compared to $158.0 million for the same period in 2023. Purchases of property and equipment in all periods are primarily related to improvements to our leased facilities to support our team workspaces. See â€œNon-GAAP Financial Measures.â€40Table of ContentsNon-GAAP Financial MeasuresTo supplement our consolidated financial statements, which are prepared and presented in accordance with GAAP, we use certain non-GAAP financial measures, as described below, to understand and evaluate our core operating performance. These non-GAAP financial measures, which may be different than similarly titled measures used by other companies, are presented to enhance investorsâ€™ overall understanding of our financial performance and should not be considered a substitute for, or superior to, the financial information prepared and presented in accordance with GAAP.We use the non-GAAP financial measure of Free Cash Flow, which is defined as net cash provided by (used in) operating activities, reduced by purchases of property and equipment. We believe Free Cash Flow is an important liquidity measure of the cash that is available, after capital expenditures, for operational expenses and investment in our business and is a key financial indicator used by management. Additionally, we believe that Free Cash Flow is an important measure since we use third-party infrastructure partners to host our services and therefore we do not incur significant capital expenditures to support revenue generating activities. Free Cash Flow is useful to investors as a liquidity measure because it measures our ability to generate or use cash. Once our business needs and obligations are met, cash can be used to maintain a strong balance sheet and invest in future growth.We use the non-GAAP financial measure of Adjusted EBITDA, which is defined as net income (loss), excluding interest income; interest expense; other income (expense), net; income tax benefit (expense); depreciation and amortization; stock-based compensation expense; payroll and other tax expense related to stock-based compensation; and certain other items impacting net income (loss) from time to time. We believe that Adjusted EBITDA helps identify underlying trends in our business that could otherwise be masked by the effect of the expenses that we exclude in Adjusted EBITDA.We believe that both Free Cash Flow and Adjusted EBITDA provide useful information about our financial performance, enhance the overall understanding of our past performance and future prospects, and allow for greater transparency with respect to key metrics used by our management for financial and operational decision-making. We are presenting the non-GAAP measures of Free Cash Flow and Adjusted EBITDA to assist investors in seeing our financial performance through the eyes of management, and because we believe that these measures provide an additional tool for investors to use in comparing our core financial performance over multiple periods with other companies in our industry.These non-GAAP financial measures should not be considered in isolation from, or as substitutes for, financial information prepared in accordance with GAAP. There are a number of limitations related to the use of these non-GAAP financial measures compared to the closest comparable GAAP measure. Some of these limitations are that:â€¢Free Cash Flow does not reflect our future contractual commitments;â€¢Adjusted EBITDA excludes certain recurring, non-cash charges such as depreciation of fixed assets and amortization of acquired intangible assets and, although these are non-cash charges, the assets being depreciated and amortized may have to be replaced in the future;â€¢Adjusted EBITDA excludes stock-based compensation expense and payroll and other tax expense related to stock-based compensation, which have been, and will continue to be for the foreseeable future, significant recurring expenses in our business and an important part of our compensation strategy; andâ€¢Adjusted EBITDA excludes income tax benefit (expense).The following table presents a reconciliation of Free Cash Flow to net cash provided by (used in) operating activities, the most comparable GAAP financial measure, for each of the periods presented:Three Months Ended September 30,Nine Months Ended September 30,20242023202420232(in thousands) Free Cash Flow reconciliation:Net cash provided by (used in) operating activities$115,872Â $12,781Â $182,847Â $81,947Â Less:Purchases of property and equipment(44,041)(73,435)(146,551)(158,008)Free Cash Flow$71,831Â $(60,654)$36,296Â $(76,061)41Table of ContentsThe following table presents a reconciliation of Adjusted EBITDA to net loss, the most comparable GAAP financial measure, for each of the periods presented:Three Months Ended September 30,Nine Months Ended September 30,20242023202420232(in thousands) Adjusted EBITDA reconciliation:Net loss$(153,247)$(368,256)$(706,957)$(1,074,238)Add (deduct):Interest income(38,533)(43,839)(114,893)(124,931)Interest expense5,883Â 5,521Â 15,739Â 16,749Â Other (income) expense, net4,355Â 20,662Â 25,228Â 7,967Â Income tax (benefit) expense8,332Â 5,849Â 20,466Â 24,787Â Depreciation and amortization38,850Â 41,209Â 114,878Â 116,117Â Stock-based compensation expense260,229Â 353,846Â 773,890Â 986,720Â Payroll and other tax expense related to stock-based compensation6,093Â 6,463Â 32,196Â 30,618Â Restructuring charges (1)â€”Â 18,639Â 72,051Â 18,639Â Adjusted EBITDA$131,962Â $40,094Â $232,598Â $2,428Â (1)Restructuring charges during 2024 are primarily related to cash severance, stock-based compensation expense, and other charges associated with the 2024 restructuring. Restructuring charges during 2023 are primarily related to cash severance and stock-based compensation expense associated with the wind down of our AR Enterprise business. These charges are not reflective of underlying trends in our business. Refer to Note 15 in our consolidated financial statements.Critical Accounting Policies and EstimatesWe prepare our financial statements in accordance with GAAP. Preparing these financial statements requires us to make estimates and assumptions that affect the reported amounts of assets, liabilities, revenue, expenses, and related disclosures. We evaluate our estimates and assumptions on an ongoing basis. Our estimates are based on historical experience and various other assumptions that we believe to be reasonable under the circumstances. Our actual results could differ from these estimates.The critical accounting estimates, assumptions, and judgments that we believe to have the most significant impact on our consolidated financial statements are revenue recognition, stock-based compensation, business combinations and valuation of goodwill and other acquired intangible assets, loss contingencies, and income taxes.There have been no material changes to our critical accounting policies and estimates as described in our Annual Report.Item 3. Quantitative and Qualitative Disclosures About Market RiskWe are exposed to market risks in the ordinary course of

our business. These risks primarily include interest rate risk and foreign currency risk as follows:Interest Rate RiskWe had cash and cash equivalents totaling $1.0Â billion and $1.8Â billion at SeptemberÂ 30, 2024 and DecemberÂ 31, 2023, respectively. We had marketable securities totaling $2.2Â billion and $1.8Â billion at SeptemberÂ 30, 2024 and DecemberÂ 31, 2023, respectively. Our cash and cash equivalents primarily consist of cash in bank accounts and money market funds. Our marketable securities consist of U.S. government debt and agency securities, corporate debt securities, certificates of deposit, commercial paper, and publicly traded equity securities. The primary objectives of our investment activities are to preserve principal and provide liquidity without significantly increasing risk. We do not enter into investments for trading or speculative purposes. Due to the relatively short-term nature of our investment portfolio, a 42Table of Contentshypothetical 100 basis point change in interest rates would not have a material effect on the fair value of our portfolio for the periods presented.In May 2024, we issued the 2030 Notes with an aggregate principal amount of $750.0Â million, the full amount of which is outstanding as of SeptemberÂ 30, 2024. We carry the 2030 Notes at face value less the unamortized debt issuance costs on our consolidated balance sheets. The 2030 Notes have a fixed interest rate; therefore, we have no financial statement risk associated with changes in interest rates with respect to the 2030 Notes. The fair value of the 2030 Notes changes when the market price of our stock fluctuates or market interest rates change.In February 2022, we issued the 2028 Notes with an aggregate principal amount of $1.50Â billion, the full amount of which is outstanding as of SeptemberÂ 30, 2024. We carry the 2028 Notes at face value less the unamortized debt issuance costs on our consolidated balance sheets. The 2028 Notes have a fixed interest rate; therefore, we have no financial statement risk associated with changes in interest rates with respect to the 2028 Notes. The fair value of the 2028 Notes changes when the market price of our stock fluctuates or market interest rates change.In April 2021, we issued the 2027 Notes with an aggregate principal amount of $1.15Â billion, the full amount of which is outstanding as of SeptemberÂ 30, 2024. We carry the 2027 Notes at face value less the unamortized debt issuance costs on our consolidated balance sheets. The 2027 Notes do not bear regular interest; therefore, we have no financial statement risk associated with changes in interest rates with respect to the 2027 Notes. The fair value of the 2027 Notes changes when the market price of our stock fluctuates or market interest rates change.In April 2020, we issued the 2025 Notes with an aggregate principal amount of $1.0Â billion, of which $36.2Â million remains outstanding as of SeptemberÂ 30, 2024. We carry the 2025 Notes at face value less the unamortized debt issuance costs on our consolidated balance sheets. The 2025 Notes have a fixed interest rate; therefore, we have no financial statement risk associated with changes in interest rates with respect to the 2025 Notes. The fair value of the 2025 Notes changes when the market price of our stock fluctuates or market interest rates change.In August 2019, we issued the 2026 Notes with an aggregate principal amount of $1.265Â billion, of which $249.8Â million remains outstanding as of SeptemberÂ 30, 2024. We carry the 2026 Notes at face value less the unamortized debt issuance costs on our consolidated balance sheets. The 2026 Notes have a fixed interest rate; therefore, we have no financial statement risk associated with changes in interest rates with respect to the 2026 Notes. The fair value of the 2026 Notes changes when the market price of our stock fluctuates or market interest rates change.Foreign Currency RiskFor all periods presented, our revenue and operating expenses were predominately denominated in U.S. dollars. We therefore have not had material foreign currency risk associated with revenue and cost-based activities. However, due to fluctuations in exchange rates, we have experienced, and may in the future experience, negative impacts to our revenue and operating expenses denominated in currencies other than the U.S. dollar. The functional currency of our material operating entities is the U.S. dollar. For the periods presented, we believe the exposure to foreign currency fluctuation from operating expenses is immaterial as the related costs do not constitute a significant portion of our total expenses. As we grow operations, our exposure to foreign currency risk will likely become more significant. For the periods presented, we did not enter into any foreign currency exchange contracts. We may, however, enter into foreign currency exchange contracts for purposes of hedging foreign exchange rate fluctuations on our business operations in future operating periods as our exposures are deemed to be material. For additional discussion on foreign currency risk, see â€œRisk Factorsâ€ elsewhere in this Quarterly Report on Form 10-Q.Item 4. Controls and ProceduresEvaluation of Disclosure Controls and ProceduresOur management, with the participation of our Chief Executive Officer and Chief Financial Officer, has evaluated the effectiveness of our disclosure controls and procedures (as defined in Rules 13a-15(e) and 15d-15(e) under the Securities Exchange Act of 1934, as amended), as of the end of the period covered by this Quarterly Report on Form 10-Q. Based on such evaluation, our Chief Executive Officer and Chief Financial Officer have concluded that, as of SeptemberÂ 30, 2024, our disclosure controls and procedures were effective to provide reasonable assurance that the 43Table of Contentsinformation required to be disclosed by us in this Quarterly Report on Form 10-Q was (a) reported within the time periods specified by SEC rules and regulations, and (b) communicated to our management, including our Chief Executive Officer and Chief Financial Officer, to allow timely decisions regarding any required disclosure.Changes in Internal ControlThere were no changes in our internal control over financial reporting identified in managementâ€™s evaluation pursuant to Rules 13a-15(d) or 15d-15(d) of the Exchange Act during the period covered by this Quarterly Report on Form 10-Q that materially affected, or are reasonably likely to materially affect, our internal control over financial reporting.Limitations on Effectiveness of Controls and ProceduresIn designing and evaluating the disclosure controls and procedures, management recognizes that any controls and procedures, no matter how well designed and operated, can provide only reasonable assurance of achieving the desired control objectives. In addition, the design of disclosure controls and procedures must reflect the fact that there are resource constraints and that management is required to apply judgment in evaluating the benefits of possible controls and procedures relative to their costs.44Table of ContentsPART II - OTHER INFORMATIONItem 1. Legal ProceedingsOn November 11, 2021, we, and certain of our officers, were named as defendants in a federal securities class-action lawsuit filed in the U.S. District Court Central District of California. The lawsuit was purportedly brought on behalf of purchasers of our Class A common stock. The lawsuit alleges that we and certain of our officers made false or misleading statements and omissions concerning the impact that Appleâ€™s App Tracking Transparency framework would have on our business. Defendants seek monetary damages and other relief. We believe we have meritorious defenses to the lawsuit, and continue to defend it vigorously, but litigation is inherently uncertain and an unfavorable outcome could seriously harm our business.Beginning on January 20, 2022, we were named as defendants in various federal and state courts by plaintiffs alleging that the design and use of our platform, and those of our competitors, is addictive and harmful to minor usersâ€™ mental health. The majority of cases have been consolidated in either a federal Multi-District Litigation pending in the U.S. District Court for the Northern District of California, or MDL, or a California Judicial Council Coordinated Proceeding, or JCCP, pending in the Complex Division of the Los Angeles County Superior Court. Numerous school districts and other municipalities have filed public nuisance claims based on similar allegations, which also have been consolidated in either the MDL or JCCP, and we have received similar claims in Canada and Israel. The Nevada Attorney General and New Mexico Attorney General have also filed lawsuits against us in their respective state courts making similar allegations. We are also subject to government investigations and inquiries from multiple regulators concerning the use of our products and features, and the alleged mental and physical health and safety impacts on teen users in particular. We believe we have meritorious defenses to these lawsuits, and continue to defend them vigorously, but litigation is inherently uncertain and an unfavorable outcome could seriously harm our business.On October 13, 2022, we were named as a defendant in a lawsuit in Los Angeles Superior Court alleging that we should be responsible for the deaths of young people who died from ingesting fatal doses of fentanyl after communicating on Snapchat with drug dealers concerning drug transactions. Other similar lawsuits were filed on behalf of other families, which were coordinated with the first-filed case and assigned to the same judge. On January 2, 2024, the judge granted in part and overruled in part our demurrer to the lawsuit, allowing several of the claims to proceed. We believe we have meritorious defenses to these lawsuits, and plan to continue to defend them vigorously, but litigation is inherently uncertain and an unfavorable outcome could seriously harm our business.We are currently involved in, and may in the future be involved in, legal proceedings, claims, inquiries, and investigations in the ordinary course of our business, including claims for infringing intellectual property rights related to our products and the content contributed by our users and partners. Although the results of these proceedings, claims, inquiries, and investigations cannot be predicted with certainty, we do not believe that the final outcome of these matters is reasonably likely to have a material adverse effect on our business, financial condition, or results of operations. Regardless of final outcomes, however, any such proceedings, claims, inquiries, and investigations may nonetheless impose a significant burden on management and employees and may come with costly defense costs or unfavorable preliminary and interim rulings.45Table of ContentsItem 1A. Risk FactorsYou should carefully consider the risks and uncertainties described below, together with all the other information in this Quarterly Report on Form 10-Q, including â€œManagementâ€™s Discussion and Analysis of Financial Condition and Results of Operationsâ€ and the consolidated financial statements and the related notes. If any of the following risks actually occurs (or if any of those discussed elsewhere in this Quarterly Report on Form 10-Q occurs), our business, reputation, financial condition, results of operations, revenue, and future prospects could be seriously harmed. The risks and uncertainties described below are not the only ones we face. Additional risks and uncertainties that we are unaware of, or that we currently believe are not material, may also become important factors that adversely affect our business. Unless otherwise indicated, references to our business being seriously harmed in these risk factors will include harm to our business, reputation, financial condition, results of operations, revenue, and future prospects. In that event, the market price of our Class A common stock could decline, and you could lose part or all of your investment. Risk Factor SummaryOur business is subject to significant risks and uncertainties that make an investment in us speculative and risky. Below we summarize what we believe are the principal risk factors but these risks are not the only ones we face, and you should carefully review and consider the full discussion of our risk factors in the section titled â€œRisk Factors,â€ together with the other information in this Quarterly Report on Form 10-Q. 1.Â Â Â Â Â Our Strategy and Advertising BusinessWe operate in a highly competitive and rapidly changing environment so we must continually innovate our products and evolve our business model for us to succeed. We emphasize rapid innovation and prioritize long-term user engagement over short-term financial conditions or results if we believe that it will benefit the aggregate user experience and improve our financial performance over the long term. Although we have achieved profitability in certain periods, we have a history of operating losses and, as a result of our long-term focus, we may prioritize investments and expenses we believe are necessary for our long-term growth over achieving short-term profitability. Investments in our future, including through new products or acquisitions, are inherently risky and may not pay off, which would adversely affect our ability to settle the principal and interest payments on our outstanding convertible senior notes or other indebtedness when due, and further delay or hinder our ability to sustain profitability. This in turn would hinder our ability to secure additional financing to meet our current and future financial needs on favorable terms, or at all.We generate substantially all of our revenue from advertising. Our advertising business is most effective when our advertisers succeed. Driving their success requires continual investment in our advertising products and may be hindered by competitive challenges and various legal, regulatory, and operating system changes that make it more difficult for us to achieve and demonstrate a meaningful return for our advertisers. For example, on-going changes to privacy and data protection laws and mobile operating systems continue to present issues for us in measuring the effectiveness of advertisements on our services. Additionally, individuals are becoming increasingly resistant to the processing of personal data to deliver behavioral, interest-based, or targeted advertisements, and regulators are likewise scrutinizing such data processing activities, which could reduce the demand for our products and services and threaten our primary revenue stream. Alternative methods, to the extent we can develop such methods in compliance with current or future privacy and data protection laws, mobile operating system requirements, and other requirements, may take time to develop and be adopted by our advertisers and users, and may not be as effective as prior methods. We believe that this impact on our targeting, measurement, and optimization capabilities has negatively affected and may continue to negatively affect our operating results. In addition, our advertising business is seasonal, volatile, and cyclical, which could result in fluctuations in our quarterly revenues and operating results, including the expectations of our business prospects.Our business and operations have been, and in the future could be, adversely affected by events beyond our control, such as health epidemics and geo-political events and conflicts. In addition, macroeconomic factors like labor shortages and disruptions, supply chain disruptions, banking instability, and inflation continue to cause logistical challenges, increased input costs, and inventory constraints for our advertisers, which in turn may also halt or decrease advertising spending, and harm our business.46Table of Contents2.Â Â Â Â Our Community and CompetitionWe need to continually innovate and create new products, and enhance our existing products, to attract, retain, and grow our global community. Products that we create may fail to attract or retain users or partners, or to generate meaningful revenue, if any. In addition, we have and expect to continue to expand organically and through acquisitions, including in international markets, which we may not be able to effectively manage or scale. If our community does not see the value in our products or brand, or if competitors offer better alternatives, our community could easily switch to other services. Although we have experienced rapid growth in our community over the last few years, we have also experienced declines and there can be no assurance that declines wonâ€™t happen again. Many of our competitors have significantly more resources and larger market shares than we do, which gives them advantages over us that can make it more difficult for us to succeed.3.Â Â Â Â Our PartnersWe primarily rely on Google, Apple, and Amazon to provide their mobile operating systems and other services for our applications and other core services, including our platform. If these partners do not provide their services as we expect, terminate their services, or change the terms, or their interpretation of the terms, of our agreements, or change the functionality of their mobile operating systems in ways that are adverse to us, our service may be interrupted and our product experience could be degraded, which may harm our reputation, increase our costs, or make it harder for us to sustain profitability. Many other parts of our business depend on partners, including content partners and advertising partners, so our success depends on our ability to attract and retain these partners.4.Â Â Â Â Our Technology and RegulationOur business is complex and success depends on our ability to rapidly innovate, the interoperability of our service on many different smartphones and mobile operating systems, and our ability to handle sensitive user data with the care our users expect. Because our systems and our products are constantly changing, we are susceptible to data breaches, cyberattacks, security incidents, bugs, and other vulnerabilities and errors in how our products work and are measured. We may also fail to maintain effective processes that report our metrics or financial results. Given the complexity of the systems involved and the rapidly changing nature of mobile devices and operating systems, we expect to encounter issues, particularly if we continue to expand in parts of the world where mobile data systems and connections are less stable.We are also subject to complex and evolving federal, state, local, and foreign laws and regulations regarding privacy, data protection, biometric processing, content, artificial intelligence, or AI, taxes, and other matters, which are subject to change and have uncertain interpretations. Given the nature of our business, we are particularly susceptible to changes in such laws regarding privacy and data protection, which may require us to change our products and may impact our revenue stream. Any actual or perceived failure to comply with such legal and regulatory obligations, including in connection with our consent decree with the U.S. Federal Trade Commission, may lead to costly litigation or otherwise adversely impact our business.We also must actively protect our intellectual property. We are subject to various legal proceedings, claims, class actions, inquiries, and investigations related to our intellectual property, which may be costly or distract management. We also rely on a variety of statutory and common-law frameworks for the content we provide our users, including the Digital Millennium Copyright Act, the Communications Decency Act, and the fair-use doctrine, each of which has been subject to adverse judicial, political, and regulatory scrutiny in recent times.5.Â Â Â Â Our Team and Capital StructureWe need to attract and retain a high caliber team to maintain our competitive position. We may incur significant costs and expenses in maintaining and growing our team, and may lose valuable members of our team as we compete globally, including with our competitors, for key talent. A substantial portion of our employment costs is paid in our common stock, the price of which has been volatile, and our ability to attract and retain talent may be adversely affected if our shares decline in value.Our two co-founders, who serve as our Chief Executive Officer and Chief Technology Officer, control over 99% of the voting power of our outstanding capital stock, which means they control substantially all outcomes submitted to stockholders. Class A common stockholders have no voting rights, unless required by Delaware law. This concentrated 47Table of Contentscontrol may result in our co-founders voting their shares in their best interest, which might not always be in the interest of our stockholders generally.Risk FactorsRisks Related to Our Business and IndustryOur ecosystem of users, advertisers, and partners depends on the engagement of our user base. Our user base growth rate has declined in the past and it may do so again in the future. If we fail to retain current users or add new users, or if our users engage less with Snapchat, our business would be seriously harmed.We had 443 million daily active users, or DAUs, on average in the quarter ended SeptemberÂ 30, 2024. We view DAUs as a critical measure of our user engagement, and adding, maintaining, and engaging DAUs have been and will continue to be necessary. Our DAUs and DAU growth rate have declined in the past and they may decline in the future due to various factors, including as the size of our active user base increases, as we achieve higher market penetration rates, as we face continued competition for our users and their time, or if there are performance issues with our service. In addition, as we achieve maximum market penetration rates among younger users in developed markets, future growth in DAUs will need to come from older users in those markets or from developing markets, which may not be possible or may be more difficult, expensive, or time-consuming for us to achieve. While we may experience periods when our DAUs increase due to products and services with short-term popularity, we may not always be able to attract new users, retain existing users, or maintain or increase the frequency and duration of their engagement if current or potential new users do not perceive our products to be fun, engaging, or useful. In addition, because

our products typically require high bandwidth data capabilities for users to benefit from all of the features and capabilities of our application, many of our users live in countries with high-end mobile device penetration and high bandwidth capacity cellular networks with large coverage areas. We therefore do not expect to experience rapid user growth or engagement in regions with either low smartphone penetration or a lack of well-established and high bandwidth capacity cellular networks. As our DAU growth rate continues to slow or if the number of DAUs becomes stagnant, or we have a decline in DAUs, our financial performance will increasingly depend on our ability to elevate user activity or increase the monetization of our users.Snapchat is free and easy to join, the barrier to entry for new entrants in our business is low, and the switching costs to another platform are also low. Moreover, the majority of our users are 18-34 years old. This demographic may be less brand loyal and more likely to follow trends, including viral trends, than other demographics. These factors may lead users to switch to another product, which would negatively affect our user retention, growth, and engagement. Snapchat also may not be able to penetrate other demographics in a meaningful manner. Falling user retention, growth, or engagement could make Snapchat less attractive to advertisers and partners, which may seriously harm our business. In addition, we continue to compete with other companies to attract and retain our usersâ€™ attention. There are many factors that could negatively affect user retention, growth, and engagement, including if:â€¢users engage more with competing products instead of ours;â€¢our competitors continue to mimic our products or improve on them;â€¢we fail to introduce new and exciting products and services or those we introduce or modify are poorly received;â€¢our products fail to operate effectively or compatibly on the iOS or Android mobile operating systems;â€¢we are unable to continue to develop products that work with a variety of mobile operating systems, networks, and smartphones;â€¢we do not provide a compelling user experience because of the decisions we make regarding the type and frequency of advertisements that we display or the structure and design of our products;â€¢we are unable to combat bad actors, spam, or other hostile or inappropriate usage on our products;â€¢there are changes in user sentiment about the quality or usefulness of our products in the short-term, long-term, or both;â€¢there are concerns about the privacy implications, safety, or security of our products and our processing of personal data;â€¢our content partners do not create content that is engaging, useful, or relevant to users;â€¢our content partners decide not to renew agreements or devote the resources to create engaging content, or do not provide content exclusively to us;48Table of Contentsâ€¢advertisers and partners display ads that are untrue, offensive, or otherwise fail to follow our guidelines;â€¢our products are subject to increased regulatory scrutiny or approvals, including from foreign privacy regulators, or there are changes in our products that are mandated or prompted by legislation, regulatory authorities, executive actions, or litigation, including settlements or consent decrees, that adversely affect the user experience;â€¢technical or other problems frustrate the user experience or negatively impact users' trust in our service, including by providers that host our platforms, particularly if those problems prevent us from delivering our product experience in a fast and reliable manner, or cyberattacks, breaches, or other security incidents that compromise our sensitive user data;â€¢we fail to provide adequate service to users, advertisers, or partners;â€¢we do not provide a compelling user experience to entice users to use the Snapchat application on a daily basis, or our users donâ€™t have the ability to make new friends to maximize the user experience; â€¢we, our partners, or other companies in our industry segment are the subject of adverse media reports or other negative publicity, some of which may be inaccurate or include confidential information that we are unable to correct or retract;â€¢we do not maintain our brand image or our reputation is damaged; orâ€¢our current or future products reduce user activity on Snapchat by making it easier for our users to interact directly with our partners.Any decrease to user retention, growth, or engagement could render our products less attractive to users, advertisers, or partners, and would seriously harm our business.We generate substantially all of our revenue from advertising. The failure to attract new advertisers, the loss of advertisers, or a reduction in how much they spend could seriously harm our business.Substantially all of our revenue is generated from third parties advertising on Snapchat. For the years ended December 31, 2023, 2022, and 2021, advertising revenue accounted for approximately 96%, 99%, and 99% of our total revenue, respectively. Even though we have introduced other revenue streams, including subscription models, we still expect this trend to continue for the foreseeable future. Most advertisers do not have long-term advertising commitments with us, and our efforts to establish long-term commitments may not succeed. Our advertising customers range from small businesses to well-known brands, and may include advertising resellers. Many of our customers spend a relatively small portion of their overall advertising budget with us, but some customers have devoted meaningful budgets that contribute more significantly to our total revenue. In addition, advertisers may view some of our advertising solutions as experimental and unproven, or prefer certain of our products over others. Advertisers, including our customers who have devoted meaningful advertising budgets to our product, will not continue to do business with us if we do not deliver advertisements in an effective manner, or if they do not believe that their investment in advertising with us will generate a competitive return relative to other alternatives. As our business continues to develop, there may be new or existing customers, including from different geographic regions, that contribute more significantly to our total revenue, and a loss of such customers or a significant reduction in how much they spend with us could adversely impact our business. Any economic or political instability, whether as a result of the macroeconomic climate, war or other armed conflict, terrorism, or otherwise, in a specific country or region, may negatively impact the global or local economy, advertising ecosystem, our customers and their budgets with us, or our ability to forecast our advertising revenue, and could seriously harm our business.Moreover, we rely heavily on our ability to collect, process, and disclose data and metrics to our customers so we can attract new customers and retain existing customers. Any restriction, whether by law, regulation, policy, or other reason, on our ability to collect, process, and disclose data and metrics that our customers find useful would impede our ability to attract and retain advertisers. Regulators in many countries in which we operate or have users are increasingly scrutinizing and regulating the collection, use, and sharing of personal data related to advertising, which could materially impact our revenue and seriously harm our business. Many of these laws and regulations expand the rights of individuals to control how their personal data is collected and processed, and place restrictions on the use of personal data of teens. The processing of personal data for personalized advertising continues to be under increased scrutiny from regulators, which includes ongoing regulatory action against large technology companies like ours, the outcomes of which may be uncertain and subject to appeal. These laws may prohibit us and our customers from advertising to teens, including based on the profiling of personal data. Other legislative proposals and present laws and regulations may also apply to our or our 49Table of Contentsadvertisersâ€™ activities and require significant operational changes to our business. These laws and regulations could have a material impact on the development and deployment of AI and machine learning in the context of our targeted advertising activities. Other laws to which we are or may become subject further regulate contextual, behavioral, interest-based, or targeted advertising, making certain online advertising activities more difficult and subject to additional scrutiny. These laws grant users the right to opt-out of sharing of their personal data for certain advertising purposes in exchange for money or other valuable consideration, or require parental consent to be obtained for the processing of personal data of users under a certain age and restrict tracking and use of teensâ€™ data, including for advertising. Regulators have issued significant monetary fines in certain circumstances where the regulators alleged that appropriate consent was not obtained in connection with targeted advertising activities. In addition, legislative proposals and present laws and regulations in countries where we operate regulate the use of cookies and other tracking technologies, electronic communications, and marketing.Furthermore, in April 2021, Apple issued an iOS update that imposed heightened restrictions on our access and use of user data by allowing users to more easily opt-out of tracking of activity across devices. Additionally, Google announced that it will implement similar changes with respect to its Android operating system, and major web browsers, like Firefox, Safari, and Chrome, have or plan to make similar changes as well. The implemented changes have had, and the announced or planned changes likely will have, an adverse effect on our targeting, measurement, and optimization capabilities, and in turn our ability to target advertisements and measure the effectiveness of advertisements on our services. This has resulted in, and in the future is likely to continue to result in, reduced demand and pricing for our advertising products and could seriously harm our business. The longer-term impact of these changes on the overall mobile advertising ecosystem, our competitors, our business, and the developers, partners, and advertisers within our community remains uncertain, and depending on how we, our competitors, and the overall mobile advertising ecosystem adjusts, and how our partners, advertisers, and users respond, our business could be seriously harmed. Any alternative solutions we implement are subject to rules and standards set by the owners of such mobile operating systems which may be unclear, change, or be interpreted in a manner adverse to us and require us to halt or change our solutions, any of which could seriously harm our business. In addition, if we are unable to mitigate or respond to these and future developments, and alternative solutions do not become widely adopted by our advertisers, then our targeting, measurement, and optimization capabilities will be materially and adversely affected, which would in turn continue to negatively impact our advertising revenue. Our advertising revenue could also be seriously harmed by many other factors, including:â€¢diminished or stagnant growth, or a decline, in the total or regional number of DAUs on Snapchat; â€¢our inability to deliver advertisements to all of our users due to legal restrictions or hardware, software, or network limitations; â€¢a decrease in the amount of time spent on Snapchat, a decrease in the amount of content that our users share, or decreases in usage of our Camera, Visual Messaging, Map, Stories, and Spotlight platforms;â€¢our inability to create new products that sustain or increase the value of our advertisements;â€¢changes in our user demographics that make us less attractive to advertisers;â€¢lack of ad creative availability by our advertising partners;â€¢a decline in our available content, including if our content partners do not renew agreements, devote the resources to create engaging content, or provide content exclusively to us;â€¢decreases in the perceived quantity, quality, usefulness, or relevance of the content provided by us, our community, or partners;â€¢decreases in user response rate to application notifications received from Snapchat, whether due to decreased user appreciation for notifications generally or changes in the manner notifications are delivered by mobile operating systems, which may decrease user engagement;â€¢increases in resistance by users to our collecting, using, and sharing their personal data for advertising-related purposes;â€¢changes in our analytics and measurement solutions, including what we are permitted to collect and disclose under the terms of Appleâ€™s and Googleâ€™s mobile operating systems, that demonstrate the value of our advertisements and other commercial content;â€¢competitive developments or advertiser perception of the value of our products that change the rates we can charge for advertising or the volume of advertising on Snapchat;50Table of Contentsâ€¢product changes or advertising inventory management decisions we may make that change the type, size, frequency, or effectiveness of advertisements displayed on Snapchat or the method used by advertisers to purchase advertisements;â€¢adverse legal developments relating to advertising, including changes mandated or prompted by legislation, regulation, executive actions, or litigation regarding the collection, use, and sharing of personal data for certain advertising-related purposes;â€¢adverse media reports or other negative publicity involving us, our founders, our partners, or other companies in our industry;â€¢advertiser or user perception that content published by us, our users, or our partners is objectionable;â€¢the degree to which users skip advertisements and therefore diminish the value of those advertisements to advertisers;â€¢changes in the way advertising is priced or its effectiveness is measured;â€¢our inability, or perceived inability, to achieve an advertiserâ€™s intended performance metric, measure the effectiveness of our advertising, or target the appropriate audience for advertisements;â€¢our inability to access, collect, and disclose userâ€™s personal data, including advertising or similar deterministic identifiers that new and existing advertisers may find useful;â€¢difficulty and frustration from advertisers who may need to reformat or change their advertisements to comply with our guidelines; â€¢volatility in the equity markets, which may reduce our advertisersâ€™ capacity or desire for aggressive advertising spending towards growth; andâ€¢the political, economic, and macroeconomic climate and the status of the advertising industry in general, including impacts related to labor shortages and disruptions, supply chain disruptions, banking instability, inflation, and as a result of war, terrorism, or armed conflict.Moreover, individuals are also becoming increasingly aware of and resistant to the collection, use, and sharing of personal data in connection with advertising. Individuals are becoming more aware of options and certain rights related to consent and other options to opt-out of such data processing, including through media attention about privacy and data protection. Some users have opted out of allowing Snap to combine certain data from third-party apps and websites with certain data from Snapchat for advertising purposes, which has negatively impacted our ability to collect or use certain user data and our advertising partnersâ€™ ability to deliver relevant content, all of which could negatively impact our business.These and other factors could reduce demand for our advertising products, which may lower the prices we receive, or cause advertisers to stop advertising with us altogether. Either of these would seriously harm our business.Snapchat depends on effectively operating with mobile operating systems, hardware, networks, regulations, and standards that we do not control. Changes in our products or to those mobile operating systems, hardware, networks, regulations, or standards may seriously harm our user retention, growth, and engagement.Because Snapchat is used primarily on mobile devices, the application must remain interoperable with popular mobile operating systems, primarily Android and iOS, application stores, and related hardware, including mobile-device cameras. The owners and operators of such mobile operating systems and application stores, primarily Google and Apple, each have approval authority over whether to feature our core products on their application stores and make available to consumers third-party products that compete with ours. Furthermore, there is no guarantee that any approval previously provided by such owner or operator will not be rescinded in the future. Additionally, mobile devices and mobile-device cameras are manufactured by a wide array of companies. Those companies have no obligation to test the interoperability of new mobile devices, mobile-device cameras, or related devices with Snapchat, and may produce new products that are incompatible with or not optimal for Snapchat. We have no control over these mobile operating systems, application stores, or hardware, and any changes may degrade our productsâ€™ functionality, or give preferential treatment to competitive products. For instance, Appleâ€™s iOS 18, introduced in September 2024, makes it more difficult for us to access a Snapchatterâ€™s contact book, which in turn could make it more difficult for us to connect Snapchatters with their close friends, potentially reducing engagement on our platform. Because these changes do not apply to Appleâ€™s iMessage app, it may put us at a competitive disadvantage. Actions by government authorities may also impact our access to these systems or hardware and could seriously harm Snapchat usage. Our competitors that control the mobile operating systems and 51Table of Contentsrelated hardware could make interoperability of our products more difficult or display their competitive offerings more prominently than ours. Additionally, our competitors that control the standards for the application stores could make Snapchat, or certain features of Snapchat, inaccessible for a potentially significant period of time or require us to make changes to maintain access. We plan to continue to introduce new products and features regularly, including some features that may only work on the latest systems and hardware, and have experienced that it takes significant time to optimize new products and features to function with the variety of existing mobile operating systems, hardware, and standards, impacting the popularity of such products, and we expect this trend to continue.Moreover, our products require high-bandwidth data capabilities. If the costs of data usage increase or access to cellular networks is limited, our user retention, growth, and engagement may be seriously harmed. Additionally, to deliver high-quality video and other content over mobile cellular networks, our products must work well with a range of mobile technologies, systems, networks, regulations, and standards that we do not control and which may be subject to future changes. In addition, the proposal or adoption of any laws, regulations, or initiatives that adversely affect the growth, popularity, or use of the internet, including laws governing internet neutrality, could decrease the demand for our products, including by impairing our ability to retain existing users or attract new users, make Snapchat a less attractive alternative to our competitorsâ€™ applications, and increase our cost of doing business.We may not successfully cultivate relationships with key industry participants or develop products that operate effectively with these technologies, systems, networks, regulations, or standards. If it becomes more difficult for our users to access and use Snapchat, if our users choose not to access or use Snapchat, or if our users choose to use products that do not offer access to Snapchat, our business and user retention, growth, and engagement could be seriously harmed.We rely on Google Cloud and Amazon Web Services, or AWS, for the vast majority of our computing, storage, bandwidth, and other services. Any disruption of or interference with our use of either platform would negatively affect our operations and seriously harm our business.Google and Amazon provide distributed computing infrastructure platforms for business operations, commonly referred to as a â€œcloudâ€ computing service. We currently run the vast majority of our computing on Google Cloud and AWS and have built our software and computer systems to use computing, storage capabilities, bandwidth, and other services provided by Google and AWS. Our systems are not fully redundant on the two platforms. Any transition of the cloud services currently provided by either Google Cloud or AWS to the other platform or to another cloud provider would be difficult to implement and would cause us to incur significant time and expense. Given this, any significant disruption of or interference with Google Cloud or AWS, whether temporary, regular, or prolonged, would negatively impact our operations and our business would be seriously harmed. If our users or partners are not able to access Snapchat or specific Snapchat features, or encounter difficulties in doing so, due to issues or disruptions with Google Cloud or AWS, we may lose users, partners, or advertising revenue. The level of service provided by Google Cloud and AWS or similar providers may also impact our usersâ€™, advertisersâ€™, and partnersâ€™ usage of and satisfaction with Snapchat and could seriously harm our business and reputation if the level of service decreases. Hosting costs also have and will continue to increase as our user base and user engagement grows and may seriously harm our business if we are unable to grow our revenues faster than the cost of utilizing the services of Google Cloud, AWS, or similar providers.In addition, Google or Amazon may take actions beyond our control that could seriously harm our business, including:â€¢discontinuing or limiting our access to its cloud platform;â€¢increasing pricing terms;â€¢terminating or seeking to terminate our contractual

relationship altogether;â€¢establishing more favorable relationships or pricing terms with one or more of our competitors; orâ€¢modifying or interpreting its terms of service or other policies in a manner that impacts our ability to run our business and operations.52Table of ContentsIf we are unable to protect our intellectual property, the value of our brand and other intangible assets may be diminished, and our business may be seriously harmed. If we need to license or acquire new intellectual property, we may incur substantial costs.We aim to protect our confidential proprietary information, in part, by entering into confidentiality agreements and invention assignment agreements with our employees, consultants, advisors, and third parties who access or contribute to our proprietary know-how, information, or technology. We, however, cannot assure you that these agreements will be effective in controlling access to, or preventing unauthorized distribution, use, misuse, misappropriation, reverse engineering, or disclosure of our proprietary information, know-how, and trade secrets. These agreements may be breached, and we may not have adequate remedies for any such breach. Enforcing a claim that a party illegally disclosed or misappropriated a trade secret or know-how can be difficult, expensive, and time-consuming, and the outcome can be unpredictable. Furthermore, these agreements do not prevent our competitors or partners from independently developing offerings that are substantially equivalent or superior to ours.We also rely on trademark, copyright, patent, trade secret, and domain-name protection laws to protect our proprietary rights. In the United States and internationally, we have filed various applications to protect aspects of our intellectual property, and we currently hold a number of issued patents, trademarks, and copyrights in multiple jurisdictions. In the future, we may acquire additional patents or patent portfolios in the future, which could require significant cash expenditures. However, third parties may knowingly or unknowingly infringe our proprietary rights, third parties may challenge proprietary rights held by us, third parties may design around our proprietary rights or independently develop competing technology, and pending and future trademark, copyright, and patent applications may not be approved. Moreover, we cannot ensure that the claims of any granted patents will be sufficiently broad to protect our technology or platform and provide us with competitive advantages. Additionally, failure to comply with applicable procedural, documentary, fee payment, and other similar requirements could result in abandonment or lapse of the affected patent, trademark, or copyright application or registration.Moreover, a portion of our intellectual property has been acquired or licensed from one or more third parties. While we have conducted diligence with respect to such acquisitions and licenses, because we did not participate in the development or prosecution of much of the acquired intellectual property, we cannot guarantee that our diligence efforts identified and remedied all issues related to such intellectual property, including potential ownership errors, potential errors during prosecution of such intellectual property, and potential encumbrances that could limit our ability to enforce such intellectual property rights.Further, the laws of certain foreign countries do not provide the same level of protection of corporate proprietary information and assets such as intellectual property, trade secrets, know-how, and records as the laws of the United States. For instance, the legal systems of certain countries, particularly certain developing countries, do not favor the enforcement of patents and other intellectual property protection. As a result, we may be exposed to material risks of theft of our proprietary information and other intellectual property, including technical data, manufacturing processes, data sets, or other sensitive information, and we may also encounter significant problems in protecting and defending our intellectual property or proprietary rights abroad. In any of these cases, we may be required to expend significant time and expense to prevent infringement or to enforce our rights. Our efforts to enforce our intellectual property rights may be met with defenses, counterclaims, and countersuits attacking the validity and enforceability of our intellectual property rights, and, if such defenses, counterclaims, and countersuits are successful, we could lose valuable intellectual property rights. Our inability to protect our proprietary technology against unauthorized copying or use, as well as any costly litigation or diversion of our managementâ€™s attention and resources, could impair the functionality of our platform, delay introductions of enhancements to our platform, result in our substituting inferior or more costly technologies into our platform, or harm our reputation and brand. In addition, we may be required to license additional technology from third parties to develop and market new platform features, which may not be on commercially reasonable terms, or at all, and would adversely affect our ability to compete. Although we have taken measures to protect our proprietary rights, there can be no assurance that others will not offer products, brands, content, or concepts that are substantially similar to ours and compete with our business. If we are unable to protect our proprietary rights or prevent unauthorized use or appropriation by third parties, the value of our brand and other intangible assets may be diminished, and competitors may be able to more effectively mimic our service and methods of operations. Any of these events could seriously harm our business.Our two co-founders have control over all stockholder decisions because they control a substantial majority of our voting stock.Our two co-founders, Evan Spiegel and Robert Murphy, control over 99% of the voting power of our outstanding capital stock as of SeptemberÂ 30, 2024, and Mr. Spiegel alone can exercise voting control over a majority of our 53Table of Contentsoutstanding capital stock. As a result, Mr. Spiegel and Mr. Murphy, or in many instances Mr. Spiegel acting alone, have the ability to control the outcome of all matters submitted to our stockholders for approval, including the election, removal, and replacement of our directors and any merger, consolidation, or sale of all or substantially all of our assets. If Mr. Spiegelâ€™s or Mr. Murphyâ€™s employment with us is terminated, they will continue to have the ability to exercise the same significant voting power and potentially control the outcome of all matters submitted to our stockholders for approval. Either of our co-foundersâ€™ shares of Class C common stock will automatically convert into Class B common stock, on a one-to-one basis, nine months following his death or on the date on which the number of outstanding shares of Class C common stock held by such holder represents less than 30% of the Class C common stock held by such holder on the closing of our IPO, or 32,383,178 shares of Class C common stock. Should either of our co-foundersâ€™ Class C common stock be converted to Class B common stock, the remaining co-founder will be able to exercise voting control over our outstanding capital stock. Moreover, Mr. Spiegel and Mr. Murphy have entered into a proxy agreement under which each has granted to the other a voting proxy with respect to all shares of our Class B common stock and Class C common stock that each may beneficially own from time to time or have voting control over. The proxy would become effective on either founderâ€™s death or disability. Accordingly, on the death or incapacity of either Mr. Spiegel or Mr. Murphy, the other could individually control nearly all of the voting power of our outstanding capital stock.In addition, in October 2016, we issued a dividend of one share of non-voting Class A common stock to all our equity holders, which will prolong our co-foundersâ€™ voting control because our co-founders are able to liquidate their holdings of non-voting Class A common stock without diminishing their voting control. Furthermore, in July 2022, our board of directors approved the future declaration and payment of a special dividend of one share of Class A common stock on each outstanding share of Snapâ€™s common stock, subject to certain triggering conditions, which triggering conditions were modified in connection with the effectiveness the settlement of a class action lawsuit in February 2024. In the future, our board of directors may, from time to time, decide to issue additional special or regular stock dividends in the form of Class A common stock, and if we do so our co-foundersâ€™ control could be further prolonged. This concentrated control could delay, defer, or prevent a change of control, merger, consolidation, or sale of all or substantially all of our assets that our other stockholders support. Conversely, this concentrated control could allow our co-founders to consummate such a transaction that our other stockholders do not support. In addition, our co-founders may make long-term strategic investment decisions for the company and take risks that may not be successful and may seriously harm our business.As our Chief Executive Officer, Mr. Spiegel has control over our day-to-day management and the implementation of major strategic investments of our company, subject to authorization and oversight by our board of directors. As board members and officers, Mr. Spiegel and Mr. Murphy owe a fiduciary duty to our stockholders and must act in good faith in a manner they reasonably believe to be in the best interests of our stockholders. As stockholders, even controlling stockholders, Mr. Spiegel and Mr. Murphy are entitled to vote their shares, and shares over which they have voting control, in their own interests, which may not always be in the interests of our stockholders generally. We have not elected to take advantage of the â€œcontrolled companyâ€ exemption to the corporate governance rules for companies listed on the New York Stock Exchange, or NYSE.Macroeconomic uncertainties, including labor shortages and disruptions, supply chain disruptions, banking instability, inflation, and recession risks, have in the past and may continue to adversely impact our business. Global economic and business activities continue to face widespread macroeconomic uncertainties, including labor shortages and disruptions, supply chain disruptions, banking instability, inflation, and recession risks, which may continue for an extended period, and some of which have adversely impacted, and may continue to adversely impact, many aspects of our business.As some of our advertisers experienced downturns or uncertainty in their own business operations and revenue, they halted or decreased or may halt, decrease, or continue to decrease, temporarily or permanently, their advertising spending or may focus their advertising spending more on other platforms, all of which may result in decreased advertising revenue. Labor shortages and disruptions, supply chain disruptions, banking instability, and inflation continue to cause logistical challenges, increased input costs, inventory constraints, and liquidity uncertainty for our advertisers, which in turn may also halt or decrease advertising spending and may make it difficult to forecast our advertising revenue. Any decline in advertising revenue or the collectability of our receivables could seriously harm our business.As a result of macroeconomic uncertainties, our partners and community who provide content or services to us may experience delays or interruptions in their ability to create content or provide services, if they are able to do so at all. 54Table of ContentsMembers of our community may also alter their usage of our products and services, particularly relative to prior periods when travel restrictions were in place. A decrease in the amount or quality of content available on Snapchat, or an interruption in the services provided to us, could lead to a decline in user engagement, which could seriously harm our business.To the extent that macroeconomic uncertainties continue to impact our business, many of the other risks described in these risk factors may be exacerbated.Exposure to geo-political conflicts and events could put our employees and partners at substantial risk, interrupt our operations, increase costs, create additional regulatory burdens, and have significant negative macroeconomic effects, any of which could seriously harm our business.Significant geo-political conflicts and events have had, and will likely continue to have, a substantial effect on our business and operations. We have had, and will likely continue to have, team members and their families in impacted regions who face substantial personal risk, unprecedented disruption of their lives, and uncertainty as to the future. We have provided emergency assistance and support to these team members and their families, and we expect to continue this support in the future. In addition, we have offices, hardware, and other assets in impacted regions that may be at risk of destruction or theft. We have incurred, and will likely continue to incur, costs to support our team members and reorganize our operations to address these ongoing challenges. In addition, our management has spent significant time and attention on these and related events. The ongoing disruptions to our team members, our management, and our operations could seriously harm our business.Generally, during times of war and other major conflicts, we, the third parties on which we rely, and our partners are vulnerable to a heightened risk of cyberattacks, including retaliatory cyberattacks, that could seriously disrupt our business. We have experienced, and may continue to experience, attempted cyberattacks on our products, systems, and networks, which we believe are related to conflicts. We may also face retaliatory attacks by governments, entities, or individuals who do not agree with our public expressions with regards to any conflicts or support for team members. Any such attack could cause disruption to our platform, systems, and networks, result in security breaches or data loss, damage our brand, or reduce demand for our services or advertising products. In addition, we may face significant costs (including legal and litigation costs) to prevent, correct, or remediate any such breaches. We may also be forced to expend additional resources monitoring our platform for evidence of disinformation or misuse in connection with the ongoing conflict.Geo-political conflicts and events are inherently unpredictable, evolve quickly, and may have negative long-term impacts. On a macroeconomic level, geo-political conflicts may disrupt trade, intensify problems in the global supply chain, and contribute to inflationary pressures. All of these factors may negatively impact the demand for advertising as companies face limited product availability, restricted sales opportunities, and condensed margins. Any pause or reduction in advertising spending in connection with geo-political conflicts or events could negatively impact our revenue and harm our business.If we do not develop successful new products or improve existing ones, our business will suffer. We may also invest in new lines of business that could fail to attract or retain users or generate revenue.Our ability to engage, retain, and increase our user base and to increase our revenue will depend heavily on our ability to successfully create new products, both independently and together with third parties. We may introduce significant changes to, or discontinue, our existing products or develop and introduce new and unproven products and services, including technologies with which we have little or no prior development or operating experience. These new products and updates may fail to increase the engagement of our users, advertisers, or partners, may subject us to increased regulatory requirements or scrutiny, and may even result in short-term or long-term decreases in such engagement by disrupting existing user, advertiser, or partner behavior or by introducing performance and quality issues. For example, in January 2023, we made changes to our advertising platform, which we believe will lay the foundation for future growth, but which have been disruptive to our customers and how some of them utilized our platform. The short- and long-term impact of any major change, or even a less significant change such as a refresh of the application or a feature change, is difficult to predict. Although we believe that these decisions will benefit the aggregate user experience and improve our financial performance over the long term, we may experience disruptions or declines in our DAUs or user activity broadly or concentrated on certain portions of our application. Product innovation is inherently volatile, and if new or enhanced products fail to engage our users, advertisers, or partners, or if we fail to give our users meaningful reasons to return to our application, we may fail to attract or retain users or to generate sufficient revenue, operating margin, or other value to justify our investments, any of which may seriously harm our business in the short-term, long-term, or both. 55Table of ContentsBecause our products created new ways of communicating, they have often required users to learn new behaviors to use our products, or to use our products repeatedly to receive the most benefit. These new behaviors, such as swiping and tapping in the Snapchat application, are not always intuitive to users. This can create a lag in adoption of new products and new user additions related to new products. We believe this has not hindered our user growth or engagement, but that may be the result of a large portion of our user base being in a younger demographic and more willing to invest the time to learn to use our products most effectively. To the extent that future users, including those in older demographics, are less willing to invest the time to learn to use our products, and if we are unable to make our products easier to learn to use, our user growth or engagement could be affected, and our business could be harmed. We may also develop new products or initiatives that increase user engagement and costs without increasing revenue in the short- or long-term.In addition, we have invested, and expect to continue to invest, in new lines of business, new products, evolving the user experience, and other initiatives to increase our user base and user activity, and attempt to monetize the platform. For example, in 2022, we launched Snapchat+, a subscription product that gives subscribers access to exclusive, experimental, and pre-release features, and Snapchat for Web, a browser-based product that brings Snapchatâ€™s signature capabilities to the web, in 2023, we launched My AI, an artificial intelligence powered chatbot, and in 2024, we began testing Simple Snapchat, a new and simplified version of our service. Such new lines of business, new products, evolving user experiences, and other initiatives may be costly, difficult to operate and monetize, increase regulatory scrutiny and product liability and litigation risk, and divert managementâ€™s attention, and there is no guarantee that they will be positively received by our community, attract or retain users, generate sufficient revenue or operating margin, or provide positive returns on our investment. For example, Simple Snapchat offers several new features, such as reducing the number of tabs in the application and creating a unified content feed. Although we believe these changes will create an improved user experience, we are still testing and do not know how users or advertisers will adapt or respond to these changes, and whether these changes will ultimately improve our business. Any adverse response to these changes by users or advertisers could seriously harm our business. We frequently launch new products and the products that we launch may have technical issues that diminish the performance of our application, experience product failures, or become subject to product recalls. These performance issues or issues that we encounter in the future could impact our user engagement. In addition, new products or features that we launch may ultimately prove unsuccessful or no longer fit with our priorities, and may be eliminated in the future. Such eliminations may require us to reduce our workforce and incur significant expenses. In certain cases, new products that we develop may require regulatory approval prior to launch or may require us to comply with additional regulations or legislation, including laws that are rapidly changing. There is no guarantee that we will be able to obtain such regulatory approval, and our efforts to comply with these laws and regulations could be costly and divert managementâ€™s time and effort and may still not guarantee compliance. If we do not successfully develop new approaches to monetization or meet the expectations of our users or partners, we may not be able to maintain or grow our revenue as anticipated or recover any associated development costs, and our business could be seriously harmed. Our business is highly competitive. We face significant competition that we anticipate will continue to intensify. If we are not able to maintain or improve our market share, our business could suffer.We face significant competition in almost every aspect of our business both domestically and internationally, especially because our products and services operate across a broad list of categories, including camera, visual messaging, content, and augmented reality. Our competitors range from smaller or newer companies to larger, more established companies such as Alphabet (including Google and YouTube), Apple, ByteDance (including TikTok), Kakao, LINE, Meta (including Facebook, Instagram, Threads, and WhatsApp), Naver (including Snow), Pinterest, Tencent, and X (formerly Twitter). Our competitors also include platforms that offer, or will offer, a variety of products, services, content, and online advertising offerings that compete or may compete with Snapchat features or offerings. For example, Instagram, a competing application owned by Meta, has incorporated many of our features, including a â€œstoriesâ€ feature that largely mimics our Stories feature and may be directly competitive. Meta

has introduced, and likely will continue to introduce, more private ephemeral products into its various platforms which mimic other aspects of Snapchatâ€™s core use case. We also compete for users and their time, so we may lose users or their attention not only to companies that offer products and services that specifically compete with Snapchat features or offerings, but to companies with products or services that target or otherwise appeal to certain demographics, such as Discord or Roblox. Moreover, in emerging international markets, where mobile devices often lack large storage capabilities, we may compete with other applications for the limited space available on a userâ€™s mobile device. We also face competition from traditional and online media businesses for advertising budgets. We compete broadly with the products and services of Alphabet, Apple, ByteDance, Meta, Pinterest, and X (formerly Twitter), and with other, largely regional, social media platforms that have strong positions in particular countries. As we introduce new products, as our existing products evolve, or as other companies introduce new products and services, we may become subject to additional competition. 56Table of ContentsMany of our current and potential competitors have significantly greater resources and broader global recognition, and occupy stronger competitive positions in certain market segments, than we do. These factors may allow our competitors to respond to new or emerging technologies and changes in market requirements better than we can, undertake more far-reaching and successful product development efforts or marketing campaigns, or adopt more aggressive pricing policies. In addition, ongoing changes to privacy and data protection laws and mobile operating systems have made it more difficult for us to target and measure advertisements effectively, and advertisers may prioritize the solutions of larger, more established companies. As a result, our competitors may, and in some cases will, acquire and engage users or generate advertising or other revenue at the expense of our own efforts, which would negatively affect our business. Advertisers may use information that our users share through Snapchat to develop or work with competitors to develop products or features that compete with us. Certain competitors, including Alphabet, Apple, and Meta, could use strong or dominant positions in one or more market segments to gain competitive advantages against us in areas where we operate, including by:â€¢integrating competing social media platforms or features into products they control such as search engines, web browsers, artificial intelligence services, advertising networks, or mobile operating systems;â€¢making acquisitions for similar or complementary products or services; orâ€¢impeding Snapchatâ€™s accessibility and usability by modifying existing hardware and software on which the Snapchat application operates.Certain acquisitions by our competitors may result in reduced functionality of our products and services, provide our competitors with valuable insight into the performance of our and our partnersâ€™ businesses, and provide our competitors with a pipeline of future acquisitions to maintain a dominant position. As a result, our competitors may acquire and engage users at the expense of our user base, growth, or engagement, which may seriously harm our business.We believe that our ability to compete effectively depends on many factors, many of which are beyond our control, including:â€¢the usefulness, novelty, performance, and reliability of our products compared to our competitorsâ€™ products;â€¢the number and demographics of our DAUs;â€¢the timing and market acceptance of our products, including developments and enhancements of our competitorsâ€™ products;â€¢our ability to monetize our products and services, including new products and services;â€¢the availability of our products to users;â€¢the effectiveness of our advertising and sales teams;â€¢the effectiveness of our advertising products;â€¢our ability to establish and maintain advertisersâ€™ and partnersâ€™ interest in using Snapchat;â€¢the frequency, relative prominence, and type of advertisements displayed on our application or by our competitors;â€¢the effectiveness of our customer service and support efforts;â€¢the effectiveness of our marketing activities;â€¢actual or proposed legislation, regulation, executive actions, or litigation, including settlements and consent decrees, some of which may have a disproportionate effect on us;â€¢acquisitions or consolidation within our industry segment;â€¢our ability to attract, retain, and motivate talented team members, particularly engineers, designers, and sales personnel;â€¢our ability to successfully acquire and integrate companies and assets;â€¢the security, or perceived security, of our products and data protection measures compared to our competitors' products;â€¢our ability to cost-effectively manage and scale our operations; andâ€¢our reputation and brand strength relative to our competitors.57Table of ContentsIf we cannot effectively compete, our user engagement may decrease, which could make us less attractive to users, advertisers, and partners and seriously harm our business.We have incurred operating losses in the past, and may not be able to attain and sustain profitability.We began commercial operations in 2011 and we have historically experienced net losses and negative cash flows from operations. As of SeptemberÂ 30, 2024, we had an accumulated deficit of $12.7Â billion and for the three months ended SeptemberÂ 30, 2024, we had a net loss of $153.2Â million. We expect our operating expenses to increase in the future as we expand our operations. We may incur significant losses in the future for many reasons, including due to the other risks and uncertainties described in this report. Additionally, we may encounter unforeseen expenses, operating delays, or other unknown factors that may result in losses in future periods. If our revenue does not grow at a greater rate than our expenses, our business may be seriously harmed and we may not be able to attain and sustain profitability.The loss of one or more of our key personnel, or our failure to attract and retain other highly qualified personnel in the future, could seriously harm our business.We depend on the continued services and performance of our key personnel, including Mr. Spiegel and Mr. Murphy. Although we have entered into employment agreements with Mr. Spiegel and Mr. Murphy, the agreements are at-will, which means that they may resign or could be terminated for any reason at any time. Mr. Spiegel and Mr. Murphy are high profile individuals who have received threats in the past and are likely to continue to receive threats in the future. Mr. Spiegel, as Chief Executive Officer, has been responsible for our companyâ€™s strategic vision and Mr. Murphy, as Chief Technology Officer, developed the Snapchat applicationâ€™s technical foundation. Should either of them stop working for us for any reason, it is unlikely that the other co-founder would be able to fulfill all of the responsibilities of the departing co-founder nor is it likely that we would be able to immediately find a suitable replacement. The loss of key personnel, including members of management and key engineering, product development, marketing, and sales personnel, could disrupt our operations, adversely impact employee retention and morale, and seriously harm our business.We cannot guarantee we will continue to attract and retain the personnel we need to maintain our competitive position. We face significant competition in hiring and attracting qualified engineers, designers, and sales personnel, and the change by companies to offer a remote or hybrid work environment may increase the competition for such employees from employers outside of our traditional office locations. In February 2023, we implemented our return to office plan that requires greater in-office attendance. While we intend to continue offering flexible work arrangements based on the different needs of teams across our company on a case-by-case basis, we may face difficulty in hiring and retaining our workforce as a result of this shift to have greater in-office attendance. Further, labor is subject to external factors that are beyond our control, including our industryâ€™s highly competitive market for skilled workers and leaders, inflation, other macroeconomic uncertainties, and workforce participation rates. In addition, if our reputation were to be harmed, whether as a result of our strategic decisions or media, legislative, or regulatory scrutiny or otherwise, it could make it more difficult to attract and retain personnel that are critical to the success of our business. Further, negative perception of our DEI initiatives, whether due to our perceived over- or under-pursuit of such initiatives, may result in issues hiring or retaining employees, as well as potential litigation or other adverse impacts.As we continue to adapt and update our business model and priorities, or if our stock price declines, our equity awards may not be as effective an incentive to attract, retain, and motivate team members. Stock price declines may also cause us to offer additional equity awards to our existing team members to aid in retention. Furthermore, if we issue significant equity to attract and retain team members, we would incur substantial additional stock-based compensation expense and the ownership of our existing stockholders would be further diluted. If we do not succeed in attracting, hiring, and integrating excellent personnel, or retaining and motivating existing personnel, we may be unable to grow or effectively manage our business and our business could be seriously harmed.We have a continually evolving business model, which makes it difficult to evaluate our prospects and future financial results and increases the risk that we will not be successful.We began commercial operations in 2011, began meaningfully monetizing Snapchat in 2015, and we launched Snapchat+, a paid subscription product, in 2022. We have a continually evolving business model, which makes it difficult to effectively assess our future prospects. Accordingly, we believe that investorsâ€™ future perceptions and expectations, which can be idiosyncratic and vary widely, and which we do not control, will affect our stock price. For example, investors may believe our timing and path to increased monetization will be faster or more effective than our current plans 58Table of Contentsor than actually takes place. You should consider our business and prospects in light of the many challenges we face, including the ones discussed in this report.If the security of our information technology systems or data is compromised or if our platform is subjected to cyber or other attacks that compromise user or partner accounts or frustrate or thwart our usersâ€™, partnersâ€™, or advertisersâ€™ ability to access our products and services, our reputation and business could be seriously harmed.In the ordinary course of business, we collect, store, use, and share personal data and other sensitive information, including proprietary and confidential business data, trade secrets, third-party sensitive information, and intellectual property (collectively, sensitive information). Our efforts to protect our sensitive information, including information that our users, advertisers, and partners have shared with us, may be unsuccessful due to the actions of third parties, including traditional â€œblack hatâ€ hackers, nation states, nation-state supported groups, organized criminal enterprises, hacktivists, and our personnel and contractors (through theft, misuse, or other risk). We and the third parties on which we rely are subject to a variety of evolving threats, including social-engineering attacks (for example by fraudulently inducing employees, users, or advertisers to disclose information to gain access to our sensitive information, including data or our usersâ€™ or advertisersâ€™ data, such as through the use of deep fakes, which may be increasingly more difficult to identify as fake), malware, malicious code, hacking, credential stuffing, denial of service, and other threats, including attacks enhanced or facilitated by artificial intelligence. While certain of these threats have occurred in the past, they have become more prevalent and sophisticated in our industry, and may occur in the future. Because of our prominence and value of our sensitive information, we believe that we are an attractive target for these sorts of attacks. In particular, severe cyber extortion incidents, including ransomware attacks, are becoming increasingly prevalent. To alleviate the financial, operational, and reputational impact of these incidents, it may be preferable to make extortion payments, but we may be unwilling or unable to do so, including, for example, if applicable laws or regulations prohibit such payments. And, even if we make such payments, cyber threat actors may still disclose data, engage in further extortion, or otherwise harm our systems or data. Moreover, for certain employees we permit a hybrid work environment, which has increased risks to our information technology systems and data, as our employees utilize network connections, computers, and devices outside our premises or network, including working at home, while in transit and in public locations.In addition, cyber threat actors have also increased the complexity of their attempts to compromise user and advertiser accounts, despite our defenses and detection mechanisms to prevent these account takeovers. User credentials may be obtained on- or off-platform, including through breaches of third-party platforms and services, password stealing malware, social engineering, or other tactics and techniques like credential harvesting, and used to launch individual, group, or coordinated enterprise-wide attacks. Some of these attacks may be hard to detect, including if they are at scale, and may result in cyber threat actors using our service to spam or abuse other users, access user personal data, further compromise additional user accounts, or engage in fraudulent advertising. Some of these attacks could also compromise employee credentials or involve socially engineering employees into granting access to systems or otherwise enabling or assisting in the cyber threat actorsâ€™ goals. Because of our global and varied user base, we may also be the target of commercial exploits and other internal and external attack methodologies by commercial spyware vendors, nation states, or nation-state supported groups, which have targeted users and sought to use insiders to obtain user data at peer technology companies.We rely on third parties and technologies to operate critical business systems to process sensitive information in a variety of contexts, including cloud-based infrastructure, data center facilities, AI, encryption and authentication technology, employee email, content delivery, and other functions. We may also rely on third parties to provide other products or services to operate our business or enable features in our platform. Additionally, some advertisers and partners store sensitive information that we share with them. Our ability to monitor these third partiesâ€™ information security practices is limited, and these third parties may not have adequate information security measures in place despite their contractual representations to implement such measures and our third-party service provider vetting process. If these third parties fail to implement adequate data security practices or fail to comply with our terms, policies, or contractual obligations, our sensitive information may be improperly accessed or disclosed, and we may experience adverse consequences. And even if these third parties take all of these steps, their networks may still suffer a breach, which could compromise our sensitive information. We or our third-party providers may also experience failures or malfunctions of hardware or software, the loss of technology assets, or the loss of data that, while not caused by threat actors, may have a similar impact and risk to our business. While we may be entitled to damages if the third parties on whom we rely fail to satisfy their privacy or security-related obligations to us, or cause the loss of our data or prolonged downtime, any award may be insufficient to cover our damages, or we may be unable to recover such award.59Table of ContentsMoreover, our products and services, and the internal systems that support them and our business, rely on software, hardware, and other systems developed or maintained by our engineering teams and third parties (including open source software), and all of these have contained and will contain vulnerabilities, errors, bugs, or defects, which may or may not be detected by our teams or the respective third parties prior to our or their release, usage, or reliance on them. Supply chain attacks have also increased in frequency and severity, and we cannot guarantee that third parties in our supply chain have not been compromised or that their systems, networks, or code are free from exploitable vulnerabilities, errors, bugs, or defects. We take steps designed to detect and remediate vulnerabilities in our software, hardware, and information systems (including that of third parties upon which we rely), and we work with security researchers through our bug bounty program and our third party providers to help us identify vulnerabilities. We and our third party providers may not, however, detect, become aware of, and remediate all such vulnerabilities, or other bugs, errors, or defects, including on a timely basis, and there is no guarantee security researchers will disclose all vulnerabilities they become aware of or do so responsibly. Further, we and our third party providers may experience delays in developing or deploying remedial measures and patches designed to address identified vulnerabilities, bugs, errors, and defects. These could be exploited and result in a security or privacy incident, cause us to fail in our commitments to our users, advertisers, or partners, or cause a breach of or disruption of our platform, systems, networks, products, or services.While we have implemented security measures designed to protect against security incidents, there can be no assurance that these measures will be effective. If any of these or similar events occur, our or our third-party partnersâ€™ sensitive information and information technology systems could be accessed, acquired, modified, destroyed, lost, altered, encrypted, or disclosed in an unauthorized, unlawful, accidental, or other improper manner, resulting in a security incident or other interruption. It may be difficult and costly to detect, investigate, mitigate, contain, and remediate a security incident. Our efforts to do so may not be successful. Actions taken by us or the third parties with whom we work to detect, investigate, mitigate, contain, and remediate a security incident could result in outages, data losses, and disruptions of our business. Threat actors may also gain access to other networks and systems after a compromise of our networks and systems.We may expend significant resources or modify our business activities to adopt additional measures designed to protect against security incidents. Certain data privacy and security obligations may require us to implement and maintain specific security measures or industry-standard or reasonable security measures to protect our systems and sensitive information. We have previously suffered the loss of sensitive information related to employee error, insider threats, and vendor breaches. Any security incident experienced by us or our third-party partners could damage our reputation and our brand, and diminish our competitive position. Applicable privacy and security obligations may require us, or we may choose, to notify relevant stakeholders, including affected individuals, customers, regulators, and investors, of security incidents, or take other actions. Such disclosures and related actions are costly and the failure to comply with applicable legal requirements could lead to adverse consequences. Governments and regulatory agencies (including the Securities and Exchange Commission, or the SEC) have and may continue to enact new disclosure requirements for cybersecurity events. In addition, affected users or government authorities could initiate legal or regulatory action against us, including class-action claims, mass arbitration demands, investigations, penalties, and audits, which could be time-consuming and cause us to incur significant expense and liability or result in orders or consent decrees forcing us to modify our business practices. We could also experience loss of user or advertiser confidence in the security of our platform, additional reporting requirements or oversight, restrictions on processing sensitive information, claims by our partners or other relevant parties that we have failed to comply with contractual obligations or our policies, and indemnification obligations. We could also spend material resources to investigate or correct the incident and to prevent future incidents. Maintaining the trust of our users is important to sustain our growth, retention, and user engagement. Concerns over our privacy and security practices, whether actual or unfounded, could damage our reputation and brand and deter users, advertisers, and partners from using our products and services. Any of these occurrences could seriously harm our business. Our contracts may not contain limitations of liability, and even where they do, there can be no assurance that limitations of liability in our contracts are sufficient to protect us from liabilities, damages, or claims related to our data privacy and security obligations. We cannot be sure that our insurance coverage will be adequate or sufficient to protect us from or to mitigate liabilities arising out of our privacy and security practices, that such coverage will continue to be available on commercially reasonable terms or at all, or that such coverage will pay future claims. In addition to experiencing a security incident, third parties may gather, collect, or infer sensitive information about us from public sources, data brokers, or other means that reveals competitively sensitive details about our organization and could be used to undermine our competitive advantage or market position. 60Table of ContentsOur user metrics and other

estimates are subject to inherent challenges in measurement, and real or perceived inaccuracies in those metrics may seriously harm and negatively affect our reputation and our business.We regularly review and share metrics, including our DAUs and ARPU metrics, with our investors, advertisers, and partners to evaluate growth trends, measure our performance, and make strategic decisions. These metrics are calculated using internal company data gathered on an analytics platform that we developed and operate and our methodologies have not in all instances been validated by an independent third party. In addition, we may change the way we measure and report metrics from time to time in connection with changes to our products, making comparisons to prior periods more difficult. While these metrics are based on what we believe to be reasonable estimates for the applicable period of measurement, there are inherent challenges in measuring how our products are used across large populations globally that may require significant judgment and are subject to technical errors. For example, there may be individuals who attempt to create accounts for malicious purposes, including at scale, even though we forbid that in our Terms of Service and Community Guidelines. We implement measures in our user registration process and through other technical measures to prevent, detect, and suppress that behavior, although we have not determined the number of such accounts, or the effectiveness of such measures. Our user metrics are also affected by technology on certain mobile devices that automatically runs in the background of our Snapchat application when another phone function is used, and this activity can cause our system to miscount the user metrics associated with such account. Some of our demographic data may be incomplete or inaccurate. For example, because users self-report their dates of birth, our age-demographic data may differ from our usersâ€™ actual ages. And because users who signed up for Snapchat before June 2013 were not asked to supply their date of birth, we may exclude those users from age demographics or estimate their ages based on a sample of the self-reported ages we do have. If our users provide us with incorrect or incomplete information regarding their age or other attributes, then our estimates may prove inaccurate and fail to meet investor or advertiser expectations.Errors or inaccuracies in our metrics or data could also result in incorrect business decisions and inefficiencies. For instance, if a significant understatement or overstatement of active users were to occur, we may expend resources to implement unnecessary business measures or fail to take required actions to attract a sufficient number of users to satisfy our growth strategies. We count a DAU when a user visits Snapchat through our applications or websites, and only once per user per day. We have multiple pipelines of user data that we use to determine whether a user has visited Snapchat through our applications or websites during a particular day, becoming a DAU. This provides redundancy in the event one pipeline of data were to become unavailable for technical reasons, and also gives us redundant data to help measure how users interact with our application. However, we believe that we do not capture all data regarding our active users, which has in the past and may in the future result in understated metrics. This generally occurs because of technical issues, for instance when our systems do not record data from a userâ€™s application or when a user opens the Snapchat application and contacts our servers but is not recorded as an active user. We continually seek to address these technical issues and improve our measurement processes and accuracy, such as comparing our active users and other metrics with data received from other pipelines, including data recorded by our servers and systems. But given the complexity of the systems involved and the rapidly changing nature of mobile devices and systems, we expect these issues to continue, particularly if we continue to expand in parts of the world where mobile data systems and connections are less stable. If we fail to maintain an effective analytics platform, our metrics calculations may be inaccurate. We regularly review, have adjusted in the past, and are likely to adjust in the future our processes for calculating our internal metrics to improve their accuracy. As a result of such adjustments, our DAUs or other metrics may not be comparable to those in prior periods. Our measures of DAU may also differ from estimates published by third parties or from similarly titled metrics of our competitors due to differences in methodology or data used. If advertisers, partners, or investors do not perceive our user, geographic, other demographic metrics, or measurements of advertising effectiveness to be accurate, or if we discover material inaccuracies in our metrics, our reputation may be seriously harmed. Our advertisers and partners may also be less willing to allocate their budgets or resources to Snapchat, which could seriously harm our business. In addition, we calculate average DAUs for a particular quarter by adding the number of DAUs on each day of that quarter and dividing that sum by the number of days in that quarter. This calculation may mask any individual days or months within the quarter that are significantly higher or lower than the quarterly average.Improper or illegal use of Snapchat could seriously harm our business and reputation.We cannot be certain that the technologies that we have developed to repel spamming attacks will be able to eliminate all spam messages from our products. Spammers attempt to use our products to send targeted and untargeted spam messages to users, which may embarrass, offend, threaten, or annoy users and make our products less user friendly. Our actions to combat spam may also divert significant time and focus from improving our products. As a result of 61Table of Contentsspamming activities, our users may use our products less or stop using them altogether, and result in continuing operational cost to us.Similarly, terrorists, criminals, and other bad actors may use our products to promote their goals and encourage users to engage in terror and other illegal activities discussed in our Transparency Report. We expect that as more people use our products, these bad actors will increasingly seek to misuse our products. Although we invest resources to combat these activities, including by suspending or terminating accounts we believe are violating our Terms of Service and Community Guidelines, we expect these bad actors will continue to seek ways to act inappropriately and illegally on Snapchat. Maintaining a safe platform, including by combating these bad actors, requires us to incur costs, which may be significant. In addition, we may not be able to control or stop Snapchat from becoming the preferred application of use by these bad actors, which may seriously harm our reputation or lead to lawsuits or attention from regulators. If these activities continue on Snapchat, our reputation, user growth and user engagement, and operational cost structure could be seriously harmed.Because we store, process, and use data, some of which contains personal data, we are subject to complex and evolving federal, state, local and foreign laws, regulations, executive actions, rules, contractual obligations, policies, and other obligations regarding privacy, data protection, content, the use of AI, and other matters. Many of these obligations are subject to change and uncertain interpretation, and our actual or perceived failure to comply with such obligations could result in investigations, claims (including class actions), mass arbitration demands, changes to our business practices, increased cost of operations, and declines in user growth, retention, or engagement, or other adverse consequences, any of which could seriously harm our business.In the ordinary course of business, we collect, store, use, and share personal data and other sensitive information, including proprietary and confidential business data, trade secrets, third-party sensitive information, and intellectual property. Accordingly, we are subject to a variety of laws, regulations, industry standards, policies, contractual requirements, executive actions, and other obligations relating to privacy, security, and data protection. We also are or may in the future be subject to many federal, state, local, and foreign laws and regulations, including those related to privacy, rights of publicity, content, data protection, AI, intellectual property, health and safety, competition, protection of minors, consumer protection, employment, money transmission, import and export restrictions, gift cards, electronic funds transfers, anti-money laundering, advertising, algorithms, encryption, and taxation.Under certain of these laws, we could face temporary or definitive bans on data processing and other corrective actions, substantial monetary fines, or private litigation related to processing of personal data brought by classes of data subjects or consumer protection organizations authorized to represent their interests. The transfer of personal data continues to be under increased regulatory attention and scrutiny, and certain jurisdictions in which we operate have significantly limited the lawful basis on which personal data can be transferred to other jurisdictions and increased the assessments required to do so. We have attempted to structure our operations, and the cross-border transfer mechanisms we rely on, in a manner designed to help us partially avoid some of these concerns. Some of these mechanisms are, or may in the future be, subject to legal challenges, and there is no assurance that we can satisfy or rely on these mechanisms to lawfully transfer personal data in the future. If there is no lawful manner for us to transfer personal data, or if the requirements for a legally compliant transfer are too onerous, we could face significant adverse consequences, including the interruption or degradation of our operations, the need to relocate part of or all of our business or data processing activities to other jurisdictions at significant expense, increased exposure to regulatory actions, substantial fines and penalties, the inability to transfer data and work with partners, vendors, and other third parties, and injunctions against our processing or transferring of personal data necessary to operate our business. Regulators may seek to restrict our data processing activities if they believe we have violated cross-border data transfer limitations, which would seriously harm our business. Additionally, companies like us that transfer personal data between jurisdictions, particularly to the United States, are subject to increased scrutiny from regulators, individual litigants, and activist groups. Legislation in certain of the countries in which we operate has imposed extensive obligations, and potential monetary fines, on entities like us that are categorized in various contexts as online service providers (including, as the case may be, social media platforms, electronic communications providers, or other similar categorizations) who enable the sharing of userâ€‘generated content, to identify, mitigate, and manage the risks of harm to users from illegal and harmful content, such as terrorism, child sexual exploitation and abuse, and harassment or stalking. In addition, the privacy of teensâ€™ personal data collected online, and use of commercial websites, applications, online services, or other interactive platforms, generally, are also becoming increasingly scrutinized. Regulations focused on online safety and protection of teensâ€™ privacy online have and may in the future require us to change our services and incur costs to do so. Moreover, various laws to restrict or govern the use of commercial websites, applications, online services, or other interactive 62Table of Contentsplatforms by teens have passed or have been proposed, including laws prohibiting showing teens advertising, requiring age verification, limiting the use of minorsâ€™ personal data, and requiring parental consent or providing for other parental rights. These laws may be, or in some cases already have been, subject to legal challenges and changing interpretations, which may further complicate our efforts to comply with laws applicable to us. These new laws may result in restrictions on the use of certain of our products or services by teens, the inability to offer certain products and services to teens, decrease DAUs or user engagement in those jurisdictions, require changes to our products and services to achieve compliance, decrease our advertising and subscription revenue, and increase legal risk and compliance costs for us and our third-party partners, any of which could seriously harm our business. Laws and regulations focused on privacy, security, and data protection, including data breach notification laws, personal data privacy laws, consumer protection laws, wiretapping laws, invasion of privacy laws, and other similar laws have imposed obligations on companies that collect personal data from users, including providing specific disclosures in privacy notices, expanding the requirements for handling personal data, requiring consents to process personal data in certain circumstances, and affording residents with certain rights concerning their personal data. Such rights may include the right to access, correct, or delete certain personal data, and to opt-out of certain data processing activities, such as targeted advertising, profiling, and automated decision-making. The exercise of these rights may impact our business and ability to provide our products and services, and our inability or failure to obtain consent or otherwise identify a lawful basis for data processing that is acceptable to a regulator, where required, could result in adverse consequences, including class-action litigation, regulatory enforcement, and mass arbitration demands. Certain of these laws also impose stricter requirements for processing certain personal data, including sensitive information, such as conducting data privacy impact assessments. These laws also allow for statutory fines for noncompliance and, in some instances, provide for civil penalties for violations and a private right of action for data breaches, which may increase the likelihood and cost of data breach litigation, and could seriously harm our business.Additionally, several jurisdictions in which we operate have enacted statutes banning or restricting the collection of biometric information. Certain of these laws provide for substantial penalties and statutory damages and have generated significant class-action activity. Although we maintain the position that our technologies do not collect any biometric information, we have in the past, and may in the future, settle these disputes to avoid potentially costly litigation and have in certain instances made changes to our products in an abundance of caution. We use AI, including generative AI, in consumer-facing features of our products and services, such My AI, and in the operation of our business. The development and use of AI presents various privacy and security risks that may impact our business. AI is subject to privacy and data security laws, as well as increasing regulation and scrutiny. Several countries in which we operate or have users have proposed or enacted, or are considering, laws governing AI, which we are or may be subject to. The legal landscape around intellectual property rights in AI, and the use, training, implementation, privacy, and safety of AI, is evolving, including ongoing litigation against our peers relating to the use of data protected by global intellectual property and privacy laws. These obligations may make it harder for us to use AI in our products or services, lead to regulatory fines or penalties, or require us to change our business practices, retrain our AI, or prevent or limit our use of AI. We are subject to regulatory inquiries relating to the use and operation of My AI. Given the current unsettled nature of the legal and regulatory environment surrounding AI, our or our partnersâ€™ AI features and use, training, and implementation of AI could subject us to regulatory action, product restrictions, fines, litigation, and reputational harm, and require us to expend significant resources, all of which may seriously harm our business. Additionally, if our AI products fail to perform as intended, or produce outputs that are harmful, misleading, inaccurate, or biased, in addition to the risks above, our reputation and user engagement may be harmed, and we may be required to change our business practices, retrain our AI, or limit our use of AI. Furthermore, certain enacted and proposed regulations related to AI could impose onerous obligations on our business, products, and services, including restrictions or transparency obligations on the training and use of AI-related systems, and obligations relating to labeling and provenance of AI-generated content, all of which may require us to change our products or business practices to comply with such obligations if they are applicable.Privacy advocates and industry groups have proposed, and may propose in the future, standards with which we are legally or contractually obligated to comply. Moreover, we are also bound by contractual obligations related to data privacy and security, and our efforts to comply with such obligations may not be successful. We also publish privacy policies, marketing materials, and other statements regarding data privacy and security, including statements relied on by our users, advertisers, and business partners. If these policies, materials, or statements are found to be deficient, lacking in transparency, deceptive, unfair, or misrepresentative of our practices, we may be subject to investigation, enforcement actions by regulators, or other adverse consequences, including class-action litigation or mass arbitration demands.63Table of ContentsThe implementation and enforcement, including through private rights of action, of these increasingly complex, onerous, or divergent laws and regulations, and the introduction, interpretation, or revision of any new such laws or regulations, with respect to privacy, security, data protection, and our industry are uncertain and may further complicate compliance efforts, lead to fragmentation of the service, increase legal risk and compliance costs for us and our third-party partners, or decrease the perceived usefulness of our service to our users and advertisers. For example, some federal privacy laws are currently being challenged, and litigation in this space could impact the privacy rights of our community, including modifying the ability of third parties to obtain private communications between users, which in turn may negatively impact usersâ€™ experience, trust, and satisfaction and decrease their engagement with our products. Many of these obligations are becoming increasingly stringent and subject to rapid change and uncertain interpretation. Preparing for and complying with these obligations requires us to devote significant resources, and there is no guarantee that our compliance efforts to date, or in the future, will be deemed compliant or sufficient. These obligations may necessitate changes to our products and services, information technologies, systems, and practices and to those of any third parties that process personal data on our behalf. In addition, these obligations may require us to change our business model. Our business model materially depends on our ability to process personal data in connection with our advertising offerings, so we are particularly exposed to the risks associated with the rapidly changing legal landscape regarding privacy, security, and data protection. For example, privacy regulators have targeted us and some of our competitors, including by investigating data processing activities and in the past have issued large fines to our competitors. Such enforcement actions may cause us to revise our business plans and operations. Moreover, we believe a number of investigations into other technology companies are currently being conducted by federal, state, and foreign legislative and regulatory bodies. We therefore may be at heightened risk of regulatory scrutiny, as regulators focus their attention on data processing activities of companies like us, and any changes in the regulatory framework or enforcement actions, whether against us or our competitors, could require us to fundamentally change our business model, and seriously harm our business.We may at times fail, or be perceived to have failed, in our efforts to comply with our privacy, security, and data protection obligations. Moreover, despite our efforts, our personnel or third parties on whom we rely may fail to comply with such obligations, which could negatively impact our business operations. If we or the third parties on which we rely fail, or are perceived to have failed, to address or comply with applicable privacy, security, or data protection obligations, we could face significant consequences, including government enforcement actions (such as investigations, claims, audits, and penalties), litigation (including class-action litigation) and mass arbitration demands, additional reporting requirements or oversight, bans on processing personal data, negative publicity, and orders to destroy or not use or transfer personal data. Certain regulators may prohibit our use of certain personal data as a result of enforcement actions or similar proceedings. Plaintiffs have become increasingly more active in bringing privacy-related claims against companies, including class claims and mass arbitration demands. Some of these claims allow for the recovery of statutory damages on a per violation basis, and, if viable, carry the potential for monumental statutory damages, depending on the volume of data and the number of violations. Any of these events could have a material adverse effect on our business, including loss of users and advertisers, inability to process personal data or operate in certain jurisdictions, changes to our business practices, increased cost of operations, and declines in user growth, retention, or engagement, any of which could seriously harm our business.We have in the past been subject to enforcement actions, investigations, proceedings, orders, or various government inquiries regarding our data privacy and security practices and processing. For example, in December 2014, the Federal Trade Commission, or FTC,

resolved an investigation into some of our early practices by issuing a final order. That order requires, among other things, that we establish a robust privacy program to govern how we treat user data. During the 20-year term of the order, we must complete biennial independent privacy audits. Violating existing or future regulatory orders or consent decrees could subject us to substantial monetary fines and other penalties that could seriously harm our business.Our financial condition and results of operations will fluctuate from quarter to quarter, which makes them difficult to predict.Our quarterly results of operations have fluctuated in the past and will fluctuate in the future. Additionally, we have a limited operating history with the current scale of our business, which makes it difficult to forecast our future results. As a result, you should not rely on our past quarterly results of operations as indicators of future performance. You should take into account the risks and uncertainties frequently encountered by companies in rapidly evolving market segments. Our financial condition and results of operations in any given quarter can be influenced by numerous factors, many of which we are unable to predict or are outside of our control, including:â€¢our ability to maintain and grow our user base and user engagement;â€¢the development and introduction of new or redesigned products or services by us or our competitors;64Table of Contentsâ€¢the ability of our cloud service providers to scale effectively and timely provide the necessary technical infrastructure to offer our service;â€¢our ability to attract and retain advertisers in a particular period;â€¢seasonal or other fluctuations in spending by our advertisers and product usage by our users, each of which may change as our product offerings evolve or as our business grows or as a result of unpredictable events such as labor shortages and disruptions, supply chain disruptions, banking instability, inflationary pressures, or geo-political conflicts;â€¢restructuring or other charges and unexpected costs or other operating expenses; â€¢the number of advertisements shown to users;â€¢the pricing of our advertisements and other products;â€¢the effectiveness, and our ability to demonstrate to advertisers the effectiveness, of our advertisements;â€¢the diversification and growth of revenue sources beyond current advertising;â€¢increases in marketing, sales, research and development, and other operating expenses that we may incur to grow and expand our operations and to remain competitive;â€¢our ability to maintain operating margins, cash provided by operating activities, and Free Cash Flow;â€¢our ability to accurately forecast consumer demand for our physical products and adequately manage inventory;â€¢system failures or security incidents, and the costs associated with such incidents and remediations;â€¢inaccessibility of Snapchat, or certain features within Snapchat, due to third-party or governmental actions;â€¢stock-based compensation expense;â€¢our ability to effectively incentivize our workforce;â€¢adverse litigation judgments, settlements, or other litigation-related costs, or product recalls;â€¢changes in the legislative or regulatory environment, including with respect to privacy, rights of publicity, content, data protection, intellectual property, health and safety, competition, protection of minors, consumer protection, employment, money transmission, import and export restrictions, gift cards, electronic funds transfers, anti-money laundering, advertising, algorithms, encryption, and taxation, enforcement by government regulators, including fines, orders, sanctions, or consent decrees, or the issuance of executive orders or other similar executive actions that may adversely affect our revenues or restrict our business;â€¢new privacy, data protection, and security laws and other obligations and increased regulatory scrutiny on our or our competitorsâ€™ data processing activities and privacy and information security practices, including through enforcement actions potentially resulting in large penalties or other severe sanctions and increased restrictions on the data processing activities and personal data transfers critical to the operation of our current business model;â€¢fluctuations in currency exchange rates and changes in the proportion of our revenue and expenses denominated in foreign currencies;â€¢fluctuations in the market values of our portfolio investments and interest rates or impairments of any assets on our consolidated balance sheet;â€¢changes in our effective tax rate;â€¢announcements by competitors of significant new products, licenses, or acquisitions;â€¢our ability to make accurate accounting estimates and appropriately recognize revenue for our products;â€¢our ability to meet minimum spending commitments in agreements with our infrastructure providers;â€¢changes in accounting standards, policies, guidance, interpretations, or principles;â€¢the effect of war or other armed conflict on our workforce, operations, or the global economy; andâ€¢changes in domestic and global business or macroeconomic conditions, including as a result of inflationary pressures, banking instability, geo-political conflicts, terrorism, or responses to these events.65Table of ContentsIf we are unable to continue to maintain or successfully grow our user base and further monetize our products, our business will suffer.We have made, and are continuing to make, investments to enable users, partners, and advertisers to create compelling content and deliver advertising to our users. Existing and prospective Snapchat users and advertisers may not be successful in creating content that leads to and maintains user engagement. We are continuously seeking to balance the objectives of our users and advertisers with our desire to provide an optimal user experience. We do not seek to monetize all of our products nor do we solely focus our efforts on users with higher ARPU, and we may not be successful in achieving a balance that continues to attract and retain users and advertisers. We focus on growing engagement across our service, and from time to time our efforts may reduce user activity with certain monetizable products in favor of other products we do not currently monetize. If we are not successful in our efforts to grow or effectively and timely monetize our user base, or if we are unable to build and maintain good relations with our advertisers, our user growth and user engagement and our business may be seriously harmed. In addition, we may expend significant resources to launch new products that we are unable to monetize, which may seriously harm our business.Additionally, we may not succeed in further monetizing Snapchat. We currently primarily monetize Snapchat by displaying advertisements sold by us and our partners. As a result, our financial performance and ability to grow revenue could be seriously harmed if:â€¢we fail to increase or maintain DAUs, especially in regions where we have higher monetization;â€¢our user growth outpaces our ability to monetize our users, including if we donâ€™t attract sufficient advertisers or if our user growth occurs in markets that are not as monetizable; â€¢we fail to increase or maintain the amount of time spent on Snapchat, the amount of content that our users share, or the usage of our Camera, Visual Messaging, Map, Stories, and Spotlight platforms;â€¢partners and users do not create sufficient engaging content for users or partners do not renew their agreements with us;â€¢we fail to attract sufficient advertisers to utilize our self-serve platform to make the best use of our advertising inventory;â€¢advertisers do not continue to introduce engaging advertisements;â€¢advertisers reduce their advertising on Snapchat;â€¢we fail to maintain good relationships with advertisers or attract new advertisers, or demonstrate to advertisers the effectiveness of advertising on Snapchat; â€¢the content on Snapchat does not maintain or gain popularity; orâ€¢we fail to attract prospective subscribers to Snapchat+, retain existing subscribers, or effectively continue to monetize Snapchat+.We cannot assure you that we will effectively manage our growth or changes to our business.The growth and expansion of our business, headcount, and products create significant challenges for our management, including managing multiple relationships with users, advertisers, partners, and other third parties, and constrain operational and financial resources. If our operations or the number of third-party relationships continues to grow, our information-technology systems and our internal controls and procedures may not adequately support our operations and may require significant investments of time and capital to improve. In addition, some members of our management do not have significant experience managing large global business operations, so our management may not be able to manage such growth effectively. To effectively manage our growth, we must continue to improve our operational, financial, and management processes and systems and effectively expand, train, and manage our employee base. However, the actions we take to achieve such improvements may not have the intended effect and may instead result in disruptions, delays in new products, employee turnover, declines in revenue, and other adverse effects.As we continue to adapt and update our business model and priorities and we are required to implement more complex organizational management structures, we may also find it increasingly difficult to maintain the benefits of our corporate culture, including our ability to quickly develop and launch new and innovative products. This could negatively affect our business performance and seriously harm our business. 66Table of ContentsWe periodically make changes to our business and priorities. Recently, we undertook a broad strategic reprioritization to focus on our top priorities, improve cost efficiencies, and drive toward profitability and positive free cash flow. As we continue to adapt and update our business model and priorities, we may make additional restructurings, reprioritizations, or workforce reductions in the future. Any such changes could disrupt our operations, increase costs, make it harder to service our users or customers, adversely impact employee retention, hiring, and morale, negatively impact our reputation, or distract management, any of which could seriously harm our business.Our costs may increase faster than our revenue, which could seriously harm our business or increase our losses.Providing our products to our users is costly, and we expect our expenses, including those related to people, research and development, and hosting, to grow in the future. This expense growth will continue as we broaden our user base, as users increase the number of connections and amount of content they consume and share, as we develop and implement new product features that require more computing infrastructure or products that are not revenue generating, and as we grow our business. Historically, our costs have increased each year due to these factors, and we expect to continue to incur increasing costs. Our costs are based on development and release of new products and the addition of users and may not be offset by a corresponding growth in our revenue. We will continue to invest in our global infrastructure to provide our products quickly and reliably to all users around the world, including in countries where we do not expect significant short-term monetization, if any. Our expenses may be greater than we anticipate, and our investments to make our business and our technical infrastructure more efficient may not succeed and may outpace monetization efforts. In addition, we expect to increase marketing, sales, and other operating expenses, such as legal and insurance expenses, to grow and expand our operations, remain competitive, and respond to increasing litigation and regulatory matters. Increases in our costs without a corresponding increase in our revenue would increase our losses and could seriously harm our business and financial performance.Our business depends on our ability to maintain and scale our technology infrastructure. Any significant disruption to our service could damage our reputation, result in a potential loss of users and decrease in user engagement, and seriously harm our business.Our reputation and ability to attract, retain, and serve users depends on the reliable performance of Snapchat and our underlying technology infrastructure. We have in the past experienced, and may in the future experience, interruptions in the availability or performance of our products and services from time to time. Our systems may not be adequately designed with the necessary reliability and redundancy to avoid performance delays or outages caused by us or other service providers that could seriously harm our business. If Snapchat is unavailable when users attempt to access it, or if it does not load as quickly as they expect, users may not return to Snapchat as often in the future, or at all. As our user base and the volume and types of information shared on Snapchat grow, we will need an increasing amount of technology infrastructure, including network capacity and computing power, to continue to satisfy our usersâ€™ needs which could significantly increase our costs. It is possible that we may fail to effectively scale and grow our technology infrastructure to accommodate these increased demands, or that improving our current technology infrastructure will require significant resources and delay or hinder the development of other products or services. In addition, our business is subject to interruptions, delays, and failures resulting from earthquakes, other natural disasters, geo-political conflicts, terrorism, pandemics, and other catastrophic events. Global climate change could also result in natural disasters occurring more frequently or with more intense effects, which could cause business interruptions. Wars or other armed conflicts could damage or diminish our access to our technology infrastructure or regional networks and disrupt our services, which could seriously harm our business and financial performance.As discussed in these risk factors, substantially all of our network infrastructure is provided by third parties, including Google Cloud and AWS. We also rely on third parties for other technology related services, including certain AI functions. Any disruption or failure in the services we receive from these providers could harm our ability to handle existing or increased traffic and could seriously harm our business. Any financial or other difficulties these providers face may seriously harm our business. And because we exercise little control over these providers, we are vulnerable to problems with the services they provide and increases in the costs of these services.We periodically augment and enhance our financial systems and we may experience difficulties in managing our systems and processes, which could disrupt our operations, the management of our finances, and the reporting of our financial results, which in turn, may result in our inability to manage the growth of our business and to accurately forecast and report our results, each of which could seriously harm our business. 67Table of ContentsOur business emphasizes rapid innovation and prioritizes long-term user engagement over short-term financial condition or results of operations. That strategy may yield results that sometimes donâ€™t align with the marketâ€™s expectations. If that happens, our stock price may be negatively affected.Our business is growing and becoming more complex, and our success depends on our ability to quickly develop and launch new and innovative products. We believe our culture fosters this goal. Our focus on innovations and quick reactions could result in unintended outcomes or decisions that are poorly received by our users, advertisers, or partners. We have made, and expect to continue to make, significant investments to develop and launch new products and services and we cannot assure you that users will purchase or use such new products and services in the future. We will also continue to attempt to find effective ways to show our community new and existing products and alert them to events, holidays, relevant content, and meaningful opportunities to connect with their friends. These methods may provide temporary increases in engagement that may ultimately fail to attract and retain users. Our culture also prioritizes our long-term user engagement over short-term financial condition or results of operations. We frequently make decisions that may reduce our short-term revenue or profitability if we believe that the decisions benefit the aggregate user experience and improve our financial performance over the long term. For example, we monitor how advertising on Snapchat affects our usersâ€™ experiences to attempt to ensure we do not deliver too many advertisements to our users, and we may decide to decrease the number of advertisements to increase our usersâ€™ satisfaction in the product. In addition, we improve Snapchat based on feedback provided by our users, advertisers, and partners. These decisions may not produce the long-term benefits that we expect, in which case our user growth, retention and engagement on our service or on certain platforms, our relationships with advertisers and partners, and our business could be seriously harmed.Some of our software and systems contain open source software, which may pose particular risks to our proprietary applications. We use software licensed to us by third-party developers under â€œopen sourceâ€ licenses in connection with the development or deployment of our products and expect to continue to use open source software in the future. Some open source licenses contain express requirements or impose conditions, which may be triggered under certain circumstances, with respect to the exploitation of proprietary source code or other intellectual property by users of open source software. While we employ practices designed to monitor our compliance with the licenses of third-party open source software and to avoid using the open source software in a manner that would put our valuable proprietary source code at risk, there is a risk that we could have used, or may in the future use, open source software in a manner which could require us to release our proprietary source code to users of our software or to the public, require us to license our proprietary software for purposes of making modifications or derivative works, or prohibit us from charging fees for the use of our proprietary software. This could result in loss of revenue, and allow our competitors to create similar offerings with lower development costs, and ultimately could result in a loss of our competitive advantages. Furthermore, there is an increasing number of open source software license types, almost none of which have been tested in a court of law, resulting in guidance regarding the proper legal interpretation of such licenses and there is a risk that these licenses could be construed in a way that could impose unanticipated conditions or restrictions on our ability to provide or distribute our products. If we were to receive a claim of non-compliance with the terms of any of our open source licenses, we may be required to publicly release certain portions of our proprietary source code or expend substantial time and resources to re-engineer some or all of our software, which may divert resources away from our product development efforts and, as a result, adversely affect our business. In addition, we could be required to seek licenses from third parties to continue offering our products for certain uses, or cease offering the products associated with such software, which may be costly.In addition, our use of open source software may present greater risks than use of other third-party commercial software, as open source licensors generally do not provide support, warranties, indemnification or other contractual protections regarding infringement claims or the quality of the code. To the extent that our e-commerce capabilities and other business operations depend on the successful and secure operation of open source software, any undetected or unremediated vulnerabilities, errors, or defects in open source software that we use could prevent the deployment or impair the functionality of our systems and injure our reputation. In addition, the public availability of such software may make it easier for others to compromise our systems. Any of these risks could be difficult to eliminate or manage and, if not addressed, could have an adverse effect on our business.If our users do not continue to contribute content or their contributions are not perceived as valuable to other users, we may experience a decline in user growth, retention, and engagement on Snapchat, which could result in the loss of advertisers and revenue.Our success depends on our ability to provide Snapchat users with engaging content, which in part depends on the content contributed by our users. If users, including influential users such as world leaders, government officials, 68Table of Contentscelebrities, athletes, journalists, sports teams, media outlets, and brands, do not continue to contribute engaging content to Snapchat, our user growth, retention, and engagement may decline. That, in turn, may impair our ability to maintain good relationships with our advertisers or attract new advertisers, which may seriously harm our business.Differing government initiatives and restrictions in regions in which our products and services are offered could seriously harm our business.Foreign data protection, privacy, consumer protection, content regulation, and other laws and regulations are often more restrictive than those in the United States. In addition, federal, state, and local governments in the United States have taken increasingly divergent approaches to legislating, regulating, and taking enforcement action with respect to technologies that are related to our products and services, including considering or passing laws and regulations that are different than those applicable to other regions in the United States. Foreign governments may censor Snapchat in their countries, restrict access to Snapchat from their countries entirely, impose age-based restrictions on access to Snapchat, impose other restrictions that may affect their citizensâ€™ ability to

access Snapchat for an extended period of time or even indefinitely, require data localization, or impose other laws or regulations that we cannot comply with, would be difficult for us to comply with, or would require us to rebuild our products or the infrastructure for our products. Federal, state, or local governments in the United States have taken and may continue to take similar steps. Such restrictions may also be implemented or lifted selectively to target or benefit other companies or products, which may result in sudden or unexpected fluctuations in competition in regions where we operate. In addition, geo-political conflicts may cause countries to target and restrict our operations, or to promote other companiesâ€™ products in place of ours. Any restriction on access to Snapchat due to government actions or initiatives, or any withdrawal by us from certain countries or regions because of such actions or initiatives, or any increased competition due to actions and initiatives of governments would adversely affect our DAUs, including by giving our competitors an opportunity to penetrate geographic markets that we cannot access or to which they previously did not have access. As a result, our user growth, retention, and engagement may be seriously harmed, and we may not be able to maintain or grow our revenue as anticipated and our business could be seriously harmed.Our users may increasingly engage directly with our partners and advertisers instead of through Snapchat, which may negatively affect our revenue and seriously harm our business.Using our products, some partners and advertisers not only can interact directly with our users but can also direct our users to content on third-party websites or downloads of third-party applications. In addition, our users may generate content by using Snapchat features, but then share, use, or post the content on a different platform. The more our users engage with third-party websites and applications, the less engagement we may get from them, which would adversely affect the revenue we could earn from them. Although we believe that Snapchat reaps significant long-term benefits from increased user engagement with content on Snapchat provided by our partners, these benefits may not offset the possible loss of advertising revenue, in which case our business could be seriously harmed.If events occur that damage our brand or reputation, our business may be seriously harmed.We have developed a brand that we believe has contributed to our success. We also believe that maintaining and enhancing our brand is critical to expanding our user base, advertisers, and partners. Because many of our users join Snapchat on the invitation or recommendation of a friend or family member, one of our primary focuses is on ensuring that our users continue to view Snapchat and our brand favorably so that these referrals continue. Maintaining and enhancing our brand will depend largely on our ability to continue to provide useful, novel, fun, reliable, trustworthy, and innovative products, which we may not do successfully. We may introduce new products, make changes to existing products and services, or require our users to agree to new terms of service related to new and existing products that users do not like, which may negatively affect our brand in the short-term, long-term, or both. Additionally, our partnersâ€™ actions may affect our brand if users do not appreciate what those partners do on Snapchat. We may also fail to adequately support the needs of our users, advertisers, or partners, which could erode confidence in our brand. Maintaining and enhancing our brand may require us to make substantial investments and these investments may not be successful. If we fail to successfully promote and maintain our brand or if we incur excessive expenses in this effort, our business may be seriously harmed.In the past, we have experienced, and we expect that we will continue to experience, media, legislative, and regulatory scrutiny. Negative public perception regarding us (including regarding our privacy or security practices, products, corporate viewpoints, illicit use of our products, litigation, or employee matters, or regarding the actions of our founders, our partners, our users, or other companies in our industry) or unfavorable legislative, litigation, or regulatory actions could seriously harm our reputation and brand, and result in decreased revenue, fewer application installs (or 69Table of Contentsincreased application un-installs), or declining engagement or growth rates. For example, new laws may increase the minimum age at which individuals are able to access our products or require parental consent for the use of our products. In addition, parental or general public perception of our industry or Snapchat in particular could adversely affect the size, demographics, engagement, and loyalty of our user base, any of which could seriously harm our business.Expanding and operating in international markets requires significant resources and management attention. If we are not successful in expanding and operating our business in international markets, we may incur significant costs, damage our brand, or need to lay off team members in those markets, any of which may seriously harm our business.We have expanded to new international markets and are growing our operations in existing international markets, which may have very different cultures and commercial, legal, and regulatory systems than where we predominantly operate. In connection with our international expansion and growth, we also hire new team members in many of these markets. This international expansion may:â€¢impede our ability to continuously monitor the performance of all of our team members;â€¢result in hiring of team members who may not yet fully understand our business, products, and culture; orâ€¢cause us to expand in markets that may lack the culture and infrastructure needed to adopt our products.These issues may eventually lead to turnover or layoffs of team members in these markets and may harm our ability to grow our business in these markets. In addition, scaling our business to international markets imposes complexity on our business, and requires additional financial, legal, and management resources. We may not be able to manage growth and expansion effectively, which could damage our brand, result in significant costs, and seriously harm our business. For example, we recently undertook a broad strategic reprioritization to focus on our top priorities, improve cost efficiencies, and drive toward profitability and positive free cash flow. As we continue to adapt and update our business model and priorities, we may make additional restructurings, reprioritizations, or workforce reductions in the future. Any such changes could disrupt our operations, increase costs, make it harder to service our users or customers, adversely impact employee retention, hiring and morale, negatively impact our reputation, or distract management, any of which could seriously harm our business.Additionally, because we have team members internationally, we are exposed to political, social, and economic instability in additional countries and regions. Our products are highly technical and may contain undetected software vulnerabilities, bugs, or hardware errors, which could manifest in ways that could seriously harm our reputation and our business.Our products are highly technical and complex. Snapchat, our other products, or products we may introduce in the future, may contain undetected software bugs, hardware errors, and other vulnerabilities. These bugs and errors can manifest in any number of ways in our products, including through diminished performance, security vulnerabilities, malfunctions, or even permanently disabled products. We have a practice of updating our products, but some errors in our products may be discovered only after a product has been released or shipped and used by users, and may in some cases be detected only under certain circumstances or after extended use. While we maintain an application security program designed to detect and remediate bugs and vulnerabilities in our products prior to their launch and a bug bounty program to allow security researchers to assist us in identifying vulnerabilities in our products before they are exploited by malicious threat actors, there is no guarantee that we will be able to discover and remediate vulnerabilities or threats to our products, including in a timely manner. We may be unable to detect bugs, vulnerabilities or threats because no testing can reveal all bugs and vulnerabilities in highly technical and complex products that are constantly evolving, cyber threat actors are developing sophisticated and often undisclosed exploit development tools and techniques, and vulnerabilities in open source and third-party software that may be included in our products are disclosed daily. Any errors, bugs, or vulnerabilities discovered in our products or code (particularly after release) could damage our reputation, result in a security incident (and attendant consequences), drive away users, lower revenue, and expose us to litigation claims or regulatory investigations or enforcement actions, any of which could seriously harm our business. We may also experience delays in developing and deploying remedial measures and patches designed to address identified vulnerabilities.Spectacles, as an eyewear product, is regulated by the U.S. Food and Drug Administration, or the FDA, and may malfunction in a way that results in physical harm to a user or others around the user. We offer a limited one-year warranty in the United States and a limited two-year warranty in Europe, and any such defects discovered in our products after commercial release could result in a loss of sales and users, which could seriously harm our business. Moreover, certain jurisdictions in which we operate require manufacturers of connected devices to comply with legal and contractual 70Table of Contentsobligations that govern the way data generated by such connected devices is shared and used. If we are unable to comply with these requirements in a timely manner, or if we face technical difficulties in the implementation of some requirements, we could become subject to investigations and enforcement actions, which could require additional financial and management resources.We may face claims for product liability, tort, or breach of warranty, or experience product recalls. For example, in the first quarter of 2024, we voluntarily decided to recall our Pixy drone product and refund consumers after determining that, in a very small number of cases, the batteries overheated. The product had been discontinued in August 2022. Our product contracts with users contain provisions relating to warranty disclaimers and liability limitations, which may not be upheld. In addition, our liability insurance coverage may prove inadequate or future coverage may be unavailable on acceptable terms or at all. The occurrence of any of these events could increase our costs, divert management attention, and seriously harm our reputation and our business.We have been, are currently, and may in the future be subject to regulatory inquiries, investigations, and proceedings which could cause us to incur substantial costs or require us to change our business practices in a way that could seriously harm our business.We have been, are currently, and may in the future be subject to inquiries, investigations, and proceedings instituted by government entities on a variety of topics, including data privacy, AI, safety, law enforcement, consumer protection, civil rights, content moderation, and the use of our platform for illegal purposes. We regularly report information about our business to federal, state, and foreign regulators in the ordinary course of operations and have, and may in the future, receive additional requests for information regarding our business practices. These actions, including any potential unfavorable outcomes, and our compliance with any associated regulatory orders, consent decrees, or settlements, may require us to change our products, product offerings and features, policies or practices, subject us to substantial monetary fines or other penalties or sanctions, result in increased operating costs, divert managementâ€™s attention, harm our reputation, and require us to incur significant legal and other expenses, any of which could seriously harm our business.We are currently, and expect to be in the future, party to patent lawsuits and other intellectual property claims that are expensive and time-consuming. If resolved adversely, these lawsuits and claims could seriously harm our business.Companies in the mobile, camera, communication, media, internet, artificial intelligence, augmented reality, and other technology-related industries own large numbers of patents, copyrights, trademarks, trade secrets, and other intellectual property rights, and frequently enter into litigation based on allegations of infringement, misappropriation, or other violations of intellectual property or other rights. In addition, various â€œnon-practicing entitiesâ€ and other entities that own patents, copyrights, trademarks, trade secrets, and other intellectual property rights often attempt to aggressively assert their rights to extract value from technology companies. Furthermore, from time to time we may introduce new products or make other business changes, including in areas where we currently do not compete, which could increase our exposure to patent, copyright, trademark, trade secret, and other intellectual property rights claims from competitors and non-practicing entities. We have been subject to, and expect to continue to be subject to, claims and legal proceedings from holders of patents, trademarks, copyrights, trade secrets, and other intellectual property rights alleging that some of our products or content infringe their rights. An unfavorable outcome in any of these lawsuits could seriously harm our business. If these or other matters continue in the future or we need to enter into licensing arrangements, which may not be available to us or on terms favorable to us, it may increase our costs and decrease the value of our products, and our business could be seriously harmed. If a third party does not offer us a license to its intellectual property on commercially reasonable terms, or at all, we may be required to develop, acquire or license alternative, non-infringing technology, which could require significant time, effort, and expense, and may ultimately not be successful. Any of these events would adversely affect our business.Moreover, we may not be aware if our platform is infringing, misappropriating, or otherwise violating third-party intellectual property rights, and third parties may bring claims alleging such infringement, misappropriation, or violation. Because patent applications can take years to issue and are often afforded confidentiality for some period of time, there may currently be pending applications, unknown to us, that later result in issued patents that could cover one or more of our products and there is also a risk that we could adopt a technology without knowledge of a pending patent application, which technology would infringe a third-party patent once that patent is issued. Moreover, the law continues to evolve and be applied and interpreted by courts in novel ways that we may not be able to adequately anticipate, and such changes may subject us to additional claims and liabilities. In a patent infringement claim against us, we may assert, as a defense, that we do not infringe the relevant patent claims, that the patent is invalid or both. The strength of our defenses will depend on the patents asserted, the interpretation of these patents and our ability to invalidate the asserted patents. However, we could be unsuccessful in advancing non-infringement or invalidity arguments in our defense. In the United States, issued patents enjoy a presumption of validity, and the party challenging the validity of a patent claim must present clear and convincing 71Table of Contentsevidence of invalidity, which is a high burden of proof. Conversely, the patent owner need only prove infringement by a preponderance of the evidence, which is a lower burden of proof. Intellectual property claims, whether or not successful, could divert management time and attention away from our business and harm our reputation and financial condition. Moreover, there could be public announcements of the results of hearings, motions or other interim proceedings or developments and if securities analysts or investors perceive these results to be negative, it could have a substantial adverse effect on our business.We are currently, and expect to be in the future, party to lawsuits contending that we should be legally responsible for content created by our users or harms experienced by our users. These lawsuits can be expensive and time-consuming. If resolved adversely, these lawsuits and claims could seriously harm our business.We rely on a variety of Constitutional, statutory, and common-law frameworks that provide that we are not legally responsible for content created by our users, including the Digital Millennium Copyright Act, the Communications Decency Act, or CDA, the First Amendment, and the fair-use doctrine. However, these provisions, statutes, and doctrines are subject to uncertain judicial interpretation and regulatory and legislative amendments. For example, the U.S. Congress amended the CDA in 2018 in ways that could expose some Internet platforms to an increased risk of litigation. In addition, the U.S. Congress and the Executive branch have proposed further changes or amendments to the CDA each year since 2019 including, among other things, proposals that would narrow the scope of CDA protection, expand government enforcement power relating to content moderation concerns, or repeal the CDA altogether. Some U.S. states have also enacted or proposed legislation that would undercut, or conflict with, the CDAâ€™s protections and implicate U.S. constitutional protections. Some of these state-specific laws grant individuals a private right of action to sue to enforce these laws, with statutory damages. Although such state laws have been or can be expected to be challenged in court, if these laws were upheld or if additional similar laws or the changes or amendments to the CDA proposed by the U.S. Congress and the Executive branch were enacted, such changes may decrease the protections provided by the CDA or previously accepted U.S. constitutional protections and expose us to lawsuits, penalties, and additional compliance obligations. If courts begin to interpret the CDA more narrowly than they have historically done, this could expose us to additional lawsuits and potential judgments and seriously harm our business. Moreover, some of these statutes and doctrines that we rely on provide protection only or primarily in the United States. If the rules around these doctrines change, if international jurisdictions refuse to apply similar protections, or if a court were to disagree with our application of those rules to our service, we could incur liability or be required to make significant changes to our products, business practices, or operations, and our business could be seriously harmed.Notwithstanding these Constitutional, statutory, and common-law protections, we have faced, currently face, and will continue to face claims relating to information that is published or made available on our products, including Snapchat. In particular, the nature of our business exposes us to claims related to defamation, intellectual property rights, rights of publicity and privacy, and personal injury torts. For example, we do not monitor or edit the vast majority of content that is communicated through Snapchat, and such content has, and may in the future, expose us to lawsuits. Specifically, we are currently facing several lawsuits alleging that we are liable for allowing users to communicate with each other, and that those communications sometimes result in harm. In addition, other lawsuits allege that the design of our platform and those of our competitors is addictive and harmful to minor usersâ€™ mental health. Other plaintiffs have argued that we should be legally responsible for fentanyl overdoses or poisoning if communications about a drug transaction occurred on our platform. We believe we have meritorious defenses to these lawsuits, but litigation is inherently uncertain. Unfavorable outcomes could seriously harm our business. These actions, including any potential unfavorable outcomes, and our compliance with any associated court orders or settlements, may require us to change our policies or practices, subject us to substantial monetary judgments, fines, penalties, or sanctions, result in increased operating costs, divert managementâ€™s attention, harm our reputation, and require us to incur significant legal and other expenses, any of which could seriously harm our business. Even if the outcome of any such litigation or claim is favorable, defending against such lawsuits is costly and can impose a significant burden on management and employees. We may also receive unfavorable preliminary, interim, or final rulings in the course of litigation.This risk is enhanced in certain jurisdictions outside the United States where our protection from liability for third-party actions may be less than the protection that exists in the United States. For example, in April 2019, the European Union passed a directive expanding online platform liability for copyright infringement and regulating certain uses of news content online, which member states were required to implement by June 2021. In addition, legislation in Germany may impose significant fines for failure to comply with certain content removal and disclosure obligations. Numerous other countries in Europe, the Middle East, Asia-Pacific, and Latin America are considering or have implemented similar legislation imposing penalties for failure to remove certain types of content or follow certain processes.72Table of ContentsWe could incur significant costs investigating and defending such claims and, if we are found liable, significant damages, or license costs. We could also face fines or orders restricting or blocking our services in particular geographies as a result of content hosted on our services. If any of these events occur, we may incur significant costs or be required to make significant

changes to our products, business practices, or operations and our business could be seriously harmed.From time to time, we are involved in class-action lawsuits and other litigation matters that are expensive and time-consuming and could seriously harm our business.We are involved in numerous lawsuits, including putative class-action lawsuits brought by users and investors, some of which may claim statutory damages. We anticipate that we will continue to be a target for lawsuits in the future. Because we have millions of users, class-action lawsuits against us that are purportedly filed by or on behalf of users typically claim enormous monetary damages in the aggregate even if the alleged per-user harm is small or non-existent. Similarly, because we have a large number of stockholders, class-action lawsuits on securities theories typically claim enormous monetary damages in the aggregate even if the alleged loss per stockholder is small. For example, in November 2021, we, and certain of our officers, were named as defendants in a securities class-action lawsuit in federal court purportedly brought on behalf of purchasers of our Class A common stock. The lawsuit alleges that we and certain of our officers made false or misleading statements and omissions concerning the impact that Appleâ€™s App Tracking Transparency, or ATT, framework would have on our business.We believe we have meritorious defenses to these lawsuits, but litigation is inherently uncertain and an unfavorable outcome could seriously harm our business. Any litigation to which we are a party may result in an onerous or unfavorable judgment that might not be reversed on appeal, or we may decide to settle lawsuits on adverse terms. Any such negative outcome could result in payments of substantial monetary damages or fines, or changes to our products or business practices, and seriously harm our business. Even if the outcome of any such litigation or claim is favorable, defending against such lawsuits is costly and can impose a significant burden on management and employees. We may also receive unfavorable preliminary, interim, or final rulings in the course of litigation.We plan to continue expanding our international operations, including in markets where we have limited operating experience and may be subject to increased business and economic risks that could seriously harm our business.We plan to continue expanding our business operations abroad and to enter new international markets and expand our operations in existing international markets, where in some cases we have limited or no experience in marketing, selling, and deploying our products and advertisements. Our limited experience and infrastructure in such markets, or the lack of a critical mass of users in such markets, may make it more difficult for us to effectively monetize any increase in DAUs in those markets, and may increase our costs without a corresponding increase in revenue. If we fail to deploy or manage our operations in international markets successfully, our business may suffer. We do not currently enter into foreign currency exchange contracts, which means our business, financial condition, and operating results may be impacted by fluctuations in the exchange rates of the currencies in which we do business. In the future, as our international operations increase, or more of our revenue agreements or operating expenses are denominated in currencies other than the U.S. dollar, these impacts may become material. In addition, as our international operations and sales continue to grow, we are subject to a variety of risks inherent in doing business internationally, including:â€¢political, social, and economic instability, including war and other armed conflict, and significant political developments or disruptions in foreign jurisdictions;â€¢risks related to the legal and regulatory environment in foreign jurisdictions, including with respect to privacy, rights of publicity, content, data protection, cybersecurity, intellectual property, health and safety, competition, protection of minors, consumer protection, employment, money transmission, import and export restrictions, gift cards, electronic funds transfers, anti-money laundering, advertising, algorithms, encryption, and taxation, and unexpected changes in laws, regulatory requirements, and enforcement;â€¢potential damage to our brand and reputation due to compliance with local laws, including potential censorship and requirements to provide user information to local authorities;â€¢fluctuations in currency exchange rates;â€¢higher levels of credit risk and payment fraud;â€¢complying with tax requirements of multiple jurisdictions;â€¢enhanced difficulties of integrating any foreign acquisitions;73Table of Contentsâ€¢complying with a variety of foreign laws, including certain employment laws requiring national collective bargaining agreements that set minimum salaries, benefits, working conditions, and termination requirements;â€¢complying with a variety of foreign disclosure and reporting obligations, including those related to environmental, social, and corporate governance impacts and security breaches; â€¢reduced protection for intellectual-property rights in some countries;â€¢difficulties in staffing and managing global operations and the increased travel, infrastructure, and compliance costs associated with multiple international locations;â€¢regulations that might add difficulties in repatriating cash earned outside the United States and otherwise preventing us from freely moving cash;â€¢import and export restrictions and changes in trade regulation;â€¢complying with statutory equity requirements;â€¢complying with the U.S. Foreign Corrupt Practices Act, the U.K. Bribery Act, and similar laws in other jurisdictions; andâ€¢export controls and economic sanctions administered by the Department of Commerce Bureau of Industry and Security, the Treasury Departmentâ€™s Office of Foreign Assets Control, or other similar foreign regulatory bodies.If we are unable to expand internationally and manage the complexity of our global operations successfully, our business could be seriously harmed.We plan to continue to make acquisitions and strategic investments in other companies, which could require significant management attention, disrupt our business, dilute our stockholders, and seriously harm our business.As part of our business strategy, we have made and intend to make acquisitions to add specialized team members and complementary companies, products, and technologies, as well as investments in public and private companies in furtherance of our strategic objectives. Our ability to acquire and successfully integrate larger or more complex companies, products, and technologies is unproven. In the future, we may not be able to find other suitable acquisition or investment candidates, and we may not be able to complete acquisitions or investments on favorable terms, if at all. Our previous and future acquisitions and investments may not achieve our goals, and any future acquisitions or investments we complete could be viewed negatively by users, advertisers, partners, or investors. In addition, if we fail to successfully close transactions, integrate new teams, or integrate the products, technologies, and systems associated with these acquisitions into our company, our business could be seriously harmed. Any integration process may require significant time and resources, and we may not be able to manage the process successfully. For example, future or past business transactions could expose us to additional cybersecurity risks and vulnerabilities, as our systems could be negatively affected by vulnerabilities present in acquired or integrated entitiesâ€™ systems and technologies. We may not successfully evaluate or use the acquired products, technology, and personnel, or accurately forecast the financial impact of an acquisition or investment transaction, including accounting charges. We may also incur unanticipated liabilities and litigation exposure that we assume as a result of acquiring companies. We may have to pay cash, incur debt, or issue equity securities to pay for any acquisition or investment, any of which could seriously harm our business. Selling or issuing equity to finance or carry out any such acquisition or investment would also dilute our existing stockholders. Incurring debt would increase our fixed obligations and could also include covenants or other restrictions that would impede our ability to manage our operations.In addition, it generally takes several months after the closing of an acquisition to finalize the purchase price allocation. Therefore, it is possible that our valuation of an acquisition may change and result in unanticipated write-offs or charges, impairment of our goodwill, or a material change to the fair value of the assets and liabilities associated with a particular acquisition, any of which could seriously harm our business. The strategic investments we make in public and private companies around the world range from early-stage companies still defining their strategic direction to mature companies with established revenue streams and business models. Many of the instruments in which we invest are non-marketable and illiquid at the time of our initial investment, and our ability to realize a return on our investment, if any, is typically dependent on the issuer participating in a liquidity event, such as a public offering or acquisition. We are not always able to achieve a return on our investments in a timely fashion, if at all, even for those companies that have achieved a liquidity event. To the extent any of the companies in 74Table of Contentswhich we invest are not successful, which can include failures to achieve business objectives as well as bankruptcy, we could recognize an impairment or lose all or part of our investment. Our acquisition and investment strategy may not succeed if we are unable to remain attractive to target companies or expeditiously close transactions. For example, if we develop a reputation for being a difficult acquirer or having an unfavorable work environment, or target companies view our non-voting Class A common stock unfavorably, we may be unable to source and close acquisition targets. In addition, members of the U.S. administration and Congress have proposed new legislation, and the U.S. Federal Trade Commission and Department of Justice have adopted new procedures, that could limit, hinder, or delay the acquisition process and target opportunities. If we are unable to consummate key acquisition transactions essential to our corporate strategy, it may limit our ability to grow or compete effectively and our business may be seriously harmed. If our goodwill or intangible assets become impaired, we may be required to record a significant charge to earnings, which could seriously harm our business.Under U.S. generally accepted accounting principles, or GAAP, we review our intangible assets for impairment when events or changes in circumstances indicate the carrying value may not be recoverable. Goodwill is required to be tested for impairment at least annually. As of SeptemberÂ 30, 2024, we had recorded a total of $1.8 billion of goodwill and intangible assets, net related to our acquisitions. An adverse change in market conditions, particularly if such change has the effect of changing one of our critical assumptions or estimates, could result in a change to the estimation of fair value that could result in an impairment charge to our goodwill or intangible assets. Any such material charges may seriously harm our business.Our use of equity awards to compensate and motivate our employees causes dilution to existing stockholders. Efforts to manage this dilution are likely to reduce the amount of cash we have available for other purposes.We use equity awards that vest over multiple years to compensate and motivate our employees. When our employee equity awards vest, we typically withhold taxes and remit them, along with any employee and employer social security contributions, to relevant taxing authorities on behalf of team members and, where applicable, their employers. While the issuance of stock-based compensation to our employees does not deplete our cash balance, it is dilutive to existing stockholders. To help manage and mitigate this dilution, we can choose to use our existing cash to fund the withholding and remittance obligations on equity awards when they vest (instead of selling a portion of the vested equity award on behalf of our employees), or engage in stock repurchases. However, doing so would reduce the amount of cash we have available to fund working capital, capital expenditures, strategic acquisitions or business opportunities, and other general corporate purposes and may increase stock price volatility. If we were to elect to satisfy tax withholding and remittance obligations in whole or in part by drawing on our revolving credit facility, our interest expense and principal repayment requirements could increase significantly, which could seriously harm our business.There are numerous risks associated with our internal and contract manufacturing of our physical products and components. If we encounter problems with either our internal or contract manufacturing, we may not deliver our products within specifications or on time, which may seriously harm our business.Manufacturing processes are highly complex, require advanced and costly equipment, and must be continuously modified to improve yields and performance. We largely rely on third-party suppliers and contract manufacturers in connection with the production of our own physical products and components. We and our contract manufacturers are all vulnerable to capacity constraints and reduced component availability, and have limited control over delivery schedules, manufacturing yields, and costs, particularly when components are in short supply, or if we introduce a new product or feature. In addition, we have limited control over our suppliersâ€™ and manufacturersâ€™ quality systems and controls, and therefore must rely on them to meet our quality and performance standards and specifications. Delays, component shortages, including custom components that are manufactured for us at our direction, global trade conditions and agreements, and other manufacturing and supply problems could impair the distribution of our products and ultimately our brand. For example, the United States has threatened tougher trade terms with China and other countries, leading to the imposition, or potential future imposition, of substantially higher U.S. Section 301 tariffs on certain imports from China, which may adversely affect our products and seriously harm our business.Furthermore, any adverse change in our suppliersâ€™ or contract manufacturersâ€™ financial or business condition or our relationship with them could disrupt our ability to supply our products. If we change our suppliers or contract 75Table of Contentsmanufacturers, or shift to more internal manufacturing operations, we may lose revenue, incur increased costs, and damage our reputation and brand. Qualifying and commencing operations with a new supplier or contract manufacturer is expensive and time-consuming. In addition, if we experience increased demand for our products, we may need to increase our material or component purchases, internal or contract-manufacturing capacity, and internal test and quality functions. The inability of our suppliers or contract manufacturers to provide us with adequate high-quality materials and products could delay our order fulfillment, and may require us to change the design of our products to meet this increased demand. Any redesign may require us to re-qualify our products with any applicable regulatory bodies or customers, which would be costly and time-consuming. This may lead to unsatisfied customers and users and increase costs to us, which could seriously harm our business. As we increase or acquire additional manufacturing capacity, we are subject to many complex and evolving environmental, health, and safety laws, regulations, and rules in each jurisdiction in which we operate. If we fail to comply with any such laws and regulations, then we could incur regulatory penalties, fines, and legal liabilities, suspension of production, significant compliance requirements, alteration of our manufacturing processes, or restrictions on our ability to modify or expand our facilities, any of which could seriously harm our business. In addition, any errors or defects in any parts or technology incorporated into our products could result in product failures or recalls that could seriously harm our business. Further, any defect in manufacturing, design, or other could cause our products to fail or render them permanently inoperable. As a result of such product failures or recalls, we may have to replace or offer refunds for these products at our sole cost and expense, face litigation, including class-action lawsuits, or be subject to other liabilities. Should we have a widespread problem of this kind, the reputational damage and the cost of replacing these products, or other liabilities, could seriously harm our business.Some of our products are in regulated industries. Clearances to market regulated products can be costly and time-consuming, and we may not be able to obtain these clearances or approvals on a timely basis, or at all, for future products.The FDA and other state and foreign regulatory agencies regulate Spectacles. We may develop future products that are regulated as medical devices by the FDA or regulated by other governmental agencies. Government authorities, primarily the FDA and corresponding regulatory agencies, regulate the medical device industry. Unless there is an exemption, we must obtain regulatory approval from the FDA and corresponding agencies, or other applicable governmental authorities, before we can market or sell a new regulated product or make a significant modification to an existing product. Obtaining regulatory clearances to market a medical device or other regulated products can be costly and time-consuming, and we may not be able to obtain these clearances or approvals on a timely basis, or at all, for future products. Any delay in, or failure to receive or maintain, clearance or approval for any products under development could prevent us from launching new products. We could seriously harm our business and the ability to sell our products if we experience any product problems requiring reporting to governmental authorities, if we fail to comply with applicable federal, state, or foreign agency regulations, or if we are subject to enforcement actions such as fines, civil penalties, injunctions, product recalls, or failure to obtain regulatory clearances or approvals.We have faced inventory risk with respect to our physical products.We have been and may in the future be exposed to inventory risks related to our physical products as a result of rapid changes in product cycles and pricing, defective merchandise, changes in consumer demand and consumer spending patterns, changes in consumer tastes with respect to our products, and other factors. We try to accurately predict these trends and avoid overstocking or understocking inventory. Demand for products, however, can change significantly between the time inventory or components are ordered and the date of sale. The acquisition of certain types of inventory or components may require significant lead-time and prepayment and they may not be returnable. Failure to manage our inventory, supplier commitments, or customer expectations could seriously harm our business.Risks Related to Credit and FinancingWe have offered and may continue to offer credit to our partners to stay competitive, and as a result we may be exposed to credit risk of some of our partners, which may seriously harm our business.We engage in business with some of our partners on an open credit basis. While we attempt to monitor individual partner payment capability when we grant open credit arrangements and maintain allowances we believe are adequate to cover exposure for doubtful accounts, we cannot assure investors these programs will be effective in managing our credit risks in the future. This may be especially true as our business grows and expands, we engage with partners that have limited operating history, or we engage with partners that we may not be familiar with. If we are unable to adequately control these risks, our business could be seriously harmed.76Table of ContentsOperating our business requires a significant amount of cash, and we may not have sufficient cash flow from our business to pay the Convertible Notes, and any other debt when due, which may seriously harm our business.Our ability to make principal or interest payments on, or to refinance, the Convertible Notes or other indebtedness depends on our future performance, which is subject to many factors beyond our control. Our business may not generate sufficient cash flow from operations in the future to service our debt and business. If we are unable to generate such cash flow, we may be required to adopt one or more alternatives, such as selling assets, restructuring debt, obtaining additional debt financing, or issuing additional equity securities, any of which may be on terms that are not favorable to us or, in the case of equity securities, highly dilutive to our stockholders. The Convertible Notes will mature beginning in May 2025, unless earlier converted, redeemed, or repurchased. Our ability to repay or refinance the Convertible Notes or our other indebtedness will depend on various factors, including the accessibility of capital markets, our business, and our financial condition at such time. We may not be able to engage in any of these activities or on desirable terms, which could result in a default on our debt obligations. In addition, our existing and future debt agreements, including the Convertible Notes and Credit Facility, may contain restrictive covenants that may prohibit us from adopting any of these alternatives. Our failure to comply with these covenants could result in an event of default which, if not cured or waived, could result in the acceleration of our debt, and would seriously harm our business.In addition, holders of the Convertible Notes have the right to require us to repurchase all or a portion of the Convertible Notes on the occurrence of a fundamental change at a repurchase price

equal to 100% of the principal amount of the Convertible Notes to be repurchased, plus accrued and unpaid interest, if any, to, but excluding, the fundamental change repurchase date. Further, if a make-whole fundamental change as defined in each of the indentures governing the Convertible Notes, or the Indentures, occurs prior to the maturity date of the Convertible Notes, we will in some cases be required to increase the conversion rate for a holder that elects to convert its Convertible Notes in connection with such make-whole fundamental change. On the conversion of the Convertible Notes, unless we elect to deliver solely shares of our Class A common stock to settle such conversion (other than paying cash in lieu of delivering any fractional share), we will be required to make cash payments for the Convertible Notes being converted. However, we may not have enough available cash or be able to obtain financing at the time we are required to make such repurchases of the Convertible Notes surrendered or pay cash with respect to the Convertible Notes being converted.If we default on our credit obligations, our operations may be interrupted and our business could be seriously harmed.We have a Credit Facility that we may draw on to finance our operations, acquisitions, and other corporate purposes. If we default on these credit obligations, our lenders may:â€¢require repayment of any outstanding amounts drawn on our Credit Facility;â€¢terminate our Credit Facility; orâ€¢require us to pay significant damages.If any of these events occur, our operations may be interrupted and our ability to fund our operations or obligations, as well as our business, could be seriously harmed. In addition, our Credit Facility contains operating covenants, including customary limitations on the incurrence of certain indebtedness and liens, restrictions on certain intercompany transactions, and limitations on the amount of dividends and stock repurchases. Our ability to comply with these covenants may be affected by events beyond our control, and breaches of these covenants could result in a default under the Credit Facility and any future financial agreements into which we may enter. If not waived, defaults could cause our outstanding indebtedness under our outstanding Convertible Notes or our Credit Facility, including any future financing agreements that we may enter into, to become immediately due and payable. For more information on our Credit Facility, see â€œManagementâ€™s Discussion and Analysis of Financial Condition and Results of Operationsâ€”Liquidity and Capital Resources.â€We cannot be certain that additional financing will be available on reasonable terms when needed, or at all, which could seriously harm our business.We have historically incurred net losses and negative cash flow from operations, and we may not attain and sustain profitability in future periods. As a result, we may need additional financing. Our ability to obtain additional financing, if and when required, will depend on investor demand, our operating performance, our credit rating, the condition of the capital markets, and other factors. To the extent we use available funds or draw on our Credit Facility, we may need to raise additional funds and we cannot assure investors that additional financing will be available to us on favorable terms when required, or at all. If we raise additional funds through the issuance of equity, equity-linked, or debt 77Table of Contentssecurities, those securities may have rights, preferences, or privileges senior to the rights of our Class A common stock, and our existing stockholders may experience dilution. In the event that we are unable to obtain additional financing on favorable terms, our interest expense and principal repayment requirements could increase significantly, which could seriously harm our business. In addition, our ability to draw on our Credit Facility relies on our lenders under that facilityâ€™s continued operation and ability to fund.Risks Related to TaxesExisting, new, and proposed tax laws and regulations that would affect the U.S. or foreign taxation of business activities, including the imposition of, or increase in, tax based on gross revenue, could seriously harm our business, or the financial markets and the market price of our Class A common stock.Reforming the taxation of international businesses has been a priority for politicians at a global level, and a wide variety of changes have been proposed or enacted. Due to the large and expanding scale of our international business activities, any changes in the taxation of such activities may increase our tax expense, the amount of taxes we pay, or both, and seriously harm our business. For example, legislation commonly referred to as the Tax Cuts and Jobs Act, which was enacted in December 2017, significantly reformed the U.S. Internal Revenue Code of 1986, as amended, or the Code. The Tax Cuts and Jobs Act put into effect significant changes to U.S. taxation of international business activities, including lowering U.S. federal corporate income tax rates, changing the utilization of future net operating loss carryforwards, allowing certain capital expenditures to be expensed, eliminating the option to currently deduct research and development expenditures and requiring taxpayers to capitalize and amortize U.S.-based and non-U.S.-based research and development expenditures over five and fifteen years, respectively. In August 2022, the Inflation Reduction Act, or the IRA, was enacted, the provisions of which include a minimum tax equal to 15% of the adjusted financial statement income of certain large corporations, as well as a 1% excise tax on certain share buybacks by public corporations that would be imposed on such corporations. It is possible that changes or interpretations under the Tax Cuts and Jobs Act, the IRA, or other tax legislation could increase our future tax liability, which could in turn adversely impact our business and future profitability. In addition, many jurisdictions and intergovernmental organizations have implemented or are in the process of implementing proposals that have changed (or are likely to change) various aspects of the existing framework under which our tax obligations are determined in many of the jurisdictions in which we do business and in which our users are located. Some jurisdictions have enacted, in some cases with retroactive effect, and others have proposed, taxes on digital services that are based on gross receipts generated from users or customers in those jurisdictions, regardless of profitability. In addition, the Organisation for Economic Co-operation and Development, or the OECD, has led international efforts to devise, and to implement on a permanent basis, a two-pillar solution to address the tax challenges arising from the digitalization of the economy. Pillar One focuses on nexus and profit allocation, and Pillar Two provides for a global minimum effective corporate tax rate of 15%. Pillar One would apply to multinational enterprises with annual global revenue above 20 billion euros and profitability above 10%, with the revenue threshold potentially reduced to 10 billion euros in the future. While it remains uncertain whether Pillar One will be adopted, based on these thresholds, we currently expect to be outside the scope of the Pillar One proposals, though we anticipate that we will be subject to Pillar One in the future if it is ultimately adopted and if our global revenue exceeds the Pillar One thresholds. A number of countries, including the United Kingdom, have enacted legislation to implement core elements of the Pillar Two proposal from the start of 2024. Further widespread implementation of Pillar Two is anticipated, with incremental aspects of the legislation potentially starting in 2025. While we do not expect a resulting material change to our income tax provision for the current year, such implementation could impact the amount of tax we have to pay and cause us to incur additional material costs and expenditures in the future to ensure compliance with any such rules in each of the relevant jurisdictions within which we carry on our business.We continue to examine the impact these and other tax reforms may have on our business. The impact of these and other tax reforms is uncertain and one or more of these or similar measures could seriously harm our business.We may have exposure to greater-than-anticipated tax liabilities, which could seriously harm our business.Our income tax obligations are based on our corporate operating structure and third-party and intercompany arrangements, including the manner in which we develop, value, and use our intellectual property and the valuations of our intercompany transactions. The tax laws applicable to our international business activities, including the laws of the United States and other jurisdictions, are subject to change and uncertain interpretation. The taxing authorities of the jurisdictions in which we operate may challenge our methodologies for valuing developed technology, intercompany arrangements, or transfer pricing, which could increase our worldwide effective tax rate and the amount of taxes we pay and seriously harm our business. Taxing authorities may also determine that the manner in which we operate our business is not consistent 78Table of Contentswith how we report our income, which could increase our effective tax rate and the amount of taxes we pay and seriously harm our business. In addition, our future income taxes could fluctuate because of earnings being lower than anticipated in jurisdictions that have lower statutory tax rates and higher than anticipated in jurisdictions that have higher statutory tax rates, by changes in the valuation of our deferred tax assets and liabilities, or by changes in tax laws, regulations, or accounting principles. We are subject to regular review and audit by U.S. federal and state and foreign tax authorities. Any adverse outcome from a review or audit could seriously harm our business. In addition, determining our worldwide provision for income taxes and other tax liabilities requires significant judgment by management, and there are many transactions where the ultimate tax determination is uncertain. Although we believe that our estimates are reasonable, the ultimate tax outcome may differ from the amounts recorded in our financial statements for such periods and may seriously harm our business.Our ability to use our net operating loss carryforwards and certain other tax attributes may be limited, each of which could seriously harm our business.As of December 31, 2023, we had U.S. federal net operating loss carryforwards of approximately $6.7Â billion and state net operating loss carryforwards of approximately $4.5Â billion, as well as U.K. net operating loss carryforwards of approximately $4.5Â billion. We also accumulated U.S. federal and state research tax credits of $816.6Â million and $478.9Â million, respectively, as of December 31, 2023. Under Sections 382 and 383 of the Code, if a corporation undergoes an â€œownership change,â€ the corporationâ€™s ability to use its pre-change net operating loss carryforwards and other pre-change tax attributes, such as research tax credits, to offset its post-change income and taxes may be limited. In general, an â€œownership changeâ€ occurs if there is a cumulative change in our ownership by â€œ5% shareholdersâ€ that exceeds 50 percentage points over a rolling three-year period. Similar ownership change rules may apply under U.S. state tax laws, as well as in the United Kingdom and other jurisdictions where we have loss carryforwards. In the event that we experience one or more ownership changes as a result of transactions in our stock, then we may be limited in our ability to use our net operating loss carryforwards and other tax assets to reduce taxes owed on the net taxable income that we earn.For U.S. federal income tax purposes, net operating losses arising in tax years beginning before January 1, 2018 can be carried forward to the earlier of the next subsequent twenty tax years or until such losses are fully utilized. Net operating losses arising in tax years beginning after December 31, 2017 are not subject to the twenty-year limitation, but our use of such net operating losses in a tax year may not exceed 80% of such yearâ€™s taxable income. Certain U.S. states have imposed additional limitations on the use of state net operating loss carryforwards. U.S. federal research tax credits can be carried forward to the earlier of the next subsequent twenty tax years or until such credits are fully utilized, and use of those credits generally cannot exceed 75% of the net income tax liability for such tax year. In the United Kingdom, net operating loss carryforwards can be carried forward indefinitely; however, use of such carryforwards in a given year is generally limited to 50% of such yearâ€™s taxable income and may be subject to ownership change rules that restrict the use of net operating loss carryforwards.Any limitations on the ability to use our net operating loss carryforwards and other tax assets, as well as the timing of any such use, could seriously harm our business.Our operating results may be negatively affected if we are required to pay additional sales and use tax, value added tax, digital services tax, or other transaction taxes, and we could be subject to liability with respect to all or a portion of past or future sales.We currently collect and remit sales and use, value added and other transaction taxes in certain of the jurisdictions where we do business based on our assessment of the amount of taxes owed by us in such jurisdictions. However, in some jurisdictions in which we do business, we do not believe that we owe such taxes, and therefore we currently do not collect and remit such taxes in those jurisdictions or record contingent tax liabilities in respect of those jurisdictions. A successful assertion that we are required to pay additional taxes in connection with sales of our products and solutions, or the imposition of new laws or regulations or the interpretation of existing laws and regulations requiring the payment of additional taxes, would result in increased costs and administrative burdens for us. If we are subject to additional taxes, including digital services taxes, and determine to offset such increased costs by collecting and remitting such taxes from our customers, or otherwise passing those costs through to our customers, companies may be discouraged from purchasing our products and solutions. Any increased tax burden may decrease our ability or willingness to compete in relatively burdensome tax jurisdictions, result in substantial tax liabilities related to past or future sales or otherwise seriously harm our business.79Table of ContentsRisks Related to Ownership of Our Class A Common StockHolders of Class A common stock have no voting rights. As a result, holders of Class A common stock will not have any ability to influence stockholder decisions.Class A common stockholders have no voting rights, unless required by Delaware law. As a result, all matters submitted to stockholders will be decided by the vote of holders of Class B common stock and Class C common stock. As of SeptemberÂ 30, 2024, Mr. Spiegel and Mr. Murphy control over 99% of the voting power of our capital stock, and Mr. Spiegel alone may exercise voting control over our outstanding capital stock. Mr. Spiegel and Mr. Murphy voting together, or in many instances, Mr. Spiegel acting alone, will have control over all matters submitted to our stockholders for approval. In addition, because our Class A common stock carries no voting rights (except as required by Delaware law), the issuance of the Class A common stock in future offerings, in future stock-based acquisition transactions, or to fund employee equity incentive programs could prolong the duration of Mr. Spiegelâ€™s and Mr. Murphyâ€™s current relative ownership of our voting power and their ability to elect certain directors and to determine the outcome of all matters submitted to a vote of our stockholders. This concentrated control eliminates other stockholdersâ€™ ability to influence corporate matters and, as a result, we may take actions that our stockholders do not view as beneficial. As a result, the market price of our Class A common stock could be adversely affected.Our capital structure may adversely impact our stock price. Although other U.S.-based companies have publicly traded classes of non-voting stock, to our knowledge, we were the first company to only list non-voting stock on a U.S. stock exchange. Some indexes have since determined that they will exclude non-voting stock, like our Class A common stock, from their membership. For example, FTSE Russell, a provider of widely followed stock indexes, requires new constituents of its indexes to have at least five percent of their voting rights in the hands of public stockholders. The S&P Dow Jones, another provider of widely followed stock indexes, previously excluded companies with multiple share classes, but subsequently reversed course to remove that exclusion. As a result, our Class A common stock is not eligible for stock indexes with these or similar restrictions. We cannot assure you that other stock indexes will not take a similar approach to FTSE Russell in the future. Exclusion from indexes could make our Class A common stock less attractive to investors and, as a result, the market price of our Class A common stock could be adversely affected. Additionally, the exclusion of our Class A common stock from these indexes may limit the types of investors who invest in our Class A common stock and could make the trading price of our Class A common stock more volatile.Because our Class A common stock is non-voting, we and our stockholders are exempt from certain provisions of U.S. securities laws. This may limit the information available to holders of our Class A common stock.Because our Class A common stock is non-voting, significant holders of our common stock are exempt from the obligation to file reports under Sections 13(d), 13(g), and 16 of the Exchange Act. These provisions generally require periodic reporting of beneficial ownership by significant stockholders, including changes in that ownership. For example, we believe that Tencent Holdings Limited, together with its affiliates, may hold greater than 10% of our Class A common stock based in part on Tencent Holdings Limitedâ€™s public reporting. As a result of our capital structure, holders are not obligated to disclose changes in ownership of our Class A common stock, so there can be no assurance that you, or we, will be notified of any such changes. Our directors and officers are required to file reports under Section 16 of the Exchange Act. Our significant stockholders, other than directors and officers, are exempt from the â€œshort-swingâ€ profit recovery provisions of Section 16 of the Exchange Act and related rules with respect to their purchases and sales of our securities. As such, stockholders will be unable to bring derivative claims for disgorgement of profits for trades by significant stockholders under Section 16(b) of the Exchange Act unless the significant stockholders are also directors or officers. Since our Class A common stock is our only class of stock registered under Section 12 of the Exchange Act and that class is non-voting, we are not required to file proxy statements or information statements under Section 14 of the Exchange Act, unless a vote of the Class A common stock is required by applicable law. Accordingly, legal causes of action and remedies under Section 14 of the Exchange Act for inadequate or misleading information in proxy statements may not be available to holders of our Class A common stock. If we do not deliver any proxy statements, information statements, annual reports, and other information and reports to the holders of our Class B common stock and Class C common stock, then we will similarly not provide any of this information to holders of our Class A common stock. Because we are not required to file proxy statements or information statements under Section 14 of the Exchange Act, any proxy statement, information statement, or notice of our annual meeting may not include all information under Section 14 of the Exchange Act that a public company with voting securities registered under Section 12 of the Exchange Act would be required to provide to its stockholders. Most of that information, however, will be reported in other public filings. For 80Table of Contentsexample, any disclosures required by Part III of Form 10-K as well as disclosures required by the NYSE for the year ended December 31, 2023 that are customarily included in a proxy statement are instead included in our Annual Report. But some information required in a proxy statement or information statement is not required in any other public filing. For example, we are not required to comply with the proxy access rules or the â€œpay versus performanceâ€ disclosure rules under Section 14 of the Exchange Act. If we take any action in an extraordinary meeting of stockholders where the holders of Class A common stock are not entitled to vote, we will not be required to provide the information required under Section 14 of the Exchange Act. Nor will we be required to file a preliminary proxy statement under Section 14 of the Exchange Act. Since that information is also not required in a Form 10-K, holders of Class A common stock may not receive the information required under Section 14 of the Exchange Act with respect to extraordinary meetings of stockholders. In addition, we are not subject to the â€œsay-on-payâ€ and â€œsay-on-frequencyâ€ provisions of the Doddâ€“Frank Act. As a result, our stockholders do not have an opportunity to provide a non-binding vote on the compensation of our executive officers. Moreover, holders of our Class A common stock will be unable to bring matters before our annual meeting of stockholders or nominate directors at such meeting, nor can they submit stockholder proposals under Rule 14a-8 of the Exchange Act.The trading price of our Class A common stock has been and will likely continue to be volatile. The trading price of our Class A common stock has been and is likely to continue to be volatile. From October 1, 2022 to SeptemberÂ 30, 2024, the trading price of our Class A common stock ranged from $7.33 to $17.90. Declines or volatility in our trading price could make it more difficult to attract and retain talent, adversely impact employee retention and morale, and has required, and may continue to

require, us to issue more equity to incentivize team members which is likely to dilute stockholders. The market price of our Class A common stock may fluctuate or decline significantly in response to numerous factors, many of which are beyond our control, including:â€¢actual or anticipated fluctuations in our user growth, retention, engagement, revenue, or other operating results;â€¢variations between our actual operating results and the expectations of investors and the financial community;â€¢the accuracy of our financial guidance or projections;â€¢any forward-looking financial or operating information we may provide, any changes in this information, or our failure to meet expectations based on this information;â€¢actions of investors who initiate or maintain coverage of us, changes in financial estimates by any investors who follow our company, or our failure to meet these estimates or the expectations of investors;â€¢significant acquisitions or divestitures of our stock by investors, whether voluntarily or to comply with regulatory or other requirements;â€¢whether our capital structure is viewed unfavorably, particularly our non-voting Class A common stock and the significant voting control of our co-founders;â€¢additional shares of our common stock being sold into the market by us or our existing stockholders, or the anticipation of such sales, including if we issue shares to satisfy equity-related tax obligations;â€¢stock repurchase programs, or repurchases of the Convertible Notes, undertaken by us;â€¢announcements by us or our competitors of significant products or features, technical innovations, acquisitions, strategic partnerships, joint ventures, or capital commitments;â€¢announcements by us or estimates by third parties of actual or anticipated changes in the size of our user base or the level of user engagement;â€¢changes in operating performance and stock market valuations of technology companies in our industry segment, including our partners and competitors;â€¢price and volume fluctuations in the overall stock market, including as a result of trends in the economy as a whole, inflationary pressures, banking instability, war or other armed conflict, terrorism, or responses to these events;â€¢lawsuits threatened or filed against us;â€¢developments in new legislation and pending lawsuits, executive actions, or regulatory actions, including interim or final rulings by judicial or regulatory bodies, whether such developments may impact us or our competitors; and81Table of Contentsâ€¢other events or factors, including those resulting from war, incidents of terrorism, pandemics, or responses to these events.In addition, extreme price and volume fluctuations in the stock markets have affected and continue to affect many technology companiesâ€™ stock prices, including ours. Often, their stock prices have fluctuated in ways unrelated or disproportionate to the companiesâ€™ operating performance. In the past, stockholders have filed securities class-action litigation following periods of market volatility. For example, in November 2021, we, and certain of our officers, were named as defendants in a securities class-action lawsuit in federal court purportedly brought on behalf of purchasers of our Class A common stock. The lawsuit alleges that we and certain of our officers made false or misleading statements and omissions concerning the impact that Appleâ€™s ATT framework would have on our business. We believe we have meritorious defenses to this lawsuit, but an unfavorable outcome could seriously harm our business. Any litigation could subject us to substantial costs, divert resources and the attention of management from our business, and seriously harm our business.We may not realize the anticipated long-term stockholder value of any stock repurchase program undertaken by us and any failure to repurchase our Class A common stock after we have announced our intention to do so may negatively impact our stock price.Our board of directors has in the past and may from time to time in the future authorize stock repurchase programs, pursuant to which repurchases of Class A common stock may be made either through open market transactions (including pre-set trading plans) or through other transactions in accordance with applicable securities laws. Any repurchase programs may be modified, suspended, or terminated at any time. Any failure to repurchase stock after we have announced our intention to do so may negatively impact our reputation and investor confidence in us and may negatively impact our stock price.The existence of a stock repurchase program could cause our stock price to trade higher than it otherwise would be and could potentially reduce the market liquidity for our stock. Although stock repurchase programs are intended to enhance long-term stockholder value, there is no assurance they will do so because the market price of our Class A common stock may decline below the levels at which we repurchased shares and short-term stock price fluctuations could reduce the effectiveness of any such program.Repurchasing our Class A common stock reduces the amount of cash we have available to fund working capital, capital expenditures, strategic acquisitions or business opportunities, and other general corporate purposes, and we may fail to realize the anticipated long-term stockholder value of any stock repurchase program.Conversions or exchanges of the Convertible Notes may dilute the ownership interest of our stockholders or may otherwise affect the market price of our Class A common stock.The conversion of some or all of the Convertible Notes may dilute the ownership interests of our stockholders. On conversion of the Convertible Notes, we have the option to pay or deliver, as the case may be, cash, shares of our Class A common stock, or a combination of cash and shares of our Class A common stock. If we elect to settle our conversion obligation in shares of our Class A common stock or a combination of cash and shares of our Class A common stock, any sales in the public market of our Class A common stock issuable on such conversion could adversely affect prevailing market prices of our Class A common stock. In addition, the existence of the Convertible Notes may encourage short selling by market participants because the conversion of the Convertible Notes could be used to satisfy short positions, or anticipated conversion of the Convertible Notes into shares of our Class A common stock, any of which could depress the market price of our Class A common stock.We have in the past and may continue to engage in exchanges, repurchases, or induced conversions of the Convertible Notes. Holders of the Convertible Notes that participate in any of these exchanges, repurchases, or induced conversions may enter into or unwind various derivatives with respect to our Class A common stock or sell shares of our Class A common stock in the open market to hedge their exposure in connection with these transactions. These activities could decrease (or reduce the size of any increase in) the market price of our Class A common stock or the Convertible Notes, or dilute the ownership interests of our stockholders. In addition, the market price of our Class A common stock is likely to be affected by short sales of our Class A common stock or the entry into or unwind of economically equivalent derivative transactions with respect to our Class A common stock by investors that do not participate in the exchange transactions and by the hedging activity of the counterparties to our Capped Call Transactions or their respective affiliates. 82Table of ContentsFurthermore, repurchases of the Convertible Notes reduce the amount of cash we have available to fund working capital, capital expenditures, strategic acquisitions or business opportunities, and other general corporate purposes.We may still incur substantially more debt or take other actions that would diminish our ability to make payments on the Convertible Notes when due. Our ability to repay our debt depends on our future performance, which is subject to economic, financial, competitive, and other factors beyond our control. We and our subsidiaries may incur substantial additional debt in the future, subject to the restrictions contained in our current and future debt instruments. We are not restricted under the terms of the Indentures governing the Convertible Notes from incurring additional debt, securing existing or future debt, repurchasing our stock, making investments, paying dividends, recapitalizing our debt, or taking a number of other actions that could have the effect of diminishing our ability to make payments on the Convertible Notes when due. Our ability to pay our debt when due or to refinance our indebtedness, including the Convertible Notes, depends on our financial condition at such time, the condition of capital markets, and our future performance, which is subject to economic, financial, competitive, and other factors beyond our control.The conditional conversion feature of the Convertible Notes, if triggered, may adversely affect our financial condition and operating results.The Convertible Notes are convertible at the option of the holder. In the event the conditions for optional conversion of the 2025 Notes, 2026 Notes, 2027 Notes, 2028 Notes, or 2030 Notes by holders are met before the close of business on the business day immediately preceding February 1, 2025, May 1, 2026, February 1, 2027, December 1, 2027, or May 1, 2030, respectively, holders of the applicable Convertible Notes will be entitled to convert the Convertible Notes at any time during specified periods at their option. If one or more holders elect to convert their Convertible Notes, unless we elect to satisfy our conversion obligation by delivering solely shares of our Class A common stock (other than paying cash in lieu of delivering any fractional share), we may settle all or a portion of our conversion obligation in cash, which could adversely affect our liquidity. In addition, even if holders do not elect to convert their Convertible Notes, we could be required under applicable accounting rules to reclassify all or a portion of the outstanding principal of the Convertible Notes as a current rather than long-term liability, which would result in a material reduction of our net working capital and may seriously harm our business.We entered into certain hedging positions that may affect the value of the Convertible Notes and the volatility and value of our Class A common stock.In connection with the issuance of the Convertible Notes, we entered into certain hedging positions with certain financial institutions. These hedging positions are expected generally to reduce potential dilution of our Class A common stock on any conversion of the Convertible Notes or offset any cash payments we are required to make in excess of the principal amount of such converted Convertible Notes, as the case may be, with such reduction or offset subject to a cap. The counterparties to these hedging positions or their respective affiliates may modify their hedge positions by entering into or unwinding various derivatives with respect to our Class A common stock or purchasing or selling our Class A common stock in secondary market transactions prior to the maturity of the Convertible Notes (and are likely to do so during any observation period related to a conversion of Convertible Notes or following any repurchase of Convertible Notes by us on any fundamental change repurchase date or otherwise). This activity could cause or avoid an increase or a decrease in the market price of our Class A common stock or the Convertible Notes. In addition, if any such hedging positions fail to become effective, the counterparties to these hedging positions or their respective affiliates may unwind their hedge positions, which could adversely affect the value of our Class A common stock. Delaware law and provisions in our certificate of incorporation and bylaws, as well as our Indentures, could make a merger, tender offer, or proxy contest difficult or more expensive, thereby depressing the trading price of our Class A common stock.Our certificate of incorporation and bylaws contain provisions that could depress the trading price of our Class A common stock by acting to discourage, delay, or prevent a change of control of our company or changes in our management that the stockholders of our company may deem advantageous. These provisions include the following:â€¢our certificate of incorporation provides for a tri-class capital structure. As a result of this structure, Mr. Spiegel and Mr. Murphy control all stockholder decisions, and Mr. Spiegel alone may exercise voting control over our 83Table of Contentsoutstanding capital stock. This includes the election of directors and significant corporate transactions, such as a merger or other sale of our company or our assets. This concentrated control could discourage others from initiating any potential merger, takeover, or other change-of-control transaction that other stockholders may view as beneficial. As noted above, the issuance of the Class A common stock dividend, and any future issuances of Class A common stock dividends, could have the effect of prolonging the influence of Mr. Spiegel and Mr. Murphy on the company;â€¢our board of directors has the right to elect directors to fill a vacancy created by the expansion of our board of directors or the resignation, death, or removal of a director, which prevents stockholders from being able to fill vacancies on our board of directors;â€¢our certificate of incorporation prohibits cumulative voting in the election of directors. This limits the ability of minority stockholders to elect directors; andâ€¢our board of directors may issue, without stockholder approval, shares of undesignated preferred stock. The ability to issue undesignated preferred stock makes it possible for our board of directors to issue preferred stock with voting or other rights or preferences that could impede the success of any attempt to acquire us.Any provision of our certificate of incorporation, bylaws, or Delaware law that has the effect of delaying or deterring a change in control could limit the opportunity for our stockholders to receive a premium for their shares of our common stock, and could also affect the price that some investors are willing to pay for our Class A common stock.Furthermore, certain provisions in the Indentures governing the Convertible Notes may make it more difficult or expensive for a third party to acquire us. For example, the Indentures require us, at the holdersâ€™ election, to repurchase the Convertible Notes for cash on the occurrence of a fundamental change and, in certain circumstances, to increase the conversion rate for a holder that converts its Convertible Notes in connection with a make-whole fundamental change. A takeover of us may trigger the requirement that we repurchase the Convertible Notes or increase the conversion rate, which could make it more costly for a third party to acquire us. The Indentures also prohibit us from engaging in a merger or acquisition unless, among other things, the surviving entity assumes our obligations under the Convertible Notes and the Indentures. These and other provisions in the Indentures could deter or prevent a third party from acquiring us even when the acquisition may be favorable to holders of the Convertible Notes or our stockholders.Future sales of shares by existing stockholders could cause our stock price to decline.If our existing stockholders, including employees and service providers who obtain equity, sell, or indicate an intention to sell, substantial amounts of our Class A common stock in the public market, the trading price of our Class A common stock could decline. As a result of our capital structure, holders who are not required to file reports under Section 16 of the Exchange Act are not obligated to disclose changes in ownership of our Class A common stock, so there can be no assurance that you, or we, will be notified of any such changes. All of our outstanding shares are eligible for sale in the public market, except shares held by directors, executive officers, and other affiliates that are subject to volume limitations under Rule 144 of the Securities Act. Our employees, other service providers, and directors are subject to our quarterly trading window closures. In addition, we have reserved shares for issuance under our equity incentive plans. We may also issue shares of our Class A common stock or securities convertible into our Class A common stock from time to time in connection with a financing, acquisition, investment, or otherwise. When these shares are issued and subsequently sold, it would be dilutive to existing stockholders and the trading price of our Class A common stock could decline.If securities or industry analysts either do not publish research about us, or publish inaccurate or unfavorable research about us, our business, or our market, or if they change their recommendations regarding our common stock adversely, the trading price or trading volume of our Class A common stock could decline.The trading market for our Class A common stock is influenced in part by the research and reports that securities or industry analysts may publish about us, our business, our market, or our competitors. If one or more of the analysts initiate research with an unfavorable rating or downgrade our Class A common stock, provide a more favorable recommendation about our competitors, or publish inaccurate or unfavorable research about our business, our Class A common stock price would likely decline. If any analyst who may cover us were to cease coverage of us or fail to regularly publish reports on us, we could lose visibility in the financial markets, which in turn could cause the trading price or trading volume to decline. Since we provide only limited financial guidance, this may increase the probability that our financial results are perceived as not in line with analystsâ€™ expectations, and could cause volatility to our Class A common stock price.84Table of ContentsWe do not intend to pay cash dividends for the foreseeable future.We have never declared or paid cash dividends on our capital stock. We currently intend to retain any future earnings to finance the operation and expansion of our business, and we do not expect to declare or pay any cash dividends in the foreseeable future. As a result, you may only receive a return on your investment in our Class A common stock if the market price of our Class A common stock increases. In addition, our Credit Facility includes restrictions on our ability to pay cash dividends.If we are unable to maintain effective internal control over financial reporting in the future, investors may lose confidence in the accuracy and completeness of our financial reports, and the market price of our Class A common stock may be seriously harmed.We are required to maintain adequate internal control over financial reporting, perform system and process evaluation and testing of those internal controls to allow management to report on their effectiveness, report any material weaknesses in such internal controls, and obtain an opinion from our independent registered public accounting firm regarding the effectiveness of such internal controls as required by Section 404 of the Sarbanes-Oxley Act, all of which is time-consuming, costly, and complicated. If we are unable to comply with these requirements in a timely manner, if we assert that our internal control over financial reporting is ineffective, if we identify material weaknesses in our internal control over financial reporting, or if our independent registered public accounting firm is unable to express an opinion or expresses a qualified or adverse opinion about the effectiveness of our internal control over financial reporting, investors may lose confidence in the accuracy and completeness of our financial reports and the market price of our Class A common stock could be negatively affected. In addition, we could become subject to investigations by the NYSE, the SEC, and other regulatory authorities, which could require additional financial and management resources.The requirements of being a public company have and may continue to strain our resources, result in more litigation, and divert managementâ€™s attention.We are subject to the reporting requirements of the Exchange Act, the Sarbanes-Oxley Act, the Dodd-Frank Act, the listing requirements of the NYSE, and other applicable securities rules and regulations. Complying with these rules and regulations have caused and will continue to cause us to incur additional legal and financial compliance costs, make some activities more difficult, be time-consuming or costly, and continue to increase demand on our systems and resources. The Exchange Act requires, among other things, that we file annual, quarterly, and current reports with respect to our business and operating results, and that our independent registered public accounting firm provide an attestation report on the effectiveness of our internal control over financial reporting. Failure to comply with these rules might also make it more difficult for us to obtain certain types of insurance, including director and officer liability insurance, and we might be forced to accept reduced policy limits and coverage or incur substantially higher costs to obtain the same or similar coverage. As a public company we are required to publicly disclose additional details about our business and financial condition information, which may result in threatened or actual litigation, including by competitors, regulators, and other third parties. If those claims are successful, our business could be harmed. Even if the claims do not result in litigation or are resolved in our favor, the time and resources needed to resolve them could divert our managementâ€™s resources and harm our business.Our certificate of incorporation provides that the Court of Chancery of the State of Delaware and the federal district courts of the United States will be the exclusive forums for substantially all disputes between us and our stockholders, which could limit our stockholdersâ€™ ability to obtain a favorable judicial forum for disputes with us or our directors, officers, or employees.Our certificate of incorporation provides that the Court of Chancery of the State of Delaware is the exclusive forum for:â€¢any derivative action or proceeding brought on our behalf;â€¢any action asserting a breach of fiduciary duty;â€¢any action asserting a claim

against us arising under the Delaware General Corporation Law, our certificate of incorporation, or our bylaws; andâ€¢any action asserting a claim against us that is governed by the internal-affairs doctrine.This provision would not apply to actions brought to enforce a duty or liability created by the Exchange Act or any other claim for which the federal courts have exclusive jurisdiction. Furthermore, Section 22 of the Securities Act 85Table of Contentscreates concurrent jurisdiction for federal and state courts over all Securities Act claims, which means both courts have jurisdiction to entertain such claims. To prevent having to litigate claims in multiple jurisdictions and the threat of inconsistent or contrary rulings by different courts, among other considerations, our certificate of incorporation provides that the federal district courts of the United States will be the exclusive forum for resolving any complaint asserting a cause of action arising under the Securities Act.These exclusive forum provisions may limit a stockholderâ€™s ability to bring an action in a judicial forum that it finds favorable for disputes with us or our directors, officers, or other employees, which may discourage lawsuits against us and our directors, officers, and other employees. While the Delaware courts have determined that such choice of forum provisions are facially valid, federal courts have been split on the issue, and a stockholder may seek to bring an action in a venue other than those designated in the exclusive forum provisions. In such an instance, we would expect to vigorously assert the validity and enforceability of our exclusive forum provisions, which may require significant additional costs associated with resolving such action in other jurisdictions, and there can be no assurance that the provisions will be enforced by a court in those other jurisdictions. If a court were to find either exclusive forum provision in our certificate of incorporation to be inapplicable or unenforceable in an action, we may incur further significant additional costs associated with resolving the dispute in other jurisdictions, all of which could seriously harm our business.86Table of ContentsItem 2. Unregistered Sales of Equity Securities and Use of ProceedsNone.Item 3. Defaults Upon Senior SecuritiesNone.Item 4. Mine Safety DisclosuresNot applicable.Item 5. Other InformationInsider Trading ArrangementsDuring the quarter ended SeptemberÂ 30, 2024, our directors and officers (as defined in Rule 16a-1(f) under the Exchange Act) adopted or terminated the contracts, instructions, or written plans for the purchase or sale of our securities set forth in the table below:Type of Trading ArrangementName and PositionDateActionRule 10b5-1*Expiration DateTotal Shares of Class A Common Stock to be SoldDerek AndersenChief Financial Officer8/15/2024Adoption (1)X7/14/2026(2)Eric YoungSenior Vice President of Engineering 8/21/2024AdoptionX11/18/2025Up to 550,000Rebecca MorrowChief Accounting Officer9/4/2024Termination (3)X6/10/2025(4)Rebecca MorrowChief Accounting Officer9/4/2024AdoptionX9/10/2025(5)Evan SpiegelCo-Founder, Chief Executive Officer, and Director9/10/2024AdoptionX3/10/2026Up to 7,000,000*Â Â Â Â Contract, instruction, or written plan intended to satisfy the affirmative defense conditions of Rule 10b5-1(c) under the Exchange Act.(1)Plan adopted in accordance with Rule 10b5-1(c)(1)(ii)(D)(2).(2)The plan provides that no sales will occur, other than for tax withholding, if at the time of the planned sales, the fair market value of Mr. Andersen's fully vested holdings is less than a multiple of his base salary on the adoption date equal to the number of years he has served with the company (the â€œplanâ€™s holding targetâ€). On the adoption date, the planâ€™s holding target is at least six times his base salary, given his hiring in July 2018, and will increase to seven times and eight times his base salary as of July 2025 and July 2026, respectively. As of the adoption date, it is not yet determinable how many shares of Class A Common Stock will be sold or accumulated through vesting over time, as it depends in part on the trading activity in his current 10b5-1 plan that expires on February 20, 2025, the stock price at various future dates, and the passage of time which will increase the planâ€™s holding target, among other factors. However, regardless of the number of shares of Mr. Andersenâ€™s holdings that are potentially available for sale, other than for tax withholding, only shares in excess of the planâ€™s holding target, which increases from $6 million to $8 million over time, may be sold.(3)Represents the termination of a written plan intended to satisfy the affirmative defense conditions of Rule 10b5-1(c) adopted on June 6, 2024.(4)Trading arrangement provided for the sale of a number of shares of Class A common stock held by Ms. Morrow with a value equal to up to $600,000.(5)Trading arrangement provides for the sale of a number of shares of Class A Common Stock held by Ms. Morrow with a value equal to up to $700,000.87Table of ContentsItem 6. ExhibitsIncorporated by ReferenceExhibit NumberDescriptionSchedule /FormFile NumberExhibitFiling Date31.1Certification of the Chief Executive Officer of Snap Inc. pursuant to Rule 13a-14(a)/Rule 15d-14(a) under the Securities Exchange Act of 1934.31.2Certification of the Chief Financial Officer of Snap Inc. pursuant to Rule 13a-14(a)/Rule 15d-14(a) under the Securities Exchange Act of 1934.32.1*Certification of the Chief Executive Officer and Chief Financial Officer of Snap Inc. pursuant to 18 U.S.C. Section 1350, as adopted pursuant to Section 906 of the Sarbanes-Oxley Act of 2002.101.INSInline XBRL Instance Document (the instance documentdoes not appear in the Interactive Data File because itsXBRL tags are embedded within the Inline XBRLdocument).101.SCHInline XBRL Taxonomy Extension Schema Document.101.CALInline XBRL Taxonomy Extension Calculation Linkbase Document.101.DEFInline XBRL Taxonomy Definition Linkbase Document.101.LABInline XBRL Taxonomy Extension Labels Linkbase Document.101.PREInline XBRL Taxonomy Extension Presentation Linkbase Document.104Cover Page Interactive Data File (formatted as inline XBRL and contained in Exhibit 101).*The certifications furnished in Exhibit 32.1 hereto are deemed to accompany this Quarterly Report on Form 10-Q and will not be deemed â€œfiledâ€ for purposes of Section 18 of the Securities Exchange Act of 1934, as amended, except to the extent that the registrant specifically incorporates it by reference. 88Table of ContentsSIGNATURESPursuant 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. SNAP INC.Date: OctoberÂ 29, 2024/s/ Derek AndersenDerek AndersenChief Financial Officer(Principal Financial Officer)Date: OctoberÂ 29, 2024/s/ Rebecca MorrowRebecca MorrowChief Accounting Officer(Principal Accounting Officer)89 EX-31.1 2 snap-20240930xexx311.htm EX-31.1 DocumentExhibit 31.1CERTIFICATION PURSUANT TORULES 13a-14(a) AND 15d-14(a) UNDER THE SECURITIES EXCHANGE ACT OF 1934,AS ADOPTED PURSUANT TO SECTION 302 OF THE SARBANES-OXLEY ACT OF 2002I, Evan Spiegel, certify that:1.I have reviewed this quarterly report on Form 10-Q of Snap Inc.;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;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;4.The registrantâ€™s other certifying officer 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:(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;(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;(c)Evaluated the effectiveness of the registrantâ€™s disclosure 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(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; and5.The registrantâ€™s other certifying officer 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):(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(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.Date: OctoberÂ 29, 2024/s/ Evan SpiegelEvan SpiegelChief Executive Officer(Principal Executive Officer) EX-31.2 3 snap-20240930xexx312.htm EX-31.2 DocumentExhibit 31.2CERTIFICATION PURSUANT TORULES 13a-14(a) AND 15d-14(a) UNDER THE SECURITIES EXCHANGE ACT OF 1934,AS ADOPTED PURSUANT TO SECTION 302 OF THE SARBANES-OXLEY ACT OF 2002I, Derek Andersen, certify that:1.I have reviewed this quarterly report on Form 10-Q of Snap Inc.;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;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;4.The registrantâ€™s other certifying officer 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:(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;(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;(c)Evaluated the effectiveness of the registrantâ€™s disclosure 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(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; and5.The registrantâ€™s other certifying officer 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):(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(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.Date: OctoberÂ 29, 2024/s/ Derek AndersenDerek AndersenChief Financial Officer(Principal Financial Officer) EX-32.1 4 snap-20240930xex321.htm EX-32.1 DocumentExhibit 32.1CERTIFICATION PURSUANT TO18 U.S.C. SECTION 1350, AS ADOPTED PURSUANT TOSECTION 906 OF THE SARBANES-OXLEY ACT OF 2002In connection with the Quarterly Report of Snap Inc. (the â€œCompanyâ€) on Form 10-Q for the period ended SeptemberÂ 30, 2024 as filed with the Securities and Exchange Commission on the date hereof (the â€œReportâ€), each of the undersigned certifies, pursuant to 18 U.S.C. Â§ 1350, as adopted pursuant to Â§ 906 of the Sarbanes-Oxley Act of 2002, that:(1)The Report fully complies with the requirements of section 13(a) or 15(d) of the Securities Exchange Act of 1934; and(2)The information contained in the Report fairly presents, in all material respects, the financial condition and result of operations of the Company.Date: OctoberÂ 29, 2024/s/ Evan SpiegelEvan SpiegelChief Executive Officer(Principal Executive Officer)Date: OctoberÂ 29, 2024/s/ Derek AndersenDerek AndersenChief Financial Officer(Principal Financial Officer) EX-101.SCH 5 snap-20240930.xsd XBRL TAXONOMY EXTENSION SCHEMA DOCUMENT 0000001 - Document - Cover Page link:presentationLink link:calculationLink link:definitionLink 9952151 - Statement - Consolidated Statements of Cash Flows link:presentationLink link:calculationLink link:definitionLink 9952152 - Statement - Consolidated Statements of Operations link:presentationLink link:calculationLink link:definitionLink 9952153 - Statement - Consolidated Statements of Comprehensive Income (Loss) link:presentationLink link:calculationLink link:definitionLink 9952154 - Statement - Consolidated Balance Sheets link:presentationLink link:calculationLink link:definitionLink 9952155 - Statement - Consolidated Balance Sheets (Parenthetical) link:presentationLink link:calculationLink link:definitionLink 9952156 - Statement - Consolidated Statements of Stockholders' Equity link:presentationLink link:calculationLink link:definitionLink 9952157 - Disclosure - Description of Business and Summary of Significant Accounting Policies link:presentationLink link:calculationLink link:definitionLink 9952158 - Disclosure - Revenue link:presentationLink link:calculationLink link:definitionLink 9952159 - Disclosure - Net Loss per Share link:presentationLink link:calculationLink link:definitionLink 9952160 - Disclosure - Stockholders' Equity link:presentationLink link:calculationLink link:definitionLink 9952161 - Disclosure - Business Acquisitions link:presentationLink link:calculationLink link:definitionLink 9952162 - Disclosure - Goodwill and Intangible Assets link:presentationLink link:calculationLink link:definitionLink 9952163 - 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Debt Instrument, Convertible, Conversion Ratio Debt Instrument, Convertible, Conversion Ratio Pay vs Performance Disclosure [Line Items] Peer Group Total Shareholder Return Amount Peer Group Total Shareholder Return Amount Accounts receivable, net of allowance Increase (Decrease) in Accounts Receivable Gains (losses) on publicly traded equity securities, net Equity Securities, FV-NI, Gain (Loss) Operating lease liabilities Increase (Decrease) in Operating Lease Liability Non-Rule 10b5-1 Arrangement Adopted Non-Rule 10b5-1 Arrangement Adopted [Flag] Fair Value Measurements Fair Value Disclosures [Text Block] Proceeds from the exercise of stock options Proceeds from Stock Options Exercised Restructuring and Related Activities [Abstract] Restructuring and Related Activities [Abstract] Sales of strategic investments Proceeds From Sales Of Strategic Investments Proceeds from sales of strategic investments. Award Timing Disclosures [Line Items] Other Performance Measure, Amount Other Performance Measure, Amount 2027 Finite-Lived Intangible Asset, Expected Amortization, Year Three Leases Lessee, Operating Leases [Text Block] Common stock outstanding (in shares) Common stock, beginning of period (in shares) Common stock, end of period (in shares) Common Stock, Shares, Outstanding Operating lease cost Operating Lease, Cost Severance and Related Charges Severance And Related Charges [Member] Severance and Related Charges. Sales of marketable securities Proceeds from Sale and Maturity of Marketable Securities Operating lease liabilities, noncurrent Operating Lease, Liability, Noncurrent Marketable securities contractual maturities period Marketable Securities Contractual Maturities Period Marketable securities contractual maturities period. Revenue from Contract with Customer [Abstract] Revenue from Contract with Customer [Abstract] Deferred revenue Contract with Customer, Liability, Current United States UNITED STATES Other assets Other Assets, Noncurrent Entity Tax Identification Number Entity Tax Identification Number Leases [Abstract] Leases [Abstract] Gross Carrying Amount Finite-Lived Intangible Assets, Gross Schedule Of Finite Lived Intangible Assets [Table] Intangible Asset, Finite-Lived [Table] Repurchases of Class A non-voting common stock (in shares) Treasury Stock, Shares, Acquired Antidilutive Securities, Name [Domain] Antidilutive Securities, Name [Domain] Money Market Funds Money Market Funds [Member] Proceeds from issuance of convertible notes, net of issuance costs Proceeds from Convertible Debt Net cash provided by (used in) operating activities Net Cash Provided by (Used in) Operating Activities Patents Patents [Member] Treasury Stock, Common Treasury Stock, Common [Member] Cash flows from operating activities Net Cash Provided by (Used in) Operating Activities [Abstract] U.S. government securities US Treasury Securities [Member] Schedule of Changes in Accumulated Other Comprehensive Income (Loss) Schedule of Accumulated Other Comprehensive Income (Loss) [Table Text Block] Other Stockholders' Equity, Other Equity Components [Axis] Equity Components [Axis] Award Timing Method Award Timing Method [Text Block] Trading Arrangements, by Individual Trading Arrangements, by Individual [Table] Restructuring Type [Axis] Restructuring Type [Axis] Marketable Securities, Total Estimated Fair Value Marketable securities, total estimated fair value Debt Securities, Available-for-Sale Measurement Frequency [Axis] Measurement Frequency [Axis] Cash equivalents, Gross Unrealized Gains Cash And Cash Equivalents, Accumulated Gross Unrealized Gains Cash And Cash Equivalents, Accumulated Gross Unrealized Gains Entity Common Stock Shares Outstanding Entity Common Stock, Shares Outstanding Insider Trading Policies and Procedures [Line Items] Use of Estimates Use of Estimates, Policy [Policy Text Block] Total costs and expenses Costs and Expenses One Month Secured Overnight Financing Rate S O F R Overnight Index Swap Rate One Month Secured Overnight Financing Rate S O F R Overnight Index Swap Rate [Member] One month secured overnight financing rate overnight index swap rate. Business Acquisition, Acquiree [Domain] Business Acquisition, Acquiree [Domain] Adjustment to Compensation, Amount Adjustment to Compensation Amount Aggregate Intrinsic Value, Outstanding Share-Based Compensation Arrangement by Share-Based Payment Award, Options, Outstanding, Intrinsic Value Compensation Amount Outstanding Recovery Compensation Amount Aggregate Change in Present Value of Accumulated Benefit for All Pension Plans Reported in Summary Compensation Table Aggregate Change in Present Value of Accumulated Benefit for All Pension Plans Reported in Summary Compensation Table [Member] Unrealized gain (loss) on marketable securities, net of tax Other Comprehensive Income (Loss), Available-for-Sale Securities Adjustment, Net of Tax, Portion Attributable to Parent Entity Small Business Entity Small Business Company Selected Measure Amount Company Selected Measure Amount Geographical [Axis] Geographical [Axis] Maturities of marketable securities Proceeds from Maturities, Prepayments and Calls of Debt Securities, Available-for-Sale Schedule of Restructuring Charges (Benefits) Restructuring and Related Costs [Table Text Block] Tabular List, Table Tabular List [Table Text Block] Share Based Compensation Arrangement By Share Based Payment Award [Line Items] Share-Based Compensation Arrangement by Share-Based Payment Award [Line Items] Purchase of capped calls Payments For Purchases of Capped Calls Payments For Purchases of Capped Calls Sales and marketing Selling and Marketing Expense [Member] Aggregate Grant Date Fair Value of Equity Award Amounts Reported in Summary Compensation Table Aggregate Grant Date Fair Value of Equity Award Amounts Reported in Summary Compensation Table [Member] Lessee Lease Description [Line Items] Lessee, Lease, Description [Line Items] Liabilities recorded Loss Contingency Accrual Accrued expenses and other current liabilities Accrued Liabilities, Current Anti-dilutive securities excluded from calculation of diluted net loss per share (in shares) Antidilutive Securities Excluded from Computation of Earnings Per Share, Amount Common stock, convertible, volume weighted average price per share, S&P 500 total return index (in usd per share) Common Stock, Convertible, Volume Weighted Average Price Per Share, S&P 500 Total Return Index Common Stock, Convertible, Volume Weighted Average Price Per Share, S&P 500 Total Return Index Class C Class C Voting Common Stock Common Class C [Member] Credit Facility [Domain] Credit Facility [Domain] Cash, cash equivalents, and restricted cash, beginning of period Cash, cash equivalents, and restricted cash, end of period Cash, Cash Equivalents, Restricted Cash, and Restricted Cash Equivalents Equity securities, cost or amortized cost Equity Securities, FV-NI, Current Unrecognized compensation cost Share-Based Payment Arrangement, Nonvested Award, Cost Not yet Recognized, Amount Current assets Assets, Current [Abstract] Goodwill Goodwill, beginning balance Goodwill, ending balance Goodwill Share repurchase program, authorized amount Share Repurchase Program, Authorized, Amount Treasury stock, shares (in shares) Treasury stock, beginning of period (in shares) Treasury stock, end of period (in shares) Treasury Stock, Common, Shares Earnings Per Share [Line Items] Earnings Per Share [Line Items] Earnings per share. Forgone Recovery due to Disqualification of Tax Benefits, Amount Forgone Recovery due to Disqualification of Tax Benefits, Amount Entity Information [Line Items] Entity Information [Line Items] Stock options Share-Based Payment Arrangement, Option [Member] Goodwill [Roll Forward] Goodwill [Roll Forward] Weighted-average grant date fair value per restricted stock, Vested (in usd per share) Share-Based Compensation Arrangement by Share-Based Payment Award, Equity Instruments Other than Options, Vested in Period, Weighted Average Grant Date Fair Value Fair Value Disclosures [Abstract] Fair Value Disclosures [Abstract] Marketable securities Marketable Securities, Current 2025 Lessee, Operating Lease, Liability, to be Paid, Year One Other Proceeds from (Payments for) Other Financing Activities Schedule Of Antidilutive Securities Excluded From Computation Of Earnings Per Share [Table] Antidilutive Security, Excluded EPS Calculation [Table] Total comprehensive loss Comprehensive Income (Loss), Net of Tax, Attributable to Parent Security Exchange Name Security Exchange Name Basis spread on variable interest rate (percentage) Debt Instrument, Basis Spread on Variable Rate Award Type [Axis] Award Type [Axis] Corporate debt securities Corporate Debt Securities [Member] Schedule of Long-lived Assets by Geographic Area Schedule of Revenue from External Customers and Long-Lived Assets, by Geographical Areas [Table Text Block] Foreign currency translation Goodwill, Foreign Currency Translation Gain (Loss) Net loss per share attributable to common stockholders: Earnings Per Share, Basic [Abstract] Initial cost Equity Securities without Readily Determinable Fair Value, Initial Cost Equity Securities without Readily Determinable Fair Value, Initial Cost Weighted-Average Exercise Price, Exercised (in usd per share) Share-Based Compensation Arrangements by Share-Based Payment Award, Options, Exercises in Period, Weighted Average Exercise Price Property and equipment, net Property, Plant and Equipment, Net Total liabilities Liabilities Total long-lived assets, net Long-Lived Assets Convertible Debt Convertible Debt [Member] Common stock par value (in usd per share) Common Stock, Par or Stated Value Per Share Forgone Recovery, Explanation of Impracticability Forgone Recovery, Explanation of Impracticability [Text Block] Research and development Research and Development Expense Weighted- Average Remaining Useful Life (Years) Acquired Finite-Lived Intangible Assets, Weighted Average Useful Life Schedule Of Share Based Compensation Arrangements By Share Based Payment Award [Table] Schedule of Share-Based Compensation Arrangements by Share-Based Payment Award [Table] Gains (losses) recognized on strategic investments sold during the period, net Realized Investment Gains (Losses) Revolving Credit Facility Revolving Credit Facility [Member] Expiration Date Trading Arrangement Expiration Date Number of share-based employee compensation plans Share Based Compensation Arrangement By Share Based Payment Award Number Of Share Based Employee Compensation Plans Share-based compensation arrangement by share-based payment award, number of share-based employee compensation plans. Cash flows from investing activities Net Cash Provided by (Used in) Investing Activities [Abstract] Number of Class A Shares Share-Based Compensation Arrangement by Share-Based Payment Award, Non-Option Equity Instruments, Outstanding [Roll Forward] Goodwill and Intangible Assets Disclosure [Abstract] Goodwill and Intangible Assets Disclosure [Abstract] Operating lease liabilities Operating Lease, Liability, Current Total Shareholder Return Amount Total Shareholder Return Amount Common stock issued (in shares) Common Stock, Shares, Issued Debt instrument convertible, number of consecutive trading days Debt Instrument, Convertible, Threshold Consecutive Trading Days Unvested RSUs and RSAs Unvested Restricted Stock Units And Restricted Stock Awards Not Subject To A Performance Condition [Member] Unvested restricted stock units and restricted stock awards not subject to a performance condition. Schedule of RSU and RSA Activity Nonvested Restricted Stock Shares Activity [Table Text Block] Equity Awards Adjustments, Footnote Equity Awards Adjustments, Footnote [Text Block] Maximum borrowing capacity Line of Credit Facility, Maximum Borrowing Capacity Insider Trading Policies and Procedures Adopted Insider Trading Policies and Procedures Adopted [Flag] Number of classes of stock Number Of Classes Of Stock Number Of Classes Of Stock Subsequent Event [Line Items] Subsequent Event [Line Items] Purchases of strategic investments Payments To Acquire Strategic Investments Payments to acquire strategic investments. Shares issued in connection with exercise of stock options under stock-based compensation plans (in shares) Exercised (in shares) Share-Based Compensation Arrangement by Share-Based Payment Award, Options, Exercises in Period Debt Instrument [Line Items] Debt Instrument [Line Items] Named Executive Officers, Footnote Named Executive Officers, Footnote [Text Block] Research and development Research and Development Expense [Member] Weighted- Average Exercise Price Share-Based Compensation Arrangement by Share-Based Payment Award, Options, Outstanding, Weighted Average Exercise Price [Abstract] Miscellaneous Miscellaneous [Member] Miscellaneous. Europe Europe [Member] Common stock authorized (in shares) Common Stock, Shares Authorized Cash paid for acquisitions, net of cash acquired Payments to Acquire Businesses, Net of Cash Acquired Cash Cash [Member] Basis of Presentation Basis of Accounting, Policy [Policy Text Block] Diluted (in shares) Weighted-average common shares - Diluted (in shares) Weighted Average Number of Shares Outstanding, Diluted Restricted Stock Units and Restricted Stock Awards Restricted Stock Units And Restricted Stock Awards [Member] Restricted stock units and restricted stock awards. Other comprehensive income (loss), net of tax Other Comprehensive Income (Loss), Net of Tax, Portion Attributable to Parent [Abstract] MNPI Disclosure Timed for Compensation Value MNPI Disclosure Timed for Compensation Value [Flag] Remainder of 2024 Finite-Lived Intangible Asset, Expected Amortization, Remainder of Fiscal Year Long-Term Debt, Type [Axis] Long-Term Debt, Type [Axis] Numerator: Net Income (Loss) Available to Common Stockholders, Basic [Abstract] Total stockholdersâ€™ equity Balance, beginning of period Balance, end of period Equity, Attributable to Parent 2023 Acquisitions Two Thousand Twenty Three Acquisitions [Member] Two Thousand Twenty Three Acquisitions Common stock, convertible, volume weighted average price per share (in usd per share) Common Stock, Convertible, Volume Weighted Average Price Per Share Common Stock, Convertible, Volume Weighted Average Price Per Share Interest expense Interest Expense, Nonoperating Changes in Carrying Amount of Goodwill Schedule of Goodwill [Table Text Block] Long-lived Assets Property, Plant and Equipment Disclosure [Text Block] Outstanding letters of credit Letters of Credit Outstanding, Amount Repurchases of convertible notes Repayments of Convertible Debt Debt instrument convertible, amortization period Debt Instrument Amortization Of Debt Issuance Costs Period Debt instrument amortization of debt issuance costs period. Net current period other comprehensive income (loss) Other comprehensive income (loss), net of tax Other Comprehensive Income (Loss), Net of Tax, Portion Attributable to Parent Fair Value, Measurements, Recurring Fair Value, Recurring [Member] Accounts receivable, net of allowance Accounts Receivable, after Allowance for Credit Loss, Current Conversion price per share (in usd per share) Debt Instrument, Convertible, Conversion Price Cost of revenue Cost of Sales [Member] Granted (in shares) Share-Based Compensation Arrangement by Share-Based Payment Award, Options, Grants in Period, Gross Stock Conversion Description [Axis] Stock Conversion Description [Axis] Revenues From External Customers And Long Lived Assets [Line Items] Revenues from External Customers and Long-Lived Assets [Line Items] Antidilutive Securities Excluded From Computation Of Earnings Per Share [Line Items] Antidilutive Securities Excluded from Computation of Earnings Per Share [Line Items] Other liabilities Increase (Decrease) in Other Operating Liabilities Rest of world Non-US and United Kingdom Countries [Member] Non-US and United Kingdom Countries Net Carrying Amount Long-Term Debt Pension Adjustments Prior Service Cost Pension Adjustments Prior Service Cost [Member] Document Fiscal Period Focus Document Fiscal Period Focus All Executive Categories All Executive Categories [Member] Marketable Securities AOCI, Accumulated Gain (Loss), Debt Securities, Available-for-Sale, Parent [Member] 2026 Finite-Lived Intangible Asset, Expected Amortization, Year Two Changed Peer Group, Footnote Changed Peer Group, Footnote [Text Block] Goodwill deductible for tax purposes Business Acquisition, Goodwill, Expected Tax Deductible Amount Weighted-Average Remaining Contractual Term (in years) Share-Based Compensation Arrangement by Share-Based Payment Award, Options, Outstanding, Weighted Average Remaining Contractual Term Assets Assets [Abstract] Document Type Document Type Commercial paper Commercial Paper [Member] Pension Benefits Adjustments, Footnote Pension Benefits Adjustments, Footnote [Text Block] Total Shareholder Return Vs Peer Group Total Shareholder Return Vs Peer Group [Text Block] Issuance of Class A non-voting common stock for vesting of restricted stock units and restricted stock awards, net (in shares) Stock Issued During Period, Shares, Restricted Stock Award, Gross Contractual interest expense Interest Expense, Debt, Excluding Amortization Purchases of marketable securities Payments to Acquire Marketable Securities Marketable securities, Cost or Amortized Cost Debt Securities, Available-for-Sale, Amortized Cost Outstanding restricted stock, Vested (in shares) Share-Based Compensation Arrangement by Share-Based Payment Award, Equity Instruments Other than Options, Vested in Period Schedule of Estimated Intangible Asset Amortization Expense Schedule of Finite-Lived Intangible Assets, Future Amortization Expense [Table Text Block] Subsequent Event [Table] Subsequent Event [Table] Maximum Maximum [Member] Amortization of intangible

assets Amortization of Intangible Assets Equity Valuation Assumption Difference, Footnote Equity Valuation Assumption Difference, Footnote [Text Block] Debt instrument, convertible principal amount used in conversion rate Debt Instrument Convertible Principal Amount Used In Conversion Rate Debt instrument convertible principal amount used in conversion rate. Description of Business and Summary of Significant Accounting Policies Business Description and Accounting Policies [Text Block] Intangible assets, net Net Finite-Lived Intangible Assets, Net Antidilutive Securities [Axis] Antidilutive Securities [Axis] Accounts payable Accounts Payable, Current Accounting Policies [Abstract] Accounting Policies [Abstract] Schedule of Strategic Investments Equity Securities without Readily Determinable Fair Value [Table Text Block] Business Acquisitions Business Combination Disclosure [Text Block] Current Fiscal Year End Date Current Fiscal Year End Date Less: Imputed interest Lessee, Operating Lease, Liability, Undiscounted Excess Amount Convertible Notes Convertible Notes [Member] Convertible Notes Statistical Measurement [Axis] Statistical Measurement [Axis] Rebecca Morrow [Member] Rebecca Morrow PEO Name PEO Name Non-Rule 10b5-1 Arrangement Terminated Non-Rule 10b5-1 Arrangement Terminated [Flag] Purchase of capped calls Adjustments To Additional Paid In Capital Purchase Of Capped Calls Adjustments to additional paid in capital, purchase of capped calls. Loss before income taxes Income (Loss) from Continuing Operations before Income Taxes, Noncontrolling Interest Schedule Of Earnings Per Share [Table] Schedule Of Earnings Per Share [Table] Schedule of earnings per share. Non-PEO NEO Average Total Compensation Amount Non-PEO NEO Average Total Compensation Amount Award Type [Domain] Award Type [Domain] Name Outstanding Recovery, Individual Name Disaggregation Of Revenue [Line Items] Disaggregation of Revenue [Line Items] Schedule of Potentially Dilutive Shares Excluded from Calculation of Diluted Net Loss per Share Schedule of Antidilutive Securities Excluded from Computation of Earnings Per Share [Table Text Block] Compensation Actually Paid vs. Company Selected Measure Compensation Actually Paid vs. Company Selected Measure [Text Block] Non-PEO NEO Non-PEO NEO [Member] Convertible Notes (if-converted) Convertible Senior Notes If Converted [Member] Convertible senior notes if converted. Change in cash, cash equivalents, and restricted cash Cash, Cash Equivalents, Restricted Cash, and Restricted Cash Equivalents, Period Increase (Decrease), Excluding Exchange Rate Effect Other comprehensive income (loss) before reclassifications OCI, before Reclassifications, Net of Tax, Attributable to Parent Additional Paid-in Capital Additional Paid-in Capital [Member] Credit facility expiration period Line of Credit Facility, Expiration Period Award Timing Predetermined Award Timing Predetermined [Flag] Subsequent Event Type Subsequent Event Type [Domain] Debt instrument, redemption price percentage Debt Instrument, Redemption Price, Percentage Forecast Forecast [Member] 2027 Notes Two Thousand Twenty Seven Convertible Senior Note [Member] Two Thousand Twenty Seven Convertible Senior Note. Diluted (in usd per share) Earnings Per Share, Diluted Class of Stock [Axis] Class of Stock [Axis] Finite-Lived Intangible Assets by Major Class [Axis] Finite-Lived Intangible Assets by Major Class [Axis] Accumulated Amortization Finite-Lived Intangible Assets, Accumulated Amortization Name Measure Name Entity Interactive Data Current Entity Interactive Data Current Type of Restructuring Type of Restructuring [Domain] Restatement does not require Recovery Restatement Does Not Require Recovery [Text Block] Percentage of employee reduction in reprioritization plan Restructuring and Related Cost, Number of Positions Eliminated, Period Percent Disaggregation Of Revenue [Table] Disaggregation of Revenue [Table] Statement of Financial Position [Abstract] Statement of Financial Position [Abstract] Restructuring Restructuring and Related Activities Disclosure [Text Block] Derek Andersen [Member] Derek Andersen Debt Instrument, Convertible Terms Of Coversion [Axis] Debt Instrument, Convertible Terms Of Coversion [Axis] Debt Instrument, Convertible Terms Of Coversion Class A Non-Voting Common Stock Conversion From Class B Voting Common Stock Class A Non-Voting Common Stock Conversion From Class B Voting Common Stock [Member] Class A Non-Voting Common Stock Conversion From Class B Voting Common Stock Stock-based compensation Share-Based Payment Arrangement, Noncash Expense Sales and marketing Selling and Marketing Expense Accumulated Other Comprehensive Income Loss [Abstract] Accumulated Other Comprehensive Income Loss [Abstract] Accumulated other comprehensive income (loss). Net loss Net Income (Loss), Including Portion Attributable to Noncontrolling Interest Indemnification Agreement Indemnification Agreement [Member] Income tax benefit (expense) Income tax expense (benefit) Income Tax Expense (Benefit) Debt instrument, interest rate Debt Instrument, Interest Rate, Stated Percentage Weighted average recognition period Share-Based Payment Arrangement, Nonvested Award, Cost Not yet Recognized, Period for Recognition Revenue Total revenue Revenue from Contract with Customer, Excluding Assessed Tax Statement of Comprehensive Income [Abstract] Statement of Comprehensive Income [Abstract] Operating loss Operating Income (Loss) Net cash provided by (used in) investing activities Net Cash Provided by (Used in) Investing Activities AOCI Including Portion Attributable to Noncontrolling Interest, Net of Tax [Roll Forward] AOCI Including Portion Attributable to Noncontrolling Interest, Net of Tax [Roll Forward] Variable Rate [Domain] Variable Rate [Domain] Business Acquisition [Line Items] Business Acquisition [Line Items] Total liabilities and stockholdersâ€™ equity Liabilities and Equity Subsequent Events Subsequent Events [Text Block] Rule 10b5-1 Arrangement Terminated Rule 10b5-1 Arrangement Terminated [Flag] All Adjustments to Compensation All Adjustments to Compensation [Member] Fair Value Hierarchy and NAV [Axis] Fair Value Hierarchy and NAV [Axis] Additional paid-in capital Additional Paid in Capital Prepaid expenses and other current assets Increase (Decrease) in Prepaid Expense and Other Assets Common stock, convertible, threshold trading days Common Stock, Convertible, Threshold Trading Days Common Stock, Convertible, Threshold Trading Days Restructuring charges Restructuring Charges Accumulated Other Comprehensive Income Loss [Line Items] Accumulated Other Comprehensive Income (Loss) [Line Items] Commitments and Contingencies Disclosure [Abstract] Commitments and Contingencies Disclosure [Abstract] Interest income Investment Income, Interest Finite-Lived Intangible Assets, Major Class Name [Domain] Finite-Lived Intangible Assets, Major Class Name [Domain] Lease liabilities arising from obtaining operating lease right-of-use assets Right-of-Use Asset Obtained in Exchange for Operating Lease Liability Underlying Security Market Price Change Underlying Security Market Price Change, Percent Scenario [Domain] Scenario [Domain] Individual: Individual [Axis] Common stock, value Common Stock, Value, Outstanding Issuance of Class A non-voting common stock for vesting of restricted stock units and restricted stock awards, net Stock Issued During Period, Value, Restricted Stock Award, Net of Forfeitures AOCI Attributable to Parent AOCI Attributable to Parent [Member] Business combination, recognized identifiable assets acquired and liabilities assumed, liabilities Business Combination, Consideration Transferred, Liabilities Incurred Weighted-Average Exercise Price, Forfeited (in usd per share) Share-Based Compensation Arrangements by Share-Based Payment Award, Options, Forfeitures in Period, Weighted Average Exercise Price U.S. government agency securities US Government Agencies Debt Securities [Member] Long-Term Debt, Type [Domain] Long-Term Debt, Type [Domain] Entity Address, State or Province Entity Address, State or Province Statement [Line Items] Statement [Line Items] Description Of Business And Summary Of Significant Accounting Policies [Line Items] Description Of Business And Summary Of Significant Accounting Policies [Line Items] Description of business and summary of significant accounting policies. Erroneous Compensation Analysis Erroneous Compensation Analysis [Text Block] Sterling Overnight Index Sterling Overnight Index [Member] Sterling overnight index. 2028 Notes Two Thousand Twenty Eight Senior Convertible Notes [Member] 2028 Senior Convertible Notes. Compensation Actually Paid vs. Total Shareholder Return Compensation Actually Paid vs. Total Shareholder Return [Text Block] Financial Instruments [Domain] Financial Instruments [Domain] Purchase price consideration Business Combination, Consideration Transferred Weighted-average grant date fair value per restricted stock, unvested beginning balance (in usd per share) Weighted-average grant date fair value per restricted stock, unvested ending balance (in usd per share) Share-Based Compensation Arrangement by Share-Based Payment Award, Equity Instruments Other than Options, Nonvested, Weighted Average Grant Date Fair Value Liabilities and Stockholdersâ€™ Equity Liabilities and Equity [Abstract] Weighted- Average Remaining Contractual Term (in years) Share Based Compensation Arrangement By Share Based Payment Award Options Weighted Average Remaining Contractual Term [Abstract] Share-based Compensation Arrangement by Share-based Payment Award, Options, Weighted Average Remaining Contractual Term [Abstract] Unamortized Debt Issuance Costs Debt Instrument, Unamortized Discount (Premium) and Debt Issuance Costs, Net Minimum Minimum [Member] Restatement Determination Date Restatement Determination Date Adoption Date Trading Arrangement Adoption Date Pay vs Performance Disclosure Pay vs Performance Disclosure [Table] United Kingdom UNITED KINGDOM Conversion of Class B voting common stock to Class A non-voting common stock (in shares) Stock Issued During Period, Change In Class of Stock Stock Issued During Period, Change In Class of Stock Weighted-Average Exercise Price, Beginning balance (in usd per share) Weighted-Average Exercise Price, Ending balance (in usd per share) Share-Based Compensation Arrangement by Share-Based Payment Award, Options, Outstanding, Weighted Average Exercise Price Operating lease right-of-use assets Operating Lease, Right-of-Use Asset Erroneously Awarded Compensation Recovery Erroneously Awarded Compensation Recovery [Table] Beginning balance (in shares) Ending balance (in shares) Share-Based Compensation Arrangement by Share-Based Payment Award, Options, Outstanding, Number Change in Fair Value as of Vesting Date of Prior Year Equity Awards Vested in Covered Year Change in Fair Value as of Vesting Date of Prior Year Equity Awards Vested in Covered Year [Member] Property, Plant and Equipment [Abstract] Property, Plant and Equipment [Abstract] Exercise Price Award Exercise Price Net Loss per Share Earnings Per Share [Text Block] Arrangement Duration Trading Arrangement Duration Subsequent Event Subsequent Event [Member] Shares issued in connection with exercise of stock options under stock-based compensation plans Stock Issued During Period, Value, Stock Options Exercised Costs and expenses: Costs and Expenses [Abstract] Goodwill and Intangible Assets Goodwill and Intangible Assets Disclosure [Text Block] Schedule of Convertible Notes Convertible Debt [Table Text Block] Stockholdersâ€™ equity Equity, Attributable to Parent [Abstract] Gains (losses) on strategic investments, net Gain (Loss) on Investments Weighted-average grant date fair value per restricted stock, Granted (in usd per share) Share-Based Compensation Arrangement by Share-Based Payment Award, Equity Instruments Other than Options, Grants in Period, Weighted Average Grant Date Fair Value Thereafter Finite Lived Intangible Assets Amortization Expense After Year Four Finite lived intangible assets amortization expense after year four. Peer Group Issuers, Footnote Peer Group Issuers, Footnote [Text Block] Restructuring Plan [Axis] Restructuring Plan [Axis] Material Terms of Trading Arrangement Material Terms of Trading Arrangement [Text Block] Debt repurchase amount Debt Instrument, Repurchase Amount 2028 Finite-Lived Intangible Asset, Expected Amortization, Year Four All Individuals All Individuals [Member] PEO PEO [Member] Variable Rate [Axis] Variable Rate [Axis] Income Tax Disclosure [Abstract] Income Tax Disclosure [Abstract] Entities [Table] Entities [Table] Name Trading Arrangement, Individual Name Other income (expense), net Other Nonoperating Income (Expense) Statement of Stockholders' Equity [Abstract] Statement of Stockholders' Equity [Abstract] Marketable securities, Gross Unrealized Gains Debt Securities, Available-for-Sale, Accumulated Gross Unrealized Gain, before Tax Treasury stock, at cost. 47,723 and 49,200 shares of Class A non-voting common stock at SeptemberÂ 30, 2024 and DecemberÂ 31, 2023, respectively. Treasury Stock, Common, Value Annual commitment fee Line of Credit Facility, Unused Capacity, Commitment Fee Percentage 2025 Notes Two Thousand Twenty Five Senior Convertible Notes [Member] Two thousand twenty five senior convertible notes. Business Combination, Asset Acquisition, and Joint Venture Formation [Abstract] Awards Close in Time to MNPI Disclosures, Table Awards Close in Time to MNPI Disclosures [Table Text Block] Prior Year End Fair Value of Equity Awards Granted in Any Prior Year that Fail to Meet Applicable Vesting Conditions During Covered Year Prior Year End Fair Value of Equity Awards Granted in Any Prior Year that Fail to Meet Applicable Vesting Conditions During Covered Year [Member] Cash and cash equivalents Cash and Cash Equivalents, Fair Value Disclosure Domain names Internet Domain Names [Member] Aggregate Erroneous Compensation Amount Aggregate Erroneous Compensation Amount Restructuring Cost And Reserve [Line Items] Restructuring Cost and Reserve [Line Items] Global Headcount Reduction Global Headcount Reduction [Member] Global Headcount Reduction Local Phone Number Local Phone Number Aggregate Erroneous Compensation Not Yet Determined Aggregate Erroneous Compensation Not Yet Determined [Text Block] Other Other Restructuring [Member] Unrealized gains on strategic investments still held at the reporting date Unrealized Gain (Loss) on Investments Repurchases of Class A non-voting common stock (in shares) Stock Repurchased During Period, Shares Service condition satisfied, years Share-Based Compensation Arrangement by Share-Based Payment Award, Award Requisite Service Period Other assets Increase (Decrease) in Other Operating Assets Change in operating assets and liabilities, net of effect of acquisitions: Increase (Decrease) in Operating Capital [Abstract] Secured Overnight Financing Rate (SOFR) Secured Overnight Financing Rate (SOFR) [Member] PEO Total Compensation Amount PEO Total Compensation Amount Income Statement Location [Axis] Statement of Income Location, Balance [Axis] Commitments and Contingencies Commitments and Contingencies Disclosure [Text Block] Debt Conversion Terms Two Debt Conversion Terms Two [Member] Debt Conversion Terms Two Debt Disclosure [Abstract] Debt Disclosure [Abstract] Reissuances of Class A non-voting common stock for vesting of restricted stock units Stock Issued During Period, Value, Treasury Stock Reissued Common Stock Common Stock [Member] Measure: Measure [Axis] Contractual obligation maturity Contractual Obligation Maturity Contractual Obligation Maturity Weighted average price per share (in usd per share) Share Price Operating lease right-of-use assets Increase Decrease In Operating Lease Right Of Use Asset Increase decrease in operating lease right of use asset. Stock split ratio, common stock Stockholders' Equity Note, Stock Split, Conversion Ratio Forgone Recovery due to Expense of Enforcement, Amount Forgone Recovery due to Expense of Enforcement, Amount Schedule Of Business Acquisitions By Acquisition [Table] Schedule of Business Acquisitions, by Acquisition [Table] Entity Emerging Growth Company Entity Emerging Growth Company Cash, Equity Securities and Marketable Securities, Total Estimated Fair Value Cash And Available For Sale Debt Securities Fair Value Cash and available for sale debt securities fair value. Entity Central Index Key Entity Central Index Key Scenario [Axis] Scenario [Axis] General and administrative General and Administrative Expense [Member] Rest of world Rest Of World [Member] Rest of World. Equity Method Investments and Joint Ventures [Abstract] Equity Method Investments and Joint Ventures [Abstract] Lessee Lease Description [Table] Lessee, Lease, Description [Table] Shares issued upon conversion of each $1000 principal amount Debt Conversion, Converted Instrument, Shares Issued Non-GAAP Measure Description Non-GAAP Measure Description [Text Block] Foreign Currency Translation Accumulated Foreign Currency Adjustment Attributable to Parent [Member] Non-PEO NEO Average Compensation Actually Paid Amount Non-PEO NEO Average Compensation Actually Paid Amount Award Timing, How MNPI Considered Award Timing, How MNPI Considered [Text Block] Equity Component [Domain] Equity Component [Domain] Financial Instrument [Axis] Financial Instrument [Axis] Operating leases, terms Lessee, Operating Lease, Lease Not yet Commenced, Term of Contract Additional 402(v) Disclosure Additional 402(v) Disclosure [Text Block] Stock-based compensation expense APIC, Share-Based Payment Arrangement, Increase for Cost Recognition Entity Shell Company Entity Shell Company Entity Incorporation, State or Country Code Entity Incorporation, State or Country Code Class B Class B Voting Common Stock Common Class B [Member] Title Trading Arrangement, Individual Title Statement [Table] Statement [Table] Total interest expense Interest Expense, Debt Measurement Frequency [Domain] Measurement Frequency [Domain] City Area Code City Area Code Current liabilities Liabilities, Current [Abstract] Reissuances of Class A non-voting common stock for vesting of restricted stock units (in shares) Stock Issued During Period, Shares, Treasury Stock Reissued Cash, Equity Securities and Marketable securities, Cost or Amortized Cost Cash And Available For Sale Debt Securities Cost And Amortized Cost Basis Cash and available for sale debt securities cost and amortized cost basis. Cumulative upward adjustments Equity Securities without Readily Determinable Fair Value, Upward Price Adjustment, Cumulative Amount Insider Trading Policies and Procedures Not Adopted Insider Trading Policies and Procedures Not Adopted [Text Block] Level 1 Fair Value, Inputs, Level 1 [Member] Total current assets Assets, Current Statement of Cash Flows [Abstract] Statement of Cash Flows [Abstract] Accrued expenses and other current liabilities Increase (Decrease) in Accrued Liabilities 2030 Notes Two Thousand Thirty Senior Convertible Notes [Member] Two Thousand Thirty Senior Convertible Notes Repurchases of Class A non-voting common stock Payments for Repurchase of Common Stock Debt Instrument [Table] Schedule of Long-Term Debt Instruments [Table] Accumulated Other Comprehensive Income Loss [Table] Accumulated Other Comprehensive Income (Loss) [Table] Carrying value Equity Securities without Readily Determinable Fair Value, Amount Lease not yet commenced amount Unrecorded Unconditional Purchase Obligation Proceeds from termination of capped calls Proceeds From Termination Of Capped Calls Proceeds From Termination Of Capped Calls Subsequent Event Type Subsequent Event Type [Axis] Other Other Intangible Assets [Member] Income Taxes Income Tax Disclosure [Text Block] Retirement of Class A non-voting common stock Stock repurchased and retired Stock Repurchased and Retired During Period, Value 2028 Lessee, Operating Lease, Liability, to be Paid, Year Four Net loss per share attributable to Class A, Class B, and Class C common stockholders (Note 3): Earnings Per Share [Abstract] Accumulated deficit Retained Earnings (Accumulated Deficit) Proceeds from issuance of convertible notes, net of issuance costs Proceeds From Debt Net Of Issuance Costs And Capped Call Transaction Costs Proceeds from debt net of issuance costs and capped call transaction costs. Cumulative downward adjustments, including impairments Equity Securities Without Readily Determinable Fair Value, Downward Price Adjustment And Impairment Loss, Cumulative Amount Equity Securities Without Readily Determinable Fair Value, Downward Price Adjustment And Impairment Loss, Cumulative Amount Retirement of Class A non-voting common stock (in shares) Retirement of Class A non-voting common stock (in shares) Stock Repurchased and Retired During Period, Shares Class of Stock [Domain] Class of Stock [Domain] Stockholders' Equity Stockholders Equity And Compensation Related Costs Share Based Payments [Text Block] Stockholders equity and compensation related costs share based payments text block. Schedule of Debt Schedule of Debt [Table Text Block] General and administrative General and Administrative Expense Unrealized gains (losses) on publicly traded equity securities still held at the reporting date, net Equity Securities, FV-NI, Unrealized Gain (Loss) Aggregate Available Trading Arrangement, Securities Aggregate Available Amount Equity Awards Adjustments Equity Awards Adjustments [Member] Weighted-average discount rate Operating Lease, Weighted Average Discount Rate, Percent Present value of lease liabilities Operating Lease, Liability Net cash provided by (used in) financing activities Net Cash Provided by (Used in) Financing Activities Unrealized losses, including impairments, on strategic investments still held at the

reporting date Unrealized Gain (Loss) On Investments, Including Impairment Unrealized Gain (Loss) On Investments, Including Impairment Underlying Securities Award Underlying Securities Amount Credit Facility [Axis] Credit Facility [Axis] Conversion of Stock, Name [Domain] Conversion of Stock, Name [Domain] Amendment Flag Amendment Flag Loss Contingency Nature [Axis] Loss Contingency Nature [Axis] Entity Registrant Name Entity Registrant Name Payment to acquire business Payments to Acquire Businesses, Gross Class A Class A Non-voting Common Stock Common Class A Non Voting [Member] Common class A non voting. Adjustment to Non-PEO NEO Compensation Footnote Adjustment to Non-PEO NEO Compensation Footnote [Text Block] Stock Appreciation Rights (SARs) Stock Appreciation Rights (SARs) [Member] Depreciation and amortization Depreciation, Depletion and Amortization Foreign currency translation Other Comprehensive Income (Loss), Foreign Currency Transaction and Translation Adjustment, Net of Tax, Portion Attributable to Parent Convertible senior notes, net Convertible Debt, Current Fair Value as of Grant Date Award Grant Date Fair Value Subsequent Events [Abstract] Subsequent Events [Abstract] Eric Young [Member] Eric Young Level 2 Fair Value, Inputs, Level 2 [Member] Debt Debt Disclosure [Text Block] Fair Value Hierarchy and NAV [Domain] Fair Value Hierarchy and NAV [Domain] Geographical [Domain] Geographical [Domain] Recovery of Erroneously Awarded Compensation Disclosure [Line Items] Debt instrument, principal amount Principal Debt Instrument, Face Amount Equity Securities and Marketable securities, Gross Unrealized Losses Cash Equivalents And Available For Sale Debt Securities, Accumulated Gross Unrealized Loss Before Tax Cash Equivalents And Available For Sale Debt Securities, Accumulated Gross Unrealized Loss Before Tax Equity Securities and Marketable securities, Gross Unrealized Gains Cash Equivalents And Available For Sale Debt Securities, Accumulated Gross Unrealized Gain Before Tax Cash Equivalents And Available For Sale Debt Securities, Accumulated Gross Unrealized Gain Before Tax Technology Technology-Based Intangible Assets [Member] Entity Address, Postal Zip Code Entity Address, Postal Zip Code Schedule of Total Stock-based Compensation Expense Share-Based Payment Arrangement, Expensed and Capitalized, Amount [Table Text Block] Schedule Of Restructuring And Related Costs [Table] Restructuring Cost [Table] Restatement Determination Date: Restatement Determination Date [Axis] Title of 12(b) Security Title of 12(b) Security Share-Based Payment Arrangement [Abstract] Share-Based Payment Arrangement [Abstract] Over-allotment option Convertible Debt, Over-Allotment Feature, Increase Limit Convertible Debt, Over-Allotment Feature, Increase Limit Cash and cash equivalents Cash and Cash Equivalents, at Carrying Value 2026 Notes Two Thousand Twenty Six Senior Convertible Notes [Member] Two thousand twenty six senior convertible notes. Other Payments for (Proceeds from) Other Investing Activities Certificates of deposit Certificates of Deposit [Member] Year-over-Year Change in Fair Value of Equity Awards Granted in Prior Years That are Outstanding and Unvested Year-over-Year Change in Fair Value of Equity Awards Granted in Prior Years That are Outstanding and Unvested [Member] Debt instrument convertible, number of trading days Debt Instrument, Convertible, Threshold Trading Days Finite-Lived Intangible Assets [Line Items] Finite-Lived Intangible Assets [Line Items] Weighted-average grant date fair value per restricted stock, Forfeited (in usd per share) Share-Based Compensation Arrangement by Share-Based Payment Award, Equity Instruments Other than Options, Forfeitures, Weighted Average Grant Date Fair Value Gain (loss) on extinguishment of debt Gain (Loss) on Extinguishment of Debt Long-term convertible senior notes, net Convertible Debt, Noncurrent Cash flows from financing activities Net Cash Provided by (Used in) Financing Activities [Abstract] Year-end Fair Value of Equity Awards Granted in Covered Year that are Outstanding and Unvested Year-end Fair Value of Equity Awards Granted in Covered Year that are Outstanding and Unvested [Member] Cash and Cash Equivalents [Domain] Cash and Cash Equivalents [Domain] Number of Shares Share-Based Compensation Arrangement by Share-Based Payment Award, Options, Outstanding [Roll Forward] Basic (in usd per share) Earnings Per Share, Basic Accounts payable Increase (Decrease) in Accounts Payable Operating cash outflows for operating leases Operating Lease, Payments Adjustment To PEO Compensation, Footnote Adjustment To PEO Compensation, Footnote [Text Block] Award Timing MNPI Disclosure Award Timing MNPI Disclosure [Text Block] Commitments due within three years Contractual Obligation Aggregate Pension Adjustments Service Cost Aggregate Pension Adjustments Service Cost [Member] Debt, net of issuance costs Proceeds from Debt, Net of Issuance Costs RSUs and RSAs Granted after February 2018 Restricted Stock Units And Restricted Stock Granted After February Two Thousand Eighteen [Member] Restricted stock units and restricted stock granted after February two thousand eighteen. Net loss attributable to common stockholders Net Income (Loss) Available to Common Stockholders, Basic Compensation Actually Paid vs. Other Measure Compensation Actually Paid vs. Other Measure [Text Block] Total current liabilities Liabilities, Current Vesting Date Fair Value of Equity Awards Granted and Vested in Covered Year Vesting Date Fair Value of Equity Awards Granted and Vested in Covered Year [Member] Weighted average shares used in computation of net loss per share: Diluted shares: Weighted Average Number of Shares Outstanding, Diluted [Abstract] Total assets Assets Losses (gains) on debt and equity securities, net Debt and Equity Securities, Gain (Loss) 2025 Finite-Lived Intangible Asset, Expected Amortization, Year One Amounts outstanding under the credit facility Long-Term Line of Credit Outstanding restricted stock, Granted (in shares) Share-Based Compensation Arrangement by Share-Based Payment Award, Equity Instruments Other than Options, Grants in Period Schedule of Financial Assets Measured at Fair Value on Recurring Basis Fair Value, Assets Measured on Recurring Basis [Table Text Block] Purchases of property and equipment Payments to Acquire Property, Plant, and Equipment Other liabilities Other Liabilities, Noncurrent Description Of Business And Summary Of Significant Accounting Policies [Table] Description Of Business And Summary Of Significant Accounting Policies [Table] Description of business and summary of significant accounting policies. Forgone Recovery due to Violation of Home Country Law, Amount Forgone Recovery due to Violation of Home Country Law, Amount Commitments and contingencies (Note 8) Commitments and Contingencies Strategic Investments Equity Method Investments and Joint Ventures Disclosure [Text Block] Termination Date Trading Arrangement Termination Date Fair Value Assets And Liabilities Measured On Recurring And Nonrecurring Basis [Line Items] Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis [Line Items] 2026 Lessee, Operating Lease, Liability, to be Paid, Year Two Debt instrument convertible, percentage of conversion price Debt Instrument, Convertible, Threshold Percentage of Stock Price Trigger Schedule of Disaggregation of Revenue by Geography Revenue from External Customers by Geographic Areas [Table Text Block] Entity Address, City or Town Entity Address, City or Town Marketable securities contractual maturities Debt Securities, Available-for-Sale, Fair Value, Maturity, Allocated and Single Maturity Date, after Year One Through Five Cap price, net cost Debt Instrument Cap Call Transaction Cap Price Net Cost Debt instrument, cap call transaction cap price, net cost. Debt Instrument [Axis] Debt Instrument [Axis] Schedule of Stock Option Award Activity Share-Based Payment Arrangement, Option, Activity [Table Text Block] Termination of capped calls Adjustment To Additional Paid In Capital, Termination of Capped Calls Adjustment To Additional Paid In Capital, Termination of Capped Calls Convertible notes Convertible Debt, Fair Value Disclosures Share-based payment arrangement, expense Share-Based Payment Arrangement, Expense Net loss Net loss Net Income (Loss) Attributable to Parent Trading Arrangement: Trading Arrangement [Axis] Weighted-Average Exercise Price, Granted (in usd per share) Share-Based Compensation Arrangements by Share-Based Payment Award, Options, Grants in Period, Weighted Average Exercise Price Accumulated Other Comprehensive Income (Loss) Comprehensive Income (Loss) Note [Text Block] Pay vs Performance Disclosure, Table Pay vs Performance [Table Text Block] Loss Contingencies [Table] Loss Contingencies [Table] Outstanding restricted stock, Forfeited (in shares) Share-Based Compensation Arrangement by Share-Based Payment Award, Equity Instruments Other than Options, Forfeited in Period Business Acquisition [Axis] Business Acquisition [Axis] Schedule of Intangible Assets Schedule of Finite-Lived Intangible Assets [Table Text Block] Equity Awards Adjustments, Excluding Value Reported in Compensation Table Equity Awards Adjustments, Excluding Value Reported in the Compensation Table [Member] Dividends or Other Earnings Paid on Equity Awards not Otherwise Reflected in Total Compensation for Covered Year Dividends or Other Earnings Paid on Equity Awards not Otherwise Reflected in Total Compensation for Covered Year [Member] Entity File Number Entity File Number Cash and Cash Equivalents [Axis] Cash and Cash Equivalents [Axis] Summary of Weighted Average Remaining Lease Term and Discount Rate Related to Operating Leases Summary Of Operating Lease Term And Discount Rate Table [Table Text Block] Summary of operating lease term and discount rate. Revenue Revenue from Contract with Customer [Text Block] Deferred payments for acquisitions Payment For Deferred Acquisition Payments Payment For Deferred Acquisition Payments Document Fiscal Year Focus Document Fiscal Year Focus Income Statement [Abstract] Income Statement [Abstract] Entity Address, Address Line One Entity Address, Address Line One Denominator: Weighted Average Number of Shares Outstanding Reconciliation [Abstract] Repurchases of Class A non-voting common stock Treasury Stock, Value, Acquired, Cost Method Debt Instrument, Name [Domain] Debt Instrument, Name [Domain] Basic shares: Weighted Average Number of Shares Outstanding, Basic [Abstract] Restructuring Plan [Domain] Restructuring Plan [Domain] Name Forgone Recovery, Individual Name Remainder of 2024 Lessee, Operating Lease, Liability, to be Paid, Remainder of Fiscal Year Weighted-average remaining lease term Operating Lease, Weighted Average Remaining Lease Term Document Period End Date Document Period End Date Loss Contingency, Nature [Domain] Loss Contingency, Nature [Domain] Other Other Noncash Income (Expense) Award Timing MNPI Considered Award Timing MNPI Considered [Flag] Total lease payments Lessee, Operating Lease, Liability, to be Paid Outstanding restricted stock, unvested beginning balance (in shares) Outstanding restricted stock, unvested ending balance (in shares) Share-Based Compensation Arrangement by Share-Based Payment Award, Equity Instruments Other than Options, Nonvested, Number Insider Trading Arrangements [Line Items] Future Stock Split to be Effected in the Form of a Stock Dividend Future Stock Split To Be Effected In Form Of Stock Dividend Policy [Policy Text Block] Future stock split to be effected in the form of a stock dividend. Cap price, per share (in usd per share) Debt Instrument Cap Call Transaction Cap Price Per Share Debt instrument, cap call transaction cap price, per share. Outstanding Aggregate Erroneous Compensation Amount Outstanding Aggregate Erroneous Compensation Amount Debt Instrument, Convertible Terms Of Coversion [Domain] Debt Instrument, Convertible Terms Of Coversion [Domain] Debt Instrument, Convertible Terms Of Coversion [Domain] 2027 Lessee, Operating Lease, Liability, to be Paid, Year Three PEO Actually Paid Compensation Amount PEO Actually Paid Compensation Amount Cost of revenue Cost of Revenue Adjustment to Compensation: Adjustment to Compensation [Axis] Weighted- Average Grant Date Fair Value Share Based Compensation Arrangement By Share Based Payment Award Equity Instruments Other Than Options Weighted Average Grant Date Fair Value [Abstract] Share based compensation arrangement by share based payment award, equity instruments other than options, weighted average grant date fair value. Prepaid expenses and other current assets Prepaid Expense and Other Assets, Current Document Transition Report Document Transition Report Document Quarterly Report Document Quarterly Report Fair Value Assets And Liabilities Measured On Recurring And Nonrecurring Basis [Table] Fair Value, Recurring and Nonrecurring [Table] Accumulated other comprehensive income (loss) Accumulated Other Comprehensive Income (Loss), Net of Tax Entity Current Reporting Status Entity Current Reporting Status Schedule of Gain (Loss) on Strategic Investments Gain (Loss) on Securities [Table Text Block] Retained Earnings Retained Earnings [Member] Amortization of debt issuance costs Amortization of Debt Issuance Costs Pension Adjustments Service Cost Pension Adjustments Service Cost [Member] Basic (in shares) Weighted-average common shares - Basic (in shares) Weighted Average Number of Shares Outstanding, Basic Stock Price or TSR Estimation Method Stock Price or TSR Estimation Method [Text Block] Schedule Of Revenues From External Customers And Long Lived Assets [Table] Schedule of Revenues from External Customers and Long-Lived Assets [Table] North America North America [Member] Increase (Decrease) in Stockholders' Equity [Roll Forward] Increase (Decrease) in Stockholders' Equity [Roll Forward] Executive Category: Executive Category [Axis] Name Awards Close in Time to MNPI Disclosures, Individual Name Stock Based Compensation Expense Benefit Stock Based Compensation Expense Benefit [Member] Stock-based compensation expense (benefit). Forfeited (in shares) Share-Based Compensation Arrangement by Share-Based Payment Award, Options, Forfeitures in Period Debt Conversion Terms One Debt Conversion Terms One [Member] Debt Conversion Terms One Entity Filer Category Entity Filer Category Amounts reclassified from AOCI Reclassification from AOCI, Current Period, Net of Tax, Attributable to Parent Income Statement Location [Domain] Statement of Income Location, Balance [Domain] Loss Contingencies [Line Items] Loss Contingencies [Line Items] Company Selected Measure Name Company Selected Measure Name EX-101.PRE 9 snap-20240930_pre.xml XBRL TAXONOMY EXTENSION PRESENTATION LINKBASE DOCUMENT GRAPHIC 10 snap-20240930_g1.jpg begin 644 snap-20240930_g1.jpg M_]C_X 02D9)1@ ! @$ 8 !@ #_[@ .061O8F4 90 !]L 0P " 0$! 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M @0$ P0'!00$ $"=P ! @,1! 4A,08205$'87$3(C*!"!1"D:&QP0DC,U+P M%6)RT0H6)#3A)?$7&!D:)BH*#A(6&AXB)BI*3E)66EYB9FJ*CI*6FIZBIJK*SM+6V MM[BYNL+#Q,7&Q\C)RM+3U-76UJC9VN+CY.7FY^CIZO+S]/7V]_CY^O_ : P# M 0 "$0,1 #_?RBBB@ HHHH **** "BBB@ HHHH **** "BBB@ HHHH **** "BBB@ HHHH **** M* "BBB@ HHHH **** "BBB@ HHHH **** "BBB@ HHHH **** "BBB@ HHHH **** "BBB@ HHHH **** "BBB@ HHHH **** "BBB@ HHHH **** "BBB@ HHHH **** "B MBB@ HHHH **** "BBB@ HHHH **** "BBB@ HHHH **** "BBB@ HHHH *** M* "BBB@ HHHH **** "BBB@ HHHH **** "BBB@ HHHH **** M **** "BBB@ HHHH **** "BBB@ HHHH **** "BBB@ HHHH **** "BBB@ HHHH **POBA\3? 7 MP7^'.N_%SXI>*+71/#?AK2I]2US5[Y]L5I:PH9))&/7 52<#)/0 DXKY2_X(M[?\ !83P=_P6!\&_$7X@^ O@I?\ @[2?!'BU=(T]]2UI+J;5('C,L=RZ+$@M MV*8S%NDVDD;SC) /LJBOAC_@I9_P71^"/_!/']JCX3?L;P?#V7QUXX^)>NV- MKJ5A9:ZMFOANQN[I+:&[G)AE\QW=G*0@*2L3,64%-VO_,%(O^"R?A;]A3XY M>#OV1_A3^S)XU^-OQC\;Z7)JVE_#_P $!4D@TU&D4W,\15RH)AG*A8VX@D9R M@"E@#[0HKY:_X)9?\%6/A!_P5(^'/BC6_!WP^\0^! &/P_U[^Q?B%\/_ !5$ M%OM$O/G"AB -Z,T4R E4?#'[3'[<^B?M:>-9 M-5\>Z+XVT"+QSJ5S? ^>,OC'JLVC/\OM$NA:7IUU(MQ"US(4D,3;Y9E$4 M2G;'"#M (H _K%HK\6/^"H5WK?[0G[:O[$7_ 0[^&W[37BR/X2^*?A[:ZUX MM\5^&_$(2_\ %^EVUI.MM))=1@K+YD.F3R;L&-GN1(58HF.S_P""&GBWXB_L M@?\ !6;]I_\X(TWGQ<\2^,/A_X#TRU\4_#H^+=4:\NM(MI!9-);K(?B5\O%S^'/"_[,OBCQ3:+ D@U;29 MX5A9F'*8\#>._V:?$OA<>(]1^QV5_JU];A#)M+'"A MMS8 Z"@#W&BBB@ HHHH **** "BBB@ HHHH **** "BBB@ HHHH **** "BB MB@ HHHH **** "BBB@ HHHH **** "BBB@ HHHH **** M "BBB@ HHHH **** "BBB@ HHHH **** "BBB@ HHHH **** "BBB@ HHHH **** M **** "BBB@ HHHH **** "BBB@ HHHH **** "BBB@ HHHH **** "BBB@ HHHH **** "BBB@ HHHH **** "BBB@ HHHH **** "BBB@ HHHH **** "BB MB@ HHHH **** "BBB@ HHHH **** "BBB@ HHHH **** "BBB@ HHHH **** "BBB@ HHHH **** "BBB@ HHHH **** "BBB@ HHHH **** "BBB@ HHHH **** "BOQK_X+3?\%_OC9\#/V_A]^Q#^P;X MG@M8M$\=Z1IOQE\7C1;>_@6ZOI@(]$1IXWCBD$*S22,O[S< BLIAE!^N/^"F MGQ'_."Q&N_M"?#[]E__ ()D^ O#_AC0M>TV?4/&OQS\8Z>E]I^CNAEV6*0? M.1(5BR6:%PYN(55DQ(P /MRBOS!_X)4_\%=OVT/C=\%OVI_?[1?PGT_XE_% M/]E[5;G3;2_^%]D_V;QY=+]NCAMK=$4CS6GL2-\:*#'<1-Y2E6W?-_QN_P"" MEG_!QA^Q)^S#X5_X*E?M:'X76G@37?%\5CK'P O_E/IFKZ7:S2RK&C/+$) MXI&6%BNZ:5D$D;LCC>B@'[G45F>"O%-CXY\&Z3XVTRWFAMM8TR'^MXKE-LB) M+&LBJP[, P!'K6G0 4444 %%%% !1110 4444 %%%% 'XI?\'$/_4?_9 \ M7_ML> O^"4'[2_Q>U#X>?!.Q-EXJ^/6OVFF7MU<>((1^_LM#MTLXY) CE$>2 M0@*&=&!S!MD\!_X(4?\ !7/]B[]@?X._ME^(-*EFO;J/Q=J7C7X>>#=,T6X@ MCU'1XY!;6JB0Q".U3$+FU0JY#HC$A#M(K]__ !=_@7X_UI_$GCSX+>$M;U_M&1%22_U?PY:W,[*HPH+R1EB . ,\5\U_\$_/^",O[-7[!%Y\5;K3A9^-5^*? MC&? 7+J'QˆX8L]NEQRN7-C" IS &*D*>,HIQQ0!_A\3OVM?V//']Y\%_VROB M7^T,_C/]H;Q5^T/9^./CSJ \,ZC%%X9T:"6'[-IEJTL 66*WB0Y2 OSM1=Z1 M1L? Z6/&OQK^%_P"V#\%+/Q)^PA^T1\.]$^+OCGP%%J_PK\2^(M,MYM4L].N MD@O?[/N$^TF+R68[&C"Y(W#K7'_MZ?\ !%+]EG]N/6/A=J_]G:;X$_X5IXXA M\1^3X7\)V*+K7EM&WV2Y^09B.S!'/WCQ6-_P4'_X(@?"O]LCXN>"_P!IWX%? M'KQ9\ OBOX#T?^QM#\;?#=$B!TSJYMM9+=6C^51+*JE'3Y)61PZ[0H!\R_\ M!M/J$'P$;B :O\ V$OC;H#:E\>-%\=GQ%\2/BA;:N;JV\8":::79(L9BC^R[M'N&DV$$LUY(3M*[1^O5?)W_!+G_@D=\&/^"8NE>+_$6A_$;Q+\0_B-\1M26_ M^(*Q*\9W DO]6E5G=5 R?+CWRR.06=W=R7=L(%^L: "BB@ HHHH **** "B MBB@ HHHH **** "OS7_X*M?\$?OV_VT?V^_A[^VW^RG^VQX;^'LOPT*"Q\ M*:=XC_VJ-_U&2:Y:YOH89HY(!))') N\H7!MT((*(1^E%% 'X._P#! S]E M?_@J)\/_/@IK^UAXJ\8? &JVN+31O&%W#\3;7Q!X.^QV7Q0U>1=#OB/^UY_P5A_:=_X+,:A\(/$W@WP#X^TRU\+ M_#E/%VF&SN]7M8Q9+)%_M8?\EL^! P#V/I^/_[2'_!Q!^T+ M\>OCIK'[)WASPK\"/A7\%FN%\-2_%+P5-]H\?QP"=FN;>>X@D1HI!;,X9/*6 M-)X%8L2SJ ?K#17Y.^#?^"VW_!0C]I[_ ((N^#?VM/V._P!C*X\7?'#Q5XTD M\(:G9:%X?N[_$G1WA+^=K!BC)<0%?)"H[[4DF;/?\% /&O[27P[_8O^(_ MC#]CWP0_B+XGVOAF8>"=)C@$K27SE8T<(Q"N8]YE"MPQCP>":]AHH _DT_:= ML/VV?V7?V6_@9\%/C=_P2_\ %?@S7K?X_P ?C'6/B-XG\5+=7WQ'\32EB89! MY ,+,N%7+R;0I)W,SLW[C?''_@IM^R=\5]#\%_\ !:,_(*9>#_ %/P.\6_'W MX8_VCK5CJ.K1V>F:3'(9A)8-K+M$$G+6[Q<1C)=%X,BY^?V@OV3?V*])^(4D%O,-/F&#<(U[;1J;X-'"< M*KL7++IZF/AB#XE:?MV_LX?\%ZOVU+?XP?\ !1']KSP)\'_V7OA+XE$_@3X+ M>)?%EM:ZGXPO$ *W=_&7X1D;#ORJH[6\.2T\]?MIX&_X)P_L,?#3]FK5_P!C MWP#^S%X6TGX;>(?[?\ "UE9E(M4)*$MW&[!SR#Q0!_0)1110 4444 %%%% ! M1110 4444 %%%% !1110 4444 %>%_M8?\EL^!__&/Z5X7^UA_R6 MSX'_/8]R_\ I,U 'NE%%% !1110 4444 %%%% !1110 4444 %%%% !1110 M 4444 %%%% !1110 4444 %%%% !1110 4444 %%%% ! M1110 4444 %%%% !1110 4444 %%%% !1110 4444 %%%% !1110 4444 %%%% !1110 4444 %%%% !1110 4444 %%%% !1110 4444 %%%% !1110 4444 M4 %%%% !6%\4/B;X"^"_PYUWXN?%+Q1:Z)X;\-:5/J6N:O?/MBM+6%#))(QZ MX"J3@9)Z $G%;M?BE_P<0_\ !1 _]G_Q?^VQX"_X)0?M+_ %[4/AY\$[$V7BKX M]:_::9>W5QX@A'[^RT.W2SCDD".41Y)" H9T8',&V0 ^X_\ @CO_ ,%AO!O_M 5_\&?$7XA^!/@M?^#M(\#^+5TBP?4]:2ZFU2!XS+':\2_\%\?V8[O_@JGX!_X)7; [8YHPL;E7&1A>#6E\7/V(?V7_V O^#C M?]A_X# _LH?"BR*^'HO!NJW-S' [RW%_4A5&YV.%557:]J MH /VB^./QK^&7[.'P?\ $GQX^,OBFWT3PMX3TB;4M_X*_P#P(\6_'GPM\$[SP/8^&O'4_AZWL;_7 M$OI;Q$M;:X6X8I%&(B5N #&-^"I^=LU^?O\ P7D_X*4?LN_%+_@I7X2_X)>_ MMB_%]J\!_ /X<2V/BKXT30Z/?76&BHEE%(XMO+FADD=MJDLY!#P MPEIO^#.O]J_]G6]\'_&;]D3PSXIV>,=1^)&K>-]'T&+1[B.+_A'A%IMFMP)? M+$*8E=$$)82 <[<#-`[*A(^D^'0YA;5S?VIO"/P<\ VT\^G?'KXU^+-9CM(S'&0EWI%EN=3)@DPR(I#SR;X\ MQP)+))^P4O[)O[.,W[24?[8,OPATAOB;#H?]CQ^,S&WVQ#G_1]V[&SYCV[U MXCXD_P"'"%?\ P2*\8>(K_P 7>*/V"_ M]J>J7LMYJ-]GRQN%MHK<.S+,\4>'[L76BZUI M]K*LUI, 5WH2Y .'1T[T ?35%%% !1110 4444 %%%?RO_\ !Y!_RESL?^R1 M:+_Z57] ']4%%?P!T4 ?W^45_ '10!_?Y17\ =% '] E%?P!T4 ?W^45_ '1 M0!_?Y17\

=% ']_E%?P!U_5#_P &<' *(R^_[*[K7_I-84 ?JW7Y9 \ !X/_ M ,H>[C_LINA_RN:_4RORS_X/! \ E#W%_M8?\EL^! P#V/,- ;6? -AXY7?%KUJL%O@M=FU^+WQ#\)(L>F^'Y4=EG)C?S1$
M8Y0S.T*DPR$$HOF5[#\; P#@L[X1\- L: #/]MO]DS]D_P")WQ[\-?$VX>.R MT[X=:%)<7VE"-7$OVN*-)/*:.:.2!QTB!B,$@'VG17YC_LV \ !R)+\>?V MU? W[#7BS_@F1\:OA_XK\
<3JUNGC&R^RR6=EB0O?O!)$LAMT$4F9 -HV-SP: M_3B@ HHHH **** "BBB@ HHHH **** $=TB0R2.%51EF8X 'K7\WG_!:7_@H M+\:?^"@_[8?
PP^(WO?D[BW_9H^'7[06E>"_ "NLP7+)%XO\2"19K[4(PO$T,4 M:+%&Q) 24,O,\BI^\[?OP ^)O[5/[&7Q& 9Q^#OQ.7?P;XB\:>&IM)L/$KB3 M%DLQ592+P^&B\Q#MY^>OP _X*0?\$A?
^"L'[%WP# 9Y^ .I?M::5X_\%:+\ M5+6U\ >'O!7PV2-?"M^Y>3^TYWBMO,F4.[L[3,^YF);)- 'V_P#\%B=5\<_M M\?\ !;O]G\ X(VZC\7O%7A3X5:EX+N_%WQ!B\'ZNUEA^&?A=)X,^-?
C'P'X:5Y5U(PZE#]N-M&L:PQNNH1,HP MJDVLB9#,H-3_ ()Z_L3_ !E_X*:W' _!0']M;5OA?KG@/1/VEO#]]X9^#L'C* MQ:SN+J(I*T5W+&<[8@\=@"RED+>?'7XQ?\
M%N_BE\./VPO%WC+^T]1\>:E;7] X;T,-=2K!4NU8H$W0"&0J9E@C$IB<+&" MH_J%TF/4(=+MM7OHKJ[6W075S;P&*.:0*-SJA9BBDY(7 M/O$O_1%CA\ 3
@WVB_P"'"7Y1+^;Y73^D/]G7P%XE^%7[/O@7X7^,];&I:QX;\&Z7I>K:B'+"ZN;>TBAE MER>3N=&;)YYH [*BBB@ HHHH **** "BBB@ HHHH *Y/Q=\ _@7X_P!:?Q)X M\^"WA+6]1D14DO\ 5_#EK
OV@/^"DGP@_X*1ZQ\4M7T_6_A#HUSIVF^&K:SB:UU!9ENE+RR M-\ZD?:F^[_<'K7U'10!R'BK]GSX">.M=F\4>-O@AX0UC4[D*+C4=5\-6MQ/+ MM4*NZ22,LV%4*,G@
#M7S]_P2Q_X))_!;_@EAX4\9Z#\.O$TOB:^\8^,+O7) M-K?\AEY_P"OA \ T(T ?WZ45_ '10! ?Y17\ =% 'J_E%?P!T4 ?W^45_ ' M10! ?Y17\ =% ']_E%?P!T4 ?W^45_ '7]^FD \ (*MO^O=/_010!8K^5_\
MX//(^4N=C_V2+1?_ $JOZ_J@K^5_ @\@ P"4N=C_ -DBT7_TJOZ /RCHHHH M**** "BBB@ HHHH **** "BBB@ K^J' (,X/^41E]_V5W6O_2:PK^5ZOZH? M^#.#_E$9??\ 97=:_P#2:PH
_5NORS_X/! ^4/=Q_P!T-F^5S7ZF5^6?_IX M/_RA]P^RFZ' *YH _E/HHHH **** "BBB@ HHHH **** "BBB@ K]3/^#/C M_E,'! V3'7/YVU?EG7ZF?\&?' *8.#_LF.N?SMJ /ZL**** "BBB@ HHHH *
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\AB,@[6UM[[6;@@W,[L(88D#23R;59MD:L0JL<8!-'[+/ M[8O[,'[;7PX/Q:_92^->A^-] CNVM;B]T:X):VG #&*:)PLD#[65MLBJ2K @ M8(- !5%%% !7A?[6');/@?_P!CW+_Z3-7NE>%_M8?
\EL^! P#V/(_!FF^']]^2&% MO'-Y:0V%?@/>^&G%@G@'S;LP11360@ N]]ZG%%%YS/DBXEE.YH44?I_P#\ M%&/^"^>?P" X*<_LQZC^RJ^T-!?QZ;<7L6H:1K&D3+'>:1]$(=8KN NK+N^R2
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M#_Q9^&GQKN]:\0:5\4)?']E8P^$+>ZMKKSVU2WES+++Y,$A)C 3S&@;RR_F;4 M]L X-2/'$?PI_P""&EU\4/BAJ$EGX<\/^+?$VJB[E&5ATVW5)9W7_9#QW!^H M-
=3^TI_P;8>#/B[^T#\3OBO\"OV\OBG\(?"WQPNVN?C%\/?"#H;+Q#)([M/A MBZB-96EF8K(DP!N)@/D% M+:]L=LU;P:+KS3O!@N?G&A^%;&;R(.[W8_=0S1&%OO[PL(FSEFS^I5>2_L
M*_LD>OV/V2?_[(_@;Q#=:MI?@C26LK;5+V!(IKLM-),\JGRAF>1B<>M> MM4 %%%% !1110 4444 %%?*_[9'_6O_P""9\ P3_^+L?P(_:Y_:7_ ,$2
M\5RZ1#]B:5_PAFM7^;25I$CD\VRLYH^6B<;=VX;>0,C/E' $4=_P0H_Z/F_\ MQEXG_P#E90!]_P!%? '_ !%'?\$*/^CYO_,9>)__)64?\11W_!"C_H^;_ S& M7B?_ .5E 'W_ $5\ ?\ $4=_P0H_Z/F_\QEXG_\
E91_Q%'?\$*/^CYO_,9> M)_\ 4 Y64 ??\ 17P! P 11W_!"C_H^;_ S&7B?_P"5E' $4=_P0H_Z/F_\QEXG M_P#E90!]_P!%? ' _!%'?\$*/^CYO_,9>)__)64?\11W_!"C_H^;_S&7B?_M .5E 'W_ $5\ ?\
$4=_P0H_Z/F_\QEXG_\ E91_Q%'?\$*/^CYO_,9>)_\ MY64 ??\ 17P! P 11W_!"C_H^;_S&7B?_P"5E' $4=_P0H_Z/F_\QEXG_P#E M90!]_P!%>4?L;_MO_LO?\% /A$_QW_9&^)W_ EOA2/5YM+?5?
[%O;#%W$L; M21^5>PPR<+*AW;=IW<$X./5Z /@;_@Y%_;5_:9_8'_X)N3?'S]DSXE_\(GXM M3QUI6GKJW]C65_BVF$WF)Y5Y#+%SL7G;D8X(K^?O_B*._P"'Z_\ T?- YC+P MQ_\ *ROVQ_X!_\
E#W%/_)65\ 44 ??_/Q%'?\ !=?_*/F M_P#,9>&/_E91_P 11W_!=?\ Z/F_\QEX8_\ E97P!10!]_\ $4=_P %U_\ MH^;_ ,5E8Z_P"5E? %% 'W_P#4\1W_ 77 M_P"CYO\
S&7AC_Y64?\ $4=_P77 _CYO_,9>&/_)65\ 44 ??_/Q%'?\ M!=?_*/F_P#,9>&/_E91_P 11W_!=?\ Z/F_\QEX8_\ E97P!10!^_'_ ;= M?\%N?^"GW[?' !2.+X!_M9_M-_\
"6>$F\"ZKJ+:3_PA>BV&;F$P>7)YMG91 M2\;VXW8.>0>*_H$K^4_ (,^/^4P<' 9,=<_G;5_5A0 5_ 7JW_(5N?^OA__ M $(U_?I7\!>K?\A6Y_Z^'_\ 0C0!7HHHH **** "BBB@ HHHH **** "BBB@ M
K^_32?^05;?]>Z?^@BOX"Z_OTTG_D%6W_7NG_H(H L5_*_ ,'D' *7.Q_]%HO_I5?U_5!7\K_ /P>0?\ *7.Q_P"R1:+_ .E5_0!^4=%%% !1110 4444 M %?U0_\
!G!_RB,OO^RNZU_Z36%?RO5_5# P9P?\HC+[M_LKNM?\ I-84 ?JW7Y9_\'@__*'NX_[*;H?\KFOU,K\L_P#@\'_Y0]W'_93= M#_E+?M,C>'K^#5+&\6^C" MC,IL[BU
+%-2^%MW^SQKOQ&36C\7[O4 MW74H-+%U%=?9VLPX??YT$-M9TG6XA<6NH:M<:9>W$TLL;@K+OETNV8A@01P<@G/M?_ M 2?T;0OV)?\ A']*@6&SM[T#2)08XD 2 M,!M6N*H ;
KU+_@I5_P2$:2TWXA?LS?MA?\$NCX&XM= TN(H?):7+!V;R;9 JNX5+9279I M"$ /T2HHHH \O^*WQY^)7P^\7/X<\+_LR^*/%-HL"2#5M)GA6%F8_@W:>*_P!GKQ'X2CMO&Y:*?
5YHF6X+0E2%V$\J#N.>PKZZ MKPO]K#_DMGP/_P"Q[E_])FH]THHHH **** "BBB@ HHHH **** "BBB@ HH MHH **** "BBB@ HHHH ***S/&OC+PO\ #GP;J_Q"\;ZU#INBZ#IEQJ.KZC<$
MB.UM08(VEEE;'*HK,?84 :=%?E!H_P#P=8?"9KG1/C%XW_8#^+WAS]GOQ)XL M;0-%^/&I6J&QFG#.GF-;JF-@,^,-@2SNS<"6 MRA5:"XXF;8^#B"3CY3CYX\(_\'75G\4[2[\0___ ()-_'WQQX?
@U&:TM_$7 MA?2S>6EPT;8.'AA90<%25SD;AF@#*]ZJ]+:QHMIJ[V4MLUU:QS&WF&'B+ M*&V,/49P?I5]@ HHHH **** /@;_ (+.?L'Z_P#WW2TUZUX M8^*[0G[<>L?
#3]F'X:.%?ZQ\5_"WA>6YM+[57CCDD6Y>XA#B2.,+"!$8F91 MYQ3YY%*_+7_!O'XR_:R\2?LZ_M?:;^RC\4/$_C/X1Z)]FHV7)VL?$6\\V[D MOTAOO*4"<*R0$_V%9?.C#/;HL9 MB9U"/LPTS$?
D#K^J_#+X@_\ !)'P; P2+^&O_!+#XA67[7NE>-(DN=5;K;'W MNK:Y74GFEOVU XGVO;LL!$@6.->2PCA1C^L_!;_4<_:G _.":?CrX4?#/ M]LO]D2;XI_L ZO\
#>QM/B#\1_"WA^;6=0B\2PP!94N(9)%@\MIXXY09 "ZR ML4+/$R4 ,OCQXP^ GQE&H_$;Q3XK^!6F?$^>Q_9\UOQO=F75)=+C> M<2AJWSI'Y?V)@F%197N @'S"OU8K\A_^#<3X5_%3Q\ MA?
M1?MW>#?@#KWP MD^ OQ5UNW;X<>"=5LL)*LQQU) J:@#^5_P#X/(/^4N=C_P!DBT7_ M -*K^ORCK]7/^#R#_E+G8_\ 9(M%_P#2J_K\HZ "BBB@ HHHH **** "BBB@ M HHHH **** /ZH?
^#.#_)1&7W_97=:_]K"OU;K\J/^.#_)1&7W_97=:_ M])K"OU;H _+/_@\'_P"4=Q_V4W0_P"5S7\I]?U8?\'@_P#RA[N/^RFZ' *Y MK^4^@ HHHH **** "BBB@ HHHH ****
"BBB@#]3/^#/C_E,'! V3'7/YVU? MU85_*?\ \&?'_*8.#_LF.N?SMJ_JPH*_@+U;_D*W\ U\/ .A&O[]*_@+U M;_D*W\ U\/ .A&@"O1110 4444 %%%% !1110 4444 %%%% !7]^FD_P#(M*MO^O=/_
$$5_ 77]^FD_P#(*MO^O=/_ $$4 6*_E?\ ^#R#_E+G8_\ 9(M% M_P#2J_K^J"OY7_\ @\@_Y2YV/_9(M%_]*K^@#HZ*** "BBB@ HHHH **** M"BBB@ HHHH *_JA_X,X/^41E]_V5W6O_
$FL*_E>K^J'_@S@_P"41E]_V5W6 MO_2:PH _5NORS_X/! \ E#W#_ *'NX_P"RFZ' M "N: /Y3Z*** "BBB@ HHHH **** "BBB@ HHHH * 4S_@SX_P"4P<'_ &3' M7/YVU?EG7ZF?\&?' *8.#_LF.N?
SMJ /ZL**** "BBB@ M HHHH **** "BBB@ M KPO]K#_)+9\#_^QE_]?FKW2O"_P!K#_DMGP/_.Q[ME_\ 29J /=**** "BBB@ HHKPW_@HI_P4!^!O_!,WJES6/VJ/CX2-0N-+L+F&
MQTW2-(B5[S5;^8D0VL(=E7<0KN68@*D;MSC! /OVF/%/[)G[+7[%OQ$_:\6_#K1SJGQ.;P.!'9^&X-@< MJ\HCE,DJJR[E"!06V!RZNB 'Z%T5*^O^#@C]B;PY_P3"T/_@I_:6'B/4-"
M\3:LN@Z'X)MK6/\ MB?7MTBMIA7?Y:LODR2&3<5,2AUW%D1JO[!?_!<[1_VJ M/VM&_84_:3_8U^(P!^*%%@ +GCD"1=:LE1I',;^?$Z2!$E?:8]I$$H MWAD*4 ?>E%%% !1110 4444 %%%%
!1110 50\4ZGX8T7PUJ&K^-=1L+31[: MREEU6ZU29([:*W"DR-*TA"+&%R6+< 9SQ5^LCX@^ O!_Q5\!:W\,/B'H$&JZ M!XCTBYTO7-+N@3'>6=Q$T4T+X(.UXW93@]#0!^-?_!R+\+OB#XG_ &;_
G^ MUWX*^)G@/QO^QI\/O$FBZCKGP7\$W\&G_P!O73W\UI+>+O 6E/\,+:[@59(+O M6(((OL;&/E=T$ =0U[QYXW\1RD>3XDU.R9FN+R5B" MRVS/%%6)!*VV[[S$G\V_B#^Q=_P44_X(+_\
!,+1_P!M3]F#_@K39>*M$\%^ M*+>>^^'6@Z-#<>%-5MK[41;OYTN7#&Q\QV5D=B]'Z4_LX?%Q/V@/V>/ 7QXCT5]-7QMX+TO7UTZ1LM:B\M(KC MRB<#)7S-N<=]LJVCZ/17A[2+70-
!TV"SL;&V2WLK.UB"101(H5(T4<*]J M!P *LT %%%% !1110 445Y9^V%^VK^S-^P\'F^/G[6?Q+_X1/PDFIP:>VK? MV->W^+F;=Y:>59PRR\[&YVX&.2* /4Z*^ /^(H[_((4?]'S?^8R\3_ "LH M_P"
(H[_@A1_T?-_YC+Q/_P#*R@#[_HKX_XBCO\ @A1_T?-_YC+Q/\ *RC_M (BCO^"%'_1\W_F,O$__,K* /O^BO@#_B*._P"'"%'_1\W_F,O$__P K*/\ MB*._X(4?]'S?^8R\3_\ RLH ^_Z*^ /^(H[_((4?]'S?
^8R\3_ "LH_P"(MH[_@A1_T?-_YC+Q/_P#*R@#[_HKX_XBCO\ @A1_T?-_YC+Q/\ *RC_(BC MO^"%'_1\W_F,O$__,K* /O^BO@#_B*._P"'"%'_1\W_F,O$__P K*/\ MB*._MX(4?]'S?^8R\3_\ RLH ^_Z*^
/^(H[_((4?]'S?^8R\3__"LKU\ 8]_X M+<_\$P?V^/C"OP#_&3/VF_^$L\6MID^HKI/_"%ZU89MH=OF2>;>6447&]>- MV3G\'F@#ZLHHHH_@+U;_D*W/_7P_P#Z$:KU8U;_)"MS_U\/_Z$:KT
%%%% M !1110 4444 %%%% !1110 4444 ?WZ:3_R"K;_KW3_T$58JOI/_ "'K;_KW M3_T$58H_E?_.#R#_E+G8_]DBT7_P!*K^ORCK]7/^#R#_E+G8_]DBT7_P!* MK^ORCH **** "BBB@ HHHH
**** "BBB@ HHHH _JA_X,X/^41E]_P!E=UK_M -)K"OU;K\J/^.#_E$9??\ 97=:_P#2:PKJ6Z /3%%% !1110 4444 %%%% !1110 4444 %%%% !7]^FD_P#(*MO^O=/_ $$4 6*_E?\ ^#R#_E+G8_]DBT7_P!*K^OZH*_E?_X/(_E+G8_P#9(M%_ M]*K^@#\HZ*** "BBB@ HHHH **** "BBB@ HHHH * JA_P"#.#_E$9??]E=U MK_TFL*_E>K^J'_@S@_Y1&7W_&5W6O\ TFL*/U;K\L_^#P?_E#W#_\H>[C_LINA_RN:_Y3Z*** "BBB@ HHHH **** "BBB@ MHHHH * 4S_@SX_Y3!P?]DQUS^=M7Y9U^IG_!GQ_RF#@_[)CKG\
[:@#^K"BBB M@ HHHH **** "BBB@ HHHH **** "BBB@ HHHH *\+_:P_Y+9\#_/L>Y?\ MTF:O=*\+_:P_Y+9\#_\L>Y?_29J /=**** "BBB@ KC/CGXJ_9Z\+>#XY?V MEO$?@S3?
#]U?)#"WCF\M(;.:Y(8H@-T0C28#$?-@'">NSKPG_@HQ_P3S^ 7 M_I3G]F/4?V7OVAH+^/3;B]BD+8TB98[S2-0A#K%=P%U9=P621"K*0R2NO&_M<@ _#XR:5\=/V,O^#CSX$ 'G_@I-
XJTWXM0?%JXU+PK\![WPTXL$\ ^;=F" M**:R$ %WM74XKO\9\D7$LIW-"BCP[_@F7^SU_P %$?VF/^"CO[?WA?\ 93_; M?B^"&K:7\6KZ]\2:@?"-OJEYKE]:VM+86C-.)?VO_P!EW]M7XD?
L_P#BOX@Z8=/^ M):> I:&XMH)=L2S/'=1 I$,>8KE% M4$*/F30-*^.?[%__ A?!OQ?X9?[#!X)A, MER@M&L! OFC$SP^;OZ7DLAW,6"_97C7_(-Z_P!@WQ7_ ,$UM# X)HV$'B#2 M]"\,:M ;N@^-
;2\C_MN#73OWZD\FS9(\@=D:/8$\O:JA"D;)D?L4?\$O#7[M/7[6.F?MO?M6?MG_!& ;&^)'A?2CIO@?5OB!.1#H4!1T+)&TLK22A99=K%P MJF5WV&0AU /T"HHHH **** "BBB@ HHK\!_^#EC_
(+7_P#!3;_@G_\ \%%K M3X$?LC?M+_\ )">%)?ASIFJ/I7_"&:+?YNY9(M))/O;,:3E8D&W=M&W@#)R M ?OQ17\@7_$4=_P77_Z/F_\ >9>&/_E91_Q%'?\ !=?_*/F_P#,9>&/_E90
M! 7[17\@7_$4=_P77_Z/F_\ >9>&/_E91_Q%'?\ !=?_*/F_P#,9>&/_E90 M! 7[17\@7_$4=_P77_Z/F_\ >9>&/_E91_Q%'?\ !=?_*/F_P#,9>&/_E90 M! 7[17\@7_$4=_P77_Z/F_\ >9>&/_E91_Q%'?\ !=?_*/F_P#,9>&/_E90 M! 7[17\@7_$4=_P77_Z/F_\ >9>&/_E91_Q%'?\ !=?_*/F_P#,9>&/_E90 M! 7[17\@7_$4=_P77_Z/F_\ >9>&/_E97[\?\&U'[;_[4/\ P4_X)TW7QW_M &N?B=_PEOBN/XBZGI::K_8ME88M(H+1HX_*LH88^&E<[MNX[N2<# !^@M?E MG_P>#_\ *'NX_P"RFZ' "N: 4RORS_X/! ^4/=Q_P!E-T/^5S0! *?
1110 M4444 %%%% !1110 4444 %%%% !7ZF?\&?'_ "F#@_]CKG\[:ORSK]3/^#/ MC_E,'!_V3'7/YVU]6%%%% \'!>K?\ (5N?^OA__0C5>K&K?\A6Y_Z^'_\ M0C5>@ HHHH **** "BBB@ HHHH ****
"BBB@#^_32?^05;?\ M7NG_*'*L57TG_D%6W_7NG_H(JQ0!_*__P 'D' *7.Q_]%HO_I5?U^4=?JY M_P 'D' *7.Q_]%HO_I5?U^4=? !1110 4444 %%%% !1110 4444 %%%% '] M4/\ P9P?\HC+[_LKNM?^DUA7ZMU^4G_!G! RB,OO^RNZU_Z36%?JW0!^6?\ MP>#_ /*'NX_[*;H?\KFOY3Z_JP_X/!_^4/=Q_P!E-T/^5S7\I] !1110 444 M4 %%%% !1110 4444 %%%% 'ZF?\&?'_
"F#@_]CKG\[:OZL*_E/_X,^\ ME,'_ P!DQUS^=M7]6% !7\!>K?\ (5N?^OA__0C7]^E?P%ZM_P A6Y_Z^'_] M"- %>BBB@ HHHH **** "BBB@ HHHH **** "O[]-)_Y!5M_U[I_Z"*_@+K^ M_32?
^05;?]>Z?^@B@"Q7\K__ >0?\I<[' LD6B_^E5_7]4%?RO_ /!Y!_RE MSL?^R1:+_P"E5_0!^4=%%% !1110 4444 %%%% !1110 4444 %?U0_\&<'_ M "B,OO\ LKNM?^DUA7\KU?
U0_P#!G!_RB,OO^RNZU_Z36% 'ZMU^6?\ P>#_ M /*'NX_[*;H?\KFOU,K\L_\ @\'_4/=Q_V4W0_Y7-?RGT %%%% !1110 44 M44 %%%% !1110 4444 %?]J9_P9\?!Q#X/^R8ZY _VK\LZ_4S_@SX_P"4P<'_
M &3'7/YVU]6%%%% !1110 4444 %%%% !7R;_P5 _X*S_#^C_@FN/ W@6+X M-^*?B?\ $SXGZG+8^ /AOX,B!O-2>+RQ)([D-Y48,L:@A'9F;A2%=D^LJ\O_ M &@]:^'%S)'X!TSX@_#_
$7XNZGHM^/A4WBN2TDO(=2-M,(KBW@DS-*B,"SB M)3E$<'C- 'A? !,/ @L)\V_@HOXT\>? CQ+\! %GPD^+/PSFC_ .$O^"C M)0UQ!
[;5GBD"IYBAMH8,B$>9&0&5U8 -7BC_@Z,TEOBWX[^&WP1_P"'"87QO M^)FG^!?&FH^'+KQ1X)T_[;9W,UK.\7F Q1/Y>]5$BHQW;77/6O-?^"/D_C?] MCK_@M5^TI^R[^VWK6G^-/V@?
&GA"/Q4WQQM[X1:9=Z9'#;RBS:R$40LE42QN MQ!V@6H1<*L;/X]_P[*_X%\$EO^";?Q#_;<_9<_X+,V6HS>%/$]QXMU#PSX M'TN"ZV:[*TUO;7+7$\CN]K@HB9C>-D!C\)?AA\3/AAJR6'C[X;>,
OVS3F=G5)$QG'&[=]J]\O>@#]?Z*** "O" P!K#_DMGP/_.Q[E_\ M29JZ3XK>%/VL]7\7/>?!_P"*_A?2-%,"!++5M">XF$@'SL7!'!/05XK\4_#7 M[3>C?'OX-R?
&CXE^'-9MW\;D64>D:,ULT;*$ERQ.04R!Z'F@#ZZK^ O5O\ MD*W/ 7P__H1K^_2OX"]6_P"0K<_]?#_^A&@"O1110 4444 %%%% !1110 44 M44 %%%% !7]^FD_\@JV_ZJT_I!%?P%U_?
II/_(*MO^O=/_010!8K^5_ _(/(M/^4N=C_V2+1?_2J_K^J"OY7_/@\@_Y2YV/_ &2+1?\ TJOZ /RCHHHH *** M* "BBB@ HHHH **** "BBB@ K^J'_@S@_P"41E]_V5W6O_2:PK^5ZOZH?^#.
M#_E$9??]E=UK_P!)K"@#]6Z_+/\ X/!_^4/=Q_V4W0_Y7-?J97Y9_P#!X/\ M\H>[C_LINA_RN:_Y3Z*** "BBB@ HHHH **** "BBB@ HHHH * 4S_@SX_Y M3!P?]DQUS^=M7Y9U^IG_9\?I@X/\
LF.N?SMJ /ZL**** /X"]6_Y"MS_M -?#_P#H1JO5C5O^0K<_]?#_/H1JO0 4444 %%%% !1110 4444 %%%% !1 M110! ?II/_(*MO\ KW3_-!%6*KZ3_R"K;_KW3_T$58H_E?_P"#R#_E+G8_
M]DBT7_TJOZ_*.OU<_P"#R#_E+G8_]DBT7_TJOZ_*.@ HHHH **** "BBB@ H MHHH **** "BBB@#^_32?^05;?\ 7NG_*'*L57TG_D%6W_7
MNG_H(JQ0!_*__P 'D' *7.Q_]%HO_I5?U^4=?JY_P 'D' *7.Q_]%HO_I5 M?U^4= !1110 4444 %%%% !1110 4444 %%%% !4/\ P9P?\HC+[_LKNM?^ MDUA7ZMU^4G_!G! RB,OO^RNZU_Z36%?
JW0!^6?\ P>#_ /*'NX_[*;H?\KFO MY3Z_JP_X/!_^4/=Q_P!E-T/^5S7\I] !1110 4444 %%%% !1110 4444 %%% M%% 'ZF?\&?'_ "F#@_]CKG\[:ORSK]3/^#/ MC_E,'!_V3'7/YVU]6%%%% \'!>K?\ (5N?^OA__0C7]^E?P%ZM_P A6Y_Z^'_]"- %>BBB@ HHHH **** M"BBB@ HHHH **** "O[]-)_Y!5M_U[I_Z"*_@+K^ M_32?^05;?]>Z?^@B@"Q7\K__ >0?\I<[' LD6B_^E5_7]4%?RO\ M_!Y!_P I<[' +)%HO\ Z57]?E'0 4444 %%%% !1110 4444 %%%% !1110 4444 %%%% !1110 5_#_P &<' *(R^_[*[K7_I-85_*]7]4/ !G! RB,OO^RNZU_Z36%?JW0!^6?\ P>#_ /*'NX_[*;H?\KFOU,K\L_\ @\'_4/=Q_V4W0_Y7- \I]%%% !1110 4444 %%%% !1110 4444 %%%% M?J9_P9\?!@X/^R8ZY _VK\LZ_4S_@SX_P"4P<' &3'7/YVU]6%%%% !1110 4444 %%%% !1110 5X7^UA_R6SX_P#8]R_^DS5[MI7A?[6' "6SX'_]CW+_ .DS4 >Z5_7JW_(5N?^OA__$(U_?I7\!>K?\A6 MY_Z^'_\ 0C0!7HHHH **** "BBB@ HHHH **** "BBB@ K^_32?^05;?]>Z?
M^@BOX"Z_OTTG_D%6W_7NG_H(H L5_*_ ,'D' *7.Q_]%HO_I5?U_5!7\K_M /P>0?\ *7.Q_P"R1:+_ .E5_0!^4=%%% !1110 4444 %%%% !1110 4444 M %?U0_\ !G!_RB,OO^RNZU_Z36%?
RO5_5# P9P?\HC+[_LKNM?\ I-84 ?JW7Y9_\'@__*'NX_[*;H?\KFOU,K\L_P#@\'_Y0]W'_93=# EZ?^@BK% \K_\ P>0?\I<[' LD6B_^E5_7Y1U^KG_!Y!_RESL?^R1: M+_Z57]?E'0 4444 %%%% !1110 4444 %%%% !1110 5_#_P &<' *(R^_[*[K7_I-85_*]7]4/ !G! RB,OO^RNZU_Z36% 'ZMU^6?\ P>#_ /*'NX_[*;H?\KFOU,K\ ML_\ @\'_
.4/=Q_V4W0_Y7- \I]%%% !1110 4444 %%%% !1110 4444 % M?J9_P9\?!@X/^R8ZY _VK\LZ_4S_@SX_P"4P<' &3'7/YVU]6%%%% ! M110 4444 %%%% !1110 4444 %%%% !1110 5X7^UA_R6SX' P#8]R_^DS5[MI7A?[6' "6SX'_]CW+_ .DS4 >Z5_7JW_(5N?^OA__$(U_?I7\!>K?\A6 MY_Z^'_\ 0C0!7HHHH **** "BBB@ HHHH **** "BBB@ K^_32?^05;?]>Z?
M^@BOX"Z_OTTG_D%6W_7NG_H(H L5_*_ ,'D' *7.Q_]%HO_I5?U_5!7\K_M /P>0?\ *7.Q_P"R1:+_ .E5_0!^4=%%% !1110 4444 %%%% !1110 4444 M %?U0_\ !G!_RB,OO^RNZU_Z36%?
RO5_5# P9P?\HC+[_LKNM?\ I-84 ?JW7Y9_\'@__*'NX_[*;H?\KFOU,K\L_P#@\'_Y0]W'_93=# EZ?^@BK% \K_\ P>0?\I<[' LD6B_^E5_7Y1U^KG_!Y!_RESL?^R1: M+_Z57]?E'0 4444 %%%% !1110! 5_# _P9P?\HC+[_LKN MM?\ I-85^K=?E)_P9P?\HC+[_LKNM?\ I-85^K= 'Y9_\'@__*'NX_[*;H?\ MKFOY3Z_JP_X/!_\ E#WK?\A6Y_Z^'_\ 0C0!7HHHH **** " MBBB@ HHHH **** "BBB@ K^_32?^05;?]>Z?^@BOX"Z_OTTG_D%6W_7NG_H(MH L5_*_ ,'D' *7.Q_]%HO_I5?U_5!7\K_M /P>0?\ *7.Q_P"R1:+_ .E5_M_0!^4=%%% !1110 4444 %%%% !1110 4444 %%%% !1110 4444 %?U0_\ !G!_RB,OO^RNZU_Z36%?RO5_5# P9P?\HC+[_LKNM?\ I-84 ?JW7Y9_\'@__*'NX_[*;H?\KFOU M,K\L_P#@\'_Y0]W'_93=# E2?';2/[0\;ZO^X*Z MP^+'BBU2YTWP=:H$V,T&26=\R'>8Y%41!0I:4%
#[$HK\R?^"3G_5+_:[\ M1!?M)_M'_ +#?_!1C7O"/BC6OV>M..KWWQ2\"6)@LKFT4;IH9XU54$JJ00%1" M#',C F/M"^)":,/@_>:06U&;2 MC=16@N&O A??YT\4)D$H'F[G$/E@(P!^]M%?F-
_P4J_X*Z_M(ZOX]_9B_9"_ MX)=W/AVQ^('[3NAV_B73O%OC&Q^T0:#H,T"SQ3^3AE9V03NQ97"K;_ C-(K) MTO\ P1O_ :"CW[7GQ;_:G^.'_!,S_@H?+X9U+XM?!:>"[MO%GA.R^S6VOZ7* M4'G-
#A51E\ZU<,J)N2Y4%%:,LX!^BE%%% !7A?[6');/@?_ -CW+_Z3-7NE M>%_M8?\);/@?_V/K?\A6Y_Z^'_\ 0C7]^E?P%ZM_R%;G_M_KX?_P!"- %>BBB@ HHHH **** "O[]-)_Y!5M_U[I_Z M"*_@+K^_32?^05;?]>Z?^@B@"Q7\K_\ P>0?\I<[' LD6B_^E5_7]4%?RO\ M_!Y!_P I<[' +)%HO\ Z57] 'Y1T444 %%%% !1110 4444 %%%% !1110 M5_5# P &<' *(R^_[*[K7_I-85_*]7]4/ !G! RB,OO^RNZU_Z36% 'ZMU^6?\ P>#_ /*'NX_[*;H?\KFOU,K\ ML_\ @\'_ .4/=Q_V4W0_Y7- \I]%%% !1110 4444 %%%% !1110 4444 % M?J9_P9\?!@X/^R8ZY _VK\LZ_4S_@SX_P"4P<' &3'7/YVU]6%%%% ! M110 4444 %%%% !1110 4444 %%%% !1110 5X7^UA_R6SX' P#8]R_^DS5[MI7A?[6' "6SX'_]CW+_ .DS4 >Z5_7JW_(5N?^OA__$(U_?I7\!>K?\A6 MY_Z^'_\ 0C0!7HHHH **** "BBB@ HHHH **** "BBB@ K^_32?^05;?]>Z?
M^@BOX"Z_OTTG_D%6W_7NG_H(H L5_*_ ,'D' *7.Q_]%HO_I5?U_5!7\K_M /P>0?\ *7.Q_P"R1:+_ .E5_0!^4=%%% !1110 4444 %%%% !1110 4444 M %?U0_\ !G!_RB,OO^RNZU_Z36%?
RO5_5# P9P?\HC+[_LKNM?\ I-84 ?JW7Y9_\'@__*'NX_[*;H?\KFOU M,K\L_P#@\'_Y0]W'_93=# EZ?^@BK% \K_\ P>0?\I<[' LD6B_^E5_7Y1U^KG_!Y!_RESL?^R1: M+_Z57]?E'0 4444 %%%% !1110! 5_# _P9P?\HC+[_LKN MM?\ I-85^K=?E)_P9P?\HC+[_LKNM?\ I-85^K= 'Y9_\'@__*'NX_[*;H?\ MKFOY3Z_JP_X/!_\ E#WK?\A6Y_Z^'_\ 0C0!7HHHH **** " MBBB@ HHHH **** "BBB@ K^_32?^05;?]>Z?^@BOX"Z_OTTG_D%6W_7NG_H(MH L5_*_ ,'D' *7.Q_]%HO_I5?U_5!7\K_M /P>0?\ *7.Q_P"R1:+_ .E5_M_0!^4=%%% !1110 4444 %%%% !1110 4444 %%%% !1110 4444 %?U0_\ !G!_RB,OO^RNZU

M,R*W%Q!#!+:Z!:A,:9:^5!F,Y]K,Q!=EKZ2H **** "BN9^,'QH^$?[/O MP^U#XL?'+XEZ'X1\,Z6@;4-=\1:G%:6L&3A0TDA W,2%5>K$@ $D"OC#]NC] MO[XX?M"?LO>$ &__ 0P\=:#\5/%-W\1X8]6N] FM[W3[:PL;*[U&YL=09@6 MLS="UBMDW>4[-K$]; ;9_X*,:?^SPOA/X; LZ>!=,^* Q,\>^/YO! MOAOPI;^+K>PM+35(+-KVY74;PB06?DVX60Q%#*YDC"IAMP^"_P!H+X)?"3_@ MKC^S#XL_X** 'WXL>'/@IXVT^]TSX?Z;; %76RVD_"77-\1E=3N-/OX9[<2 M3W3; LH$9:9&C,%R5^W/^"5P_8B^/?@37_\ @H1^RC\/W\:M\9-3BU#XD:# MSU#3]8N=3U.6_FU/7+B=)1=W(D=?)BAV MI"D4?S%FE4@'T- P20 ;1^+?[#=!M/"OA#P_9:5I M>GVZP6&FZ;:)!;VT2C"QQOND J*!P *NT %%% !7':2%[]H3X(_ %_#)K;P[X775KL1'4]4N-WDVD0/WI'VG Z<#/V7?VK_ M($Z9X'_&>_VL]:\4>#/#-MX?O-0L?'VC)I/GS"ZOC=1FU;"\2RD^2*(A(I MU)DD!PV;\//$NA_LD?\ !:&Y^#'_3S^,&E>)'^(_Q0MK/X[_ 71OA*--LO M!VB6F@QI#JJ7T421Q^247+*P2XDNMFTNAKZ(_P"'C'[_P"T! P43^/_ SI M^T!^RS^U_:?#OPCX-T7Q+-JGC/PXBW6J2VFLVEC#'+I+%6B666U6Y1;HL# L MWF1AV(%?7_P8^%6@?SX3>'/@YX6UC6M0T[PSH\&FV5]XBU>6_OIXXD"#\]Q M,2\KD#)8GV .FHHHH ***\+ _&PO^"F/!. [ESI6G_M>>?M,>' !=[K: M[!+TN[\ZYO)XMQ4S"WMHY)5BW CS2H0$$;N#0!]XL\6^%O 7A?4?& CCO)8 M:-HVD64MYJNK:I=I;VUG;OJ7DFEE-O 7Y%)$5 M5!!A0L>5V4 ?./[.-%LOB M7X-%)XD^+%YK$\$XTVYEM9H7E54F-I;HZR.CR J3M=D_8;X-^* %GCSX0^%? M''CWP=)X=UW6?#=C?:UX?F8E],=9))KB5<$F-V9#G^[7DW[%7[`Q(^!/@ M>>__ &IOVB-2^,/CW5]9&LWVLZQIT$&FZ%<^2D0M=%LU7&GVJ)&@"J2SLID; M!<@>^T %%%!17, &#XT?"/IGWX?:A\6/CE\2]#+(^&=+0-J&N^(M3BM+6# MJPH:20@;F)"JO5B0 "2!7Q; _%)OV_X/C= _P3%U_P"_7 _!*;JKSPU>^)KKQ M_P"%/#FE>+/#NHP72;:=7^OV%H8KE2KM"&2?#!D#&-R0"",@'KW[;A P48T M_P#9X7PG\- V=/ NF?%?XG>/?'\W@WPWX4M?%UO86EIJD%FU[M1)(C*2V:YK_@D+_P2^ ;C^&'PS31O^"COQ-\.77A%;K7IH_@9I>CV>H:?K%S MJ>IRW\VIZY<3I*+NY$CKY,4.U(4BC^8LT]D ^AO^"2'[;/Q; ;D MJ[XC?& &?B7KOA.W\5> 3,= \6VVGSK"]^G>=)(QMI=S(#YC@M^Y!P0H^M ZI>&_ #7ASP;H-IX5\(>'[+2M+T^W6"PTW3;1(+>VB486..- %10. !5V@ MHHHH *X[XO?M"?!'X OX;C^-'Q0T?PTWC#Q-;>'?"ZZM=B(ZGJEQN\FTB!^] M(^TX'3CDBOGSQK_P7+_X);?#WX]M^SIXK_;TZWUN#71HE]JBZ/?2:)8ZH3C M[%/[J0FSAF!R&5I0$((O_M_$=\M_'X)UZTU28Z?X=EN48K$9K,&TN+4QNJEWDB4,9)0H!Z3\ ? M^"KO[:WCO]I3X)__"X_V;?"/ACX- '_6^*#@#2V&I1>,M'ETEB.YDCO= M22X"V[PW*VDCA(4 _=I+&QE?HWQY_P1V\! \ !3#]D \ :9\/+\ /'V5?'V@ \ !M?QO\1)=!^/A\9ZS[LT^]N07NIAM8TJV:ZBFMK7[+/9VUQ>,15

*MHVOAK_V7"S_], ^JU ,C0 4444 %%% 'lQG_ 3(P"4;7[/? 9# "? *9[M6NW _&H/^3:?B) V(NK _/I'+7$?\$R/^4;7[/? _&0 PG_Z9[6NW ;@ P"3 M:?B) P!B+[_ *1RT ?P>4444 %%% !7]'' _!D' P FS '7 L>M+ | 2*2O MYQZ_HX_X,@ _^39 CK_V/6E ^D4E 'IB5 ([_ '7[/ *;KXF]@/PY_Z9K2OZ MX] D= X.N?\ E-U\3?\ L!^'/ 3-:4 ?G+1110 4444 ?O _/*- MKX;]EPL_P#TSZK7\R-?TW?\'K _ "C:^&O _&7"S _ 3/]M?S(T %%% !1 M110! <9 P3(Y1M?L]]D/\ "?\ Z9[6NW ;@ Y-I^(G_8BZO_Z1RUQ' !,C M_E&U^SW _-D/\) ^F?>UKM_VH/^3:?B) V(NK_P#I'+0! !Y1110 4444 %?T MOZ./^#(/ _)-G^.O _&/6E | 1%)0 M!^XE%9& !1110 4444 %?.7 _51^/!6O!.G[&WBJXF?L;?" 1]=\4:;;H.I M7EWK7B#6{!:$\VSM7%U+J3Q,K->NOD]D=L@=>225"Y$&!N:^C:X]HCX16W[M0//(/ CKX#7FN/I@2ZE%)6M%O+26W,P0E0Y42;MN1G&,CK0! ^:?[M2/\ P5> ;KT#]G?]B+X=^#/B7]NB>.?VAOA%%XL|<^.?"OPG_P"$KUCS+?0K M*\DBT_18$\]22YN+ERYVB.'*)V '&;X]_X*:_MU_M!:!\-?A=^RO^UWX"M= M:M_V5O$7OB\7 $G0 'VJS\42Z=?-I]OIL=[J&UK //'(+GY1)&X=4";,'ZB M^('W_2,OM2^$?[-FF_ [J[?5/ /Q, 9A\(1>'/!'Q+@*6NHI>63;5!IE[' M=:=(O" PX\0 M>!?%7C"3P[9ZI-XIT36]R2^U*.6*4HMO*UW--+%+&?W/F8P^U2 #ZZ_8- :- MO_Y0?V+/A9^U!]^C0Z=?>, FF;S]-A.;:O*M[]>W1YHX]O)V"0N%R2=H&>:] MGKD/V?O@CX& 9I^!? @]GGX96\T7A[P1X:LM#T9;F0/*;:U@2%&D8 ;G(0%F MP,L2>]=?0!D^.O$,]>%/"- XCT3PK=ZY=VD!D@TFO91-=-D?(A;C/U]*\A_X M:P^-G_1C_CO _"K; X]O=** / /^":;NHW6]? 34[N\]TJ:RD?QO]S-!.064M M,&(..X+%3[]: F< X.N?^4W7Q-_[?AS_P!,U[7]-W_!/?\ Y(G]W_8]ZS_Z M4FOYD?\ @ZY_Y3=?$W_L!^'/ 3-:4 ?G+1110 4444 ?O\ _*-KX;]EPL _3/]M?S(U_3= P 'K \ RC:^&O| V7"S_P#3/]M?S(T %%% !1110! M<9 P3(Y1M?L] \ 9# "?_IGM:[?I]# _)-I^(G_&(NK \ I'+7$?\ !,C M)1M?L]]D/\ ) IGM:[?\ ;@ Y-I^(G 8BZO \ ^DOZ./\ @R# _.39_CK _-CUI?\ Z124 M ? N)7\CO !US_P INOB; P!@/PY_Z9K2OZ]D= X.N?^4W7Q- [?AS_P!, MU!0!^O | *-KX: \ 9<+/ P!, ^JU ,C7]-W !Z \ M\HVOAK_V7"S_ /3/]M?S(T %%% !1110! <9 P3(Y1M?L] P#9# "? IGM M:[?]I# DVGXB?]B+] I_Z'1RUQ' !,C E&U^SW V0_P) P#IGM:[?]I# DVG MXB?]B+] I'+0! !Y1110 4444 %?TO P#*-KX: M P#9<+/ -,^JU ,C7]-W !Z P#\HVOAK_V7"S_], ^JU ,C0 4444 %%% 'W" P &V7 *;KX" P#8UKM_VH/^3:?B) V(NK _^D4444 %%% !7]'' _9! P#)L QU P"QZTO _ -(I* G'K^CC _@R# P"39 CK P!CUI? *124 ?N)1100 4444 %%% M!7RQ P%F?A?\6OBA_P3R^)MO\,/VB=8^'=MHO@??-7\2R^']/ADO-;L,;;2K MN3^S4N),;-)95B,DL:F0QH\;E?,+#ZGK(^('@3PE\4O >M_#'Q]HR:EH7B/2 M+G2];TZ5V5;]TN(FBFB)0A@&1V7*D$9X(- 'XT?MK?M /\& _^'* |,7[% ^D _M$S5/!-]\4 V5]&O _!5X MM&O;MK'1[;PY;YL8&MXI-MW]^RUC82&0]IY'* /"B?X8?MU_"GX"?!CXA>,M9N_A_P##K_@FYK'BK2(XM3OM+C@|<:9Y M%A-=D@Q&>;S6%FC<[XQRZEE8D_NEHOP&^$?AWX"VG_C>"X(/ =CX13PO:>M'5GE,<>D):BT6U#EC(5$* ";BVI'.[/>5_&' @E5_P $^OC]\+_ ?P:^+W[, MFBZUX<^&6E)[?@6RN[N)]*L5ACA^R+-%,LLD#1Q1]4CLD@1=X;% $O_!*K MXE?$;XQ_\$U?@1\4_BYJ5S?>)=>^%.AWFL:C>L6FO9GLHB;F0GEGE&)"Y_)$]6 ['O6? $I- M?S(|'7/ *;KXF]@/PY_P"F:TH _.6BBB@ HHHH ^X ^#:+ E-U\!?^PYJ? M IFOJ L9K^.; @VR P"4W7P% P"PYJ?_ *9KZO(&: /OQ X/7 \ E&U\-?! MLN%G_P"F?5: F1K^F[@]?\ ^4;7PU [+A9 ^F?5: F1H **** "BBB@#^XS M _@F1_P HVOV>_P#LA_A/ P!,]K7; M0?\FT $3 L1=7 _/2.6N(C)D?]HVO MV>_^R'^$ P#TSVM=O^U! P FT $3 L1=7 | 2.6@#^#RBBB@ HHHH * HX X M,@ _^39 CK V/6E ^D4E?SCU 1Q P9! \FS '7 L>M+](I* /W$K^1W _(.N M?^4W7Q- [?AS_TS6E?UO5_((P=< | *;KXF | 8#\.?^F:TH _.6BBB@ HHHH ^X ^#:+ _)3=? 7 _+#F| \ IFOJ L9K^.; (-LO^4W7P% [#FI M_P#IFOJ L9H _'' (/7 P#E&U\-?^RX6?\ Z9]5K^9&OZ;O^#U _E&U\-?^RX6? M IGU6OYD: "BBB@ HHHH _N, P"'9' *-K]GO LA_A/ -,]K7; +4')M/ MQ$ [$75 _2.6N(C)D?]HVOV> | LA_A/ TSVM=O^U! R;3\1/\ L1=7 P#2 M.6@#^#RBBB@ HHHH * HX X,@ | DV?XZ | 8]:7 P"D4E?SCU_1Q P9! | M)L QU ['K2 _$BDH _<2OY'?^#KG E-U\3?^P'X< | 3-:5 7%7\CO _=< M P#*;KXF P#8#\.?^F:TH _.6BBB@ HHHH ^X | @VR Y3=? 7 L.:G _.F: M^K^QFOXYO^#;+ E-U\!?^PYJ? IFOJ L9H _'' @]?\ ^4;7PU [+A9 ^F?5 M; F1K^F[@]?_P"4;7PU P"RX6? *9]5K^9&@ HHHH **** /[C/^"9' *- MK]GO LA_A/],]K7; M0?\ )M/OS $[$75 _$CEKB/^"9' "C: 9[_R' M^$ _$SVM=O^U! R;3\1/^Q%U?\ )(Y: /X/**** "BBB@ K^CC (,@ P#D MV?XZ P#8]:7 _D4E?SCU_1Q P &0?\ R;/\=?\ L>M+ P#2*2@#^]O**** " MBBB@ HHHH **** "BBB@ HHHH ****/" | @GO _D3U: L>]9 I*37\R/ M =< P#*;KXF P#8#\.?^F:TK^F[@GO P D3U; +'O6?\ TI-?S(\'7/ M "FZ^)O &_#G IFM*;SEHHHH **** /N/ @VR P"4W7P% P"PYJ? *9K MZO(&: CF_P"#;+ E-U\!?^PYJ?\ Z9KZO(&: /QQ P"#U | Y1M?#7 LN%G M .F?5: F1K^F[@]?_Y1M?#7 LN%G Z9]5K^9&@ HHHH **** /[C/\ @F1 MRC: 9[[(? X3 P#3/:UV P"U! R;3\1/^Q%U? TCEKB/^"9' *-K]GO +(? MX3]K7; M0?\FT $3 +$75 | TCEH @\HHHH **** "OZ./^#(/)-G M^.O &/6E | 1%)7\X]?T P#LA A/ P!,]K7; M0?\FT $3 L1=7 /2. M6@#^#RBBB@ HHHH * HX P"#(/\ Y-G^.O\ V/6E P#I%)7\X]?T | LA A/ TSVM=O^U! R;3\1/\ L1=7 P#2.6N(P"'9' *-K]GO LA A/ M -,]K7; +4')M/Q$ [$75 2.6@#^#RBBB@ HHHH * HX X,@ ^39 CK V/6E ^D4E?SCU_1Q P9! \FS |U ['K2 _$BDH _<2BBB@ HHHH **** "O MEC @LS\+ BU\4 /@GE\3;?X8?M$ZQ\[;!2 ^N:OXEE\/Z?#)>:W8VVE7];^&/C[1DU+0O$>D7. MEZUITKLJW5I<1-%-$2A# ,CLN5((SP0: /RJ^-'AO]D+4O\ @C]^QAXZ :]E M^('CR[A ^OAS3?AU^S]X0U^6W7XC^(KWP]91P)-#:A;B62W(\Q9 -6.W$DC, MKLZ]WBOQ% 9A^,<-W\+OV" ^^COQ2UK6V^%?[B P >0RIXMNHTMO%L>HE(M3)%*OVI;3K,Q1QNQ=1Y)<9#$GJ0 CQ P2# ,"<7[3G@GP#\./CM^S#IWB+ M0 A=X<30? ,FW6LZA"H^GI'#LP2E7"EODMX5+/N8B-H^F)>3-/=0K.LXF>&:1V:2%W: M-^ RD &Y P2[^)O?A]+FI7-]XEUI'X4Z>;QI-ZO:;IF>R MB)N9"6>48D) [ER>]> 54T'0=$\+:'9>&/#.D6VGZ;IUI':Z?864"Q0VT$:A M(XHT4 (BJ H4 "K= &3XZL &- P"$;^S^'^L6FGZU) 1IUI?6YEAADR,, MZ#[PQGBO(?\ A ?^"@G _$7 ,"?^$1) P#%5[I10!X! P $W8=9@^ FIQZ[M>0SW \;ZL))((]EA, Y]"X8CT! [5 ,Y P=< |INOB; V #G *9K2OZ; MO^"> P#R1/5O^Q!UG_TI-?S(P#!US_RFZ^)O 8#\.?^F:TH _.6BBB@ HHH MH ^X P#@VR Y3=? 7 L.:G _M ^X P#@VR Y3=? 7 L.:G Z9KZO(&: CF_X-LO^4W7P% [#FI _^F:^K^QF@#^ \ ^R'^$ \ TSVM=O| M0?\FT $3 L1=7](Y: /X/* M*** "BBB@ K^CC (@R# Y-G^.O 8]:7 Z125 ,/7]'' !D' R;/\ '7 L>M+ M (2*2@#]O* D= X.N?\ E-U\3?\ L!^'/ 3-:5 7%7\CO !US_RFZ^)O 8#\ M.?\ IFM* /SEHHHH **** /N/ @VR Y3=? 7 L.:G Z9KZO(&: CF_X-LO\ ME-U\!?\ L.:G_P"F:^K^QF@#\% #6FRW^N:UJ M4NR&TMXQEG8]2>P4 LQ(5020" =%17A?O?\ ^"EW\#?P$^ 7@O\ :=^+G[06 MFZ-X*^(MA:WW@C5)=/NY)M8M\BU6[CEAM8X6N2OD,LCDQCRU(W*K?'+ @]1 M_P $ OV; A_X+^*?OC :B\.Z7H'Q$5U:$ ^"M1M _O5U:I:$=1K:OR,+=$D1 MGF8"- XW,N: /?:*]:#KB>*=+0A_AG6+74--U*TCNM/O[*=98;F"10\% P#/\?\ Y(GJW 8]ZS_Z4FOYD?\ @ZY_Y3=?$W L!^'/ 3-:5 3= P $] | DB>K?]CWK\ Z4FOYD?^#KG)3=?$W + ? MAS TS6E YRT444 %%% 'W" P &V7 *;KX" P#8UKM_VH/^3:?B) V(NK ^D4444 %%% !7]'' _9! P#)L QU P"QZTO M - (I* G'K^CC @R# P"39 CK P!CUI? *124 ?N)7\CO !US_RFZ^)O 8#\ M.?\ IFM* KBK^1W (.N?^4W7Q- [?AS_TS6E YRT444 %%% 'W" ,&V M7 *;KX"]AS4 P#TS7U?V,U '- P;9? \INO@+ Y'-3],U]7]C- 'XX |'K M /RC:^&O 9<+/ TSZK7\R-?TW?\ IZ _HVOAK _EPL | TSZK7\R- !11 M10 4444 ?W&?]$R/^4;7[/? &0 PG Z9[6NW ;@ P"3:?B) P!B+] *1R MUQ' 3(P"4;7[/? 9# "? *9[6NW &H/^3:?B) V(NK _/I'+0! !Y11 M10 4444 %?TO /*-KX:]EPL P#TSZK7\R- !1110 4444 ?W&?]$R/^4;7[/?| MV0 PG Z9[6NW ;@ Y-I^(G 8BZO _D4444 %%% !7]'' _!D' R;/\=? ^QZTO TB MDK^<>OZ./^#(/ DV?XZ]CUI? I%)0!^XE%9& !1110 4444 %?.? !7[]F? MX.?M(L!?$P %SX*

)IO!O@+Q#X@*6=TTK1V^KPZ/>);W'DHP69T,C%!(K MA7VNH#]K#Z%?&W[OP+^"/CS]MOP' MXDL-"\4_L$^.O _A^"X\-W=VT7B/4=MW%W#:;C 89Y+&Y;&95) M!RCKRIXZBO(? ^'> _P3_Z&WQW_P"%E< XUJ[10!X! P $W=&M=!^ FIZ=9R3/ M"XWU9%,\I=L),$&2>]PHSZG)[U _Y_P=< \INOB; V #G *9K2OZ;O^"> M_P#R1/5O^Q[UG_TI-?S(P#!US_RFZ^)O 8#\.? ^F:TH _.6BBB@ HHHH ^X M_P#@VR Y3=? 7 L.:G_Z9KZO[&: CF_X-LO^4W7P% [#FI _^F:^K^QF@#^ \ ^R'^$ \ TSVM=O\ M0?\FT $3 L1=7](Y: /X/**** M"BBB@ K^CC @R# Y-G^.O 8]:7 Z125 ,/7]'' !D' R;/\ '7 L>M+ _/2* M2@#]O* D= X.N?\ E-U\3?\ L!^'/ 3-:5 7%7\CO !US_RFZ^)O 8#\.?\ MIFM* /SEHHHH **** /N/ @VR Y3=? 7 L.:G Z9KZO[&: CF_X-LO^4W7P% [#FI _^F:^K^QF@#\ \ ^R'^$ \ TSVM=O^U! P FT $3 L1=7 \ 2.6@#^#RBBB@ HHHH * MHX X,@ _^39 CK V/6E ^D4E?SCU 1Q P9! \FS '7 L>M+](I* /W$K^1W _M (.N?^4W7Q- [?AS_TS6E? UO5_((P=< \ *;KXF \ 8#\.?^F:TH _.6BB MB@ HHHH ^X ^#:+ _)3=? 7 _+#FI \ IFOJ L9K^.; (-LO^4W7P% [#FI M_P#IFOJ L9H _'' (/7 P#E&U\-?^RX6?\ Z9]5K^9&OZ;O^#U _E&U\-?^ MRX6? IGU6OYD: "BBB@ HHHH N, P"'9' *-K]GO LA_A/ -,]K7; +4' M_)M/Q$ [$75 2.6N(C)D?\HVOV> \ LA_A/ TSVM=O^U! R;3\1/\ L1=7 M_P#2.6@#^#RBBB@ HHHH * HX X,@ \ DV? XZ \ 8]:7 P"D4E?SCU_1Q P9 M! \ )L QU ['K2 _$BDH _<2OY'?^#KG E-U\3?^P'X< \ 3-:5 7%7\CO_M =< P#*;KXF P#8#\.?^F:TH _.6BBB@ HHHH ^X \ @VR Y3=? 7 L.:G_M .F:^K^QFOXYO^#;+ E-U\!?^PYJ? IFOJ L9H _'' @]?\ ^4;7PU [+A9_M^F?5: F1K^F[@]? P"4;7PU P"RX6? *9]5K^9&@ HHHH **** /[C/^"9 M' *-K]GO LA_A/],]K7; M0?\ )M/Q$ [$75 _$CEKB/^"9' "C: 9[_M .R'^$ _$SVM=O^U! R;3\1/^Q%U?\ )(Y: /X/**** "BBB@ K^CC (,@ M_P#DVZ?XZ P#8]:7 _D4E?SCU_1Q_P &0?\ R;/\=?\ L>M+ P#2*2@#]O** M** "BBB@ HHHH **** /@O\ X+*?L4 '/[]7XF?!OQ]X= 9FTCX] #GP2^O? M\)C\$-8\9OZ$FI7UW:)#8ZFLTV(96MB)QM0V M<;QVLB@B1EMU*:MV1^PM% 'DWI!WI.-]^R%^O;\+/V7]6UF'4;[P)X$TS1M1 MO[;/E7%U!;HDTD>X A#('*Y&=I&>:]9HHH BOK"QU2TDT_4[**XMY5VRP3QA MT<>A4\$5C \ "KOAG_T3O0O _40_P#Q-;M% 'A' !/&W@MO@?JL5M D:CQU MK "HH %P0.GL /PK^93 @ZY_P"4W7Q- P"P'X<],UI7]-W !/? DB>K?\ M8]ZS_P"E)K^9' @ZY_Y3=?$W L!^'\ TS6E YRT444 %%% 'W" P;9?\ M*;KX" \ 8O P#*-KX: P#9<+/ -,^JU ,C7]-W !Z_P#\HVOAK_V7"S_], ^JU ,C0 M 4444 %%% 'lQG_ 3(P"4;7[/? 9# "? *9[6NW &H/^3:?B) V(NK _M /I'+7$?\$R/^4;7[/? &0 PG_Z9[6NW ;@ P"3:?B) P!B+] *1RT ?P M>4444 %%%% !7]'' !D' P FS '7 L>M+ \ 2*2OYQZ HX X,@ ^39 CK V/ M6E ^D4E 'IB5 ([_ '7/ *;KXF]@/PY Z9K2OZXJ D= X.N?\ E-U\3?\ ML! ^'/ 3-:4 ?G+1110 4444 ?O _/*-KX:]EPL P#TSZK7\R-? MTW? \K ^"C:^&O _&7"S \ 3/]M?S(T %%% !1110! <9 P3(Y1M?L]] MD/\ "?\ Z9[6NW ;@ Y-I^(G 8BZO Z1RUQ' !,C E&U^SW -D/\) ^F>UKM_VH/^3:?B) V(NK P#I'+0! !Y1110 4444 %? TOZ./^#(/ _)-G^.O _&/6E \ I%)0!^XE?R, \'7/ *;KXF] M@/PY P"F:TK^N*OY'?\ @ZY Y3=?$W L!^'/ 3-:4 ?G+1110 4444 ?O _/*-KX:]EPL P#TSZK7\R-?TW?\'K "C: M^&O &7"S \ 3/]M?S(T %%% !1110! <9 P3(Y1M?L]]D/\ "?\ Z9[6 MNW ;@ Y-I^(G 8BZO Z1RUQ' !,C E&U^SW -D/\) ^F>UKM_VH/^3:?B) MV(NK P#I'+0! !Y1110 4444 %?TO MZ./^#(/ _)-G^.O _&/6E \ I%)0!^XE%9& !1110 4444 %%% !17YG \ M!QI^WPOP3^$%K^Q1H7Q'U+P+=?%#PIK%]XG\>6>BWET=/T:VMY/] MS;12;+ MN_GV6@D:"0PM/(Q4^63\7>$_$_PP ;K^%/P$^#'Q"\=;S=_#_P"'7 !-S6/% M6D1Q:G?:'!XXTSR+";]!B,UFL+-&YWOCUE+*Q) /Z .*\! X\)5?$KXC?& M/_@FK\"/BG\7-20: [Q+KWPIT,UC4;UBTUL]E$3X'C?5A))!'M4L)@('(H7#$>@('-OYG/^#KG M_E-U\3?^P'X< P#3-:4 ?G+1110 4444 ?O \ *-KX: \ M9<+/ P!, ^JU ,C0 4444 %%% 'lQG !,C E&U^SW V0_P) P#IGM:[?I]# M_DVGXB?]B+] I'+7$?\$R/^4;7[/?\ V0_PG_Z9[6NW ;@ Y-I^(G_8BZO_M .DM+_P#2*2OYQZ_HX_X, M@ \ DV?XZ \ 8]:7 P"D4E 'IB5 ([P=< \INOB; V #G *9K2OZXJ D= M P"#KG E-U\3?^P'X<],UI0!^O P#*-KX: P#9<+/ -,^JU ,C0 4444 %%% 'lQG !, MC E&U^SW P!D/\) ^F>UKM_VH/\ DVGXB?\ 8BZO P"DUKM P!]# _DVGXB?]B+] I_P#Z1RT ?P>4444 %%% !7]'' ! MD' R;/\ '7 L>M+ _/2*2OYQZ_HX_P"#(/\ Y-G^.O\ V/6E_P#I%)0!^XE% M%% !1110 4444 %%%% &9XT\'>&OB'X,U;P!XSTI+[1]=TR?3]6L9'95N+:;_M-HY8R5(8!D9AD$'G@BO#_C#_ .$JO^"?7Q^^%_@/X-?%[!F31=:\.?#+2DTO MP+92W=W$^E6*PQP_9%FBF662!HXHU>*1V20(N\-BOH.B@"IH.@Z)X6T.R\,> M&=(MM/TW3K2.UT^PLH%BAMH(U"1Q1HH 1%4!0H %6Z** "BBB@#PO_@GO M_P D3U; +'O6?\ TI-?S(\'7/ "FZ^)O &_#G IFM* IN_X)[\D3U; M_L>]9 \ 2DU _C_P=< \INOB; V #G *9K2@#\Y:*** "BBB@#[C X-LO^ M4W7P% [#FI _^F:^K^QFOXYO^#;+ _)3=? 7 _+#FI \ IFOJ L9H _'' @]? M_P"4;7PU P"RX6? *9]5K^9&OZ;O^#U P#Y1M?#7 LN%G_Z9]5K^9&@ HHH MH **** /[C/^"9' "C: 9[.R'^$ _ $SVM=O^U! R;3\1/^Q%U?\ )(Y: /X/**** " MBBB@ K^CC @R# Y-G^.O 8]:7 Z125 ,/7]'' !D' R;/\=?^QZTO TBDH _M<2OY'?\ @ZY Y3=?$W L!^'/ 3-:5 7%7\CO !US_P INOB; P!@/PY_Z9K2 M@#\Y:*** "BBB@#[C X-LO\ E-U\!?\ L.:G_P"F:^K^QFOXYO\ @#\ Y3=? M 7 L.:G _.F:^K^QFO#\ ^R'^$ \ TSVM M=O\ M0? \FT $3 L1=7](Y:XC @F1 RC: 9[P"R'^$ _3/:UV [4')M/Q$ M P"O%U? -(Y: /X/**** "BBB@ K^CC @R# P"39 CK P!CUI? *125 ,/ M7]'' !D' P FS '7 L>M+ \ 2*2@#]O* D= X.N?^4W7Q- [?AS_P!,UI7] M<5?R, \ INOB; -@/PY Z9K2@#\Y:*** "BBB@#[C P"#;+ E-U\! M?^PYJ? Z9KZO[&: CF_X-LO^4W7P% [#FI ^F:^K^QF@#\ ^R'^$ P#TSVM=O^U! P FT $3 L1=7 \ 2.6N(C)D?\ M*K-KGO\ [(?X3 \ 3/:UV [4')M/Q$ [$75 P#TCEH @\HHHH **** "OZ M./\ @R# _.39_CK -CUI?\ Z125 ,/7]'' _9! P#)L QU P"QZTO -(I M* /W$HHHH **** "BBB@ HHHH \C ;T ;O\ V2?V%!!TCQ%^U7\:=/\ "4.O MW4MOH=O-:7%W=7[O('E\FVM8Y)I%C4[SNJ]%4#*6(W#/+?%W _(*O?\$[/@5\ M,?!/OD^)WI5OAJR\-?$:T>[I\%:I:>?>KJEM&JM+<(EM'(Z0Q!E\R5U5(B<.5 M/%?/? _!=C_@H!\.?V&((AI)X5^'/AZ3XT^+&U#2_ Q.UF9/JD?P[TR98XM M0U1S:6\]T5*O&JVT*GSV3+AEB*MV\:I;?LH_L4Z=\+ B+\//$/BCQC\ ]= 8 M3\< #7X?^,+SP:I:-K'C&;699KF!['22W$MG- >2M<+&D]*K#Y59D&Z@#]W]!U M[1/%.AV7B?PSK%KJ&FZE:1W6GW]E.LL-S!(H>.6\)5T92&# D$$$5;KP' @ ME7\/B-\& \ @FK\"/A9\7--N;'Q+H/PIT.SUC3KU2)K*9+.(&VD!Y5XAB,C ML4([5]!0 45D^.O!VE_$'PC?^"];N+N&TU& PSR6-RT,RJ2#E'7E3QU%>0 \ M.] @G T-OCO _+*Y_QH /\ @GO _D3U; L_>]9 I*37\R/ _=< P#*;KXF M P#8#\.? ^F:TK^F/ @F[HUKH P$U/3K.29XX &^(KIGE+MA)@@R3U.%&?4Y/ M>OYG/^#KG E-U\3?^P'X< \ 3-:4 ?G+1110 4444 ?O /*-KX:]EPL P#TSZK7\R- !1110 4444 ? MW&?\$R/^4;7[/?\ V0_PG_Z9[6NW ;@ Y-I^(G_8BZO _M .DM+_P#2*2OYQZ_HX_X, M@ \ DV?XZ \ 8]:7 P"D4E 'IB5 ([P=< \INOB; V #G *9K2OZXJ D= M P"#KG E-U\3?^P'X<],UI0!^O P#*-KX: P#9<+/ -,^JU ,C0 4444 %%% 'lQG !,C E&U^SW V0_P) P#IGM:[?I]# M_DVGXB?]B+] I_P#Z1RT ?P>4444 %%% !7]'' ! MD' R;/\ '7 L>M+ _/2*2OYQZ_HX_P"#(/\ Y-G^.O\ V/6E_P#I%)0!^XE% M%% !1110 4444 %%% !7R1_P4& X*CZI^O]\4-,^!OPD_9?U?XL^,)/A]J_MCWQ'I&F^)+;2UT;PSIK*EQ>F2=6\Z5G8I% BY=E(++QGZWK\^?\ @I_^O]^V MIJW[7D?[87[&GP=T;XA7/B?]G)Q#\(?$&@:GXL@TA](%)!/ FF:-J- M ;9\JXNH+=$FDCW $9 (Y7(SM(SS7K- &?XK\5^'/ WAR\6^+=7AL--L(3+ M>7DYPD2=-QQVYKSC AN2?ID? .*+UH/\ W^?_)KU*^L+'5+233]3LHKBWE7 M:+!/&'1QZ%3P16/ _*N^&?_ $3O0O\ P40 _$T ?.'[&'[22P'^&OPFOM\'M12KMD1URR'& M1D$&OZ8!\-/AP %'P_T3 Z#^RH>/ ':/^%:?#C_HG^B?^"]' P"\)H _C+_X< MD?\ !2S _*(7H?\ X=+PU \ +&C _(A M_P#ATO#7_P L:/\ AR1_P4L_Z(7H?_ATO#7 _L: LT_X5I\.\ HG^B?^"] M' _XFC_A6GPX_Z) HG _@]A \ B: /Y=O^"(O _3: ;" 9M" X*E _"/]H[]HCX M?:'X>\&>&-5OIM?\%%/\(_P (?V.-8?/QCXBT?XJ6VL:CIW."1V6G^39+ MINH0M+YE]+#&V))XEVJQ:YLXP"1^>7&9 _@DC @I9_T0O0 _#I>&O\ Y8U_9I_P MK3X&O _)8T M?\.2/^"EG_1"]#_\.EX:_P#EC7]FG_"M/AQ_T3_1/_!5# \ $T?*T^" _1/ M]$_\%4/ _,30!Z_L+?M' _?X- _L1_!SX0_$CXL:'IOB+PK*_#VCZ]IWVY9 MOLM[;;;PSQ>9%NC?: (C+N1F4XR"00:ZCX\?M9?LW>,_@=XS\'^&OC)H=SJ. MK>%-1L]/M_M6SS9Y:1J3A_P#ATO#7_P L: LT_P"%:?#C_HG^B?\ @JA_^)H_X5I\.\ HG^B M?^"]' _XF@#^_O_AR1_P4L_Z(7H?_ (=+PU \L:/^'\)' _4L_P"B%Z' _:2 M\-?_ "QK^S3 _(5I\./^B?Z) P"']' XFC_A6GPX_P"B?Z) X*H?_B: /XR_M^'\)' !2S_HA>A \ ATO#7_ROK^S3 M_A6GPX_Z)_HG_@JA_P#B:\ A6GPX_Z)_HG_(*H?_B: /XR_P#AR1_P4L_Z M(7H?_ATO#7_RQH_X9%NC?:(C+N1F4XR"00:ZCX\?M9?LW>

M, _@=XS\'^&OC)H=SJ.K>%-1L]/M_M6SS9Y;:1$3A_^'2\-?\ RQH_X#OVSK MS0_!NI>)?%EA>:),?\)/8;C]I@CMG1WW6,TRIAB!AB"><P(K]B?\ A6GPX_Z) M_HG_(*H?_B:/^%:?#C_*)_HG_@JA_^)H XG_AM?]E/_HN.A_\ ?UO_(FO MYU?^#@O_()^_M4_MO__!4OQU^T=^R]X*T/Q/X,UG2M%ATW6?\ A/=%LO.> M#3;>"4>3=WD4J[9$=A_P#ATO#7_P L:/\ AR1_P4L_Z(7H?_ATO#7__,L: M_LT_X5I\.\ HG^B?^"]'_XFC_A6GPX_Z)_HG_@JA_\ B:/Y=O^"(O_3: M_;"_9"_X*E_"/]H[]HCX?:'X>\&>&-5OIM?\%%/V(__P (?V,-8T/OCXBT M?
XJ6VL:CIW_"1V6G^39+INH0M+YE]+#&V))XEVJQ;YLXP"1^%G_#DC_@]9_T 0OO0__#I>&O\ Y8U_9I_PK3X&O_)8T?_2/^"EG_1"#_\.EX:_P#EC7]FG_"M/AQ_T3_1 M/_!5#_\ $T?
*T^'_1/]$_\)%4/__,30!'Z_L+?M'_?X-_L1 !SX0_$CXL: M'IOB+PK*_#VCZ]IWVY9OLM[;:;;PSQ>9%NC?;(C+N1F4XR"00:ZCX\?M9?L
MW>,_@=XS\'^&OC)H=SJ.K>%-1L]/M_M6SS9Y:.1$3A_P#ATO#7_P L:_LT_P"%:?#C_HG^B?\ M@JA_^)H_X5I\.\ HG^B?^"]'_XF@#^,O_AR1_P4L_Z(7H?_(=+PU_\L:/^ M')'_4L_P"B%Z'__'2\-?_"QK^S3_(5I\./^B?Z)_P"']'_XFC_A6GPX_M_P"B?Z) X*H?_B:/XR_^')'_!2S_HA>A_\ 4OT#7_RQK]_^#6+X:>)?^"< M/P-^+'@[]LZ\T/P;]7B7O987FB6W_"3V&H_:8([9T=]UC-_J88@88@GL"_8
MG_A6GPX_Z)_HG_@JA_\ B:/^%:?#C_HG^B?^"]'_.)H =X#^(?@GXG^'U\5 M> /$=MJNG/*T:W=]Q*%UX8<@=*V:KZ7I&DZ':"PT72[>S@#%A#:P+&@)ZG"@ M"K% !1110 4444 %%%% !1110 4444 %%%% !1110 45#J.HZ?H^GSZMJU_# M:VEK"TUU=7,H2.&-069V9L!5 !))X %<3\!?VH_V;/VIM$U#Q)^S7\>O"'CW M3])OS9:G>^$/$-OJ$=K< 9\N1H'8*2.1G[PY&1S0!WE%%% !1110 4444 %%_M_M(6QMEEMU8R1HK6UM+>S>59Q3SJC3R8)V(" M(D=&5T()""K#*LI(!V%%%% !1110 4444 %%<]I?Q:^%VM_$O5O@SH_Q#T:Z M\6Z%IMMJ&M>&K?
4HWOK&UN&D6":6$'>B.8GVD@9V^XST- !1110 4444 %%% M9>O^-_!?A34M)T:O3XNTO3;S7KXV6A6E_?OPR:C3:1 _>D?:<#IQR1 M7S?\6/\
@N9_P35^'7Q9U'JG8_M3:+#XOM]0DT2/4KO2+]_#UGK>TB,ON]5C MA-I"X? <&4;,,&*L,5\7_&/P]^U_^P[>V_Q2_P"'"M>@^-?VC/@|Q[O@[P[]7Q MDO+W6-)O-(\&^-
Y]="PWVB6P6VNXK.U39&T448+?:D)9E!% '7?$_P#:Y_;T M_P""B3^$OV5/VG/@UIGP\^ 7[6VL>*/!?A3_ (1^>_M?'^A+I)FF%W?"[3[* M\-Y'8R#RXHF5(KA29)
<-4^"O[27PR_9' X+O_M!_LZ_LY_LL^(?$.NZGHGP MW\-6O@SX;^'X+.R@M(K%[F^U[4)B(K2UCMX+VWB3)#2MB-0 =P^E_P#@I[_P M3B_:A_;?_:C^_OO/^_W[4I^%.C?
#>S\50^)_$.6HEUN)-4M[*UZ_XEF]#'!%< M/;I=O?:&(:W$F]['%?3G[/__SC+'Y:O!%IX+^&^D3-+%IEC9:EXAU:X-W MJVLBTMTMH):Z\DS++RK$BH&D)VJ JA5 4 :=T444 %%%>%_MA?\ !3'|@_\
M8$N=*T_]K5]ICP_X+O=;7?I>EW2G7-Y/%N*F86]M')*L6X$>:5" @C=P: /9 M/%GBWPMX"\+ZCXW\<>)++#1M&TBREO-5U;5+M+>VL[>-2\DTLKD+&BJ"Q9B M"2:^
OVV_P#@LJ\9/A+X@\:^(OV-OV>_"WQ&^'OP?^'NA^.?B7XNUGO=)9#5 M=(U3?)!'H?E0R1W.@MXVG:61PF"$"LV-WD?_6._P""B?CKX;_&_P""O[2O M[-GQ?\-^-O@:GP@\2^*/B/X)FU^W;1?
B#X=.H:1IMO+3#WDSW:O:@[PHY)W MQ/$%8NT3^I_<K7^_@]A_\X*%_\&^MU^S]_P $D?#K>\/"WC;]G[2B+*%0/%MM MI\ZQQZOIWG22,,:7%?"'A^RTK2]/MU M@L--
TVT2"WMHE&%CC0!44#@ 5=H **** "N.^+W[0GP1^ +^&X_C1\4-' M\--XP\36WAWPNNK78B.IZI<;O)M(@?O2/M.!TXY(KYN^+O\ P7._X)L?#CXJ MZG^SQ'^U'HL?C&VOI=%BU"[TF_?
P!.;YM/EV%WJL<)M(7WX#@RCR\,&*D8KX MWTWX9?$GX2?M9?"GX6_\%7OVI+SXA:/X]^#FM_$/!H;PM\3?$UM<>%_!>I:7 M?63Z=J.D%8X4TU4N)S;8B(5@"I,F_).O\<_MA?M2_\
!0:5;!GC+O[5_P " M=.\# L]_M9ZUXH\&>&:;P >:A8^/M&32?/F%U?&ZC-JT%XEE)\D41"13J3)(M#ALWX>>)=# _9(X+0W/P8] X)Y '#2O$C_$?XH6UG\=_@+HWPE&FV7@[1 308 MTAU5+Z*)
(X_)*+EE8)<276S:70U]$?\ !1C]@?\ :_X*)_'P#9T_:__99_M:_MOAWX1\&Z+XEFU3QGX<1;K5);36;2QACETEBK1+++:K#3;*^\1:O+?WT\<2!%>>XF)>5R!D ML3['34444 %%%>%_MA?\%,?
V#_V!+G2MA\VO/VF/#_(+O=:;7?I>EW M?G7-Y/%N*F86]M')*L6X$>:5" @C=P: /9/%GBWPMX"\+ZCXW\<>)++#1M&TB MREO-5U;5+M+>VL[>-2\DTLKD+&BJ"Q9B "2:^
OVV_^"SWQD^$OB#QK63[6^9V_9\+?$;?C]P?B[6?%TED-5TC5-\D$>A^5#)'%_A+\-=.:77[W4);QT;SY'6XM8D,]!9%CCV9D+GH?'/P1^'O\ P47_.#>>3X# M?\$E?
#@\+^_!MI5I8>#="\<7EO"=*B@\11'4[*\>22>5/+\B^B*]T@PH6/ M*[* /G'\N;X"_L_?\$O6_MN_LU_MG^!O"GOIL/#7C;OOHME\2_!HOO$GO8 MO-8G@G&FW,MK-
"\]JDOM+=`61T>0%2=KLG[#?!OQ7XL\>?"'PKXX\>^#I/#N MNZSX;L;[6O#\S$OIEW-;I)-:L3@DQNS(<_W:\F_8J_8_^)'P)\#SW_[4W[1& MI?&'Q[]^LC6;
[6=8TZ"#3=":N?)2(6NBV;KC3[5&$C0!5)9V4R-@N0/?: "BBB M@ HKF?C!\:/A'^S[\M0^+'OR^)>A^$?#.EH&U#?7$6IQ6EXU!DX4-)(0-S$A M57JQ(_!) KXM_P""DW[?\'QN_P""8NO_!B_X)3?
M>>&KWQ-=>/_IX_;9_P""C&G_+/"^$_A MO^SIX%TSXK_$[Q!X_F\&^&_"EKXNM["TM-4@LVO;E=1O"!)!9^3;A9#$4,KF2 M.*F&W#X+_:"^"7PD_P""N/[./BS_(**_'WXL>'/@IXVT^]TSX?
Z;;_%76RV MD_"77-\1E=3N-/OX9[<23W3; LH$9;9&C,%R5^BO^"('\Q_8R:;DU7XI_%[_MX4?*Y\&?&V]U6QE_:-\,0P73Z3IOBJ+[:9S36W+;;3YUCCU?30.DD8VTNYD!\QP6A<@X(4?4=4O#?AK
MPYX-T&T*^$/#]EI6EZ?;K!8:;IMHD%0;1*,+'&@"HH' J[0 4444 %< M=\7OVA/@C\ 7\-Q_&CXH:/X:;QAXFMO#OA==6NQ$=3U2XW>3:1 _>D?:<#IQ
MR17SYXU_X+E_\$MOA[\>V_9T\5_M5:=;ZW!KHT2^U1=^OI-$L=4)Q]BGU5(3 M9PS Y#*TH"$$.5(Q7RK\-_&'Q\\+?M47G[+G_!;+X<67B#X3_M*_%+4]?^!; M^([Y;^/P3KU]JDQT_P
,RW*.5B,U@#:?%J8W52[R1*&,DH4])^ / !5W]M[_MQW^U)\'_/A7X_L]^/M!^"_C?XB2Z#_M\?#XST)9HO[<@O=3#:QI5UU%-;6OV6.SMKB\93&94^5)F1$/Z_\%/?^"<7_M[4/[_[4?
P%^)_P&_:E/PIT;X;V?BJ'QXATJU$NMQ]EO96O_$LWH8XKA[=_M+N+[0Q#6XDWH'8XKZQ^#'PJT#X&?";PY\/"VL:UJ&G>&=`@TVROQ6KRW]] M/'$@17GN)B7E<@9+$^P !TU%%% !117A?
[87_4Q_8/_&!+G2M/_:_M:8\/^"[W6UWZ7I=WYUS>3Q;BIF%O;1R2K%N!'FE0@((W<&@#V3Q9XM\+> O" M^H^-_''B2PT;1M(LI;S5=6U2[2WMK.WC4O)-+*Y"QHJ@L68@ DFO@+]MO\ MX+/?
&3X2^(/&OB+IC;IGOPM\1OA[_A[H?CGXE^+M9\7260U72-4WR01Z'Y M4,D=S(+>-IVED<)@A K-C=Y#_P %#/C7^V_X]\&^-/V]/AS^T]:2_!Z+QUX- M_
OX=>'1I.K>&OBKHFK7%9E9ZJNI962:5Y'NKF'8QC\I;5U5"6\ROH?]M7] MASPK\%-TG3K?P_))X?UGP9)IE___&I:ZFQESH(9H+,V\<3/,\#JBLZC;^TOP,\ M6^*?'WP5\(>.?'.ARZ9K>L^%["^UG39M-
FLWM+N6WCDFB:WGS+ 5=F7RY,NN M-K<@UYS^PM^S+\;/V;?AUJB_M%_M4;_\5?&OBC5!J>OZC?01VFE:9+Y21"ST MFRC&VRLT1% 3)+L&D,&<@>WT %%%% !17,_&#XT?"/\ 9]^'VH?
%CXY?$O0__M"/AG2T#:AKOB+4XK2U@R<*&DD(&YB0JKU8D D@5\7_M7_MB_M%?8M_#O2?%_MW_!'3]IWP[<>"-*V>)=6^(?Q)\$:1IWBC4[&_L+.*73=$ATNY?<9;V1Y<_N MPOVQ*%V;PS
'KG[:/_!1C3_V>%\)_#?]G3P+IGQ7^)WCWQ_-X-\-^%+7Q=;V M%I:;I!9M>W*ZC>$2"S\FW"R&(H97,D85,-N'YL?\%?7VLH_^"@O[*?[-OQ[U M[P?
X^^%_BWP_\;/%N@3Z9XAMGUW5=!\=Z7I6HIIMM;&W0?;/,U2UM0N @9'; M)0*SK]E?\$7/&/[/WQ#U_P")6N:C\#M;^'7[24L/AS4_VDO!VN:-/IT*>()]
M.D_XFUC:/(\44=V3<%I8=K2[09!DJ6P/^"*/ !// @HK^S1X?TWO)^VS\>M/ MTK3=)O\ O!=:1\)O"-M;S17EYJFH3W<^JZQ>L':>ZS,4BC@94BB506)>9& / M,?VT?@*/AU\0O#7BVZ\-ZYH(L;N
22VL%%N'N?W\ M:HPDE>5AY#RQ!=JB0LK@?4M%% !1110 4444 %%%% !1110 4444 %%%% !1 M110 52\2:5<:]X=O)#M-5GL):VRE@COK8XDMV="HD3 ;4G(]Q5VB@#\)[;XZ M>(_V7O\
@DQXH_X(8_&C]@:6_$WQMTS^T?#6A>&(O"J2Z3X]M+J[FEA\0Z=_M?6=G<1^>AECFS,T6V:+!?C]X4T-OA=\5]0T M6>\T^S_L_3S;7?ABYEBAF-H)9?WP4)LD&&?D3VD+364TMN+BWEGCB$.
T<67]P_KY\/@G\(OV>O 5O\"[X&_#C1 M_?ARTN;BXMM%T^Q2VMHI9YGGF=40 O)([':WNHHH **** "BBB@#]ZO^"Y MG]G_M^//[+7[8WI0'P\G\7_L]_"_QSK!^+FD#3&O[?
2;B^LDMM*UVYM0K" M:&SF\TEBK&,RC:"S]*^>/@;^T6OC_P#X+HZM\>/^".G[(S^./AO)X&@T3XY: M[X%\4:9I_AO6Y)I(I;'4]TK1Q+?6VZ17A&ZY>-&P@#.O_9BZM:;^MI+*]MXY
MH9HRDT,J!E=2,%2#P01P0:I^&/"?A7P3H\?AWP9X9T_2-/A),5CI=DEO"A)R M2$C 49/)XH XGX*_LG? ;]G?X@?$/XF?!WP.-$U7XI>(H]=\;_9[V8V]Y]"P MK$;A+_!WX>6'@WPOX>L/%-9[Q)2ZF/?-
;D(K-YC8*_IE10 RVMK>SMX[2T@2**) D44:A510, M#@ #M3Z** "BBB@ K\L?B9^T'\/^"5O_!7'&?&W]OI"PHT@7X_>%-#:X?7 M%9?A-%GO-/L_[/T\VUWX8N98H9C:"67]\%"-;)!AGW.1C]3]:%',NR6-
67(.& M&1D'(/YT ?C)_P $@OV4OVF?VH?AKXX\(>(_@-\2?@#^SGXS^*FH>/?A/]?@ M/XTW>AZKH6]!"UA:VJVD,\FEW):6:,RI"JC:4B)82'\:?V=OV>_A%^RE\%/# MW[/7P'\(OZ%X3\+V1M=
(TV.9Y2BEVD=WDD+/()\CO([L2SN[,2237:44 %%% M% !1110!^=7_7,_L_X6_'G]EK]L;]H#X>3^+_V>_A?XYU@_%S2!IC7]OI- MQ?626VE:[:2O5C&91M!9U%?%_O%\,_!+_@#[_P55\8:#_P3Y_8
MGO/B7\"O$?@O3-(_:#UX&>,;'1-_UR9+ZUO],U1)]\2Q7]K+&0\2$W+QQN MH#R,?WANK6VOK:2RO;>,:&;,I-#*@974C!4@\$$<$&]?ACPGX5\$Z/'X=\&>&=/TC3X23%8Z79);PH2* /-
/VMF@2[M;$2"V$D8;8SKYTF92/,?=EV; QZW110 4444 %4 MO$FE7&O>';_0[359["6]LI8([ZV.)+=G0J)$_P!I2_X),>*/^"&/OH_8&UOQ-\:=,_M'PUH7AB+PCJDND^/;2ZNYI8?$.G7UG9W$ M?
GH98YLS-%MFBW-+&053]&^"7?[)WQ\)3?L>_V;_^K_P;^'WB'5/ B:# MNAP0ZJ^M&;^S88#:W=XTT"(EXDJ,I\MI491R[AV!^P** "BBB@ HHHH * +' MXF?M! ## @E;_P %!?C]X4T-
OA=\5]0T6>\T^S_L_3S;7? MABYEBAF-H)9?WP4)LD&&?A^2Z?Z!I]I/9 M1316-R_F30W#)#Y6%9(FW;S^Q'[,W[+?[/\ ^QS\(=.^!/[-/PNTSPEX7TS+ M0Z=IL1S-*0 \\TC$R7$S[1NED9G; RQQ7?T4
%%%% !1110!^=7_7,_L_X M6_'G]EK]L;]H#X>3^+_V>_A?XYU@_%S2!IC7]OI-Q?626VE:[:_M2Q5C&91M!9U%?,'@[XNGX_?\%E?&'CI_((X_LX;UK?PXUWX8_\"+?''QO\ M)/&>EZ/[5Y)=^6;'6K;>?
$,_J6?Z_(%>X*QDB/ER?VPNK6VOK:2RO;>,:&;_M,I-#*@974C!4@\$$<$&]?ACPGX5\$Z/'X=\&>&=/TC3X23%8Z79);PH2* /%OV*_\ @GY\-OV+_+_Q9XSTIXI^/?B)XV\=-8CQ:\0OB;KR:AJ^H
M0V4316=L7CBBC2&%DVJL8),C,Q8G->\T44 %%%% !1110 4444 %%%% !11 M110 4444 %%%% !1110 4444 %%%% !1110 4444 %%%% M !1110 4444 %%%% !1110 4444
%%%% !1110 4444 %%%% !1110 4444 M%%%% !1110 4444 %%%% !1110 4444 %%%% !1110 4444 %%%% !1110 4444 %%%% M !1110 4444 %%%% !1110 4444 %%%%
!11 M10 4444 %%%% !1110 4444 %%%% !1110 4444 %%%% M !1110 4444 %%%% !1110 4444 %%%% !1110 4444 M%%%% !1110 4444 %%%% !1110 4444 %%%%
!1110 4444 %%%% !1110 4444 %%%% !1110 4 &444 ?__9 end GRAPHIC 14 snap-20240930_g5.jpg begin 644 snap-20240930_g5.jpg M_]C_X 02D9)1@ ! @$ 8 !@ #_[@ .061O8F4 90 !_]L 0P "
0$! M 0$" 0$! @(" @($ P(" @(%! 0#! 8%!@8&!08&!@<)" 8"0<&!@@+* D* M"@H*"@8("PP+"@P)"@H*_]L 0P$" @(" @(% P,%"@<&!PH*"@H*"@H*"@H*
M"@H*"@H*"@H*

M23/LF;)^]$P(<'W%=#6%\+O^29^'?^P%:?^B4K=H **** M"BBB@ HHHH **** "BBB@ HHHH **** "BBB@ HHHH **** "BBB@ HHHH * M*** "BBB@ HHHH **** "BBB@ HHHH **** "BBB@ HHHH **** "BBB@ HH MHH **** "BBB@ HHHH **** "BBB@ HHHH **** "BBB@ HHHH **** "BBB@ HHHH **** "BBB M@ HHHH **** "BBB@ HHHH **** "BBB@ HHHH **** "BBB@ HHHH **** "BBB@ HHHH **** "BBB@ HHHH **** "BBB@ HHHH **** "BBB@ HHHH * M*** "BBB@ HHHH **** "BBB@ HHHH **** "BBB@ HHHH **** "BBB@ HHHH **** "BBB M@ KRC]N? DT?O[_V 7_]#6O5ZH ;G_Y-'\> P#8!?\ ]#6@#NOA= R3/P[_M -@*T _1 *5NUA?"[_DF?AW _+ 5I_Z)2MV@ HHHH **** "BBB@ HHHH **** "BBB@ HHHH **** "BBB@ HHHH **** "BBB@ HHHH **** "BBB@ HHHH **** "BBB@ HHHH **** "BBB

M /)H_CW_ + + P#H:T ?.7 !;O\ Y0,?&# _LE5I_Z,M:_CGK^QC_ (+= P#* M!CXP?]DJM/\ T9:U `/0 4444 %%% !1110 4444 %%% !1110 5_6- P: M- \ *&/PQ_V.^O\ _I57\G-?UC?\&C?_ "AC\.?]COK _/Z54 ?8G_!3[_E& MI^T/_P!D,\6 _^F:[K^'6O[BO^"GW *-3]H?_ +(9XM],UW7\,M !1110 44 M44 %%% !1110 4444 %%% !7],/ !E% RC4^)' 9<[W TS:37\OU?TX \ M!E% RC4^)' 9<[W -.VDT ?L71110 4444 \(>#)[%++Q(!XEN)9=9?S)6E%]VEND M#2W!D&Y2-PC1)E_JDKF(_@S\,(?C--^T+'X/MAXTN/#$7AV;Q &?SGTN.XDN M4M<9V[!-+(_3.6/..* /Q(_X+X? ML?MU?!?X& "+ @D\.]#^(5X6^&6@Q?M M"?$WP1X>N=0O-07[.EO<6-K*.JLT@BEFES(IE$L49=%:4-](?\$3_P!O#]D+ MX=?LQ>-?V> V2?\ @GA\:?A[HGPB^']YXOU*7QSO>BAO? %UU$@\T^:CDW%]- ML4 $!0 J(%1%0?]=10!^%OV_/V?/^"8DGQ!MI/%L MC^) A1\3-":XU72=/MKBYMGU&*T1',C]\2D%02L< F8VH^/E?4_C+I/_ 73 M_P""TWF,/[1'[?[- Q"\+>#? @2CZI\2/B!XV\, V: !,MPNE[U=Q*V4:)4# MDDW\4:Q< _# MSQM%X!75HO$<=TDJ6;6UY)\\"+/(MP)(-SJ7*X$L*I7Z^ \ !OU\! VCOV:/ M^"2WPG^$G[5%CJ%AXKL;&]G _+%U8G[5I- C/>SS6EI*&^9'2!X W9P8LB,@; M,#[,HH **** "BBB@ KX,\3 /!S5_P1!\'>-0\(>)/VV?LVHZ5?2V= _ ; M*V\20Y4T3E'3) \ Y65 (%10! 7[M_P 11W !"C_H^; S&7B? _P"5E' $4= P0H_Z/F \QEXG_P#E97\@5% '!?O M !%'?\$*/^CYO_,9>) _)64?\11W !"C_H^; S&7B? .5E?R!44 ?U^ \ M$4= P0H_Z/F \QEXG \ E91_Q%'?\$*/^CYO_,9>) \ Y65_(%10! 7[_P 1 M1W !"C_H^; S&7B? P"5E' $4= P0H_Z/F \QEXG_P#E97\@5% ']?O _!%' M?\$*/^CYO_,9>) _)64?\11W !"C_H^; S&7B? .5E?R!44 ?U^ \ $4= _MP0H_Z/F \QEXG \ E97N7[# _/P5J_X))?\ !1[Q)KWA'IC#X \ "9:CX9L M8KS7+?\ X175M.^S0RN41MU]:P]^64C"%B,<@5 $A7[C_P#!D#_R=6K^G&OYCO^#UW_E)7\- ^R&67_IYU2\@#\=**** "B MBB@ HHHH **** "BBB@ HHHH *]R_P""8/\ RDK_&>/^RY^$O\ TVE>&U[ME_P3! Y25_L\?]ES\))?^GFTH _N*K^>/ @^, P"2G_LZ?]@'O+_Z/TZOZ'* MGC_X/C/^2G_LZ?\ 8!\2 P#H_3J /P?HHHH **** "BBB@ HHHH **** "BB MB@ K>^%G)3 Y V'K/ P!'I6#6]\+/^2G^'\ L/6? H]* /[W]*** "BB MB@ HHHH **** "BBB@ HHHH *\H ;G Y-'\> P#?]%M]#6O5'3D ^@ HHHH **** "BBB@ HHHH ** M** "BB@ K^L; @T; Y0Q^&/^QWU_P#]*] DYK^L; @T; Y0Q^&/^QWU_P#] M*J /L3 @I] RC4 ;' [(9XM],UW7\,M2W%?\%/O^4:G[0 _ &0SQ; Z9KNO MX=: "BBB@ HHHH **** "BBB@ HHHH **** "OZ) E97\@5% ']?O $4= P0H_Z/F \,9>) P#Y64?\11W _0H_P"C MYO\ S&7B? Y65_(%10! 7[Q%'?\$*/^CYO _#&7B?\ ^5E' $4= P $*/\ MH^; .QEXG _^5E?R!44 ?U^ \11W !"C_H^; P QEXG _/E91_Q%'?\ !"C _M */F P#_9>) E97\@5% ']?O $4= P0H_Z/F \,9>) P#Y64?\11W _0H M_P"CYO\ S&7B? Y65_(%10! 7[Q%'?\$*/^CYO _#&7B?\ ^5E?0 [#G _!3 M3]B' @I'I?B/6?V+?C9_PF=MX3N+:'O!) PC>I:=]E>X61H1B^MH2^X12&O_1&HT ?O!7\'7[37)R/Q! ['C5 MO_2R6O[Q: @Z_:: Y.1^(\ V/&K?^EDM '$4444 %%% !1110 4444 %%% M% !1110 5^X _!D# P G(?'? L2-) \ 2R6OPXK]Q \ @R! Y.0^. \ V)&D M P#I9+0! 1K7\1 _ 6 P"4K?[27 9< %/ *=;BO[<* B/ P""P' *5O\ M;2 [+GXI P#3K<4 ?.=%%% !1110 4444 %%% !1110 4444 %? KC P9 \ MI6 %G 9#-7].ND5^1U?XC P>\]6 %G 9#-7].ND4 ?U%U _') P '(\ MRFW^/?\ V'M- P#318U 8W7\N \I* AO_V0RR]/.K4 ?CI1110 M 4444 %%% !1110 4444 %%% !7N7_ 3! P"4E?[/ 9< "7 *>;2O#: M]R X)@ \I* V>/\ LN?A+ TVE ']Q5?SQ \'QG "4]G3_ + /B7 T?IU? MT.5 /' P?&?\E/\ V=/^P#KE% P#1^G4 ?@ 1110 4444 %%% !1110 4444 M %%% !6]\+/^2G^\ L/6? H]*P:WOA9 R4 PY P!AZS]'I0! >]1110 M4444 %%% !1110 4444 %%% !1110 4444 %%% !7E'[< P#R:/X] P"P M" \ Z&M>KUY1^W/ .FC^/?^P" *&M 'SE P %N \ E Q\8/\ LE5I P"C M+6OXYZ L8 X+= \ *!CXP?\ 9*K3 P!&6M?QST %%% !1110 4444 %%% M!1110 4444 %%% !1110 4444 %UC?\&C? *&/PQ V.^O _/I57\G-?UC?\&C? *&/PQ V.^O M /I50!]B? \%/O^4:G[0 _9#/%O\ ZG9KNOX=: N* X*??\HU/VA ^R&>+? 3- M=U #K0 4444 %%% !1110 4444 %%% !1110 5_3C _,&47 *-3XD?]ESO M?_3-I-?S'5_3C_P91?\ *-3XD?\ 9<[W P!.VDT ?K:\4 \ DF'B/_L WG_H MAZ @AK^][XI \DP\1 \ 8!O/_1#U_!#0 4444 %%% !1110 4444 %%% ! M1110 5_0Y_P8Y \ ),/VB \ L/>&O_1&HU /'7]#G !CG_R3#]HO_L/>&O\ MT1]- '[P5 !U^TU_R- 6_P#2R6O[Q: @Z_:: P"3D?B#_P!CQ[W M *62T <11110 4444 %%% !1110 4444 %%% !7[C_/!D#_R_\I6_ M%G_9#-7 _/3KI% ']1=?QR?\'(_ "FW^/?_ &'M- \ 318U_8W7\TW _--%C0!\/4444 %%% !1110 4444 %%% !1110 5^C MO_!]%_RFW^&W_8!\1?\ IHN]_*OT=_X-0O^4V_PV [/B+_ --%U0! 6_7\ MG/\ P=R \IF_$W_8CZ! Z2U_6-7\G/\ P=R \IF_$W_8CZ! Z2T ?F31110 M4444 %%% !1110 4444 %%% !7V1_P;Y \IG/V??\ L=___&UGKXWK[(_X M-\ ^4SG[/O\ V.___+:ST ?V:5 _:= P>N \ *2OX: \ 9#++_P!/.K5_3C7\ MQW_!Z[_RDK^&_P#V0RR]/.K4 ?CI1110 4444 %%% !1110 4444 %%% M!7N7_!' E)?^SQ_V7/PE_Z>;2O#:]R_P""8/\ MRDK_&>/^RY^$O\ TVE ']Q5?SQ_P#!\9_R4 \ 9T [/B7_P!'Z=7]#E?S MQ \ !\9_R4]G3_L ^)? 1^G4 ?@ 1110 4444 %%% !1110 4444 %%% M!6]\+/\ DI_AS_L/6?\ Z/2L&M]X6?\)3 #G_8>L \ T>E '][U%% !111 M0 4444 %%% !1110 4444 %%% !1110 4444 %>4?MS \)H_CW_L O_ZA MM>KUY1^W/_R:/X] [+ /H:T ?.7 !;O_E Q\8/^R56G_HRUK^_>O[&/^"W M? *!CXP?]DJM/_1EK7\<] !1110 4444 %%% !1110 4444 %%% !7]8W_M :- P#*&/PQ_P!COK__*55)S7]8W_:- P#*&/PQ_P!COK__*54 ?8G M]3[_E&I^T/_-D,\6 ^F:[K^'6O[BO^"GW_"C4_;' _R&>+?_ $S7=?PZ MT %%% !1110 4444 %%% !1110 4444 %?TX \&47_"C4^)' &7.] M3-I-?S'5 3C_,&47 *-3XD?]ESO? 3-I- 'ZV_%/_DF'B/_+ -Y_Z(>OX(M:_O>^*?_"3#Q' V ;S_-$/7\$- !1110 4444 %%% !1110 4444 %%% M !7]#G !CG_R3#]HO_L/>&O_$1J-?SQU_0Y_P &.?\ R3#]HO\ [#WAK_T1 M]- '[P5 !U^TU_R \ *5OQ9_V0 MS5__$ZZ10!_477\L__$>E \[U%% !1110 4444 %%% !117R9_P57__"K'A#__()G M^%O!FAZ;\'M=^)'O*^)^K3Z7\/A_P""W$_L^?L:^/_CMXT\$>&/\ A(? B3!X*81P>&M(\ MM)=TCB.5G=8I8G8;511-&-Y8E5 /T'HKY%TG_@M;^Q9]G]+Z7 _6K -9U:+X M?VB]3O*/V%?\ @X+*?M3 M?M/^%?V4/V@OV/,B#$/$/Q(\ VY)*[KQFZR6OB>R\MY59'\N(OL\ <;LG#H MVPKO#%%< _1&BBB@ KRC\N?_)-'\>]@%__ $-:]7KRC]N?_DT?Q[_V 7]M#6@#YR_X+= \H&/C!_V2]T]&6M?QSU_8Q_P6[_Y0,?&# _LE5I_Z,M:_CGH M**** "BBB@ HHHH **** "BBB@ HHHH * K& P"#1O\ Y0Q^&/\ L=]?_P#2 MJOY.:_K& P"#1O\ Y0Q^&/\ L=]?_P#2]@#[$_X*??\ *-3]H?\ [(9XM \ M3-=U _#K7]O7_4^_P"4:G[0_P#V0SQ;_P"F:[K^'6@ HHHH **** "BBB@ MHHHH **** "BBB@ K^G'@_RB_P"4:GQ(_P"RYWO_*9M)K^8ZOZ(_^P#> M?^'B'K^"&@ HHHH **** "BBB@ HHHH *M*** "BBB@ K]O \@R! Y.0^._\ V)&D_P#I9+7X<5^X_P#P9 _\G(?'?_L2 M-)]+): /Z-:_B/_"P' *5O]I+_LN?BG_TZW%?VX5_$?\ \%@/^4K?[27_M &7/O3_Z=;B@#YSHHHH **** "BBB@ HHHH **** "BBB@ K]=6K^G&OYCO^#UW_)25_#?_+(99?\ IYU:@#\=**** "BB MB@ HHHH **** "BBB@ HHHH *]R_X)@ \I* V>/^RY^$O_3S:5X;7N7_3! M_P"4E?[/ 9< "7 *>;2@#^XJOYX \@^, Y*?^SI_V ?$O_H_3J_H/ M_@^,_P"2G_LZ?]@'O+_Z/TZ@#\'Z*** "BBB@ HHHH **** "BBB@ HHHH * MWOA9_P E\.?]AZS_P#1Z5@UO?"S_DI_AS_L/6?_*/2@#^]ZBBB@ HHHH * M*** "BBB@ K\\O\ @O!^O%\/_P!LV?X4WW@#]M?PU\'OVA/AJ[,H:M\'?[7U MB"_? 6P\4;7=K';LXFFS]EB;?&DH4(ZM&RNV/T-KY' X*Q?\ !(IX1\ !47P M5X9U#6/'?B'P/\1/AU>S:A\//'WA.Y$5YITA"T39OOC9XHFX9'1XU977Y@P M!\(?\&ZO_!1[]IZ#4_A?_P $G?VT?@IX<'A[Q- \!8/%'P;\3:1\[:AH #H(+ M^(NZ/N2*Y3=B-@UN59'$BN)/^"G?Q\L_VV_%&K?\&']_ 1<^"M;TM]0\6 M^.?C/PYHD-CX=\(VR74]?\ !(;_((0 MR_L4?"1?C#\:? C'XJU#X :W\)U\'P:Y?:G%>VWP_M#%A;324&4VQ2;&#EB#L MPH0/)O\ ' AE_P &C&@_ !1]1D^#7 !5SXZ^$FUB5)=6;PQ<+8&]==VUIO(E7 MS"-[X+9(WMZF@#]3/V6/V?/"?[)W[- G@3]F;P+=SW.D^ "ECH=C=W0 EN5M MH%B\YP. [E2[<98XXK\M?\ @BV]NW_!>K_@H#Q+8>7'$4E021,CM'%$C'-5_X-6/$ L1<_P!C M-^VW&!NSC[)_PC<>?^ ?:!%[:\]Z 43_(+6_8C_,%7? ^"8 ^&_E :/^$VC M_P"]3&?[-^WZ'Z?P>3]H]L;O>ON'3?\ @BE^Q-I_!,) P#@E$^@:K+\/9:(M^?]ES7:#5GU(SBY_M33S?\QOT[F(G T"/88_DKRC]A+_(-\ !O[*?[3OA?] M]WXJ_ME_$/XY>(? AQX>_A "[U\:D):^%['RWB58T\R0R,DWA5 (VG/,:^?/V MK?!O[:=A^SKXNO/B!\9 _!^H:+'I+'4;*Q\,/%--'N7*HY;Y3G'-?6U>4?MS_M /)H_CW_+ + P#H:T ?-W !:!;A/^"! P 7$NY%>4?">R$KH.!FWVN2!V&:_M_CKK^QC_(+= P#*!CXP?]DJM/\ T9:U `/0 4444 %%% !1110 4444 %% M%% !1110 5_6- P:- \ *&/PQ_V.^O\ I57\G-?UC?\&C? "AC\.?]COK_M /Z54 ?8G_!3[_E&I^T/_P!D,\6 _^F:[K^'6O[BO^"GW *-3]H? +(9XM],UW7\,M !1110 4444 %%% !1110 4444 %%% !7],/ !E% RC4^)' 9<[MW TS:37\OU?TX \&47_"C4^)' &7. M] \ 3-I- 'ZV_%/_)]AXC [- K;\4 P#DF'B/_L WG_HA MZ @AK^][XI \DP\1 P#8!O/_$0]?P0T %%% !1110 4444 %%% !1110 M4444 %?T.?\ !CG_DP :+ _P]X:]$:C7\\=?T.?\&.? "3#]HO_+#W MAK_T1J- '[P5 !U^TU_RL_1Z4 ?WO4444 %%% !1110 4444 %%% !1110 4444 M %%% !1110 5Y1^W/\ \FC^/?\ L O _.AK7J]>4?MS_P#)H_CW_L O_P"A MK0!\Y?\ !;O _)0,?&# +)5:?\ HRUK^_>O[&/^"W? "@8^,_ &2JT \ M1EK7\<] !1110 4444 %%% !1110 4444 %%% !7]8W_!HW_RAC\.?]COK M_P#Z55_)S7]8W_!HW_RAC\.?]COK_P#Z54 ?8G_!3[_E&I^T/_V0SQ;_ _F: M[K^'6O[BO^"GW_*-3]H?_LAGBW_TS7=?PZT %%% !1110 4444 %%% !11 M10 4444 %?TX_P#!E% RC4^)' 9<[W_TS:37\OU?TX \&47_"C4^)' &7. M] \ 3-I- 'ZV_%/_))AXC [- Y_Z(>OX(: O>^*?),/$?_&_;S_T0!?P0T %%% !1110 4444 %%% !1110 4444 %?T.?\&.? "3#]HO_+#WAK_T M1J-?SQU_0Y_P8Y \DP ;+ [#WAK_-$:C0!^\%?P=?M-?\G($' +'C5O\ MTLEK^\6OX.OVFO\ DY'X@_\ 8\;M_P"EDM '$4444 %%% !1110 4444 %%% M%% !1110 5^X_P#P9 _\G(?'?_L2-)]+): #BOW'_X,@?\ DY#X[_\ 8D:3 M_P"EDM ']&M?Q'_\%@/^4K? [27_9< %/_IUN*_MPK^(_@L!_P I6_VDO^RY M^*?_$ZW% 'SG1110 4444 %%% !1110 4444 %%% !7ZX_P#!E[_RE;\6 M?]D_U?\ ],ND5^1U?KC_ ,&7O_*5OQ9_V0S5_P#TZZ10!_477\N_\I* AO\ ]D,LO_3SJU 'XZ44 M44 %%% !1110 4444 %%% !1110 5[E_P3! Y25_L\?]ES\))?^GFTKPVO< MO^"8/_*2O]GC_LN?A+_T\VE ']Q5?SQ_\'QG_)3_ -G3_L ^)?\ T?IU?T.5 M_/ _'QG_)3 P!G3_L ^)?_$?IU 'X/T44 %%% !1110 4444 %%% ! M1110 5O?"S_DI_AS_L/6?_H]*P:WOA9_R4_PY_V'K/\ ]'I0! >]1110 444 M4 %%% !1110 4444 %%% !1110 4444 %%% !7E'[< \ R:/X] [+ \ MH:UZO7E'[< _ ":/X] [+ _^AK0!\Y?\%N _^4#'Q@_[)5:?^C+6OXYZ_L8_X M+= _\H&/C!_V2]T_]&6M?QST %%% !1110 4444 %%% !1110 4444 %%% !7E'[< \ R:/X] [+ _^AK7]>4?MS_\FC^/?^P" M?Z&M \'SE_P M6[_Y0,?&# _LE5I_Z,M:_CGK^QC_@MW_R@8^,_ 9*K3_T9:U_'/0 4444 %%% !1110 4444 M %%% !1110 5_6- P &C?\ RAC\,?\ 8[Z__P"E5? R?^B'K^"&O[WOBG_P DP\1_]@&_P#1#U_!#0 4444 %%% !1110 5^CO\ P:A?\IM_AM_V ?$7_IHNJ_:* MOT=_X-0O^4V_PV [/B+_P!-%U0!_6_7\G/ =R_P#*9OO-_P!B/H'_ *2U M_6-7\G/ =R_P#*9OO-_P!B/H'_ *2T ?F31110 4444 %%% !1110 444 M4 %%% !7V1_P;Y \IG/V??^QW_]M9Z^-Z^R/^#?/_E,Y^S[_P!CO_[:ST ?_MV:5_:= P>N_\I* AO_V0RR_]/.K5_3C7\QW_ >N_P#*2OX:_P#9#++_ -/.MK4 ?CI1110 4444 %%% !1110 4444 %%% !7N7_!' E)?^SQ_P!ES\))?^GFTKPVO^%G_ "4_P Y'K/_ M -'I0! >]1110 4444 %%% !1110 4444 %%% !7V1_P &^?\ RF< _M9]_[':\ ]M9Z^-Z^R/\ @WS_ .4SG[/O_8[_/MK/0! 9I7\QW_!Z[_RDK^&_M P#V0RR_]/.K5_3C7\QW_!Z[_P I* AO_P!D,LO_$\ZM0!^.E%%% !1110 4444 %%% !1110 4444 %%% !1 M110 4444 %>Y?\$P?^4E? [/_9< "7_IYM*\-KW+_@F# _P I M* V>/^RY^$O_ $\VE ']Q5?SQ_\ !\9_R4_]G3_L ^)? 1^G5_0Y7\\?_!\9 M_P E/_9T_P"P#XE]'Z=0!^#]%%% !1110 4444 %%% !1110 4444 %%% !1110 4444 %;WP ML_Y*?X< [#UG_P"CTK!K>^%G_)3_Y_V'K/_P!'I0! >]1110 4444 %%% !1110 4444 %%% !1110 4444 %%% !7Z_\ !!]%_RFW^&W_8!\1?^FBZK\]W_(-0O^4V_P-O^P#XB_]-%U0 M! 6_7\G/ !W+_P IF_$W_8CZ! Z2U_6-7\G/ !W+_P IF_$W_8CZ! Z2T ?F M31110 4444 %%% !1110 4444 %%% !7V1_P &^?\ RF< _9]_[':\ ]M9Z M^-Z^R/\ @WS_ .4SG[/O_8[_/MK/0! 9I7\QW_!Z[_RDK^&_P#V0RR_]/.K M5_3C7\QW_!Z[_P I*_AO_P!D,LO_$\ZM0!^.E%%% !1110 4444 %%% !1110 4444 %%% !1 M110 4444 %>Y?\$P?^4E? [/_9< "7_IYM*\-KW+_@F#_P I* V>/^RY^$O_M $\VE ']Q5?SQ_\ !\9_P E/_9T_P"P#M+XE]'Z=0!^#]%%% !1110 4444 %%% !1110 4444 %%% !1110 4444 %;WPL Y*?X< [#UG_M_P"CTK!K>^%G_)3_Y_V'K/_P!'I0! >]1110 4444 %%% !1110 5^=7_M 7M_P"""C'[3O]6N?[]D_]D?O7X:\&^+?CUXCU#3C\2/%L"R6GAZVM1:AS M&C@H9Y&O$"E@P&PJ%W2*R_HK7YR?\' GO$_X)<:]HOPV_8_ "F_P ,O$Z6 MGQ%O[V3P!\1],2&VL?#&I01JC//?-_K6X;SH593%+$0ZM(N$W(9'_!N[\5/ M^"O'C3X/Z% PW,VG^.OA/X@^3&NF:\-OBU/K<,FLO/*D1?3;]&D-O3_2 M9$W%H#F23S1L\#_:-_X.0?C%\:/^"E'[.?P#_8.T+7-_^#?BCXVV'A?Q7X^\ M1^$XUC\:_:=C;WUG8_:HF:&*'_X4-(I2;=*_/@_2?V? M_#"WGBC7?%VCB]F\1Z]40_8(]\8)7:3#(@_2GXM?M5?LY? ?X M@>"_A5\8_C)H7ASQ\1=1:P\#:-JMZ(Y]:NE>&.Q6ZG[I'[B%<>LJ^M?D7_P M3U^/_P &/^"?O_!>C]OS3?VM?B9HW@I==V>*]&N?$FH1VB7UB)9+W:_TI42R M&&]C*QIEFV-@'8V #TG0/^#D77;S_@6]1>_\!32^^'NB-\4M\2'P,_A]1*- M+D\2$$HZS:=_F"#(](MV8M^[@O!^DE42V /%_A?]IC0A+X8U'PGBHKPQJK*NRQ+*%*Q'8=*72UT8S_.Y]M$/CGIEEI/B_5 :M8[&=IH6T75I+1F8KM(8I]X8[&OGS][W]BGX3_#[]G7 MQ=XTT3Q)XPFN].TEIH([[Q3/-"S!E&'1CAAST-'(\ !;O_)0,?&# _+)5 M:?\ HRUK^_>O[%/^"V%NEG_P0/\ BY:1%BL7PGLD4NV20'M1R>YK^.N@ HHH MH **** "BBB@ HHHH **** "BBB@ K^L; @T; Y0Q^&/^QWU_P#]*J_DYK^L M; @T; Y0Q^&/^QWU_P#]*J /L3 @I] RC4 ;' [(9XM],UW7\.M?W%?%/O^4:G[0 _&0SO; Z9KNOX=: "BBB@ HHHH **** "BBB@ HHHH **** "OZ< M?^*#' E&\\2/^RYWO_IFTFOYCJ_IQ_X,HO\ E&I\2/\ LN=[_P"F:2: /UM^ M*?\ R3#@'O^ V:S_T0]?P0U_>]\4 ^*28>(\ L WG_HAZ_@AH **** "BBB@ MHHHH **** "BBB@ HHHH * H< X,< \ DF'[1?\ V'O#7_HC4:_GCK^AS_@9_Y)A^T7_P!A[PU_Z(U&@#]X*_@Z_:: Y.1^(/\ V/&K?^EDM? WBU_!U^TU_MR-6_P#2R6@#B**** "BBB@ HHHH **** "BBB@ HHHH * _\ L/:;_P"F MBQK^QNOXY/\ @Y`_4V_P > P#L/:;_.FBQH_^]*** "BBB@ HHHH *** M* "BBB@ HHHH * 1W_@U" Y3;_#;_L ^(O\ TT75?G%7Z._\&H7__"FW^&W_M & ?$7_IHNJ_ZWZ_DY_X.Y?^4S?B;_L1]_]):_K&K^3G_@[E_Y3-^)O^Q' MT#_TEH_.FBBB@ HHHH **** "BBB@ HHHH **** "OLC_@WS_Y3.?L^_P#8 M[_MK/7QO7V1_P?\ V*9S]GW_L=_VUGH_LTK^8[_@]=_P"4E?PW_P"R M&67_*>=6K^G&OYCO^#UW_E)7\-_^R&67_IYU:@#\=**** "BBB@ HHHH ** M** "BBB@ HHHH *]R_X)@ \I*2O]GC_LN?A+_P!/-I7AM>Y?\$P?^4E?[/_M &7/PE_Z>;2@#^XJOYX_^#XS_DI_[.G_&?$O\ Z/TZOZ'*_GC_.#XS_DI M_P"SI_V ?$O_*/TZ@#\'Z*** "BBB@ HHHH **** "BBB@ HHHH *WOA9_R M4_PY_P!AZS_]!6#6]\+/^2G^'/^P]9_^CTH_O>HHHH **** "BBB@ HHHH M *\X_:G_&2?V=OVT_A-=_]?ICX2ZJXOT"X?S8+36K$2_9+@*RI<0MP\,JA MF =&5L,PSAB#Z/10!_\$X/^":'[-/_3+^_^F_"#X%^"=)751IUO!X]\:M1Z1';ZCXDGB!GNG!9CRS$1[BB;FV@9->@?&C]D?]FS]HGQ]X%^*/ON^@VD> M)/$'PSU@ZKX"U748V:71+PR02F>$A@ V^UMVYSS$M>C44 >< &+]D?\ 9L_:M!^(W@?XN?&?X/:1XB\2_#74VU?)K&H1,TVBW320R-+"0P 8O;P-R#S&M<9^ MUK_P3!_8#_;K\1:7XP_:R_9:\,^.J8T:$0:?]]]%)#=I"&+"%IH'1Y(@S,1& MY9 68@?,<^\T4 O*/VY_P#DT?O[_P!@%_\ T-:/G+_(+= P#*!CXP?]DJM/\ T9:U_'/7 M]C'_ 6[_P"4#'Q@_P"R56G_*,M:_CGH **** "BBB@ HHHH * XK_X-&_^4,?AC_L=]?\ _2[OY.:_K& X-&_^4,?AC_L=]?\ _2[@ M#[$_X*??\HU/VA_^R&>+?_3-=U_#K7]O7_!3[_E&I^T/_P!D,\6 _^F:[K^'6 M@ HHHH **** "BBB@ HHHH **** "BBB@ K^G'@_RB_Y1[?$C_LN=[_Z9M)K M^8ZOZ\ IFTF@#]:?BG_.DP\1_]@&_]$/7\$-? MWO?%/_DF'B/_+ -Y_Z(>OX(: "BBB@ HHHH **** "BBB@ HHHH **** "O MZ'/^#'/_))A^T7_-A[PU_Z(U&OYXZ_H<_X,<_^28?M%\ 8>\-?^B-1H _M>"OX.OVFO^3D?B#_-CQJW_I9+7]XM?P=?M-?\G($' +'C5O\ TLEH XBB MBB@ HHHH **** "BBB@ HHHH **** "OW_X,@?^3D/CO_V)&D_^EDM?AQ7[_MC_\ !D#_ _G(?'?_+)5:?\ HRUK^_>O[&/^"W? "@8^,_ &2JT \ 1EK7\<] !1110 4444 %%% !1110 4444 %%% !7]8W_!HW_RAC\.?]COK_P#Z54 ?8G_!3[_E&I^T/_V0SQ;_ _F: [K^'6O[BO^"G MW *-3]H?_LAGBW_TS7=?PZT %%% !1110 4444 %%% !1110 4444 %?TX M_P#!E% RC4^)' 9<[W TS:37\OU?TX \&47_"C4^)' &7.] \ 3-I- 'ZV M_%/_))AXC [- Y_Z(>OX(: O>^*?),/$?_&_;S_T0]?P0T %%% !1110 M 4444 %%% !1110 4444 %?TX?\&.? "3#]HO_+#WAK_T1J-?SQU_0Y_P8Y \DP ;+ [#WAK_-$:C0!^\%?P=?M-?\G($' +'C5O\ TLEK^\6OX.OV MFO\ DY'X@_\ 8\;M_P"EDM '$4444 %%% !1110 4444 %%% !1110 5^X M_P#P9 _\G(?'?_L2-)]+): #BOW'_X,@?\ DY#X[_\ 8D:3 M_P"EDM ']&M? MQ'_\%@/^4K? [27_9< %/_IUN*_MPK^(_@L!_P I6_VDO^RY^*?_$ZW% 'SG1110 4444 %%% !1110 4444 %%% !7ZX_P#!E[_RE;\6?]D_U?\ ],ND5^1U?KC_ ,&7O_*5OQ9_V0S5_P#TZZ10!_477\N_\I* AO\ ]D,LO_3SJU 'XZ44 M44 %%% !1110 4444 %%% !1110 5[E_P3! Y25_L\?]ES\))?^GFTKPVO^%G_ M"4_P Y'K/_ -'I0! >]1110 4444 %%% !1110 4444 %%% !1110 4444 %%% !7E'[< \ R:/X] [+ \ MH:UZO7E'[< _ ":/X] [+ _^AK0!\Y?\%N _^4#'Q@_[)5:?^C+6OXYZ_L8_X M+= _\H&/C!_V2]T_]&6M?QST %%% !1110 4444 %%% !1110 4444 %%% !7E'[< \ R:/X] [+ _^AK7]>4?MS_\FC^/?^P" M?Z&M \'SE_P M6[_Y0,?&# _LE5I_Z,M:_CGK^QC_@MW_R@8^,_ 9*K3_T9:U_'/0 4444 %%% !1110 4444 M %%% !1110 5_6- P &C?\ RAC\,?\ 8[Z__P"E5? R?^B'K^"&O[WOBG_P DP\1_]@&_P#1#U_!#0 4444 %%% !1110 5^CO\ P:A?\IM_AM_V ?$7_IHNJ_:* MOT=_X-0O^4V_PV [/B+_P!-%U0!_6_7\G/ =R_P#*9OO-_P!B/H'_ *2U M_6-7\G/ =R_P#*9OO-_P!B/H'_ *2T ?F31110 4444 %%% !1110 444 M4 %%% !7V1_P;Y \IG/V??^QW_]M9Z^-Z^R/^#?/_E,Y^S[_P!CO_[:ST ?_MV:5_:= P>N_\I* AO_V0RR_]/.K5_3C7\QW_ >N_P#*2OX:_P#9#++_ -/.MK4 ?CI1110 4444 %%% !1110 4444 %%% !7N7_!' E)?^SQ_P!ES\))?^GFTKPVO^%G_ "4_P Y'K/_ M -'I0! >]1110 4444 %%% !1110 4444 %%% !7V1_P &^?\ RF< _M9]_[':\ ]M9Z^-Z^R/\ @WS_ .4SG[/O_8[_/MK/0! 9I7\QW_!Z[_RDK^&_P#V0RR_]/.K5_3C7\QW_!Z[_P I* AO_P!D,LO_$\ZM0!^.E%%% !1110 4444 %%% !1110 4444 %%% !1 M110 4444 %>Y?\$P?^4E? [/_9< "7_IYM*\-KW+_@F#_P I* V>/^RY^$O_M $\VE ']Q5?SQ_\ !\9_P E/_9T_P"P#M+XE]'Z=0!^#]%%% !1110 4444 %%% !1110 4444 %%% !1110 4444 %;WPL Y*?X< [#UG_M_P"CTK!K>^%G_)3_Y_V'K/_P!'I0! >]1110 4444 %%% !1110 4444 %%% !1110 4444 %%% !7Z_\ !!]%_RFW^&W_8!\1?^FBZK\]W_(-0O^4V_P-O^P#XB_]-%U0 M! 6_7\G/ !W+_P IF_$W_8CZ! Z2U_6-7\G/ !W+_P IF_$W_8CZ! Z2T ?F M31110 4444 %%% !1110 4444 %%% !7V1_P &^?\ RF< _9]_[':\ ]M9Z M^-Z^R/\ @WS_ .4SG[/O_8[_/MK/0! 9I7\QW_!Z[_RDK^&_P#V0RR_]/.K M5_3C7\QW_!Z[_P I*_

!1110 4444 .?%OQ&TN[T'3/%ND:=;V3Z5IB^)YO M$5M1?\%!/^3" C=_V2'Q+_Z:[FOX M8* /[_** .@#HH _O\HK^ .B@#^_RBOE[_@B=_P HC?VOC9_P %0/VC/"G[&/[.'BWP+_P4-*:]I7Q%\::WI/C#XY_#WX7IJ^LM#:6 M<]Q90P^&Y"7>X+(L5V4A/D85]L;N. ,':_!4O\A_XE_MX?LP:E*?@S^TAXB^ M&OBF&UOCI-[IFH.FFZM]HL9[233M5MP&6XLY4G(8[&>)@LD8++M;Q+2O^"&F MH>!/#'P^\>?!G]LW7?#/QL\#^.?%'BZ;XH3^$+" _M=3U'Q'#%#JZR:2WEP)$ M\ <$"Q*C*8O*SEF8F@#V7_@FO^UG\5OV@?^"77@'!L#X^0:5]7BC4 !-UJ^LK MX0*317OD23A"B0/([J3R11(9%),4S218!0J/C/\ X)2?\%1/VBM0UG4O" ! M4O\ ;6UGPY/;?!V\\:7GPK\?LQ? \$T/$'[) P=\"?L[_ O _&N_%)OX*\/>' $=MXSL(]-M8K[Q M/[FKRO.V]K>H!)ITMO/-/)$D' W]&+%-Q\Y\'?\ !#?PW\0O%[>(?^"C?[4/ MB+]I&RTWP W@OPKI?
BO1X],^QZ6UY!=O)=W%I+YVH7K/:0!KEW0L$;$+_P"'':@:>QACN|"TC5M.N M+V%;N1%$CW4MN+665)&;RI'>-=H7%?>U?(/["7_!%W]DS_@GI^UC\3?VH_@! MHQL#X\TG3M+T30]RR>'+*&*+[7#'+-<2&Y%S<0PSEI%#1F/:AVDY^OJ "BB MB@ HHHH **** "BBB@ HHHH \+\ P#*03Q _P[B)I7 _M *.:MG]OC39=; 8E^*^@VWQZT[X73ZCX U6SM?B'[VJ"RMO#TTUL\<=Y+<$K MY*([*2X(9>JG=BL;P# RD$\}.P#8B:5 Z,:O8?&?@SPE\1?"&]>.'/WAJQUG M0];T^:QUC2-3MEFM[VVE0I+#+&X*NC(Q4]1@@D4 ?SR_ 7X@>!OV3 \ @FK^ MUQ^SOKFA^+ A+\2IO!5W?CQ5\/?'$FM>' $L \7W&B0SV"/.C6C>R#3I)G9 M7EMOWY9L#/W[_P $(]%UCX!?M$?M.?LR_$3P+'\,-1T'4/".JVOP@TGQ=-KN M@>';6\TI@+JSU"XD,DDUW-'(\\3)'L,<6TR!MP^D_P!G7_@CE_P3J_9B^$OC MGX(_#O\ 9OT:Y\'$>6?I=:Z]&+UI\SEN99XM/WN-RVMN92L* Y38KEFDS(M=#P1_P $D?\ @G5\.?@YK?P$\'_LP.3;>%_$TN:Z?
K'B"TDU*]FN-1O+"5);* M2:ZEG:XD$#QJ8T,A1.0% 9@0#YF^/_PU^,'@G_@X; 9@\=^/_P!H[6O%&E>+ M]$^(O_",>#FL(K/3/#%E:Z1:;(HDCRUO//\CWRW.IW.%A0*JO#/FWCGX;?"+ M]FW_(*[_ +]]/X+?%?4-;\(?%'XI>(=!\7?%+2?B?#GP?K4^A;G\0[3Q):R7>FW\%W]=]UQ>V&0\%I+-ILD< M?)E7Y)'3;.H2Y\$?^"]'[9'C/]N+P?\ L0_'O_@E7K'PXU3Q1H%[K]YJO_"X
MM$UP:/I%OE#>W$.G[VCC>X,=O'O9/,=SLW>6^ #[DHKX_X*,?\ !5Z_ 89^ M*&G_ =\"_LS77Q#UL_#?6/'WB!I_&=GH-KI^@Z;Z)<21372L+NZR^1;(Q M!+ 'CF/VC_\
@LYXX^$WPZT_X[?"#_@GG\1?&WPY@^$.F?$CQEXVU+4(-[M= M)TF]C69;:W-TI34=0BA/F2VT3KL^5=Y8X !]U45C_#WQQH7Q.\ Z'\2?"[3- MIGB'1[;4].-O$8Y#!/$LL>Y3RK;7&1V/%;% 'D7_ 4$_P"3" C=_P!DA\2_M^FNYK^&^O[G_/@H) R87\;O^R0^)?\ TUW-?PP4 %%%% !1110! ;W _$3 MO^41O[.7_9(=$_\ 25*^H;^7O^")W *(W]G+_LD.B?\ I*E?24- 1110 444 M4 %%%%
!115;4-:T?29[.UU35K:VEU"Y^S6$=Q.J-6\GEQ@G+OLCD?:,G M:C'H#0!9HHHH **** "BBB@ HK^*3_@ME_RER_:_ P"RO:W_.E3U\O4 ?W^ M45_ '10! ?Y17\ =?TN?\&2W_)A/O8_[*\?_ $UV5
'[04444 %%%% !1110 M 4444 >"_MM?\%,OV+_ ^">4/A\ M6?%^/0+CQ-="/2=/MM.GO;EX1-%%+=O% M;H[1\V1F0O*P YPNYR% 3XZ_\%?2^"=W[4GA2/XS_M5^':)'C?0(=\-2P+ M<7D=SI,S*L6HNJK'(=HY8!;B4I$3G#<'"PG_P !%)\.O OQF^$?Q7C\4_$ M3X=?$2R2RM0#GO)LO!:,YX3U&U'B'%]EM*$DDUQ"*:A%#L1)1 R!I&9
M47YC_P""B7CGXV_$*#2_'Q[3.CZW^S[XK\;?L*VFE0:%X4\ 7MU;_$[6);N6 M<^$)8T5QIRA]@$,?E742WSIYMBJM 'I$?$SXT?"?X-?"?5?CK\4?B#I6B>#] M%TLZEJ?
B,]NU%K#:A0PEWC(8$$;0N2Q90H)(!\G*?\ !4O_() >-?V9_$' M[87A[]IW07^'7A6_^P^(]?N8;BW;3KO=&]VTMM-$MPLSF6()%Y>^3S$V!MPS M\=_\%5OB+O^"E'P9\,: K7P!'
M[8'P9\3S1M TX6^NWT5H\2S30I/"781D'R7A#8 /VI_9L_-@ M^ ?[7WPMM_C1^S=\2{'Q5X;N+N.T^WV:21M#P^RVD# MZG#*]MY4\L3X8]"QB)(K[QH ***\2U3]@CX-:OJ=S]USX]\;K)=3O-(L7B^ MY50S,6(!X&3P.U $'@'_E()X \^Q$TK_T8U4?YYO\ @]9^P?\ \$Y\)O#$'-M[:GQU_X0M_&2WC>&Q-PC&J:C]L%IY N/^/"VG\O;]IA^_MSO^7_&QB?LV_"3 MPU\
(/VX/'7A;PQ?ZI<6\'@C3W1]5U%[F4F27+9=^2/E&/3GUK\E?^#YC_D+? MLQ_]>WC' P!"T2@#]"/^(HI_((4?]'S?^8R\3__ "LH_P"(HI_@A1_T?_Y MC+Q/_P#*ROY J* /Z_?^(HI_((4?]'S?
^8R\3__ "LH_P"(HI_@A1_T?_Y MC+Q/_P#*ROY]* /[\ ]EC_(+R_P#!*']M;XZ;+^S7^5$+U5_PDWC7Q"MR MVCZ? J_W[ZI.8H4%Q2,W,WIZ[L8H4VPPR\SC.W R2 ?KVOY"O^#63_E_=\&/
M^C>O+_ZCFI5_7K0!^>)W _>Y?\F;?!G_ +*;<_\ )NEK^;2OZ2_^#W+_),V M^#/_&4VY \ 3=+7\VE !1110 5]9?\ !"7_)3"?L[_/93;#^;5\FU]9?\ M$)?^4PG[_\ V4VP_FU']I5%%% !1110 4444
%%%% !1110 4444 %%%% M!1110!^0OA[_()Z_M_>+/\ @N(G[!6I_LX^#/ARF@>)=_UG6_C/\ ]8NM.T MWQAX<%SK0EL;C3R6%U]=W$]A#2/&V&WMO9>17 MU+!10!^4G_!22]AS]OA
;K\3^C!_CO\6_V O#7Q M;CX'ZUX9F^"MY\6[>*+X M?>+KN]W1^(8KQECBO1]G2&,F,"5-F5&1SD?M<_LH_P#!9/XA:1\#?V7/B!^S M5:_'KX/?#eP#GP#6B*]4N7!10_97 MM:_]*GKY>H ****
"OZ7/^#);_DPGXL?]E>/_IKLJ_FCK^ES_@R6_P"3"?BQ M_P!E>A Z;[*@#]H**** "BBB@ HHHH **** *'B+PKX8\76D%AXL\.6&]06 MU_;WUM!J FDZ175O*LT$ZAP0LD%^ ?^4@GC_P#
[$32O 1C5^-G_?.?\A;]F/_*]O&/\ Z%HE?LGX!_Y2-M">/_/L1.*_]&-7XV?\ \Q_R%OV8 \ KV\8_P#H6B4 ?@51110 4444 ?H/ M_P &LG_*<{X,?]>WB7_U'-C^#63 _)3G?!C_*]O$O\
ZCFI5_7K M0!^)W_!E_R9M\&?^RFW/_INEK^;2OZ2_P#@]R_Y,V/ _/93;G_TW2U_I0 M4444 %?67_!"7_E,)^SO_P!E-L/YM7R;7UE_P0E_Y3"?L[_]E-L/YM0! ;51 M110 4444 %%%% !1110
445\Y^#O^"L7[OCWJLC4/V#/"Of0&GW7Q(TZ1[9 M\%K,+;>^B,_VBPBNBGDRW4(MW,D*MD8(&6214 /HRBO#?AS_P %+/V$_BY^ MTI?_+(/PW_;5VZO\1-
GNX)#UKYWR>T&ZZ@AG,8@^N)H1S+%%(FQ@;75=_MIQ/^UG_P46_8L_89OM&TK]JGX];X3O ?AFGTNRELKJ[GDMX=OFW#'1VL4C10 M)N&Z;0+8.[<&@@#VNBOG-
..G_!5' @GI^S5XC\+^%?C9^U;X8T6\\9:1;,:MX M?/F2W,,VG7#B."^DF@4IX[:UDM "U M\]?\%8OCE\4OV:/^":GQF^/GP2\4?V)XM\)^!;O4 U;[%!<_9;E _K^5<(\ M3X[']5A[5]"U\F \ !=G-
)0]_M$?]DRO_P"2T ?S:?\ $4= _P77 _.CYO _9 M>&/)64?\11W !=?_H^:_ S&7AC _.5E? %% 'W _^ $4= _P77 _.CYO _9 M>&/)64?\11W !=?_H^:_ S&7AC _.5E? %% 'W _^ $4= _P77 _.CYO _9
M>&/)65_6)^5!XQ\1_$3]FGX= _$#QGV/\S5]=\#:]&JW?DI'Y]S 9O22OL M0*][G9CA0 ,X XK^#ROI[L/V* \ DS?Z\2 \ 9.M! P#3=!0!G?\ !03 _),+ M^W _&2'0+ Z;[FO8*_N?\ ^"@G_)A?
QN_[)#XE_P#37_X(G?\HC?V"O#%U!)I7Q"\%7(34=-ET^33_M4L7O-M[A)((74'BU*6W9L*C1R^:?WD"'"3U_PS_P3U\#^$/VJ?A;^T/HGC6\ M_L?X/ !NZ\ > #/!US:^:MLLTEH&O_M)?/F_9[..
KL^8$DMQBOH6B@#YQ^__M_!-OX5_M@:QXETS]NC6#\5 !EQXHM-;^'O@S4;(Z;'X-DBLFMI4BN;*6..Z\ MTO)(6F)V^-85 P!7AOP_X-LO^"9?PL^%MQ\/BK\[?Q^?\ A_5U[3=1OK[M4+%
[%+R3Y+55@O/F*4*QPARV>"35KV=P/.;$RR+$5@CMX=-J M(@#8W,O/T511 M0 5\)^?^#ES_@B7\._&6K_#[QC^VI]CU?0M3N-/U6T_X5QXDD\BYAD:.5-Z M:_P#3C/0!_5A_Q%'?\$*/
M^CYO_9>)\ \Y64?\11W_!"C_H^:_P QEXG_/E97\@5% 'I?O\ O%'?\$*/ M^CYO_9>)\ \Y64?\11W_!"C_H^:_P QEXG_/E97\@5% 'IU/[*WI:G[.WI_M'P>7X^?LF?
$O_A+/"3ZG/IZZM_8U[89N8=OF)Y5Y#%+/QO7G;@YX)KU.ORT_MX,^?^4/=M_V4W7/Y6?]?7O!_%)_P6R_Y2Y?M& \ 97M; P#2IZ^7J^H?^"V7 M_*7+]HW_+*]K?\ Z5/7R]0 4444 %?TN?\
!DM_R83\6A LKQ_]=E7\T= M?TN?\&2W_)A/O8_[*\?_ $UV5 !04444 %%%% !1110 4444 %%%?F/_' M?[:GI;/[*^COX5;=\) C/?\ P@^%NL7$+^)OBY8^:?[!? GAGX.6.]:?
XP\27ZYDOK4KFZ9[6O>/S;HEHY1##_>7)Y /TNHKY*_X M*9_M4?M ?\$_O^"7>H?%O1?$FE>)/BK86'A_P]+?(:W21#976MWUW:.?+]+6 MR':BI'YI;@0E@E055.5S7R+\0_^"GO[?
WI/LWQ9_8\2_&S0?%?Q:_M"?#GX M<^$/C%<>'+>TCCM/%]H+R.[GTV%O(>.V2&Y0 $(Q:.L#M.X_6^BODK_()/ M_M0?'KXW:.:\//@=*^TUXRL?%/B_X(?
&74?:]LGC*8T6(3AK]BD,%O:WZG@G>..YBN;,,H8 M@,,MT(&:1;_(/_ "D$\?\ _8B:5_Z.:QGL_P"#YC_D+?LQ_P#7MXQ_]T2 MOUJ_9M\>^)?B!^WXZUOQ\
#+5/"]Q)X(T]7T[571I8PDN%)*'&&W$S =-? MDK_P?,?\A;]F/_KV\8_^A:)0!^!5%%% !1110!^@_P#P:R?\ISO@Q_U[>)?_M %'-2K^O6OY"O^#63_E.=\&/^O;0+_ ZCFI5_7K0!^)W _>Y?\F;?!G_
+*; M<_\ )NEK^;2OZ2_^#W+_),V^#/_&4VY \ 3=+7\VE !1110 5]9?\ !"7_ M):"?L[_/93;#^;5\FU]9?\$)?^4PG[_\ V4VP_FU']I5%%% !15./6M' MEUB7P[%JULVH06T=S/8K.IFCAD9UCD9.
[@C^(Q&~8W ^Z<6:."BBB@ HHHH M* #'IG'KB:C\% _"[&K?#O\C7POXS)-EXJ^5O%\3^(?+ M<:AKNF.IC28ED[MP-8* DIM'[G50A*&+?Q/<^.K?PY81ZU>6$
MC=ZNEF@NI[6%Y9(8'E WM&CSSLJ$[5:.0@ NV0#\\/\ @C1K/QW_&=/C=\! M?V8 6\<^-=?\;^#?%WCZV^/OPP\4> (CIO@;3 ,RX@UNSOC8K+'+=2O&WGBY ME T+GR0 B(M=O_P6_ :^'?
[0GQI\(?M%>_ G-XL^%V%7P]_ +)OBO3?"_O; MT?X?:A=7'C:]NKY8_P#A#Y[:>$FU5Q#YX)CCG8RX21.#7[9T4 ?B7_P4*^,7 MPM;_()@>#OV2_B'\!?&7P6^+FM_L^>$[G2O#&C-
RFOK'XA+.VZI!X%^VQ M>9J"I',L8EMVE@N(0RGS6!DW_L?\&+WQ)]P>\ZAXR\&1>&]8G\ 6$F]^'8 M)-Z;7_VB/^R97_/);^LJ^3?\ MaN@S_,H>_P!HG_LF5 \ R6@#^ +6BBB@ HHHH
_NP_8K_P"3_A+_P!DRT_M_T%?PGU_=A^Q7_,F;"7_ +)EHA Z;H.[_(*"?\F%_&[_+)#XE_] M_=S7\,%?WA_!03_DPOXW?]DA\2_P#IKN;_A@H ***** "BBB@#^UO\X(G? M%HC?
VS_^GF@#^ NBBB@ HHHH * L& X-A?\ E!C\"O\ KV\0 M?^"I*J=?QU\ 8_P_"\ *#'X%?\ 7MX@_P#4CU.@#[DGXM_P#9 M3=_],,]?W7U_^A^YM 8>6_P#LINO?
^G&>@#$*BBB@ HHHH _JQ_X,^?\ ME#W;?]E-US^5O7ZEU^6G_IGS_P#]+ ?@\U_8_P;" *#'X%?\ 7MX@_P#4CU.@#[DGXM_P#9 M3=_],]?W7U_^A^YM 8>6_P#LINO?
* I< X,EO M^3"?BQ_V5X_^FNRK^:.OZ7/(^#);_),)^+'_&5X_P#IKLJ /V@#HHHH **** M "BBB@ HHHH ^/?^"H/_3:^.7[:FM>$?&7P# .:"\1?#B^T2^TZWUS0:A1]
M&@ZE8PZK:WYNOLRO 0@:WWQ2[1YNT02L(F?7\%*WX8_#:Q%^RV//' MQ"U2/PU^RYHVKV>@^']1M6N&URXO= 2P2\N)MRA)8E\>0:8R"UPVT(%%?4]% M
'S7^V5_P3WUG]N+P5\4O@[\8OVD];3P'X\T/2(?#'AK3 #M(]/"&]V%R+I= M3@NL>:<.\\<# %\)H6(]I&\FO';O_@AO:^, A\)0#\8?VNM?\0_&CQ\]2M\ M>3?
&BV*V=C)INLZ%"%I#0::A:#R8(D=#&$$N)I/F7Y=OWM10!X-^P%^P!; M_L1^ _%UGKWQ8OO'OC3XC>/+_P 8_$'QI?Z5#8G4]NA&G&*UA)2V@2.&-$B M#,%PQS\V![S110 4444 >%^ ?
^4@GC__+$32O\ T8U?C9_P?,?\A;]F/_KV M\8_^A:)0!^5 M%%% !1110!^@_P#P:R?\ISO@Q_U[>)?_M4PG[_\
V4VP_FU']I5%%% 'X6_LWVG@S]FS_@N]JGQ7<,>]GXHVWQ^:)<6 MG^:OC?\ #'XGOK:AXABM=%UFR\S;*@%K+9-#%F*V_LJ%]H+U0_X(O\ MQ.\/)^:+&H3:E?ZG;M=NUIK.C2O?
M9DT^&* 0VT4+Y@>:!)FVAU4?JGX_X)-?L$^ OVT=6_X+:] +2K;XAZNBRR7 M2Q+]DM!0W7)FU2&#&V.]G6Y9)9^I" @*SRM)I^ _^"7W[7PP_:"UG!]P;# MR_X=TOQYKQO6U#7;?
SOEDO%V7+-7L-0M/#FE:7'>ZQJ\NGP7WV(WOD*(PK)(AFO 2S[5+??WC[@CA M_P $S?BA\-/!/PA\<_LEZ%?>'_AU82V'@ZT^WWL4EA9RR&22U\:G> ;BS#P1\'87.4.4]O!
M!&PB5&CMX4OL.U8P%P* .!\!^"O#WPV\#Z\.O"-K)!.@:5;Z;I<$MP\K1V M$2Q1J7I)-M%% 'SW_P5._:O_P"":/[#'C3[M'_A5?\ PFO_M B$FF)_PC7]N?V;]K^UZC;66?
M'D3^7L^T;_P5MXNV;>,[A^0O _!:,?I8 N MO_V?_>6OO?_(,F_P#E!C\9_P#KX\)_?^!5M?R%4 ?2[G'.?\ 6+K _,S9 M_P#>6C_B.<_ZQ=^?^9L _\M?@#0!0^ W_ !'.?I8NO_V? >6I+/_(/E?M=W
M%;_\,O=OFR*F[_A=F<9._\(%K^?VK&C_\(6M^?OE/_0A0!_?I7R;_ %V M?^4/?[1'_9,K_P#DM?65?)O_79_P"4/?[1'_9,K \DM\6M%%% !1110 M 5_=A^Q7_P F;"7_LF6@_\
IN@K^$^O[L/V* \ DS?X2_\ 9.M! P#3=!0! MG?\ !03_),+^W_&2'O+_Z:[FOX8*_N?\ ^"@G_)A?QN_[)#XE_P#37WB#__2/4Z_CYK^P;_@V%_Y08_K_KV\0?\J1ZG M0!][5_"A^VM_R>3\6_\
LINO?^G&>O[KZ_A0_;6_Y/)^+?\V4W7O_3C/0!Y ME1110 4444 ?U8_\&?/_"A[MO\LINN?RMZ_4NORT_X_^?^4/=M_P!E-US^5O7ZET:Q2?\%LO<4N7?1O_&5[6_\TJ>OEZQT'_@ME_P
I4/A_M62%_M^/0+CQ-="/2=/MM.GO;EX1-%%+=O%;H[1\V1F0O*P YPNYR%+?C[_P %1O_M@G]^R_H7A#Q+_V/#*>CV/CS2DU7PE<0M->G4_94=;Y1;OR%+7:Z'!O^V+ MYOOT
>^45ROQ#^_/P?\ AA ! 4?V@/B+\2-'TGP3I6C_P!JWWB>YO5^QQV> MT,LPD!(=6!7;MR7+*%R2 ?*O"G_!4O\X)_>?V9_$'[87A[]IW07^'7A6_^ MP^(]?N8;BW;3KO=&]VTMM-
$MPLSF6()%Y>^3S$V!MPR > T5P7[-G[4'P# ;_M^:^%MO\;/V;OB78^<*M=O=S6GV^S22-H;F%MLL$*T.RI+!*AQNCD17 0&"">]MH ****_/"_/ *03Q_\
]B)I7_HOJ_&S_@^8_P"0M^S'_P!>WC' "T2OV3 M\ \)!/_P#V(FE?^C&K\;/^#YC_)"W[?_%[>,?\ T+1*/P*HHHH *** M*/T'_X-9\A E.=\&^A KV\2_P#J,:E7]>M?R%?\&LG_"G.^#'_%[>)?\
MU'-2K^O6@#\3O^3"+WX=_DS;X_]E-N?_3=+7\VE?TE_P#!]E_R9M\&?^RFW\MZ;I:_FTH ***** "OK+_@A+_RF$_9W[*;8?S:OEQVK+_ ((2_P#*83]G?_LI MMA_J/[2]\H_(-;?\V7O^"?
WPBC^._P"US\3O^$2\2ZO#!:.K_8M[?YN MY5D>,/RK*&;3E8G.[;M&WDC(SZO7Y1_\'D/_"B-L\LKVC?^DM_0'ZI[_Q% M'?\ \"C_*/F_P#,9>)_ E91_P 11W_1"C_H^:_ S&7B?_P"5E?R!44 ?2U^_\
M111W_0H_P"CYO\ S&7B?_Y64?\ $4= P0H_Z/F_\OEXG_\ E97\@5% !BO MP^_X.4?^"*?O4\?:\/ ?[:'V_7/$>L6VEZ+8_*Y\1O?:+NXE6*&/?)IRH MFYW4:F8*.Y) R:^YZ_AA_P"""?
7_)^WP0_P"RO>&O_3I:5_<]0!^?[!TW_R@ MQ^__7SX:_\ 4CTVOY"J_KU_X.F_^4&/0G_Z^?#7_J1Z:7\A5 !1110 58T?_M_D+6O_7RG_H0PU_8^OTKY-
_X+L_\H> _VB/^R97_/);^LJ^3?\ @NS_,H>_P!HG_LF5 \ R6@#^ +6BBB@ HHHH * NP_8K_P"3_A+_M_P!DRT_ _T%?PGU_=A^Q7_,F;"7_ +)EH\Z;H*_[_(*"?\F%_&[_M_+)#XE_]
=S7\,%?W_]03_DPOXW?]DA\2_P#IKN;_A@H ***** "BBB@#^ MUO\X(G?\HC?VS_^@F@#^ NBBB@ HHHH * L& X-A?\ E!C\ M"O\ KV\0?^I'J=?QU\ 8_P;" *#'X%?\ 7MX@_P#4CU.@#
[VK^%^#]M;_D M\GXM_P#93=>_],,]?W7U_^A^YM 8>6_P#LINO?^G&>@#$*BBB@ HHHH _JQ_X,^?\ E#W;?]E-US^5O7ZEU^6G_IGS_P H>[_ _+*;K\GK>OU+H _BD_X+ M92\
*7+]HW_LKVM_^E3U\O5!0 \ !;+_)2Y?M&_]E>UQ_TJ>OEZ@ HHHH * M_I< X,EO^3"?BQ_V5X_^FNRK^:.OZ7/(^#);_),)^+'_&5X_P#IKLJ /V@#H MHHH **** "BBB@ HHHH _(I_
(,2+WX9>!?C\(_BO'XI^(GPZ^(EDEE,>'/ MB39>"TUSPGJ/$.FW$ND:C;*)))KB%X4U"*8B2B!D#2,RHOS?^UCXO_:8\ M.?&7!/VM/VI],\? W6_B)^PC9Z=X-TGP1V8[VRU7QA!RNQ#!
M.\J2R6#*'+K2"P\6>'+ +8(_:_M[ZV@U&S2=(KJWE6 M:=0X(62.5$D1QX\BL!!_7Z /RT_X*@?%/QA^TE_P1TUI]FY_AQJ?_ N# MP/X_^& C_#XO?#0/"EU"96S7EA>7MK:@1^3*L0MKDF"-
F*+,X(^&?F3XW= M\)?_(A_'K_@I1\&?#FOZU\ 1^V!\&?$\^I6QAJ]5=4T:0_%OKM!%/$LTT M*3S0EV$9!\ES_V/WFHH ^#O^"&IN?&S_M_M)>&=/0HT/'Q3_:6UK7_(=W
M5Y1\MJNKV'V6T@?4X8Y55O*GEB?#%06,1)%?>-%% !7B6]?L$?!K5]3N=6N? M%7C=9+J=YI%B\7W*]&9BQ / R>!VKVVB@#YB_9M^$GAKX0?MP>.O"WAB_U2
MAVX/!&GNCZKJ+W,I,DN6R\)D?*,>G/X?Y*3'S' _"%OV8_^O;QC_P"A:)7[M) ^ ?4@GC_\[$3QO_7_1C5^_G_!\Q_P A;]F/_KV\8 \ KB\?\ @#+#%_P:R?\ +*[X;?\
7MXE_P#40 \HC;#_LKVC?\ I+?U^KE?E'_P>0 \HC;#_LKVC?\ MI+?T ?ROT444 %%%% 'KW_!/K_D_>X(?]E>\>?\ ITMJ_N>K^&<_ ()?\G[M?!#_ +*]X;_],EM7]SU^V\?\'3?
_#*'XS_]?)AK_P!2/3;_D*K^O7_@Z;_Y M08_&?_K\\-?^I'M?R%4 %%%% !5C1_^0M;_]?*?^"A"]J6\;_P"0M;_]?*?^ MA"@#^_2ODW_@NS_RA[_;(_)E?\ \EKZRKY_P"""[A RA[_&B/^R97_P#) M;
/XM;*** "BBB@ K^]Z^A0_;6_&3+0?\ TW05_"?IV'[%?\ R9O\ M)?\ LF6_P#IN@H SO\ @H)_R87\;O\ LD/B7_TUW?PP5_ < P#%%!/^3"_C M=_V2'Q+_ .FNYK^&^@ HHHH ****
/[6_P#@B=_RB_9R_[)#HG_*2I7TSK M'.()NO\KV?_ -!?,W_1_P"41O[.7_9(=$_]}4KZ9UC_)!\U_U[/_Z" M=/X"Z*** "BBB@ K^P;_@V%_P"4&/P*_P"O;O! ZD>IU\'S7]@W_!L+_P H M,?
@5_P!>WB#__2/4Z /O:OX4/VUO^3R?BW_-E_U[_NZ5A=?7*[;W_)Y M/Q;_.RFZ]_Z<9Z /_]*** "BBB@#^K'_@SY_P"4/=M_V4W7/Y6]?]77Y:?\M&?/_ "A[MO\ LINN?RMZ_4N@#^*3_@ME_P
I_?_0M$ MK]D_^ RB$5?_P"CG&K\;/^#YC_D+?LQ_]>WC' T+1*_/P*HHHH * M***_/T'_ _#63_E.=\&/^O;0+_ ZCFI5_7K7\A7_!K)_RG.^#'_7MXE_]1S4J_M_KUH_$[_@]R_P"3-O@$S_P!E-N?_
$W2U_I7!)?_!]E_P F;?!G_LIMS_Z;_MI;_FTH ***** "OK+_@A+_P IA/V=_P#LIMA_]^3;^LO^"$O_*83]G?_+*;_M8?S:@#^T]ORC_P"#R_E$;8?]E>T;_TEOZ_5RORC_P"#R_E$;8?]E>T;_TE
MOZ /Y7Z*** "BBB@#U[_()]?\G[?!#_ +*]X;_].EM7]SU?PP_\$^O^3]O@_MA_V5[PU_Z=+:O[GJ/SX_P"#IO\ Y08_&?\ Z^?#7_J1Z;7\A5?UZ_\ !TW_M ,H,?C/_ -?/AK_U(]-K^0]@ HHHH *L;/\
\A:U_P"OE/\ T{57]OH_(6M M?^?OE/_0A0!_?I7R;_P %V?\ E#W^T1_V3+_7UE7R;_PP7_9_Y0]_M$?]DR MO_Y+0!_%K1110 4444 %?W8?L5_\F;"7_LF6@_\FZ"OX3Z_NP_8K_Y_W^$O
M_9,M!_\ 3=!0!G?\%!/^3"_C=_V2'Q+_ .FNYK^&^O[G_P#@H)_R87\;O^R0 M^?)?_$UW_?PP4_%%%% !1110!_;W_P $3O\ E$;^SE_V2'1/_25*^F=8_P"03=?]>S_^@FOF;_@B=_RB-
_9R_P"R0Z)_Z2I7TSK'_()NO^O9_M_P#T$T_?P%T444 %%%% !7]@W_!L+_R@O^!7_7MX@_\ 4CU.OX^;_L&_X-A?^4&/P*_Z]O$'_M_J1ZG0!][5_"A^VM_P_GD_%O_LINO?\ IQGK^Z^OX4/VUO\
MD\GXM_\ 93=>_P#3C/0!YE1110 4444 ?U8_\&?/_*'NV_[*;KG\K>OU+K\M/^#/G_E#W;?]E-US^5O7ZET:Q2?\%LO<4N7?1O_&5[6_\TJ>OEZQT'_@ME_RER_:_P"R MO:W_.E3U\O4
%%%% !7]+G_9+?\F$_%C_+*\?_3795_'7]+G_!DM_R83\6/^RO'_P!-=E0!^T%%%% !1110 4444 %%%% 'YC_\' ?[:GI;/[*^COX5;M:=\)_C/?_"#X6ZQ<00XF^+ECX%_MRWLJ475K"+343M?
[+9BTDN:@@+NN3$8 M!D%L6\=+:>_M3R7$40N$1Y5%I9B*.YNB_GLT<3)N5]RL/IS_(*@_P#!-KXY?MN:UX1\9?/ / M!LKQ%_+[1+[3K?7'!N%&H:#J5C#JMK?FZ^P3*%OU"!K?2?
%+M'F[1!*PB8E>_M9^(W_!&7QFGP4_LU?LP?\ !07XA_#?X?6PA'PX\6>$[C3;,6K36]*8_LM MY$EP42PU*5])4>ZB4C:RA68UVB@#!?^"AW[<_C[]E7_@DR?VK?2@#5X\T?QKXJU
M;0O#5EX0\8SZ6(]/U.ZU:XL[6/5OLZL0D96Y:Y6+)7A4.1FOE/XA_P#!3W]O M[]GV;XL_L$>)?C9H/BOXM^':?VA/AS\;.?"QBN//%O;1QVGB^T%Y'=SZ;"WD/ M-;)#(+3X17'P \ #7AS
MX=^$[/2+59 !ESHIC>WU&*\QYMU\EO:.Z2X7$3 $;R:X[_^&]KXS^$GQ M /QA_:U_P 0_+CQ\2M\>3?&BV*V=C)INLZ%"%I#0::A:#R8(D=#&$$N-M)I/F7Y=#U!Z# _$G_P!J#X]?&[?2
C1\#OVFO&5CXI\7_0^.NH^#9/&5AHL M>G#7[%(8+BUNY;.(^5#.5F9'2/"?NU(ZDU]:U^P%^P]:_L1^ _%UGKWQ8O MO'OC3XC>/+_QC\0?&E_I4 B=3U2Z$:,8K6$E+!
(X8T2(,P7#'/S8'O_!7B M6]?M2_&6PU.YL+:]BWQO=1P3O"VT4 ?,7[-OCWQ M+\0/VX/'6M^)_AEJGA>XD\$:>KZ=]KHTL827"DE#C#:B1_NFOR5_X/F/^0M^ MS'_U[>,?_0M$K]D_^\ RD$\?\
3B:5_P"C&K\;/^#YC_D+?LQ_]>WC' T+ M1*_/P*HHHH **** /T'_ _#63_E.=\&/^O;0+_ ZCFI5_7K7\A7_!K)_RG.^# M'_7MXE_]1S4J_KUH_$[_@]R_P"3-O@$S_P!E-N?_$W2U_I7!)?_!]E_P F
M;?!G_LIMS_Z;I:_FTH ***** "OK+_@A+_P IA/V=_P#LIMA_]^3;^LO^"$O M_*83]G?_+*;8?S:@#^T]ORC_P"#R_E$;8?]E>T;_TEOZ_5RORC_P"#R_E M$;8?]E>T;_TEOZ /Y7Z***
"BBB@#U[_()]?\G[?!#_ +*]X;_].EM7]SU? MPP_\$^O^3]O@A_V5[PU_Z=+:O[GJ/SX_P"#IO\ Y08_&?\ Z^?#7_J1Z;7\A5?UZ_\ !TW_,H,?C/_ -?/AK_U(]-K^0]@ HHHH *L;/\A:U_P"OE/\
MT{57]OH_(6M M?^?OE/_0A0!_?I7R;_P %V?\ E#W^T1_V3+_7UE7R;_PP7_9_Y0]_M$?]DRO_Y+0!_%K1110 4444 %?W8?L5_\F;"7_LF6@_\FZ"OX3Z_ MNP_8K_Y_W^$O_9,M!_\ 3=!0!G?
\%!/^3"_C=_V2'Q+_ _FNYK^&^O[G_P#@ MH)_R87\;O^R0^)?_$UW-?PP4_%%%% !1110!_;W_P $3O\ E$;^SE_V2'1/_25*^F=8_P"03=?]>S_^@FOF;_@B=_RB-
_9R_P"R0Z)_Z2I7TSK'_()NO^O9_M_P#T$T_?P%T444 %%%% !7]@W_!L+_R@O^!7_7MX@_\ 4CU.OX^;_L&_X-A?^4&/P*_Z]O$'_M_J1ZG0!][5_"A^VM_P_GD_%O_LINO?\ IQGK^Z^OX4/VUO\
MD\GXM_\ 93=>_P#3C/0!YE1110 4444 ?U8_\&?/_*'NV_[*;KG\K>OU+K\M/^#/G_E#W;?]E-US^5O7ZET:Q2?\%LO<4N7?1O_&5[6_\TJ>OEZQT'_@ME_RER_:_P"R MO:W_.E3U\O4
%%%% !7]+G_9+?\F$_%C_+*\?_3795_'7]+G_!DM_R83\6/^RO'_P!-=E0!^T%%%% !1110 4444 %%%% 'YC_\' ?[:GI;/[*^COX5;M:=\)_C/?_"#X6ZQ<00XF^+ECX%_MRWLJ475K"+343M?
[+9BTDN:@@+NN3$8 M!D%L6\=+:>_M3R7$40N$1Y5%I9B*.YNB_GLT<3)N5]RL/IS_(*@_P#!-KXY?MN:UX1\9?/ / M!LKQ%_+[1+[3K?7'!N%&H:#J5C#JMK?FZ^P3*%OU"!K?2?
%+M'F[1!*PB8E>_M9^(W_!&7QFGP4_LU?LP?\ !07XA_#?X?6PA'PX\6>$[C3;,6K36]*8_LM MY$EP42PU*5])4>ZB4C:RA68UVB@#!?^"AW[<_C[]E7_@DR?VK?2@#5X\T?QKXJU
M;0O#5EX0\8SZ6(]/U.ZU:XL[6/5OLZL0D96Y:Y6+)7A4.1FOE/XA_P#!3W]O M[]GV;XL_L$>)?C9H/BOXM^':?VA/AS\;.?"QBN//%O;1QVGB^T%Y'=SZ;"WD/ M-;)#(+3X17'P \ #7AS
MX=^$[/2+59 !ESHIC>WU&*\QYMU\EO:.Z2X7$3 $;R:X[_^&]KXS^$GQ M /QA_:U_P 0_+CQ\2M\>3?&BV*V=C)INLZ%"%I#0::A:#R8(D=#&$$N-M)I/F7Y=#U!Z# _$G_P!J#X]?&[?2
C1\#OVFO&5CXI\7_0^.NH^#9/&5AHL M>G#7[%(8+BUNY;.(^5#.5F9'2/"?NU(ZDU]:U^P%^P]:_L1^ _%UGKWQ8O MO'OC3XC>/+_QC\0?&E_I4 B=3U2Z$:,8K6$E+!
(X8T2(,P7#'/S8'O_!7B M6]?M2_&6PU.YL+:]BWQO=1P3O"VT4 ?,7[-OCWQ M+\0/VX/'6M^)_AEJGA>XD\$:>KZ=]KHTL827

D+6O_7RG_H0]O5C1_P#D+6O_M %\[P"A"@#^_2ODW_@NS_RA[_:(P"R97 \EKZRKY_X+L \H> VB/^R97_M /): /XM:*** "BBB@ K^[#]BO\ Y,W^$O\ V3+0? 3=!7\)]?W8?L5 \F; M E_[)EH/ IN@H SO^"@G_)A?QN_[)#XE \ 37[U_'S7]@W_:"_P#*#'X% M?]>WB# U(]3H ^]J_A0 ;6 Y/)^+ ? 93=>]_],!?W7U "A^VM_R>3\6 _^RFZ M] Z<9Z /J*** "BBB@#^K'_(_^? ^4/=M_V4W7/Y6]?J77Y:?\ !GS _,H> M[; LINN?RMZ_4N@#^*3 (+!9?\!@7'B:Z$>DZ?;:=/>W+PB:**6[>*W1VCMXC,A>5@!SA=SD*>G^_MW[,7[*7[.?[L:]7WQD^.&BZ1\ I[.RNK/Q8KO/(0#G9 TC,]+\U?\%D "W_!4?\ :K X) Z+ M\:OVD?V$K>Q\ >&?@;H=UINEZ)XIM\.]8[XIO9;5);W4Y=%(;YE@CA8V<%]=O MV5;FX]UO]4G$<%[HY M9C^0"C)8D* 20*\B*?\%2 _^"?WC7]F?Q!^'V%X> _:=T%_AUX5O\ [#XCU^YA MN+=M.N]T:K;2VTT2W"S.98@D7E[Y/,38&W#/RG_P6:^,/B7]]3 @F?\ $O\ M9]L/A7K-M\5?!>D^"?
&/O1^%VE6T^[8M.:5[6[N+:&]CA6WU'RX[:=V\DD[M8"2HR ?D3X\W=\]?_B\>O\ @I1\&?#FOZU\ 1^V!\&?$\^]6OAJ\5=4T:0- M.%OKM]%:/$LTP*3S0EV$9!\ES _V #]]?V:/VH/@^ U\+:?XT? LW?$NQ\5> M&[B[FM/M]FDD:0W,+:98)H9E26"$#C=(BN 02,$$]!7P=_P0U-SXV?]IW]I M+PS[]!X ^*?[24VM: \ #NZO-/EM5U>P^RVD#ZG#'1MY4\L3X8]"OB)(K[O MH ***%Q1:@GX- :OJ=SJUSX]\;K)=3O-(L7B^Y50S.6(!X&3P.U $'@' E(M)X _.Q$TK_T8U?C9_P?,?\ (6 9C Z]O&/ _*%HE?K5^S;\)/#7P@ ;@\=> M%O#% JEQ;P>"/=\U747N929)&O\ MTZ6U?W/5 _## ,$^O^3]O@A_V5[PU_Z=+:O[G] /SX_X.F_^4&/QG_Z^?#7_M *D>FU_(57]>Q !TW_R@Q^,_ 7SX; \ 4CTVOY"] "BBB@ JQH__ "%K7_KY3_T(57]QH \ R%K7_KY3_P!"%
!^E?)O !=E_E#W^T1 V3* \ MY+0?UE7R; :R M?\0#@ E! MC\9 ^OGPU_ZD>FU_(57]>O\ P=_ \H;?CA \]?/AK_U(]K^Q@ HHHH *L: M/ R/K%7 Y3 T(4 ?WZ5\F P#!=G_E#W^T1 V3* \ MY+7UE7R; P %V?\ E#W^T1 V3* _)+0! %K1110 4444 %?W8?L5 \)F P ME_])EH/ *;H* A/K^[#]BO _),W^$O &3+0?\TW04 9W 4$ P"3" C= M_P!DA\2 ^FNYK^$^O[G _(@H) R87\;O^R0^)?\ TUW-?PP4 %%%% !1110! M :W _,$3O^41O[.7 9(=$ \ 25*^F=8 Y!-U_P!>S \ H)KYF_X(G?\ *(W] MG+ LD.B?^DJ5].ZQ P @FZ Z]G _]!- \!=%%% !1110 5 8 P," \ *#^X M%?\ P#4CU.0X^: L& X A2^4>/P* Z]0$* *D>IT ?>U?PH?MK?\GD M %O _+*;KW IQGK^Z?C^OX4/VUO^3R?BW _E-U[TXST >94444 %%%% !I6/ M !GS_P H>[; +*:KG\K>OU+K\M/^#/G_E#W:?\ 93=< E;U^I= \4G]:+ M E+E^T; _E>UO\ ]*GKY>KZA X+9?\ *7+]HW LKVM ^E3U\O4 %%%% !7] M+G]DM R83\6/^RO' TUV5? S1U 2Y P9+?\)A/Q8 [*\?\ TUV5 !04444 M %%%% !1110 4444 ?'O !4' @FU\(:A UOOBEVCS=H@E81,2O' !/_ :")WBF[^"6A M?LQ?LW?\%! BA_ AM'\(D^& C3P9 O#?\A_P'' MWA6TTFU$ @VZT5HWM]1BO2/ NI'DM[9G27Y<1%01O)KSZ[X(;YOC/X2?$ M&'IKK7_$/QH\??$K0/'DWQHMO"MG8R:,K.A1QO.0T&FH6@\E") 0QLQ+B:3Y ME^7;]f44 >#?L!?L/6_[$?
@/Q=9Z\)6+[Q[XT^(WZM\8_$'QI?Z5#8G4]4N MA&C&*UA)2V@2.&_$B#,%POS\V!]S110 4444 >%^ ?\ E(0X_P#^O$TK_P!& M-7XV?\'S' (6 9C _.O:OC Z%HE?LGX! P"4@GC _/[$32O _$8U? C9 P?,? M\A;]F\ Z]O&/ H6B4 ?@51110 4444 ?H/ _&LG *<[X,?]>WB7 U'-2K^ MO6OY"O\ @UD Y3G?!C KV\2 ^HYJ52UZT ?B= P>Y?\ )FWP9 ^[*:^ ^C=2-E0 MYM* I+ X/O?\ !/K _)V^"' M &5[PU_Z=+:O[G] AA_X)]?\GP]?!# LKWAK _.EM7]SU 'Y\?\ !TW _H, M?C/ _?/AK_U(]K^Q0ZJ?^#IO _)08 &?_*^?#7 J1Z\5 !1110 58 MT?\ Y"UK_P!?*?\ H0JO5C1 ^0M: P#7RG_H0H _OTKY_X+L \ *O]HC L MF5 _"6OK*ODW @NS_RA[:(P"R97 \EH BUHHHH ***** "O[L/V* ^3 MA+ V3+0? 3=!7\)]?W8?L5 \F; "7 LF6@ ^FZ"@#_ X*"?\F% &[LD/B7 M =S7\.%?
W/ P#!03 DPOXW?]DA\2 ^FNYK^&"@ HHHH ***** /(6 ^")W M "B 9R ()#HG I*E?3.L?\)ONO^O9 037$ P1. Y1& LY?\ 9(=$ P#2 M5*^F=8 Y!-U_U[/ @F@#^ MBBB@ HHHH
_L& X-A?^4&/P Z]O$']1Z MG7\?-?V#?\&PO_*#'X%?]>WB# U(]3H ^]J_A0 ;6 Y/)^+?_93=> \ 3C/7 M]U]?PH?MK?\)Y/O; [*;KW *<9Z /]*** "BBB@#^K' @SY_Y0]VW_93=
M<_E;U^I=?E!_P9\ \H>[; LINN?RMZ_4N@#^*3 @ME_RER :_[*]K?_ *5/ M7R]7U# _P6R_Y2Y?M& \ 97M; P#2IZ^?] "BBB@ K^ES @R6_P"3"?BQ_P!E M>/\ Z:!*OYHZ_I< X,EO^3"?
BQ_V5X ^FNRH _:"BBB@ HHHH ***** "BBB@ M HKXI_X*?\ )67QC^PS\80A1*S=\#?V9G^)GCSORD _%I55XFATF$V)U6RT M[R:=Y0ON+R66\54C48C _KY1&H-J :]X*M _'#FC0U\7>%?
^":?O\(2;)H/P MI3Q_\3=9UC5;71+7PQ8X+3V$<\RR0ZGJ4"I(TEK _"X=MX% VE17@7[2W_M 4.^$'[-O[,W]0K4]!UC5O#4WAG2]6T'1+6%8[4I-3:WCL+4*QO'))= M0]V<[
6)SMKP:Z_X+CVW@WX1 $(?&'])D77O#WQI^' O)T#P)\&+?0?9WLFI MZSKL<^$] M]X"\;?#GO[?^#OB!X+O]5BOCIF]6HC=O*NH0]7,#QS1NDH50V6&/ER?>: "B
MBO+ P#:8 92TN^GTS4/CEH<5Q;3 %/$\K91U)#*?EZ@@B@#G? /.*03Q_\)M]B)I7 HQJ_&S_@^8 P"0M^S' P!>WC' _"T2OUT^ 7Q\ ?%\ ;\!=^)/A MYXJM=6L9O
^G+%=6C$]QCE(<<@=*RY^M?D7 _:'S' (6 9C _O:QC Z%HE?LGX! P"4@GC _/[$32O _$8U? C9 P?,? M\A;]F\ Z]O&/ H6B4 ?@51110 4444 ?'O !4' @FU\(:A UOOBEVCS=H@E81,2O' !/_ :")WBF[^"6A M?LQ?LW?\%! BA_ AM'\(D^& C3P9 O#?\A_P'' MWA6TTFU$ @VZT5HWM]1BO2/ NI'DM[9G27Y<1%01O)KSZ[X(;YOC/X2?$ M&'IKK7_$/QH\??$K0/'DWQHMO"MG8R:,K.A1QO.0T&FH6@\E") 0QLQ+B:3Y ME^7;]f44 >#?L!?L/6_[$?
@/Q=9Z\)6+[Q[XT^(WZM\8_$'QI?Z5#8G4]4N MA&C&*UA)2V@2.&_$B#,%POS\V!]S110 4444 >%^ ?\ E(0X_P#^O$TK_P!& M-7XV?\'S' (6 9C _.O:OC Z%HE?LGX! P"4@GC _/[$32O _$8U? C9 P?,? M\A;]F\ Z]O&/ H6B4 ?@51110 4444 ?H/ _&LG *<[X,?]>WB7 U'-2K^ MO6OY"O\ @UD Y3G?!C KV\2 ^HYJ52UZT ?B= P>Y?\ )FWP9 ^[*:^ ^C=2-E0 MYM* I+ X/O?\ !/K _)V^"' M &5[PU_Z=+:O[G] AA_X)]?\GP]?!# LKWAK _.EM7]SU 'Y\?\ !TW _H, M?C/ _?/AK_U(]K^Q0ZJ?^#IO _)08 &?_*^?#7 J1Z\5 !1110 58 MT?\ Y"UK_P!?*?\ H0JO5C1 ^0M: P#7RG_H0H _OTKY_X+L \ *O]HC L MF5 _"6OK*ODW @NS_RA[:(P"R97 \EH BUHHHH ***** "O[L/V* ^3 MA+ V3+0? 3=!7\)]?W8?L5 \F; "7 LF6@ ^FZ"@#_ X*"?\F% &[LD/B7 M =S7\.%?
W/ P#!03 DPOXW?]DA\2 ^FNYK^&"@ HHHH ***** /(6 ^")W M "B 9R ()#HG I*E?3.L?\)ONO^O9 037$ P1. Y1& LY?\ 9(=$ P#2 M5*^F=8 Y!-U_U[/ @F@#^ MBBB@ HHHH
_L& X-A?^4&/P Z]O$']1Z MG7\?-?V#?\&PO_*#'X%?]>WB# U(]3H ^]J_A0 ;6 Y/)^+?_93=> \ 3C/7 M]U]?PH?MK?\)Y/O; [*;KW *<9Z /]*** "BBB@#^K' @SY_Y0]VW_93=
M<_E;U^I=?E!_P9\ \H>[; LINN?RMZ_4N@#^*3 @ME_RER :_[*]K?_ *5/ M7R]7U# _P6R_Y2Y?M& \ 97M; P#2IZ^?] "BBB@ K^ES @R6_P"3"?BQ_P!E M>/\ Z:!*OYHZ_I< X,EO^3"?
BQ_V5X ^FNRH _:"BBB@ HHHH ***** "BBB@ M HKXI_X*?\ )67QC^PS\80A1*S=\#?V9G^)GCSORD _%I55XFATF$V)U6RT M[R:=Y0ON+R66\54C48C _KY1&H-J :]X*M _'#FC0U\7>%?
^":?O\(2;)H/P MI3Q_\3=9UC5;71+7PQ8X+3V$<\RR0ZGJ4"I(TEK _"X=MX% VE17@7[2W_M 4.^$'[-O[,W]0K4]!UC5O#4WAG2]6T'1+6%8[4I-3:WCL+4*QO'))= M0]V<[
6)SMKP:Z_X+CVW@WX1 $(?&'])D77O#WQI^' O)T#P)\&+?0?9WLFI MZSKL<^$] M]X"\;?#GO[?^#OB!X+O]5BOCIF]6HC=O*NH0]7,#QS1NDH50V6&/ER?>: "B
MBO+ P#:8 92TN^GTS4/CEH<5Q;3 %/$\K91U)#*?EZ@@B@#G? /.*03Q_\)M]B)I7 HQJ_&S_@^8 P"0M^S' P!>WC' _"T2OUT^ 7Q\ ?%\ ;\!=^)/A MYXJM=6L9O
^G+%=6C$]QCE(<<@=*RY^M?D7 _:'S' (6 9C _O:QC Z%HE?LGX! P"4@GC _/[$32O _$8U? C9 P?,? M\A;]F\ Z]O&/ H6B4 ?@51110 4444 ?'O !4' @FU\(:A UOOBEVCS=H@E81,2O' !/_ :")WBF[^"6A M?LQ?LW?\%! BA_ AM'\(D^& C3P9 O#?\A_P'' MWA6TTFU$ @VZT5HWM]1BO2/ NI'DM[9G27Y<1%01O)KSZ[X(;YOC/X2?$ M&'IKK7_$/QH\??$K0/'DWQHMO"MG8R:,K.A1QO.0T&FH6@\E") 0QLQ+B:3Y ME^7;]f44 >#?L!?L/6_[$?
@/Q=9Z\)6+[Q[XT^(WZM\8_$'QI?Z5#8G4]4N MA&C&*UA)2V@2.&_$B#,%POS\V!]S110 4444 >%^ ?\ E(0X_P#^O$TK_P!& M-7XV?\'S' (6 9C _.O:OC Z%HE?LGX! P"4@GC _/[$32O _$8U? C9 P?,? M\A;]F\ Z]O&/ H6B4 ?@51110 4444 ?H/ _&LG *<[X,?]>WB7 U'-2K^ MO6OY"O\ @UD Y3G?!C KV\2 ^HYJ52UZT ?B= P>Y?\ )FWP9 ^[*:^ ^C=2-E0 MYM* I+ X/O?\ !/K _)V^"' M &5[PU_Z=+:O[G] AA_X)]?\GP]?!# LKWAK _.EM7]SU 'Y\?\ !TW _H, M?C/ _?/AK_U(]K^Q0ZJ?^#IO _)08 &?_*^?#7 J1Z\5 !1110 58 MT?\ Y"UK_P!?*?\ H0JO5C1 ^0M: P#7RG_H0H
_

!1KUW;'Q-INK RQ M0Z \$302.ELOFO+,Y&9%01DXW_,'[>WP' 9O_P""8*_#C][#]EG]KW1O!OQP MTWPMXR\5^"]&\|9_#1-7\1?%74];O(+B2QO+FV$;S9\\V<$;]TD?F[E<^4[#[M2_;?_8%T;]HS_@C3J7[#7_!-FY\+:,)H/B72]# X0.2[U2>;?1!3:O9WAK>?F M61X'MQ.1C?N5PJC!&/9/A)/V2/"?[-7@&L'QW_:4\3?%[OUX@UDZSXA\4>)M MD=K;7C0!"8=+LD_=Z;:*B!5AC]R2%/[!U_4 M_#]E=ZYH>\M_9UY) CS6V3U\N1F3/^S70444 %%%>.?M7?\ !0?]BC]AM_+_ M .&M/VE2"W@:76R?)DLJ9O_2;M5.&D2", (8P>#)MV D D$B@#U?O!X@'T' MPGH5[XH\5:W9Z9IFGL6LES]&HZA/O@EXM\7M^R1^S9HWQ5\' "?X<.;1X^:) BR?QU'I\4FB:B7:W&D!8I5O MI#;Q27!DW++&% 4;F9"O'/^"D7[T0>NM^"OB+^VS\OC[HW_HS1_$_@f0?MA#\/\)T[1\;T#XQ;1K$UE:,]+V?,L[;VO9H%4>4J+;MM#,6E'O\ ^VU^P3I/ MCC_@C?\$'_@G+_P3)71//ABM_#>CZ9>>+'N8=/_UBWN+ZRN;J6626/9;O<# MRF8LB,J*H&Q: /CS]L_X ?!K_@FA>>#/^"C7[/OI:OPNT'XQ6OASQSX_B3XP M:2[Z_P#%=]5:":+27%O>P/*D4,QMX$VRLDHC*K]lH_V ^""C?Q+\3/@OX0^(M_C/P7/%:UCQ!X7T_4M6\.W1)ETNYGMHY9:5\@'=*[M& <@*%; _&_ V+OB M5\,/!@U[]M?XTVOQA\?W6LIK$%S=^':6'1_"$PA2);0;+ >\?Z_X5\7^._$6F:A>^' _#< MZ/9K<74>H)9A9/.D:2*&$EUB:1_O-P#\A>(?"GI*$fO\$% M9"XR'^L/^"3GO:A\>:A\9/@\2OV=8/AM^T3X&E\VGQVUNT%G<)XJU.XT=&<MM-<$]lH%CD,\<C:%I6I36OACPW8W%U]KN(K:T 3[7/+/\ O)+NX7S'(7"IMR0# MU# @CW\9?VIOCS^Q)I?Q# _:VN[K4M=E\1:M;Z!XHU'PQ_8EWXET**\D33]5G MT\(GV1YX0'\L(@*[&V _D_45%% !117G7[4'[6O[.'[%WPNE^,W[4/Q"?B7\1?&7Q!U;PA/]FLZS<-X=\(7NEV7VR^&]RV"2RI*]&.-80 M%)DEP6&W:WA? !2;_@HU_ VVA @FU/XQ_X)A?MP0:+K4GQF\&^&OQ=8S7 M6EW/AN>\UNV@#7UO<1Q7$$/)9A@e61(Y\]RfA75_\$(2'VU/9/VXO#/Q/^)_ MPK^"%KX.^+C:AIJ_'_4 -#*2Z)K7B%4N;<7EC+%.\4R.MNTQD15WK<(2\S;GH M ^A"[@ & KQ_\ X(O? M\$FOVG_V*OAKH5S^VA^U=?\ BS4 (T34= T;X9^&IS%X7TN* OGOKN>Y0HIU M2^DG=G,\HQ'N*(&4*U?H*]JBA$4 8 X H 6BBB@ HKC_CO^T%\$/V8/AI? M?&/]H;XJ;'X.\+Z;M%YK?B#4$MX%9N%C!8 /(QX5%RS'@ FOBW]MC]OGXX?M M<_LR^$?&'_!!OXF:)\2/$]_$B_$6H:3-!:+8VEA86%Y]$FG:BLR^;; ,7MX+ M:/*Q%VG4>:@<%@#US]LQ-@I#*\(KWPA\(V1?"WAWXK?$[QI\0KOP9H^CGQ= M%;:7H^I6EDU]>+]=W$DQMWA@"M]G"&5S(]@#.;_#_@]7^TWJG_!1C]E3]FG MXZZ]\+/B%X(\9Z\'7_&/A[^ROAE;OK6IZ X[TS3KV/34LGB""Y5\2L[=ADH/ M*\S+ +L+C]&?^"5FM_L7_ +0? PX\0?M\ LK_#8^%M=^,&J17/O6T*6ZF$NF^) M+ &@N[:XM6;R[:[1W<2ND<;7 *2ONW*\=_X(G?\$W/V /V2?!^D;[^VK^TX MJ1Z0:_L?X2>"UB.F&?4]0R0.6L*%%%N65GOKY!)2(!A5{$7:K-O<4 >V_\$D? MVF?VQ?VHOV7;OQ1^W?\ Q?A\)2//#WB\V\:SHL6E7-M',;2.%3=(9LQS++(MTK"2W>2#&%5B5;'U#110 445A?$WXG?#WX+_ ^UCXK_!8\9Z=X>\-^'[^2 M]UK6]6NEAM[.!!E!'=N /U)(R2!0!NU\V?MU?\ !1SP)^RKX1\=^"OA7HY^ M(?QL\-> 8_$^A_! 1HYY=2U.VGOH["&<)%&S-$+B52XC#2!%8A>AKY^^+W_! M5#X9?\%)/"[?L8_\$W2 VE=2\#_%'Q9J&FSV.I>*M-U#PU>;EX5^U(=3QM#N+ MVT(DG^R+!*8V5&D4;I%4% Z\M_P $U/$OI.OPA_;#^*?PX_;% ; C\7ZIX!^. M5U\//V<_&/Q;\1+I/BQWNM)LKK5M&M[R;]_<11SR*]fLI?-VY!D 8 X_]f[X M/_MU?M)_LD?MB_\ !^_:W^$OA'QMXY^&?ASP=XAMS\%-&U!H-;TO4+Q+R6 MR^QW4CS?;(DL9\ $&&5"#M4C+>E?\$(O"'_!2,X&;]XF_9Q_;4^#/B'PE\"=* M\.KJGP(T[Q3+:7^]Z+I]QJ-R8M(U"^BGW?;8+<1XM_*?RXRJM)&45'ZNR_X(M[?%/QK_P4Y^*G[9WQ?\ VL_$%\L.O%? B[PSK^A_#/P/]$VG/JEWH^F6T%]^K M7<>R5H()XYGCM(FV.665VSF.OOB@ HHHH **%S_%GBSPMX#\,:AXV\,^([' 1] M&TBRDO-5U:5+M(+.SMXU+R2RR.0L.*H)+,0 2:^'/B)_P %6O@C_P %! !V ML?]LK_P#!>,]M7PPOQDU*[L4@N]4TVZL);?1C>1KJ5_IAU"T6&_EBM!#QA\0 "'@) %-I*=$OU:LZE;&Y2 MSAE$*AI$@:YE1#+L;,:Y"MM(KX4_:(;O _:! :,2 8G_:^ 8<_:(_9 \"7VHV.I:+?W G:$I<(LZW$"VDHRZ; M.&>4I']O0H>UL4NFNF:WB8FX\T[R@"Y .2_P""#/B7 M_@H#\/?$VO?LF?'X"^ O#?P$T#PP^L?L_ZO\1/#Y774T:,4I([72]2NH[EX MH9[>! <+:.@G$10L41$5OTPHHH ***** "BBB@ HHHH ** M** "BBB@],\BN[].6"UNC!*\;+',$#>6Q'#8/!P><&I** /P&T/IH/]D#]E MK_@DW\4/^"4 [=7[,T.K_M':5KVJV.M>#[[3Y8]5^(6H7]_)9>)=+OOLTS7 MDY6:.HFR9.P 2*A6OL>]B[_@FW\?/VTOV6?AOH__5HT[XM^&+KP7X0T?0M M6^'YTN MVDN[566VNI(%,D0888*Q&%SWQUJS0 BJIJ%50 !@ #I2T44 %%%% !7Y@^+O MBW\0O^"1_P#P4F_;#^+GQB^ 7BWQ=_VBX=*UOP5\2?"GA2[UC^RM8L=A MLG\AZHEG')/%"S _"RHP"L0H8F3R_P!/]*/R>_X(4?\$_\ ]l/12'NJ?M4? MM7_L2_"KP3X5UQAXA\??SP]<=VWBCP),-\2>$"/$M^(YIKC28+M8H MGL8_N+&%AIMQB65/-$.$88@VR;F_4RB@#F?@U\&_AA^SW\+=""^"2P7\&6GA M[PKX;T]+0]%L WE6D"!%!8ECR22S$$DDDDDDFNFHHH ***** "ORM^*GQL^!O M_!,? @LC\<_BW_P4B*V2>#OCGX)T)/@W\3 _!'1#76EV<6GV+07_AIYO+D6 MS:68FX*X"2 AGRS**_5*J^],1I.N69T_6]+M[RW9@S074"R(2#D':P(R#S0! M^&G_ 3H_8C^.W_!1?\ 9U\-/@G^R[XO^.:_$;X4^)-)\8P+>>'X M[.6.1['3+.6*.<6EQ OEM[D(B0E0ZI(22?V+_93_ &1_V>OV)O@]9__K]FCX M;6?AKP]:2M<2O6Y:2>^NG"B2[NIW)DN;A]][I9&9B%49P]@>D # %% !111 M0 4444 ? G_!6/PQ\9?@-^V+^SY_P5$\# _!;?/B=X1^$D>O:\0O! AG3S>Z MMIFGZM#%'_;5A:CF5X3'B55^8QD#Y5WNGS5\//AW^UA_P4U_X*C>//VO_@9^ MRSH'A[X!^)_A[#\, 'VK_&$3O!X6N/B!HP4BOV0HH \[9+_8G_9G_&'O!%]X!_9I^&XT*TU;43? ZU=W6J76H7V!7 M.P(;F[NY)9YRJ*KOJT44 %%%% !7Y]?\ !8>O_7]K/]FC_M (*6:E\)]6\?_#'X-:IKUE\1=!T33&OKS0(M4MH88?$$%LH)D^S_$?,8 LB$ M%<9++^@M% 'X@KX*N?\ @KW_ ,%4_%?[0OL0[^/AKOQ^S]JWA;2_#7Q-\4> M)==U?0=+\=&+:4;:]M0 W+F?32:C9& J4C$BM&J1/<*LA1OV+^&GL:GP"^"^ MNZAXF^$/P5\+>%]0U:3K&PU*\VZ#:XJ\9 OX1>+-;O3TFVTMK M\ "DU"SCM]A0RVJJWG1V<_LFZ)(ACD0,K##*PR"/2H=.TK2]$L8],T:3;>TMH@?*M[6%8T3)R<*H M ')_&@#A_@ ^R\"/@'XZ\>_$CX0?#ZWT/5_B;X@37/&TU1<2^7J.H+"L/V MCR6*2$'Q:\-KH(^'VH6; M9GTZ;^^S&*:TN0HC*0^9)*$0F$;,#[Q_8?\ ^^4O[/7[,QO4\2?MF>,?A;H= MW\>?B/[5QK?CQO-]>2W]KI>H7?SWEMH[7$;/;6AD9\$H)G4@2,P"]OU=10 4 M444 %%%% 'R?_P %O?V9_C^UO\ \$S/BA !GX Z>NI^*)(]/U2R\,2R;8] M?2QO[>\ETUCD9\^.!HPN0&8JI(!)K\]_VT?VW+C_(*I>-_V;/ _!,K]CS5 M)/C/\,_&ECXBU=M=L-1\/7GPM-D5^TZ3? RR.;]E%C.BF%MMP=QCB @7-QI^M?$_4_$NF>$+K4"'U_M_MC!88Y6 4R+!&C%%V#:A*GZAHHH ***** "BBB@ HHHH ***** "BBB@ HH MHH ***** "BBB@ HHHH ***** "BBB@ HHHH ***** "BBB@ HHHH ***** "BBB@ M@ HHHH ***** "BBB@ HHHH ***** "BBB@ HHHH ***** M"BBB@ HHHH ***** "BBB@ HHHH ***** "BBB@ HHHH * M***** "BBB@ HHHH ***** "BBB@ HHHH ***** "BBB@ HH MH ***** "BBB@ HHHH ***** "BBB@ M@ HHHH ***** "BBB@ HHHH ***** "BBB@ HHHH ***** M"BBB@ HHHH ***** "BBB@ HHHH ***** "BBB@ HHHH ***** "BBB@ HHHH ***** "BBB@ M@ HHHH ***** "BBB@ HHHH ***** "BBB@ HHHH ***** M*BBB@ HHHH ***** "BBB@ HHHH ***** "BBB@ HHHH ***** "BBB@ MHHHH ***** "BBB@ HHHH ***** "BBB@ HHHH ***** M* "BBB@ HHHH ***** "BBB@ HHHH ***** "BBB@ HHHH ***** "BBB@ HHHH ***** "B MBB@ HHHH ***** "BBB@ HHHH ***** M* "BBB@ HHHH *****

3Q7]' !1; E'U\=O^R-^)__ $TW?S)?\&EG_*;CP3__BG MX@_]\E?TV_\%%O^4?7QV_[(WXG_/33M7EA#8W>KI9H+]>UA>62&!Y0-[1H\\ M|*A.U6FD(_+MF_7X_\ $_M3_A8/|K_: M<7<%OY/E?V?;,/\ 7[M^YONXVAY !]B_\%%OVPO^&__V*O'__V# _P *[_X2 MS_A!M*BO?^$=_M?[!]MWW.4&S[1Y.WEX\W=GRV^[C'.1^_G_.'.?]8NO_V M? >6OTI_X.+/^4*OQ^_[%6U_]. I7\;% '[__ $KP XE_X33P3H_C'[%]F_M;2K>\^S>9 MO\KS8U?9NP V.V.X&<=!7\"]?WI_W_DBG@__L5M/ \ 2;.@#^1O_@YI_P"4 MX_QW_P"PAH?_ *8-KX0KfO_.#FG_E.A=_^PAH? _I@TVOA"@ HHHH ***** M /Z#0^&O_D5OVEO^PAX2 \0^7KZG X, _E#M? \ 92_# _G/7RQ_P8U \ MBM^TM_V$/"7_ *![]?4 !W _*:'_ P"RD;' #GH _E*HHHH ***** "O M2/V-O^3OOA5_V4G0O_3A!7F]>D?L;?\ )WWP]_[*3H7_*<(*/[M* B! X* MO_\ *4O]I7_LO_C+_P!/=Y7]OU?O_\!5__)2E_M*_]E_\9?\ I[O* / ; M*** "BBB@ K^G \ X,] ^46/CW_LO^] ^F30Z_F K^G_ /X,] \ E%CX] [+ M_JO_ *9 #H X3_@!V_Y-(^"G_91KW_T@:OYNZ_I$_P"#W;_DTCX*?]E&O?\ MT@:OYNZ "BBB@ HHHH ^N?\ @@K_.IC/V>?^RC6O_H#U_.'?\7G_!!7_E.9 M^SS_ E&M?\ T!Z_M#H _@0\2?\ (O7 /U^R \ H9J5WO)_P C%?\ _7[+ M_P"AF]5 !1110 4444 ?UX?\&KO _"@V^ #W_ %^>^)?\ U(-1K]#* // (-7 M?^4&WPP> _Z ?$O_]0:C?ZG& %%%% !1110 4444 %%%% \ZO !\) P ER_9_M_P"Q3UW_ *;2OPMK]TO^#X3_DN7[/_P!BGKO_ *4VE?A;0 4444 %%%% M'Z5 \&EG *:CP3_V*?B# _P!\E?TV \ !1; _)1]?'; _+(WXG_]-S7\R7_M :6?\U]//__&*? B# _TWR5_3;_P46_Y1]?'; LC?B? ___S0! _#/1110 4 M444 %%%% ']L/_!%S_E$!^SC_P!D;T#__(HJ_G_/\ @\H_Y2VZ5_V1W1O_M $LU&OZ /(^"+G_*)3]G'_LC>@?\ I%%7\ \ _P 'E'_*6W2O^R.Z- _Z6:C0! M^3U%%%% !1110 5^SG_!DS_RD ^*Q_9_7 P#K85^ =?LY_P9,_\ M9'7 _/3K84 ?L7_P<6?\H5?C] V*MK_Z<;2OXV*_LG_X,+/^4*QO^_[%6U_]M.:7\;

*"BBB@ HHHH **** "BBB@ HHHH **** "BBB@ HHHH **** "BB MB@ HHHH **** "BBB@ HHHH **** "BBB@ HHHH **** "BBB@ HHHH **** M "BBB@ HHHH **** "BBB@ KPOP# P 1!/' A/(FE?^C&KW2Q" A RD$\ M? \ 8B;5_P"C&H]THHHH **** "BBB@ HHHH **** "BBB@ HHHH **** MBBB@ HHHH **** "BBB@ HHHH **** "BBB@ HHHH ** M** "BBB@ HHHH **** "BBB@ HHHH **** "BBB@ HHHH **** "BBB@ HHHH **** "BBO!?VVO^"F7[%__3RA\/G[|SXOQZ!<>)K MH1Z3!|MIT|[p*\M^*7],'[*7P7^ M& @[XN_$CXY;'$>& B%[>FZ2Y'U6.5KA=N-0V_8UM1 KM,) ZL'4%0AWL54 M<GL/BY\6Z2AU\! A2'K_QH^+GBF#1/" A2?9[2UA0O)(0@9FPH/"@ MD["3B@#M]*0 "2^AO_P %DO\ @F5\7/@IXU_:*^' _UQH%]X+ ^'CVB>,=>DL-MKR"/3Y+IF6VCVS0*\LDK*51(U=F;"@$D ^N_LV?M0? /|K[X6V_QH_9N^)=C MX|\-W%W-:?(-)(VAN86VRP30S*DL$'\&Z.1%< @D8()]HHHH *\+\ \ M*03Q_P#]B)I7_HQJ]TKPOP# _,I!/' &(FE?\ HQ] /=**** "BBB@ HHH MH **** "BBB@ HHHH **** "BBB@ HHHH **** "BBB@ M HHHH **** "BBB@ HHHH **** "BBB@ HHHH **** "BBB@ HHHH **** " MBBB@ HHHH **** "BBB@ HHHH **** "BBB@ HHHH **** "BBB@ HHHH **** "B

*@RG_.477Q_[+[]?_IDT2OYA*_I M[_X,I \ E%U\0Λ LONI_P#IDT2@#C/^#W3_),^^"___&4][_\ 32)?\V]? MTD?\'NG__"9]\%_^RE7?_IODK^;>@ HHHH *****/VT_X,B_^3P/C3_V36T_M].*5^K7_K\;Λ DC/B[_L6+_ \ ]\)Y*_@JH *****"BBB@#[_@C_P.EG\(?]C1I_P#Z.M4QU_>K7\%7P1_P"2S^$/^QHT_P#]*8Z_O5H_BB_X+6?\l;___HW_LL&N?\ M!6]?.%?3_P#P6L_Y2W_M&_\ 98-<_P#2MZ^8* "BBB@ HHHH _M=_P""*?\ MRB0_9R_I(_H?_I(E?@/_,'EW_*6G1/^R,Z/_P'EVI5^_'_!%A Y1(?LY?] MD?T/_P!)$K\!_P#@\N_Y2TZ)_P!D9T?__+M2H_)]BBB@ HHHH * J7_P"# M-'_E&MK?_099M_2'3;_EHK^!?(,T?^42VM]EFUG_P!(=-H \4_L;M< _!),6OYTZ_HL_X/@_^2$? # L;M< _!),6OYTZ_?BB@#[_\ M=W_ @O[_Y+M\)_P/L4M#_ /2]ZK](?^#I_P#Y0;?&3_K[\.?^[#IU?F]_P8]_M\EV^/ \ V*6Λ_P#I5=5^D\Λ P=/_ /*#3XR?]??AK_U(=_H_D-HHHH *****M "OT*_X.8Λ E.7\& \ KT\2_P#]/;C7YZU^A7_!K[_RG+_^#?_7IXE_]1{4: M./Z\]*** "BBB@ HHHH *_,?_@X#_,4_;1_90\=_"K3OAΛ &>__^$'PMUBXA M?Q\7+'P+_,EO9ZHNK6$:6FHG;_V6S%(]$?&7P#_ &RO$7PXOM$OM.M];M$$K")B5 /E3]L?(*3_MXWOB3Q#!7(} {37@"SL?@M^R+:?&/Q M9XBTCP?%]FF_$*^=W8VMN9Y2UI%EO;R2(\3^<#,]ER%$7U?>V%^VG\?2*O_M 1\UK]N/\G#P0]$_C;6OA3INN>#M'TW2&U.>"^U**V\C%N$8S^4]TK$%2"(MR6&_UX]\6Λ @WR\ :MX2V> OV8*+2|=GG!N45@%F*B,_5)!?$'}A;XF^)_/BWX_ #[)M'QMX!\'7W@ MO0]#^'\&E^#+2"SN_ \^FXQ=07]_OKI9Q'DLIV&-60$;R0 ?^A_P#!4;]L MOP?^SIK/P]E_;4O/%7QP\3?'/P \-+?3_B#^SK'X.O\ X;R;Z\K"_FTUIW%_ M'-!'(\#.57.0)4@E3]H?)$G _J#X]?&[3? C1\#OVFO&5C3[-]#XRZCX D-M)96&BOZ<-?L4A@N+6U6HHTY4.Y69D=(\)?4C]37G&M?\$+U?)7A*XA>,?CK M^V.X@\2_&(OUΧO\+ ?]XOV?A*RT\.%?^'01'\V73$+0^7&'F$BLY.WFL25(M\'T'^P%^P]_ +$?@/Q=9Z]\6+[O]XT^(WCR_P#&/Q\.7^E0V)U/5+H1HOB MM824MH$CAC1(@S!<,<_@ 'O-%%% 'B6]?M2_&6PU.YL+;]BWQO=1P3O'"^] LG=M_P"Q)*_# P#X/6/^4HOP_P#^R!;9_P"GO6Z_<# @@C_RAQ_9 MY_]W;?^C)*_# \ X/6/^4HOP \ ^N7_P"#(O\ Y/ ^-/\ V36T_P#3@E?JU_PK\;/^2,^+O^Q8Q \ TGDK^"]@^M HHHH *****.G^"/_)9_"' 8T;?_.E_=?WJU_!5]$?^2S^$/^QHT \ I*8Z_M_O5H_BB_P""UG_*6 \ :_ [+!KG_I6]?.%?3 \ P6L_Y2W_ +1O_98-< \ M2MZ^8* "BBB@ HHHH_M=_X(L \ *)#]G+ LC^A _^DB5^ _ ;?7!L=$]M(SH_ I=]5?OQ_P $4 \ E$A^SE_V1_0__21*_?_(/+O^4M.B?]D9T?_P!+_MM2H_)]BBB@ HHHH *_I7_X.T?\E$MK?_99M8_] (=-K^6BOZE_^#'_)1+ M:W_V6;6/_2'3;./%/^#X/_DA'P_[&[7/_26UK^=.OZ+/^#X/_DA'P_[&[7/_M/_26UK^=.@ HHHH *****/W1_P"#'O\ Y+M\?_\ L4M#_P#2]ZK](?\ @Z?_M ,A&GOD_Z^_#7_J0Z=7YO?\ !CW_,EV^A_P!BEH?_*5?5?I#_P'3_\ MR@T^_G_7WX:_]2'3]/Y#,***"BBB@ K]"O^#6# E.7\& _^O3O+_P"]HJ_? MGK7Z%?\ !K!_RG+_^#?\ UZ>)? _4>U&@#^O^BBB@ HHHH ***** "BBB@#K^I?_(,T?^42VM]MEFUC_P!(=-K^6BOZE \@S1_Y1+;W_V6;6/_$ATV#@Q3_@^_# _Y(\ /^QNUS_TEM:_G3K^BS_@^_# _Y(\ /^QNUS TEM:_G3H ***** "BBB@#]T?^#'O_DN MWQ___Q2TA]*KJOTA_X.G_/E!U\9/^OOPU_ZD.G5^,'_\CW_R7:X__P#8 MI:'__E5U7ZQ_P#!T \ H\/C) U]^&O_4ATZ@#^QVBBB@ HHHH *_0K_@U@#_M_P"4Y?P;_P"O3Q+__H.]] ?GK7Z%?\&L'_*GB7_U'M1H_KRHHHH M***** "BBB@ HHHH ***** "BBB@ HHHH *\+ \ *03Q_P#]B)\7_HQ]TKP MOP#__!.//__ &(FE?\ HQ]/Y.O^"] MBBBB@ HHHH_M ***** "BBB@ K"I?_(,T?^42VM]MEFUC_P!(=-K^6BOZE \@S1_Y1+;W_V6;6/_$ATV#@Q3_@^_# _Y(\ /^QNUS_TEM:_G3K^BS_@^_# _Y(\ /^QNUS TEM:_G3H ***** "BBB@#]T?^#'O_DN MWQ___Q2TA]*KJOTA_X.G_/E!U\9/^OOPU_ZD.G5^,'_\CW_R7:X__P#8 MI:'__E5U7ZQ_P#!T \ H\/C) U]^&O_4ATZ@#^QVBBB@ HHHH *_0K_@U@#_M_P"4Y?P;_P"O3Q+__H.]] ?GK7Z%?\&L'_*GB7_U'M1H_KRHHHH M***** "BBB@ HHHH ***** "BBB@ HHHH *\+ \ *03Q_P#]B)\7_HQ]TKP MOP#__!.//__ &(FE?\ HQ]/Y.O^"] MBBBB@ HHHH_M=_X(L \ *)#]G+ LC^A _^DB5^ _ ;?7!L=$]M(SH_ I=]5?OQ_P $4 \ E$A^SE_V1_0__21*_?_(/+O^4M.B?]D9T?_P!+_MM2H_)]BBB@ HHHH *_I7_X.T?\E$MK?_099M_2'3;_(%/^#X/_DA'P_[&[7/_26UK^=.OZ+/^#X/_DA'P_[&[7/_M/_26UK^=.@ HHHH *****/W1_P"#'O\ Y+M\?_\ L4M#_P#2]ZK](?\ @Z?_M ,A&GOD_Z^_#7_J0Z=7YO?\ !CW_,EV^A_P!BEH?_*5?5?I#_P'3_\ MR@T^_G_7WX:_]2'3]/Y#,***"BBB@ K]"O^#6# E.7\& _^O3O+_P"]HJ_? MGK7Z%?\ !K!_RG+_^#?\ UZ>)? _4>U&@#^O^BBB@ HHHH ***** "BBB@#K^

~~[/QV_9R^'> M]'!]7]]?6OBGXT\3ZDNI;W=SVL=GH^CN(DB6QTBS1?\ 1+. $4!2278-(VUG M84 >C_ KQAXH^(?P2\'>/Q'&A2;7K>M^%M/O]8TR73[[-K2ZFMHY)83!'([E+:. M]U$N[W-P^2D$$,2O+'?'%[I=E]LOA]LM@DLJ2JACC6$!29)<%AM MVMY+\7?VFKW_(*T7&C7_P#P3_:YU+PG\"_"GA_7[WXQ^_AY=KI?BC2M8@ MBC.F6DUM]-N+JWMFQM_X(:>_A1XX_97\.? %OQ#=^$]/_M &@?C%X"TWQG\6+33+R./4 :V!]2UUNXL$<+$9X_+=Y4CC6625B"~~**

~~-["";#3;R MUN69%2U%]8)<-)*ZA($FRQ,>\ I?_P $GOC#^W1\9OV5Y-6_X*+?"R+PC\4- M%\5ZAHFJZ?;Z&]E;W.5J4CCNX6,T]74T*PDO= M9UK5KM8+:RMXU+/+)(Y-50!G)KX5^(/_50^"W-4E\/7'!'?_3/_;-3 MPE\4O$EY[\U]JOB/P_[&AW=WX:%TAU:IT22_LBEQ!;$>/_B_X7\ KXHTCX0:)(\F]ZG;2WD=C#*(XT=_M*^T2H'*]SA Q"GBOB#]KC]HK]N']I/\ 8^_;"_8(_;#^"W@WQ#X[^''A#PGX MC@_X4I8ZE-:ZOI_=K=26AMKMFN!(O&NK^(?'<7[+?QW\=ZWIVKZQ/X8M1%) I=[<6K^:YA@1[[M9)ARERJ (0PKOK?_()#?'/QQ_P5$^+'[8_Q/_:[US1?AAXM4>%M:TGX=>MK^73[K6[C1=,MX+8:I>1A95M8;A;AUM(7*REQ([*1M(!RG_!!_3/^"COP=\0 M^(_V9?VBQ@?X[\)_;1_#8U7X"1>_:.WN=9TS3+C49Q![.I7L5RVRYM[<)BU M,3 '&RAY(]B1O^D]%% !1110 4444 %%%% !1110 4444 %%%% !1110 444 M4 -E61HF6*38Q4A6*YP?7'>OP!\-?%[_(_)] L^_\$JOC/\ L&?\%&_@%I>I M_M-Z'XGUF'QOI&]0V]OXE\;ZG?:A+)9>(J*O;E=UXWE3Q/'Y;,Y$& A21=_] M %9&]_#_.:Z[XEL?&FN>"=(O-8TM2NFZM=Z,%)W M6:W>2)8HBA959FWU^V&J:11.N69T_6]+M[RW9@S074"R(2#D':P(R#S5@-8 M-H Y#X&_/X,_LT?#NW^$QP#^'&E^%/#5I>75U:,:HUOY5O%+<3O/.RKVW2R M.V!P.X Z^BB@ HHHH * /:_@LO!XF^_[5/!.? :1![Q:\+M3\=?"7X,ZY MKL'Q(T.2M.:^GVC4[6*&U\0I,*"91:/&Q=@I:,,"F"Q8?H310!^.G[OQ_^ M+O[6G_!:77?VZO\.@EO^REINQ_",7P9:^%OB7\1&\4W6BZ3XR.ES%+'?B*[T MR.RZC9H)%:..2ED5%:>+?M/Z]_"W]G'X'?!+QEXU^('PG^&VG:%K'Q%UU=:|M:WE@K*=5OUA6'[0ZDE5S9?M&EWES)IWV5K*X13$PCG=G*1-6[$!:_:^B@#X_8G_P""1?[/-M?P_^-WB+]O'XK_"W3[_XZ_$'6;CQ!X@NY]6;5+#PM?W:J;JWT=I88O+CW#'G MF.3NORE@F$'V'110 4444 %9_B[0I/%A34_#._JW%@^HZ?:.K?6C8EMS)&R M"1#V9^%/#UA M:>"+^Y\.>_].NKJ:2'7:*_MHFB@F0RL.SSO&(Y8C(SJX9$^QOV%O^"0$VM:# M7X.^-?|@JM*//WBKX]?##0.%T/PS?^'?'FMZA8W.G:.!&UD^I6=P8K.XO(M;AKALB&5.E6#NWS5^@M% !1110 4444 .N4FEMY/([>?RI&0A)-N[8<<"[ZX] M*_7P]\KVOBKPWJ5H(==|>:.ME?ZA)9>)-+OI(7:\E*3Q-$5+2?N CKG] :H7OA7PQ]6MVOB;4?#=A<:E8 M]RV.H3V;//:AOO!)"_R]\$9H _C @E? P23^'WQL_9\O/B7_P57_X)U0)\ M6O%'@W1M"\3>(?'?B.+5KK7[.VL+>"*Z2&*5FTFY\FWMHYCE+EY(2SL#D5^H M-C96FFV4.G6$"Q06\2QPQ+T1%& ![5+10 4444 %%%% 'Y8?$[X_?"7_@E M] P5]^/7QG_X*%>%TA\$?'OPAH8^%'Q6U;1Y;O3;-=/T]K>]\.3RQO2_8 -E M_?[0H2089]S$8[\&^>A?M'>(?!OQ6\^(OV$8_!_P"RY\6/&.M:[X'TOQ#X MJ6:/2[*ZCCBFT^VTV>TBFETVZ8RR1LZPHJ9Q&PDWG]6+FUMKR(P7=O'*A02 M1PR#D<'WI] ']2 GX&_"S]FCX0>'_@+\$?"]Z'X3\+:.1^2>68GGK76T44 %%%% !7Y]?\ !8>Q\;__7]K/]FC_(*6:E\)]6\? M_#'X :IKUE\1=!T33&OKS0(M4MH88?$$%LH)D^S $?.8 LB$%<9++^@M% 'X ML^#M;^_? !23_@]E\1_VF_\@GA^S/I[?!3Q?!*9/AU\2OB7=:.YJ.A6GB^WO M&5?[1C@O=+B>74[*(R+L19%VI&C7"!@I_1S_()W?!$N/V2/^"97PR7P+^SK MX*>35KJS@@\1>._=D%SK.M>4BI&)[@@;8D55"01A(HP/E0')/T510 4444 % M%%% 'RA_P6T_97^,'[8O_!.#QS\'?@+8V^I>*HKC3-;TKPY?,!;>(&TZ_@O6 MTV7) *$+ 4 8A2^S<0,D?!'[9?[5OQS_.'N?Q)_9T\$_L!?L3:YHGQ/^&/C'M>S\5>)M6^(^@ZMX?E^&]Y9L#<:92SN57RF6*2223RT_T?*X'[344 M2_[(G_!CX$__SX@K^UGXK^%=M#\0}>L+B7Q+?Q^-.7U[3])O:UQ_].>E'4 MY":.&6?)+)'&S+A2 ORU].444 %%%% !1110 4444 %%%% !1110 4444 %%_M%% !1110 4444 %%%% !1110 4444 %%%% !1110 444 M4 %%%% !1110 4444 %%%% !1110 4444 %%%% !1110 4444 %%%% !1110 M 4444 %%%% !1110 4444 %%%% !1110 4444 %%%% !1110 4444 %%%% ! M1110 4444 %%%% !1110 4444 %%%% !1110 4444 %%%% !1110 4444 %% M%% !1110 4444 %%%% !1110 4444 %%%% !1110 4444 %%%% !1110 4444 %%%% !1110 4444 %%%% !1110 4444 %%%% !1110 4444 %%%% !1110 4444 %%%% !1110 K 4444 %%%% !1110 4444 %%%% !1110 4444 %%%% !1110 4444 ?_V0$!end XML 19 R1.htm IDEA: XBRL DOCUMENT~~

Cover Page - shares	9 Months Ended Sep. 30, 2024	Oct. 25, 2024
Entity Information [Line Items]		
Document Type	10-Q	
Document Quarterly Report	true	
Document Period End Date	Sep. 30, 2024	
Document Transition Report	false	
Entity File Number	001-38017	
Entity Registrant Name	SNAP INC	
Entity Incorporation, State or Country Code	DE	
Entity Tax Identification Number	45-5452795	
Entity Address, Address Line One	3000 31st Street	
Entity Address, City or Town	Santa Monica	
Entity Address, State or Province	CA	
Entity Address, Postal Zip Code	90405	
City Area Code	(310)	
Local Phone Number	399-3339	
Title of 12(b) Security	Class A Common Stock, par value $0.00001 per share	
Trading Symbol	SNAP	
Security Exchange Name	NYSE	
Entity Current Reporting Status	Yes	
Entity Interactive Data Current	Yes	
Entity Filer Category	Large Accelerated Filer	
Entity Small Business	false	
Entity Emerging Growth Company	false	
Entity Shell Company	false	
Entity Central Index Key	0001564408	
Current Fiscal Year End Date	--12-31	
Document Fiscal Year Focus	2024	
Document Fiscal Period Focus	Q3	
Amendment Flag	false	
Class A		
Entity Information [Line Items]		
Entity Common Stock Shares Outstanding		1,423,056,065
Class B		
Entity Information [Line Items]		
Entity Common Stock Shares Outstanding		22,523,290
Class C		
Entity Information [Line Items]		
Entity Common Stock Shares Outstanding		231,626,943

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Consolidated Statements of Cash Flows - USD ($) $ in Thousands	1 Months Ended May 31, 2024	3 Months Ended Sep. 30, 2024	3 Months Ended Sep. 30, 2023	9 Months Ended Sep. 30, 2024	9 Months Ended Sep. 30, 2023
Cash flows from operating activities					
Net loss		$ (153,247)	$ (368,256)	$ (706,957)	$ (1,074,238)
Adjustments to reconcile net loss to net cash provided by (used in) operating activities:					
Depreciation and amortization		38,850	41,209	118,493	116,117
Stock-based compensation		260,229	357,933	783,292	990,807
Amortization of debt issuance costs		2,717	1,842	6,667	5,517
Losses (gains) on debt and equity securities, net		536	21,155	12,166	5,888
Other		2,200	(4,395)	(3,829)	(31,098)
Change in operating assets and liabilities, net of effect of acquisitions:					
Accounts receivable, net of allowance		(51,941)	(128,972)	73,350	55,772
Prepaid expenses and other current assets		11,914	(837)	(36,241)	(15,139)
Operating lease right-of-use assets		12,731	17,904	41,235	53,379
Other assets		3,090	(2,767)	(3,007)	(3,192)
Accounts payable		(16,642)	(16,951)	(112,287)	(45,497)
Accrued expenses and other current liabilities		19,331	105,907	46,771	68,697
Operating lease liabilities		(16,384)	(16,181)	(44,254)	(52,523)
Other liabilities		2,488	5,190	7,448	7,457
Net cash provided by (used in) operating activities		115,872	12,781	182,847	81,947
Cash flows from investing activities					
Purchases of property and equipment		(44,041)	(73,435)	(146,551)	(158,008)
Purchases of strategic investments		0	0	(2,000)	(7,770)
Sales of strategic investments		557	5,151	1,572	5,151
Cash paid for acquisitions, net of cash acquired		0	0	0	(50,254)
Purchases of marketable securities		(705,066)	(537,046)	(1,945,590)	(2,042,317)
Sales of marketable securities		187,754	16,451	354,311	107,724
Maturities of marketable securities		337,985	557,579	1,170,066	2,093,737
Other		0	(308)	(100)	(432)
Net cash provided by (used in) investing activities		(222,811)	(31,608)	(568,292)	(52,169)
Cash flows from financing activities					
Proceeds from issuance of convertible notes, net of issuance costs		0	0	740,350	0
Purchase of capped calls		0	0	(68,850)	0
Proceeds from termination of capped calls	$ 62,700	0	0	62,683	0
Proceeds from the exercise of stock options		10,304	5	12,798	416

Repurchases of Class A non-voting common stock	0	0	(311,069)	0
Deferred payments for acquisitions	0	(10,441)	(3,695)	(254,557)
Repurchases of convertible notes	0	0	(859,042)	0
Other	0	0	(1,799)	0
Net cash provided by (used in) financing activities	10,304	(10,436)	(428,624)	(254,141)
Change in cash, cash equivalents, and restricted cash	(96,635)	(29,263)	(814,069)	(224,363)
Cash, cash equivalents, and restricted cash, beginning of period	1,065,028	1,228,676	1,782,462	1,423,776
Cash, cash equivalents, and restricted cash, end of period	$ 968,393	$ 1,199,413	$ 968,393	$ 1,199,413

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Consolidated Statements of Operations - USD ($) shares in Thousands, $ in Thousands	3 Months Ended		9 Months Ended	
	Sep. 30, 2024	Sep. 30, 2023	Sep. 30, 2024	Sep. 30, 2023
Income Statement [Abstract]				
Revenue	$ 1,372,574	$ 1,188,551	$ 3,804,115	$ 3,244,828
Costs and expenses:				
Cost of revenue	638,907	555,753	1,802,577	1,492,613
Research and development	412,791	494,559	1,268,746	1,427,334
Sales and marketing	273,107	297,251	815,461	846,281
General and administrative	220,979	221,051	677,748	628,266
Total costs and expenses	1,545,784	1,568,614	4,564,532	4,394,494
Operating loss	(173,210)	(380,063)	(760,417)	(1,149,666)
Interest income	38,533	43,839	114,893	124,931
Interest expense	(5,883)	(5,521)	(15,739)	(16,749)
Other income (expense), net	(4,355)	(20,662)	(25,228)	(7,967)
Loss before income taxes	(144,915)	(362,407)	(686,491)	(1,049,451)
Income tax benefit (expense)	(8,332)	(5,849)	(20,466)	(24,787)
Net loss	$ (153,247)	$ (368,256)	$ (706,957)	$ (1,074,238)
Net loss per share attributable to Class A, Class B, and Class C common stockholders (Note 3):				
Basic (in usd per share)	$ (0.09)	$ (0.23)	$ (0.43)	$ (0.67)
Diluted (in usd per share)	$ (0.09)	$ (0.23)	$ (0.43)	$ (0.67)
Weighted average shares used in computation of net loss per share:				
Basic (in shares)	1,663,011	1,625,917	1,651,756	1,603,672
Diluted (in shares)	1,663,011	1,625,917	1,651,756	1,603,672

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Consolidated Statements of Comprehensive Income (Loss) - USD ($) $ in Thousands	3 Months Ended		9 Months Ended	
	Sep. 30, 2024	Sep. 30, 2023	Sep. 30, 2024	Sep. 30, 2023
Statement of Comprehensive Income [Abstract]				
Net loss	$ (153,247)	$ (368,256)	$ (706,957)	$ (1,074,238)
Other comprehensive income (loss), net of tax				
Unrealized gain (loss) on marketable securities, net of tax	18,022	(1,287)	14,555	(7,471)
Foreign currency translation	8,045	(334)	7,153	3,663
Net current period other comprehensive income (loss)	26,067	(1,621)	21,708	(3,808)
Total comprehensive loss	$ (127,180)	$ (369,877)	$ (685,249)	$ (1,078,046)

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Consolidated Balance Sheets - USD ($) shares in Thousands, $ in Thousands	Sep. 30, 2024	Dec. 31, 2023
Current assets		
Cash and cash equivalents	$ 964,967	$ 1,780,400
Marketable securities	2,227,162	1,763,680
Accounts receivable, net of allowance	1,195,701	1,278,176
Prepaid expenses and other current assets	200,902	153,587
Total current assets	4,588,732	4,975,843
Property and equipment, net	466,397	410,326
Operating lease right-of-use assets	516,959	516,862
Intangible assets, net	98,920	146,303
Goodwill	1,693,946	1,691,827
Other assets	226,463	226,597
Total assets	7,591,417	7,967,758
Current liabilities		
Accounts payable	157,471	278,961
Operating lease liabilities	21,311	49,321
Accrued expenses and other current liabilities	921,393	805,836
Convertible senior notes, net	36,191	0
Total current liabilities	1,136,366	1,134,118
Long-term convertible senior notes, net	3,605,137	3,749,400
Operating lease liabilities, noncurrent	577,912	546,279
Other liabilities	61,927	123,849
Total liabilities	5,381,342	5,553,646
Commitments and contingencies (Note 8)		
Stockholders' equity		
Additional paid-in capital	15,391,284	14,613,404
Accumulated deficit	(12,744,562)	(11,726,536)
Accumulated other comprehensive income (loss)	28,839	7,131
Total stockholders' equity	2,210,075	2,414,112
Total liabilities and stockholders' equity	$ 7,591,417	7,967,758
Common stock outstanding (in shares)	1,719,935	
Class A Non-voting Common Stock		
Stockholders' equity		
Common stock, value	$ 14	14
Treasury stock, at cost. 47,723 and 49,200 shares of Class A non-voting common stock at September 30, 2024 and December 31, 2023, respectively.	$ (465,502)	$ (479,903)
Common stock issued (in shares)	1,465,785	1,440,541
Common stock outstanding (in shares)	1,418,062	1,391,341
Common stock authorized (in shares)	3,000,000	3,000,000
Class B Voting Common Stock		
Stockholders' equity		
Common stock, value	$ 0	$ 0
Common stock issued (in shares)	22,523	22,528
Common stock outstanding (in shares)	22,523	22,528
Common stock authorized (in shares)	700,000	700,000
Class C Voting Common Stock		
Stockholders' equity		
Common stock, value	$ 2	$ 2

Common stock issued (in shares)	231,627	231,627
Common stock outstanding (in shares)	231,627	231,627
Common stock authorized (in shares)	260,888	260,888

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Consolidated Balance Sheets (Parenthetical) - $ / shares shares in Thousands	Sep. 30, 2024	Dec. 31, 2023
Common stock outstanding (in shares)	1,719,935	
Class A Non-voting Common Stock		
Common stock par value (in usd per share)	$ 0.00001	$ 0.00001
Common stock authorized (in shares)	3,000,000	3,000,000
Common stock issued (in shares)	1,465,785	1,440,541
Common stock outstanding (in shares)	1,418,062	1,391,341
Treasury stock, shares (in shares)	47,723	49,200
Class B Voting Common Stock		
Common stock par value (in usd per share)	$ 0.00001	$ 0.00001
Common stock authorized (in shares)	700,000	700,000
Common stock issued (in shares)	22,523	22,528
Common stock outstanding (in shares)	22,523	22,528
Class C Voting Common Stock		
Common stock par value (in usd per share)	$ 0.00001	$ 0.00001
Common stock authorized (in shares)	260,888	260,888
Common stock issued (in shares)	231,627	231,627
Common stock outstanding (in shares)	231,627	231,627

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Consolidated Statements of Stockholders' Equity - USD ($) shares in Thousands, $ in Thousands	Total	Treasury Stock, Common	Additional Paid-in Capital	Retained Earnings	AOCI Attributable to Parent	Class A Non-voting Common Stock	Class A Non-voting Common Stock Common Stock	Class B	Class B Common Stock	Class B Common Stock Class A Non-Voting Common Stock Conversion From Class B Voting Common Stock	Class C	Class C Common Stock
Common stock, beginning of period (in shares) at Dec. 31, 2022			0	0	0		1,319,930		22,529			231,627
Treasury stock, beginning of period (in shares) at Dec. 31, 2022		51,312										
Balance, beginning of period at Dec. 31, 2022		$ (500,514)	$ 13,309,828	$ (10,214,657)	$ (13,974)		$ 13		$ 0			$ 2
Increase (Decrease) in Stockholders' Equity [Roll Forward]												
Shares issued in connection with exercise of stock options under stock-based compensation plans (in shares)							368		365			
Issuance of Class A non-voting common stock for vesting of restricted stock units and restricted stock awards, net							$ 1					
Issuance of Class A non-voting common stock for vesting of restricted stock units and restricted stock awards, net (in shares)							62,802					
Conversion of Class B voting common stock to Class A non-voting common stock (in shares)							354			(354)		
Reissuances of Class A non-voting common stock for vesting of restricted stock units (in shares)		(1,284)					1,284					
Reissuances of Class A non-voting common stock for vesting of restricted stock units		$ 12,532	(12,532)									
Stock-based compensation expense			989,952									
Shares issued in connection with exercise of stock options under stock-based compensation plans			$ 416									
Net loss	$ (1,074,238)			$ (1,074,238)		$ (903,987)		$ (15,093)			$ (155,158)	
Other comprehensive income (loss), net of tax	$ (3,808)				$ (3,808)							
Common stock, end of period (in shares) at Sep. 30, 2023	1,688,933		0	0	0		1,384,738		22,540			231,627
Treasury stock, end of period (in shares) at Sep. 30, 2023		50,028										
Balance, end of period at Sep. 30, 2023	$ 2,493,021	$ (487,982)	$ 14,287,664	$ (11,288,895)	$ (17,782)		$ 14		$ 0			$ 2
Common stock, beginning of period (in shares) at Jun. 30, 2023			0	0	0		1,361,953		22,539			231,627
Treasury stock, beginning of period (in shares) at Jun. 30, 2023		50,491										
Balance, beginning of period at Jun. 30, 2023		$ (492,500)	$ 13,934,244	$ (10,920,639)	$ (16,161)		$ 14		$ 0			$ 2
Increase (Decrease) in Stockholders' Equity [Roll Forward]												
Shares issued in connection with exercise of stock options under stock-based compensation plans (in shares)							4		3			
Issuance of Class A non-voting common stock for vesting of restricted stock units and restricted stock awards, net							$ 0					
Issuance of Class A non-voting common stock for vesting of restricted stock units and restricted stock awards, net (in shares)							22,316					
Conversion of Class B voting common stock to Class A non-voting common stock (in shares)							2			(2)		
Reissuances of Class A non-voting common stock for vesting of restricted stock units (in shares)		(463)					463					
Reissuances of Class A non-voting common stock for vesting of restricted stock units		$ 4,518	(4,518)									
Stock-based compensation expense			357,933									
Shares issued in connection with exercise of stock options under stock-based compensation plans			$ 5									
Net loss	(368,256)			$ (368,256)		$ (310,689)		$ (5,105)			$ (52,462)	
Other comprehensive income (loss), net of tax	$ (1,621)				$ (1,621)							
Common stock, end of period (in shares) at												

Sep. 30, 2023	1,688,933		0	0	0		1,384,738		22,540			231,627
Treasury stock, end of period (in shares) at Sep. 30, 2023		50,028										
Balance, end of period at Sep. 30, 2023	$ 2,493,021	$ (487,982)	$ 14,287,664	$ (11,288,895)	$ (17,782)		$ 14		$ 0			$ 2
Common stock, beginning of period (in shares) at Dec. 31, 2023			0	0	0	1,391,341	1,391,341	22,528	22,528		231,627	231,627
Treasury stock, beginning of period (in shares) at Dec. 31, 2023		49,200				49,200						
Balance, beginning of period at Dec. 31, 2023	2,414,112	$ (479,903)	$ 14,613,404	$ (11,726,536)	$ 7,131		$ 14		$ 0			$ 2
Increase (Decrease) in Stockholders' Equity [Roll Forward]												
Shares issued in connection with exercise of stock options under stock-based compensation plans (in shares)							884		5			
Issuance of Class A non-voting common stock for vesting of restricted stock units and restricted stock awards, net (in shares)							52,235					
Conversion of Class B voting common stock to Class A non-voting common stock (in shares)							10			(10)		
Repurchases of Class A non-voting common stock (in shares)							(27,885)					
Repurchases of Class A non-voting common stock (in shares)		27,885										
Repurchases of Class A non-voting common stock		$ (311,069)										
Retirement of Class A non-voting common stock (in shares)		(27,885)				(27,900)						
Retirement of Class A non-voting common stock		$ 311,069		(311,069)		$ (311,100)						
Reissuances of Class A non-voting common stock for vesting of restricted stock units (in shares)		(1,477)					1,477					
Reissuances of Class A non-voting common stock for vesting of restricted stock units		$ 14,401	(14,401)									
Stock-based compensation expense			783,292									
Shares issued in connection with exercise of stock options under stock-based compensation plans			12,798									
Purchase of capped calls			(68,850)									
Termination of capped calls			62,683									
Other			$ 2,358									
Net loss	(706,957)			$ (706,957)		$ (598,178)		$ (9,642)			$ (99,137)	
Other comprehensive income (loss), net of tax	$ 21,708				$ 21,708							
Common stock, end of period (in shares) at Sep. 30, 2024	1,719,935		0	0	0	1,418,062	1,418,062	22,523	22,523		231,627	231,627
Treasury stock, end of period (in shares) at Sep. 30, 2024		47,723				47,723						
Balance, end of period at Sep. 30, 2024	$ 2,210,075	$ (465,502)	$ 15,391,284	$ (12,744,562)	$ 28,839		$ 14		$ 0			$ 2
Common stock, beginning of period (in shares) at Jun. 30, 2024			0	0	0		1,399,665		22,528			231,627
Treasury stock, beginning of period (in shares) at Jun. 30, 2024		48,287										
Balance, beginning of period at Jun. 30, 2024		$ (470,999)	$ 15,126,248	$ (12,591,315)	$ 2,772		$ 14		$ 0			$ 2
Increase (Decrease) in Stockholders' Equity [Roll Forward]												
Shares issued in connection with exercise of stock options under stock-based compensation plans (in shares)							700		0			
Issuance of Class A non-voting common stock for vesting of restricted stock units and restricted stock awards, net (in shares)							17,128					
Conversion of Class B voting common stock to Class A non-voting common stock (in shares)							5			(5)		
Repurchases of Class A non-voting common stock (in shares)							0					
Repurchases of Class A non-voting common stock (in shares)		0										
Repurchases of Class A non-voting common stock		$ 0										
Retirement of Class A non-voting common stock (in shares)		0										
Retirement of Class A non-voting common stock		$ 0		0								
Reissuances of Class A non-voting common stock for vesting of restricted stock units (in shares)		(564)					564					
Reissuances of Class A non-voting common stock for vesting of restricted stock units		$ 5,497	(5,497)									
Stock-based compensation expense			260,229									
Shares issued in connection with exercise of stock options under stock-based compensation plans			10,304									
Purchase of capped calls			0									
Termination of capped calls			0									
Other			$ 0									
Net loss	(153,247)			$ (153,247)		$ (129,827)		$ (2,076)			$ (21,344)	
Other comprehensive income (loss), net of tax	$ 26,067				$ 26,067							
Common stock, end of period (in shares) at Sep. 30, 2024	1,719,935		0	0	0	1,418,062	1,418,062	22,523	22,523		231,627	231,627
Treasury stock, end of period (in shares) at Sep. 30, 2024		47,723				47,723						
Balance, end of period at Sep. 30, 2024	$ 2,210,075	$ (465,502)	$ 15,391,284	$ (12,744,562)	$ 28,839		$ 14		$ 0			$ 2

Description of Business and Summary of Significant	**9 Months Ended**
	Sep. 30, 2024

Accounting Policies

Accounting Policies [Abstract]

Description of Business and Summary of Significant Accounting Policies

Description of Business and Summary of Significant Accounting Policies

Snap Inc. is a technology company.

Snap Inc. ("we," "our," or "us"), a Delaware corporation, is headquartered in Santa Monica, California. Our flagship product, Snapchat, is a visual messaging application that was created to help people communicate through short videos and images called "Snaps."

Basis of Presentation

The accompanying unaudited consolidated financial statements are prepared in accordance with U.S. generally accepted accounting principles ("GAAP") for interim financial information. Our consolidated financial statements include the accounts of Snap Inc. and our wholly owned subsidiaries. All intercompany transactions and balances have been eliminated in consolidation. Our fiscal year ends on December 31. These unaudited interim consolidated financial statements should be read in conjunction with the consolidated financial statements and related notes included in our Annual Report on Form 10-K for the fiscal year ended December 31, 2023, as filed with the Securities and Exchange Commission (the "SEC") in February 2024 (the "Annual Report").

In our opinion, the unaudited interim consolidated financial statements include all adjustments of a normal recurring nature necessary for the fair presentation of our financial position, results of operations, and cash flows. The results of operations for the three and nine months ended September 30, 2024 are not necessarily indicative of the results to be expected for the year ending December 31, 2024.

There have been no changes to our significant accounting policies described in our Annual Report that have had a material impact on our consolidated financial statements and related notes.

Use of Estimates

The preparation of our consolidated financial statements in conformity with GAAP requires management to make estimates and assumptions that affect the reported amounts in the consolidated financial statements. Management's estimates are based on historical information available as of the date of the consolidated financial statements and various other assumptions that we believe are reasonable under the circumstances. Actual results could differ from those estimates.

Key estimates relate primarily to determining the fair value of assets and liabilities assumed in business combinations, evaluation of contingencies, uncertain tax positions, and the fair value of strategic investments. On an ongoing basis, management evaluates our estimates compared to historical experience and trends, which form the basis for making judgments about the carrying value of assets and liabilities.

Future Stock Split to be Effected in the Form of a Stock Dividend

In July 2022, our board of directors determined that it was advisable and in our best interest to approve a stock split to be effected in the form of a special dividend of one share of Class A common stock on each outstanding share of our common stock at a future date (the "Future Stock Split"). In connection with the Future Stock Split, we entered into certain agreements (the "Co-Founder Agreements") with Evan Spiegel and Robert Murphy, our co-founders, and certain of their respective affiliates requiring them, among other things, to convert shares of Class B common stock and Class C common stock into Class A common stock under certain circumstances. In February 2024, the conditions for the declaration of such dividends were modified and the Co-Founder Agreements were amended to reflect such modifications. As modified, the Future Stock Split will not be declared and paid until the first business day following the date on which (i) the average of the volume weighted average price (the "VWAP") per share of Class A common stock equals or exceeds $40 per share for 90 consecutive trading days (the "90-Day VWAP") and (ii) the ratio of the 90-Day VWAP to $8.70 equals or exceeds the ratio of the average closing price of the S&P 500 Total Return index for the same 90 trading days for which the 90-Day VWAP was calculated to 8,862.85. If this does not occur by July 21, 2032, the Future Stock Split will not be declared and paid, and the Co-Founder Agreements will terminate.

No adjustments have been made to share or per share amounts for Class A common stock in the accompanying consolidated financial statements for the effects of the Future Stock Split as these triggering conditions have not been met.

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Revenue

9 Months Ended
Sep. 30, 2024

Revenue from Contract with Customer [Abstract]

Revenue

Revenue

We determine revenue recognition by first identifying the contract or contracts with a customer, identifying the performance obligations in the contract, determining the transaction price, allocating the transaction price to the performance obligations in the contract, and recognizing revenue when, or as, we satisfy a performance obligation.

Revenue is recognized when control of the promised goods or services is transferred to our customers, in an amount that reflects the consideration we expect to receive in exchange for those goods or services. We determine collectability by performing ongoing credit evaluations and monitoring customer accounts receivable balances. Sales tax, including value added tax, is excluded from reported revenue.

We generate substantially all of our revenues by offering various advertising products on Snapchat, which include Snap Ads and AR Ads, referred to as advertising revenue. AR Ads include Sponsored Lenses, which allow users to interact with an advertiser's brand by enabling branded augmented reality experiences.

The substantial majority of advertising revenue is generated from the display of advertisements on Snapchat through contractual agreements that are either based on the number of advertising impressions delivered or on a fixed fee basis over a period of time. Revenue related to agreements based on the number of impressions delivered is recognized when the advertisement is served. Revenue related to fixed fee arrangements is recognized ratably over the service period, typically less than 30 days in duration, and such arrangements do not contain minimum impression guarantees.

In arrangements where another party is involved in providing specified services to a customer, we evaluate whether we are the principal or agent. In this evaluation, we consider if we obtain control of the specified goods or services before they are transferred to the customer, as well as other indicators such as the party primarily responsible for fulfillment, inventory risk, and discretion in establishing price. For advertising revenue arrangements where we are not the principal, we recognize revenue on a net basis. For the periods presented, revenue for arrangements where we are the agent was not material.

We also generate revenue from subscriptions and sales of hardware products. Sales of hardware products are reported net of allowances for returns. For the periods presented, all such revenue was not material.

The following table represents our revenue disaggregated by geography based on the billing address of the customer:

	Three Months Ended September 30,		Nine Months Ended September 30,	
	2024	2023	2024	2023
	(in thousands)			
North America [1] [2]	$ 826,179	$ 771,040	$ 2,301,155	$ 2,074,671
Europe [3]	241,342	195,232	676,620	530,081
Rest of world	305,053	222,279	826,340	640,076
Total revenue	$ 1,372,574	$ 1,188,551	$ 3,804,115	$ 3,244,828

(1) North America includes Mexico, the Caribbean, and Central America.
(2) United States revenue was $798.7 million and $2,224.9 million for the three and nine months ended September 30, 2024, respectively, and $747.6 million and $2,009.8 million for the three and nine months ended September 30, 2023, respectively.
(3) Europe includes Russia and Turkey. Effective March 2022, we halted advertising sales to Russian and Belarusian entities.

Deferred revenue related to advertising and subscriptions, included in accrued expenses and other current liabilities on our consolidated balance sheets, was $122.6 million and $93.7 million as of September 30, 2024 and December 31, 2023, respectively. We expect a substantial majority of our deferred revenue to be realized in less than one year.

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Net Loss per Share

9 Months Ended
Sep. 30, 2024

Earnings Per Share [Abstract]

Net Loss per Share

Net Loss per Share

We compute net loss per share using the two-class method required for multiple classes of common stock. We have three classes of authorized common stock for which voting rights differ by class.

Basic net loss per share is computed by dividing net loss attributable to each class of stockholders by the weighted-average number of shares of stock outstanding during the period, adjusted for restricted stock awards ("RSAs") for which the risk of forfeiture has not yet lapsed.

For the calculation of diluted net loss per share, net loss per share attributable to common stockholders for basic net loss per share is adjusted by the effect of dilutive securities, including awards under our equity compensation plans. Diluted net loss per share attributable to common stockholders is computed by dividing the resulting net loss attributable to common stockholders by the weighted-average number of fully diluted common shares outstanding. We use the if-converted method for calculating any potential dilutive effect of the convertible senior notes due in 2025, 2026, 2027, 2028, and 2030 (collectively, the "Convertible Notes") on diluted net loss per share. The Convertible Notes would have a dilutive impact on net income per share when the average market price of Class A common stock for a given period exceeds the respective conversion price of the Convertible Notes. For the periods presented, our potentially dilutive shares relating to stock options, restricted stock units ("RSUs"), RSAs, and Convertible Notes were not included in the computation of diluted net loss per share as the effect of including these shares in the calculation would have been anti-dilutive.

The numerators and denominators of the basic and diluted net loss per share computations for our common stock are calculated as follows:

	Three Months Ended September 30,						Nine Months Ended September 30,					
	2024			2023			2024			2023		
	(in thousands, except per share data)											
	Class A	Class B	Class C	Class A	Class B	Class C	Class A	Class B	Class C	Class A	Class B	Class C
Numerator:												
Net loss	$ (129,827)	$ (2,076)	$ (21,344)	$ (310,689)	$ (5,105)	$ (52,462)	$ (598,178)	$ (9,642)	$ (99,137)	$ (903,987)	$ (15,093)	$ (155,158)
Net loss attributable to common stockholders	$ (129,827)	$ (2,076)	$ (21,344)	$ (310,689)	$ (5,105)	$ (52,462)	$ (598,178)	$ (9,642)	$ (99,137)	$ (903,987)	$ (15,093)	$ (155,158)
Denominator:												
Basic shares:												
Weighted-average common shares - Basic	1,408,859	22,525	231,627	1,371,751	22,539	231,627	1,397,602	22,527	231,627	1,349,514	22,531	231,627
Diluted shares:												
Weighted-average common shares - Diluted	1,408,859	22,525	231,627	1,371,751	22,539	231,627	1,397,602	22,527	231,627	1,349,514	22,531	231,627
Net loss per share attributable to common stockholders:												
Basic	$ (0.09)	$ (0.09)	$ (0.09)	$ (0.23)	$ (0.23)	$ (0.23)	$ (0.43)	$ (0.43)	$ (0.43)	$ (0.67)	$ (0.67)	$ (0.67)
Diluted	$ (0.09)	$ (0.09)	$ (0.09)	$ (0.23)	$ (0.23)	$ (0.23)	$ (0.43)	$ (0.43)	$ (0.43)	$ (0.67)	$ (0.67)	$ (0.67)

The following potentially dilutive shares were excluded from the calculation of diluted net loss per share because their effect would have been anti-dilutive:

	As of September 30,	
	2024	2023
	(in thousands)	
Stock options	691	2,195
Unvested RSUs and RSAs	132,226	153,629
Convertible Notes (if-converted)	85,945	89,379

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Stockholders' Equity

9 Months Ended
Sep. 30, 2024

Share-Based Payment Arrangement [Abstract]

Stockholders' Equity

Stockholders' Equity

We maintain three share-based employee compensation plans: the 2017 Equity Incentive Plan (the "2017 Plan"), the 2014 Equity Incentive Plan (the "2014 Plan"), and the 2012 Equity Incentive Plan (the "2012 Plan," and collectively with the 2017 Plan and the 2014 Plan, the "Stock Plans"). The 2017 Plan serves as the successor to the 2014 Plan and 2012 Plan and provides for the grant of incentive stock options to employees, including employees of any parent or subsidiary, and for the grant of nonstatutory stock options, stock appreciation rights, RSAs, RSUs, performance stock awards, performance cash awards, and other forms of stock awards to employees, directors, and consultants, including employees and consultants of our affiliates.

Restricted Stock Units and Restricted Stock Awards

The following table summarizes the RSU and RSA activity for the nine months ended September 30, 2024:

	Number of Class A Shares	Weighted-Average Grant Date Fair Value
	(in thousands, except per share data)	
Unvested at December 31, 2023	157,130	$ 12.82
Granted	62,425	$ 13.32
Vested	(54,435)	$ 15.17
Forfeited	(32,894)	$ 12.33
Unvested at September 30, 2024	132,226	$ 12.21

All RSUs and RSAs vest on the satisfaction of a service-based condition. Total unrecognized compensation cost related to outstanding RSUs and RSAs was $1.3 billion as of September 30, 2024 and is expected to be recognized over a weighted-average period of 2.0 years. The service condition for RSUs and RSAs is generally satisfied in equal monthly or quarterly installments over three to four years.

Stock Options

The following table summarizes the stock option award activity under the Stock Plans for the nine months ended September 30, 2024:

	Number of Class A Shares	Number of Class B Shares	Weighted-Average Exercise Price	Weighted-Average Remaining Contractual Term (in years)	Aggregate Intrinsic Value [1]
	(in thousands, except per share data)				
Outstanding at December 31, 2023	1,692	5	$ 14.90	4.41	$ 5,225
Granted	—	—	$ —	—	$ —
Exercised	(884)	(5)	$ 14.39	—	$ —
Forfeited	(117)	—	$ 12.51	—	$ —
Outstanding at September 30, 2024	691	—	$ 15.97	4.75	$ 249

(1) The aggregate intrinsic value is calculated as the difference between the exercise price of the underlying stock option awards and the closing market price of our Class A common stock as of September 30, 2024 and December 31, 2023.

As of September 30, 2024, there was no unrecognized compensation cost related to stock options granted under the Stock Plans.

Stock-Based Compensation Expense

Total stock-based compensation expense by function was as follows:

	Three Months Ended September 30,		Nine Months Ended September 30,	
	2024	2023	2024	2023
	(in thousands)			
Cost of revenue	$ 1,333	$ 2,640	$ 4,408	$ 6,890
Research and development	172,516	234,615	518,500	672,030
Sales and marketing	53,345	72,783	160,209	185,319
General and administrative	33,035	47,895	100,175	126,568
Total	$ 260,229	$ 357,933	$ 783,292	$ 990,807

Stock Repurchases

In October 2023, our board of directors authorized a stock repurchase program of up to $500.0 million of our Class A common stock. We completed this program in April 2024. For the nine months ended September 30, 2024, we repurchased and retired 27.9 million shares of our Class A common stock for an aggregate of $311.1 million, including costs associated with the repurchases.

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Business Acquisitions

9 Months Ended
Sep. 30, 2024

Business Combination, Asset Acquisition, and Joint Venture Formation [Abstract]

Business Acquisitions

Business Acquisitions

2023 Acquisitions

For the year ended December 31, 2023, aggregate purchase consideration for business acquisitions was $73.1 million, which primarily consisted of $56.3 million in cash and $12.6 million recorded in other liabilities on our consolidated balance sheet. Of the aggregate purchase consideration, $42.8 million was allocated to goodwill and the remainder primarily to identifiable intangible assets. The acquired assets are expected to enhance our existing platform, technology, and workforce. The goodwill amount represents synergies related to our existing platform expected to be realized from the business acquisitions and assembled workforce. The associated goodwill and intangible assets are not deductible for tax purposes.

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Goodwill and Intangible Assets

9 Months Ended
Sep. 30, 2024

Goodwill and Intangible Assets Disclosure [Abstract]

Goodwill and Intangible Assets

Goodwill and Intangible Assets

The changes in the carrying amount of goodwill for the nine months ended September 30, 2024 were as follows:

	Goodwill
	(in thousands)
Balance as of December 31, 2023	$ 1,691,827
Goodwill acquired	—
Foreign currency translation	2,119
Balance as of September 30, 2024	$ 1,693,946

Intangible assets consisted of the following:

	As of September 30, 2024			
	Weighted-Average Remaining Useful Life (Years)	Gross Carrying Amount	Accumulated Amortization	Net
		(in thousands, except years)		
Domain names	2.3	$ 745	$ (596)	$ 149
Technology	2.4	315,333	(233,695)	81,638
Patents	8.7	39,373	(22,240)	17,133
Other	—	6,000	(6,000)	—
Total intangible assets		$ 361,451	$ (262,531)	$ 98,920

	As of December 31, 2023			
	Weighted-Average Remaining Useful Life (Years)	Gross Carrying Amount	Accumulated Amortization	Net
		(in thousands, except years)		
Domain names	3.0	$ 745	$ (546)	$ 199
Technology	2.8	323,313	(197,608)	125,705
Patents	8.8	39,373	(19,099)	20,274
Other	—	6,000	(5,875)	125
Total intangible assets		$ 369,431	$ (223,128)	$ 146,303

Amortization of intangible assets was $13.9 million and $47.5 million for the three and nine months ended September 30, 2024, respectively, and $19.1 million and $55.3 million for the three and nine months ended September 30, 2023, respectively.

As of September 30, 2024, the estimated intangible asset amortization expense for the next five years and thereafter is as follows:

	Estimated Amortization
	(in thousands)
Remainder of 2024	$ 12,557
2025	41,513
2026	20,299
2027	12,124
2028	4,343
Thereafter	8,084
Total	$ 98,920

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Debt

9 Months Ended
Sep. 30, 2024

Debt Disclosure [Abstract]

Debt

Debt

Convertible Notes

2030 Notes

In May 2024, we entered into a purchase agreement with certain counterparties for the sale of an aggregate of $750.0 million principal amount of convertible senior notes due in 2030 (the "2030 Notes") in a private offering to qualified institutional buyers pursuant to Rule 144A under the Securities Act of 1933, as amended (the "Securities Act"). The 2030 Notes consisted of a $650.0 million initial placement and an over-allotment option that provided the initial

purchasers of the 2030 Notes with the option to purchase an additional $100.0 million aggregate principal amount of the 2030 Notes, which was fully exercised. The 2030 Notes were issued pursuant to an indenture dated May 13, 2024. The net proceeds from the issuance of the 2030 Notes were $671.5 million, net of debt issuance costs and cash used to purchase the capped call transactions ("2030 Capped Call Transactions") discussed below. The debt issuance costs are amortized to interest expense using the effective interest rate method.

The 2030 Notes are unsecured and unsubordinated obligations. Interest is payable in cash semi-annually in arrears beginning on November 1, 2024 at a rate of 0.50% per year. The 2030 Notes mature on May 1, 2030 unless repurchased, redeemed, or converted in accordance with their terms prior to such date.

The 2030 Notes are convertible into cash, shares of our Class A common stock, or a combination of cash and shares of our Class A common stock, at our election, at an initial conversion rate of 45.0846 shares of Class A common stock per $1,000 principal amount of 2030 Notes, which is equivalent to an initial conversion price of approximately $22.18 per share of our Class A common stock. The conversion rate is subject to customary adjustments for certain events as described in the indenture governing the 2030 Notes.

We may redeem for cash all or any portion of the 2030 Notes, at our option, on or after May 5, 2027 if (i) the 2030 Notes are "freely tradable" (as defined in the applicable indenture) and any accrued and unpaid additional interest has been paid as of the date we send the related redemption notice and (ii) the last reported sale price of our Class A common stock has been at least 130% of the conversion price then in effect for at least 20 trading days at a redemption price equal to 100% of the principal amount of the 2030 Notes to be redeemed, plus accrued and unpaid interest, if any.

Holders of the 2030 Notes may convert all or a portion of their 2030 Notes at their option prior to February 1, 2030, in multiples of $1,000 principal amounts, only under the following circumstances:

- if the last reported sale price of our Class A common stock for at least 20 trading days (whether or not consecutive) during the period of 30 consecutive trading days ending on the last trading day of the preceding calendar quarter is greater than or equal to 130% of the applicable conversion price of the 2030 Notes on each such trading day;
- during the five consecutive business day period after any ten consecutive trading day period in which the trading price per $1,000 principal amount of the 2030 Notes for each day of that ten consecutive trading day period was less than 98% of the product of the last reported sale price of our Class A common stock and the applicable conversion rate of the 2030 Notes on such trading day;
- on a notice of redemption, at any time prior to the close of business on the scheduled trading day immediately preceding the redemption date, in which case we may be required to increase the conversion rate for the 2030 Notes so surrendered for conversion in connection with such redemption notice; or
- on the occurrence of specified corporate events.

On or after February 1, 2030, the 2030 Notes are convertible at any time until the close of business on the second scheduled trading day immediately preceding the maturity date.

Holders of the 2030 Notes who convert the 2030 Notes in connection with a make-whole fundamental change, as defined in the indenture governing the 2030 Notes, or in connection with a redemption are entitled to an increase in the conversion rate. Additionally, in the event of a fundamental change, holders of the 2030 Notes may require us to repurchase all or a portion of the 2030 Notes at a price equal to 100% of the principal amount of 2030 Notes, plus any accrued and unpaid interest, if any.

We accounted for the issuance of the 2030 Notes as a single liability measured at its amortized cost, as no other embedded features require bifurcation and recognition as derivatives.

2028 Notes

In February 2022, we entered into a purchase agreement for the sale of an aggregate of $1.50 billion principal amount of convertible senior notes due in 2028 (the "2028 Notes") in a private offering to qualified institutional buyers pursuant to Rule 144A under the Securities Act. The net proceeds from the issuance of the 2028 Notes were $1.31 billion, net of debt issuance costs and cash used to purchase the capped call transactions (the "2028 Capped Call Transactions") discussed below. The debt issuance costs are amortized to interest expense using the effective interest rate method.

The 2028 Notes are unsecured and unsubordinated obligations. Interest is payable in cash semi-annually in arrears beginning on September 1, 2022 at a rate of 0.125% per year. The 2028 Notes mature on March 1, 2028 unless repurchased, redeemed, or converted in accordance with their terms prior to such date.

The 2028 Notes are convertible into cash, shares of our Class A common stock, or a combination of cash and shares of our Class A common stock, at our election, at an initial conversion rate of 17.7494 shares of Class A common stock per $1,000 principal amount of 2028 Notes, which is equivalent to an initial conversion price of approximately $56.34 per share of our Class A common stock. We may redeem for cash all or any portion of the 2028 Notes, at our option, on or after March 5, 2025 based on certain circumstances.

2027 Notes

In April 2021, we entered into a purchase agreement for the sale of an aggregate of $1.15 billion principal amount of convertible senior notes due in 2027 (the "2027 Notes") in a private offering to qualified institutional buyers pursuant to Rule 144A under the Securities Act. The net proceeds from the issuance of the 2027 Notes were $1.05 billion, net of debt issuance costs and cash used to purchase the capped call transactions (the "2027 Capped Call Transactions") discussed below. The debt issuance costs are amortized to interest expense using the effective interest rate method.

The 2027 Notes are unsecured and unsubordinated obligations which do not bear regular interest and for which the principal balance will not accrete. The 2027 Notes will mature on May 1, 2027 unless repurchased, redeemed, or converted in accordance with their terms prior to such date.

The 2027 Notes are convertible into cash, shares of our Class A common stock, or a combination of cash and shares of our Class A common stock, at our election, at an initial conversion rate of 11.2042 shares of Class A common stock per $1,000 principal amount of 2027 Notes, which is equivalent to an initial conversion price of approximately $89.25 per share of our Class A common stock. We may redeem for cash all or portions of the 2027 Notes, at our option, on or after May 5, 2024 based on certain circumstances.

2025 Notes

In April 2020, we entered into a purchase agreement for the sale of an aggregate of $1.0 billion principal amount of convertible senior notes due in 2025 (the "2025 Notes") in a private offering to qualified institutional buyers pursuant to Rule 144A under the Securities Act. The net proceeds from the issuance of the 2025 Notes were $888.6 million, net of debt issuance costs and cash used to purchase the capped call transactions (the "2025 Capped Call Transactions") discussed below. The debt issuance costs are amortized to interest expense using the effective interest rate method.

The 2025 Notes are unsecured and unsubordinated obligations. Interest is payable in cash semi-annually in arrears beginning on November 1, 2020 at a rate of 0.25% per year. The 2025 Notes mature on May 1, 2025 unless repurchased, redeemed, or converted in accordance with their terms prior to such date. On or after February 1, 2025, the 2025 Notes are convertible at any time until the close of business on the second scheduled trading day immediately preceding the maturity date.

The 2025 Notes are convertible into cash, shares of our Class A common stock, or a combination of cash and shares of our Class A common stock, at our election, at an initial conversion rate of 46.1233 shares of Class A common stock per $1,000 principal amount of 2025 Notes, which is equivalent to an initial conversion price of approximately $21.68 per share of our Class A common stock. We may redeem for cash all or portions of the 2025 Notes, at our option, on or after May 6, 2023 based on certain circumstances.

2026 Notes

In August 2019, we entered into a purchase agreement for the sale of an aggregate of $1.265 billion principal amount of convertible senior notes due in 2026 (the "2026 Notes") in a private offering to qualified institutional buyers pursuant to Rule 144A under the Securities Act. The net proceeds from the issuance of the 2026 Notes were $1.15 billion, net of debt issuance costs and cash used to purchase the capped call transactions (the "2026 Capped Call Transactions") discussed below. The debt issuance costs are amortized to interest expense using the effective interest rate method.

The 2026 Notes are unsecured and unsubordinated obligations. Interest is payable in cash semi-annually in arrears beginning on February 1, 2020 at a rate of 0.75% per year. The 2026 Notes mature on August 1, 2026 unless repurchased, redeemed, or converted in accordance with the terms prior to such date.

The 2026 Notes are convertible into cash, shares of our Class A common stock, or a combination of cash and shares of our Class A common stock, at our election, at an initial conversion rate of 43.8481 shares of Class A common stock per $1,000 principal amount of 2026 Notes, which is equivalent to an initial conversion price of approximately $22.81 per share of our Class A common stock. We may redeem for cash all or portions of the 2026 Notes, at our option, on or after August 6, 2023 based on certain circumstances.

Note Repurchases

In February 2024, we entered into various privately negotiated repurchase transactions with certain holders of the 2025 Notes and 2026 Notes, pursuant to which we agreed to repurchase $100.0 million in aggregate principal of the 2025 Notes and $351.2 million in aggregate principal of the 2026 Notes for a cash repurchase price of $440.7 million, including associated costs. The February 2024 repurchase transactions resulted in an $8.8 million gain on extinguishment in the first quarter of 2024.

In May 2024, we entered into various privately negotiated repurchase transactions (collectively with the February 2024 repurchase transactions, the "Note Repurchases") with certain holders of the 2025 Notes and 2026 Notes, pursuant to which we agreed to repurchase $147.9 million in aggregate principal of the 2025 Notes and approximately $237.5 million in aggregate principal of the 2026 Notes for a cash repurchase price of approximately $418.3 million, including associated costs. The May 2024 repurchase transactions were accounted for as both a debt modification and a partial debt extinguishment, resulting in a $15.5 million loss on extinguishment during the second quarter of 2024 and $20.9 million in capitalized debt issuance costs amortized over the term of the 2030 Notes. The capitalized debt issuance costs are primarily related to repurchase premiums and debt issuance costs carried over from the 2025 Notes and 2026 Notes.

Gains and losses on extinguishment are included within other income (expense), net on our consolidated statements of operations and included within Other as an adjustment to reconcile net loss to net cash provided by (used in) operating activities in our consolidated statements of cash flows.

The Convertible Notes consisted of the following:

	As of September 30, 2024			As of December 31, 2023		
	Principal	Unamortized Debt Issuance Costs	Net Carrying Amount	Principal	Unamortized Debt Issuance Costs	Net Carrying Amount
	(in thousands)					
2025 Notes	$ 36,240	$ (49)	$ 36,191	$ 284,105	$ (871)	$ 283,234
2026 Notes	249,754	(722)	249,032	838,482	(3,402)	835,080
2027 Notes	1,150,000	(5,517)	1,144,483	1,150,000	(7,114)	1,142,886
2028 Notes	1,500,000	(9,687)	1,490,313	1,500,000	(11,800)	1,488,200
2030 Notes	750,000	(28,691)	721,309	—	—	—
Total	$ 3,685,994	$ (44,666)	$ 3,641,328	$ 3,772,587	$ (23,187)	$ 3,749,400

As of September 30, 2024, the debt issuance costs on the 2025 Notes, 2026 Notes, 2027 Notes, 2028 Notes, and 2030 Notes will be amortized over the remaining period of approximately 0.6 years, 1.8

years, 2.6 years, 3.4 years, and 5.6 years, respectively.

The following table summarizes interest expense related to the Convertible Notes for the three and nine months ended September 30, 2024:

	Three Months Ended September 30,		Nine Months Ended September 30,	
	2024	2023	2024	2023
	(in thousands)			
Contractual interest expense	$ 1,897	$ 2,218	$ 5,437	$ 6,655
Amortization of debt issuance costs	2,595	1,721	6,305	5,158
Total interest expense	$ 4,492	$ 3,939	$ 11,742	$ 11,813

As of September 30, 2024, the if-converted value of the Convertible Notes did not exceed the principal amount. The sale price for conversion was not satisfied as of September 30, 2024 for the Convertible Notes, and as a result, the Convertible Notes will not be eligible for optional conversion during the fourth quarter of 2024. No sinking fund is provided for the Convertible Notes, which means that we are not required to redeem or retire them periodically.

Refer to Note 7 in our consolidated financial statements in the Annual Report for additional details.

Capped Call Transactions

In connection with the pricing of the 2025 Notes, the 2026 Notes, the 2027 Notes, the 2028 Notes, and the 2030 Notes, we entered into the 2025 Capped Call Transactions, the 2026 Capped Call Transactions, the 2027 Capped Call Transactions, the 2028 Capped Call Transactions, and the 2030 Capped Call Transactions (collectively, the "Capped Call Transactions"), respectively, with certain counterparties at a net cost of $100.0 million, $102.1 million, $86.8 million, $177.0 million, and $68.9 million, respectively. The cap price of the 2025 Capped Call Transactions, the 2026 Capped Call Transactions, the 2027 Capped Call Transactions, the 2028 Capped Call Transactions, and the 2030 Capped Call Transactions is initially $32.12, $32.58, $121.02, $93.90, and $33.48 per share of our Class A common stock, respectively. All are subject to certain adjustments under the terms of the Capped Call Transactions. Conditions that cause adjustments to the initial strike price of the Capped Call Transactions mirror conditions that result in corresponding adjustments for the Convertible Notes.

The Capped Call Transactions are intended to reduce potential dilution to holders of our Class A common stock beyond the conversion prices up to the cap prices on any conversion of the Convertible Notes or offset any cash payments we are required to make in excess of the principal amount, as the case may be, with such reduction or offset subject to a cap. The cost of the Capped Call Transactions was recorded as a reduction of our additional paid-in capital in our consolidated balance sheets. The Capped Call Transactions will not be remeasured as long as they continue to meet the conditions for equity classification.

In May 2024, we entered into agreements to terminate all of the 2025 Capped Call Transactions, which resulted in $62.7 million recorded within additional paid-in capital in our consolidated balance sheets.

As of September 30, 2024, the remaining Capped Call Transactions were out-of-the-money.

Credit Facility

In May 2022, we entered into a five-year senior unsecured revolving credit facility (the "Credit Facility") with certain lenders that allows us to borrow up to $1.05 billion to fund working capital and general corporate-purpose expenditures. Loans bear interest, at our option, at a rate equal to (i) a term secured overnight financing rate ("SOFR") plus 0.75% or the base rate, if selected by us, for loans made in U.S. dollars, (ii) the Sterling overnight index average plus 0.7826% for loans made in Sterling, or (iii) foreign indices as stated in the credit agreement plus 0.75% for loans made in other permitted foreign currencies. The base rate is defined as the greatest of (i) the Wall Street Journal prime rate, (ii) the greater of the (a) federal funds rate and (b) the overnight bank funding rate, plus 0.50%, and (iii) the applicable SOFR for a period of one month (but not less than zero) plus 1.00. The Credit Facility also contains an annual commitment fee of 0.10% on the daily undrawn balance of the facility. As of September 30, 2024, we had $65.6 million in the form of outstanding standby letters of credit, with no amounts outstanding under the Credit Facility.

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Commitments and Contingencies

9 Months Ended
Sep. 30, 2024

Commitments and Contingencies Disclosure [Abstract]

Commitments and Contingencies

Commitments and Contingencies

Commitments

We have non-cancelable contractual agreements primarily related to the hosting of our data processing, storage, and other computing services, as well as lease, content and developer partner, and other commitments. We had $5.4 billion in commitments as of September 30, 2024, primarily due within three years. For additional discussion on leases, see Note 9 to our consolidated financial statements.

Contingencies

We record a loss contingency when it is probable that a liability has been incurred and the amount of the loss can be reasonably estimated. We also disclose material contingencies when we believe a loss is not probable but reasonably possible. Accounting for contingencies requires us to use judgment related to both the likelihood of a loss and the estimate of the amount or range of loss. Many legal and tax contingencies can take years to be resolved.

Pending Matters

In November 2021, we and certain of our officers and directors were named as defendants in a securities class action lawsuit purportedly brought on behalf of purchasers of our Class A common stock, alleging that we and certain of our officers made false or misleading statements and omissions concerning the impact that Apple's App Tracking Transparency framework would have on our business. We believe we have meritorious defenses to this lawsuit and continue to defend the lawsuit vigorously. Based on the preliminary nature of the proceedings in this case, the outcome of this matter remains uncertain.

The outcomes of our legal proceedings are inherently unpredictable, subject to significant uncertainties, and could be material to our financial condition, results of operations, and cash flows for a particular period. For the pending matter described above, it is not possible to estimate the reasonably possible loss or range of loss.

We are subject to various other legal proceedings and claims in the ordinary course of business, including certain patent, trademark, privacy, regulatory, and employment matters. Although occasional adverse decisions or settlements may occur, we do not believe that the final disposition of any of our other pending matters will seriously harm our business, financial condition, results of operations, and cash flows.

Indemnifications

In the ordinary course of business, we may provide indemnifications of varying scope and terms to customers, vendors, lessors, investors, directors, officers, employees, and other parties with respect to certain matters. Indemnification may include losses from our breach of such agreements, services we provide, or third-party intellectual property infringement claims. These indemnifications may survive termination of the underlying agreement and the maximum potential amount of future indemnification payments may not be subject to a cap. We have not incurred material costs to defend lawsuits or settle claims related to these indemnifications as of September 30, 2024. We believe the fair value of these liabilities is immaterial and accordingly have no liabilities recorded for these agreements at September 30, 2024.

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Leases

9 Months Ended
Sep. 30, 2024

Leases [Abstract]

Leases

Leases

We have non-cancelable lease agreements for certain of our offices with original lease terms expiring between 2024 and 2042. Total operating lease costs were $25.3 million and $75.9 million for the three and nine months ended September 30, 2024, respectively, and $24.8 million and $75.4 million for the three and nine months ended September 30, 2023.

The weighted-average remaining lease term (in years) and discount rate related to our operating leases were as follows:

	As of September 30,	
	2024	2023
Weighted-average remaining lease term	9.5	6.2
Weighted-average discount rate	6.2 %	5.0 %

The maturities of our operating lease liabilities as of September 30, 2024 were as follows:

	Operating Leases
	(in thousands)
Remainder of 2024	$ 26,867
2025	57,212
2026	91,993
2027	84,650
2028	83,685
Thereafter	478,266
Total lease payments	822,673
Less: Imputed interest	(223,450)
Present value of lease liabilities	$ 599,223

As of September 30, 2024, we had additional operating leases that have not yet commenced for facilities with lease obligations of $36.0 million. These operating leases will commence between 2025 and 2026 with lease terms of approximately 7 years to 11 years.

Cash payments included in the measurement of our operating lease liabilities were $27.4 million and $84.5 million for the three and nine months ended September 30, 2024, respectively, and $24.4 million and $72.8 million for the three and nine months ended September 30, 2023.

Lease liabilities arising from obtaining operating lease right-of-use assets were $8.6 million and $44.1 million for the three and nine months ended September 30, 2024, respectively, and $16.0 million and $30.2 million for the three and nine months ended September 30, 2023.

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Strategic Investments

9 Months Ended
Sep. 30, 2024

Equity Method Investments and Joint Ventures [Abstract]

Strategic Investments

Strategic Investments

We hold strategic investments primarily in privately held companies, which consist of equity securities, and to a lesser extent, debt securities. These strategic investments are primarily recorded at fair value on a non-recurring basis. The estimation of fair value for these privately held strategic investments requires the use of significant unobservable inputs, such as the issuance of new equity by the company, and as a result, we deem these assets as Level 3 financial instruments within the fair value measurement framework.

The following table summarizes our strategic investments as of September 30, 2024 and December 31, 2023:

	As of September 30, 2024	As of December 31, 2023
	(in thousands)	
Initial cost	$ 106,052	$ 106,368
Cumulative upward adjustments	146,201	147,317
Cumulative downward adjustments, including impairments	(63,619)	(58,357)
Carrying value	$ 188,634	$ 195,328

Gains and losses recognized during the periods presented were as follows:

	Three Months Ended September 30,		Nine Months Ended September 30,	
	2024	2023	2024	2023
	(in thousands)			
Gains (losses) recognized on strategic investments sold during the period, net	$ —	$ —	$ (60)	$ —
Unrealized gains on strategic investments still held at the reporting date	60	130	334	1,685
Unrealized losses, including impairments, on strategic investments still held at the reporting date	(372)	(400)	(7,411)	(1,704)
Gains (losses) on strategic investments, net	$ (312)	$ (270)	$ (7,137)	$ (19)

Gains and losses on all strategic investments are included within other income (expense), net on our consolidated statements of operations and included as an adjustment to reconcile net loss to net cash provided by (used in) operating activities in our consolidated statements of cash flows. Strategic investments are included within other assets on our consolidated balance sheets.

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Fair Value Measurements

9 Months Ended
Sep. 30, 2024

Fair Value Disclosures [Abstract]

Fair Value Measurements

Fair Value Measurements

Assets and liabilities measured at fair value are classified into the following categories:

- Level 1: Quoted market prices in active markets for identical assets or liabilities.
- Level 2: Observable market-based inputs or unobservable inputs that are corroborated by market data.
- Level 3: Unobservable inputs reflecting the reporting entity's own assumptions or external inputs from inactive markets.

We classify our cash equivalents and marketable securities within Level 1 or Level 2 because we use quoted market prices or alternative pricing sources and models utilizing observable market-based inputs to determine their fair value.

The following tables set forth our financial assets that are measured at fair value on a recurring basis, excluding publicly traded equity securities, as of September 30, 2024 and December 31, 2023:

		September 30, 2024			
	Fair Value Hierarchy	Cost or Amortized Cost	Gross Unrealized Gains	Gross Unrealized Losses	Total Estimated Fair Value
		(in thousands)			
Cash		$ 364,221	$ —	$ —	$ 364,221
Cash equivalents:					
Money market funds	Level 1	591,491	99	—	591,590
U.S. government securities	Level 1	9,155	1	—	9,156
Total cash and cash equivalents		964,867	100	—	964,967
Marketable debt securities:					
U.S. government securities	Level 1	2,045,723	11,770	(463)	2,057,030
U.S. government agency securities	Level 1	12,001	5	(5)	12,001
Corporate debt securities	Level 2	140,662	452	(8)	141,106
Commercial paper	Level 2	8,599	—	—	8,599
Total marketable debt securities		2,206,985	12,227	(476)	2,218,736
Total		$ 3,171,852	$ 12,327	$ (476)	$ 3,183,703

		December 31, 2023			
	Fair Value Hierarchy	Cost or Amortized Cost	Gross Unrealized Gains	Gross Unrealized Losses	Total Estimated Fair Value
		(in thousands)			
Cash		$ 584,990	$ —	$ —	$ 584,990
Cash equivalents:					
Money market funds	Level 1	1,195,410	—	—	1,195,410
Total cash and cash equivalents		1,780,400	—	—	1,780,400
Marketable debt securities:					
U.S. government securities	Level 1	1,295,918	894	(3,919)	1,292,893
U.S. government agency securities	Level 1	138,420	31	(188)	138,263
Corporate debt securities	Level 2	234,336	577	(99)	234,814
Commercial paper	Level 2	65,380	—	—	65,380
Certificates of deposit	Level 2	18,725	—	—	18,725
Total marketable debt securities		1,752,779	1,502	(4,206)	1,750,075
Total		$ 3,533,179	$ 1,502	$ (4,206)	$ 3,530,475

Gross unrealized losses on marketable debt securities were not material for the three and nine months ended September 30, 2024 and 2023. As of September 30, 2024, we considered any decreases in fair value on our marketable debt securities to be driven by factors other than credit risk, including market risk. As of September 30, 2024, $1.1 billion of our total $2.2 billion in marketable debt securities have contractual maturities between one and five years. All other marketable debt securities have contractual maturities less than one year.

We hold investments in publicly traded companies with an aggregate carrying value of $8.4 million and $13.6 million as of September 30, 2024 and December 31, 2023, respectively, recorded as marketable securities. We classify these publicly traded equity securities within Level 1 because we use quoted market prices to determine their fair value. Gains and losses recognized during the periods presented, which are included within other income (expense), net on our consolidated statements of operations, were as follows:

	Three Months Ended September 30,		Nine Months Ended September 30,	
	2024	2023	2024	2023
	(in thousands)			
Gains (losses) recognized on publicly traded equity securities sold during the period, net	$ —	$ (14,105)	$ —	$ 11,046
Unrealized gains (losses) on publicly traded equity securities still held at the reporting date, net	(439)	(6,803)	(5,179)	(16,941)
Gains (losses) on publicly traded equity securities, net	$ (439)	$ (20,908)	$ (5,179)	$ (5,895)

We carry the Convertible Notes at face value less the unamortized debt issuance costs on our consolidated balance sheets and present the fair value for disclosure purposes only. As of September 30, 2024, the fair value of the 2025 Notes, the 2026 Notes, the 2027 Notes, the 2028 Notes, and the 2030 Notes was $34.7 million, $240.9 million, $985.9 million, $1,200.3 million, and $641.2 million, respectively. As of December 31, 2023, the fair value of the 2025 Notes, the 2026 Notes, the 2027 Notes, and the 2028 Notes was $300.9 million, $893.2 million, $921.5 million, and $1,181.7 million, respectively. The estimated fair value of the Convertible Notes, which are classified as Level 2 financial instruments, was determined based on the estimated or actual bid prices of the Convertible Notes in an over-the-counter market on the last business day of the period.

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Income Taxes

9 Months Ended
Sep. 30, 2024

Income Tax Disclosure [Abstract]

Income Taxes

Income Taxes

Our tax provision for interim periods is determined using an estimate of our annual effective tax rate, adjusted for discrete items arising in that quarter. Our effective tax rate differs from the U.S. statutory tax rate primarily due to valuation allowances on our deferred tax assets as it is more likely than not that some or all of our deferred tax assets will

not be realized. Income tax expense was $8.3 million and $20.5 million for the three and nine months ended September 30, 2024, respectively, and $5.8 million and $24.8 million for the three and nine months ended September 30, 2023.

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Accumulated Other Comprehensive Income (Loss)

9 Months Ended
Sep. 30, 2024

Accumulated Other Comprehensive Income Loss [Abstract]

Accumulated Other Comprehensive Income (Loss)

Accumulated Other Comprehensive Income (Loss)

The table below presents the changes in accumulated other comprehensive income (loss) ("AOCI") by component and the reclassifications out of AOCI:

	Changes in Accumulated Other Comprehensive Income (Loss) by Component		
	Marketable Securities	Foreign Currency Translation	Total
	(in thousands)		
Balance at December 31, 2023	$ (2,860)	$ 9,991	$ 7,131
Other comprehensive income (loss) before reclassifications	14,760	7,153	21,913
Amounts reclassified from AOCI [1]	(205)	—	(205)
Net current period other comprehensive income (loss)	14,555	7,153	21,708
Balance at September 30, 2024	$ 11,695	$ 17,144	$ 28,839

(1) Realized gains and losses on marketable securities are reclassified from AOCI into other income (expense), net in our consolidated statements of operations.

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Long-lived Assets	9 Months Ended Sep. 30, 2024
Property, Plant and Equipment [Abstract]	
Long-lived Assets	Long-lived Assets

The following table lists long-lived assets by geographic area, which includes property and equipment, net and operating lease right-of-use assets:

	As of September 30, 2024	As of December 31, 2023
	(in thousands)	
United States	$ 665,472	$ 646,546
United Kingdom	245,832	218,326
Rest of world [1]	72,052	62,316
Total long-lived assets, net	$ 983,356	$ 927,188

(1) No individual country other than the United States and the United Kingdom exceeded 10% of our total long-lived assets for any period presented.

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Restructuring	9 Months Ended Sep. 30, 2024
Restructuring and Related Activities [Abstract]	
Restructuring	Restructuring

2024 Restructuring

In the first quarter of 2024, we announced a plan to reduce hierarchy and concentrate our team members in major hub locations to support in-person collaboration, resulting in the reduction of our global headcount by approximately 10%. We completed the 2024 restructuring in the second quarter of 2024.

The following table summarizes the 2024 restructuring charges included in our consolidated statement of operations for the nine months ended September 30, 2024:

	Nine Months Ended September 30, 2024			
	Severance and Related Charges [1]	Stock-Based Compensation Expense	Other [2]	Total
	(in thousands)			
Cost of revenue	$ 932	$ 189	$ —	$ 1,121
Research and development	30,845	4,801	3,201	38,847
Sales and marketing	15,755	4,176	—	19,931
General and administrative	7,786	236	2,236	10,258
Total	$ 55,318	$ 9,402	$ 5,437	$ 70,157

(1) Severance and related charges include cash severance expenses and other termination benefits. The majority of cash paid for the restructuring was related to severance and benefits.
(2) Other primarily includes intangible asset amortization and depreciation expense.

The liabilities related to the 2024 restructuring were immaterial as of September 30, 2024.

AR Enterprise Strategic Review

In the third quarter of 2023, we initiated the wind down of our AR Enterprise business, which included a reduction of our global employee headcount by approximately 3%. We substantially completed the program in the fourth quarter of 2023.

For the three months ended September 30, 2023, we recognized $18.6 million of pre-tax restructuring charges. The charges primarily include cash severance and stock-based compensation expense recorded in sales and marketing expenses in our consolidated statement of operations.

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Subsequent Events	9 Months Ended Sep. 30, 2024
Subsequent Events [Abstract]	
Subsequent Events	Subsequent Events

In October 2024, our board of directors authorized a stock repurchase program of up to $500 million of our Class A common stock. Repurchases of Class A common stock may be made from time to time, either through open market transactions (including pre-set trading plans) or through other transactions in accordance with applicable securities laws. Repurchases have been authorized for the next 12 months but the program may be initiated, modified, suspended, or terminated at any time during such period.

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Pay vs Performance Disclosure - USD ($) $ in Thousands	3 Months Ended		9 Months Ended	
	Sep. 30, 2024	Sep. 30, 2023	Sep. 30, 2024	Sep. 30, 2023
Pay vs Performance Disclosure				
Net loss	$ (153,247)	$ (368,256)	$ (706,957)	$ (1,074,238)

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Insider Trading Arrangements	3 Months Ended Sep. 30, 2024 shares	9 Months Ended Sep. 30, 2024 shares
Trading Arrangements, by Individual		
Material Terms of Trading Arrangement		

During the quarter ended September 30, 2024, our directors and officers (as defined in Rule 16a-1(f) under the Exchange Act) adopted or terminated the contracts, instructions, or written plans for the purchase or sale of our securities set forth in the table below:

	Type of Trading Arrangement				
Name and Position	Date	Action	Rule 10b5-1*	Expiration Date	Total Shares of Class A Common Stock to be Sold
Derek Andersen *Chief Financial Officer*	8/15/2024	Adoption [1]	X	7/14/2026	[2]
Eric Young *Senior Vice President of Engineering*	8/21/2024	Adoption	X	11/18/2025	Up to 550,000
Rebecca Morrow *Chief Accounting Officer*	9/4/2024	Termination [3]	X	6/10/2025	[4]
Rebecca Morrow *Chief Accounting Officer*	9/4/2024	Adoption	X	9/10/2025	[5]
Evan Spiegel *Co-Founder, Chief Executive Officer, and Director*	9/10/2024	Adoption	X	3/10/2026	Up to 7,000,000

* Contract, instruction, or written plan intended to satisfy the affirmative defense conditions of Rule 10b5-1(c) under the Exchange Act.

(1) Plan adopted in accordance with Rule 10b5-1(c)(1)(ii)(D)(2).
(2) The plan provides that no sales will occur, other than for tax withholding, if at the time of the planned sales, the fair market value of Mr. Andersen's fully vested holdings is less than a multiple of his base salary on the adoption date equal to the number of years he has served with the company (the "plan's holding target"). On the adoption date, the plan's holding target is at least six times his base salary, given his hiring in July 2018, and will increase to seven times and eight times his base salary as of July 2025 and July 2026, respectively. As of the adoption date, it is not yet determinable how many shares of Class A Common Stock will be sold or accumulated through vesting over time, as it depends in part on the trading activity in his current 10b5-1 plan that expires on February 20, 2025, the stock price at various future dates, and the passage of time which will increase the plan's holding target, among other factors. However, regardless of the number of shares of Mr. Andersen's holdings that are potentially available for sale, other than for tax withholding, only shares in excess of the plan's holding target, which increases from $6 million to $8 million over time, may be sold.
(3) Represents the termination of a written plan intended to satisfy the affirmative defense conditions of Rule 10b5-1(c) adopted on June 6, 2024.
(4) Trading arrangement provided for the sale of a number of shares of Class A common stock held by Ms. Morrow with a value equal to up to $600,000.
(5) Trading arrangement provides for the sale of a number of shares of Class A Common Stock held by Ms. Morrow with a value equal to up to $700,000.

Non-Rule 10b5-1 Arrangement Adopted	false
Non-Rule 10b5-1 Arrangement Terminated	false
Derek Andersen [Member]	
Trading Arrangements, by Individual	
Name	Derek Andersen
Title	Chief Financial Officer
Rule 10b5-1 Arrangement Adopted	true
Adoption Date	8/15/2024
Expiration Date	7/14/2026
Arrangement Duration	698 days
Eric Young [Member]	

Trading Arrangements, by Individual		
Name	Eric Young	
Title	Senior Vice President of Engineering	
Rule 10b5-1 Arrangement Adopted	true	
Adoption Date	8/21/2024	
Expiration Date	11/18/2025	
Arrangement Duration	454 days	
Aggregate Available	550,000	550,000
Rebecca Morrow [Member]		
Trading Arrangements, by Individual		
Name	Rebecca Morrow	
Title	Chief Accounting Officer	
Rule 10b5-1 Arrangement Adopted	true	
Adoption Date	9/4/2024	
Rule 10b5-1 Arrangement Terminated	true	
Termination Date	9/4/2024	
Expiration Date	9/10/2025	
Arrangement Duration	371 days	
Evan Spiegel [Member]		
Trading Arrangements, by Individual		
Name	Evan Spiegel	
Title	Co-Founder, Chief Executive Officer, and Director	
Rule 10b5-1 Arrangement Adopted	true	
Adoption Date	9/10/2024	
Expiration Date	3/10/2026	
Arrangement Duration	546 days	
Aggregate Available	7,000,000	7,000,000

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Description of Business and Summary of Significant Accounting Policies (Policies)

9 Months Ended
Sep. 30, 2024

Accounting Policies [Abstract]

Basis of Presentation

Basis of Presentation

The accompanying unaudited consolidated financial statements are prepared in accordance with U.S. generally accepted accounting principles ("GAAP") for interim financial information. Our consolidated financial statements include the accounts of Snap Inc. and our wholly owned subsidiaries. All intercompany transactions and balances have been eliminated in consolidation. Our fiscal year ends on December 31. These unaudited interim consolidated financial statements should be read in conjunction with the consolidated financial statements and related notes included in our Annual Report on Form 10-K for the fiscal year ended December 31, 2023, as filed with the Securities and Exchange Commission (the "SEC") in February 2024 (the "Annual Report").

In our opinion, the unaudited interim consolidated financial statements include all adjustments of a normal recurring nature necessary for the fair presentation of our financial position, results of operations, and cash flows. The results of operations for the three and nine months ended September 30, 2024 are not necessarily indicative of the results to be expected for the year ending December 31, 2024.

There have been no changes to our significant accounting policies described in our Annual Report that have had a material impact on our consolidated financial statements and related notes.

Use of Estimates

Use of Estimates

The preparation of our consolidated financial statements in conformity with GAAP requires management to make estimates and assumptions that affect the reported amounts in the consolidated financial statements. Management's estimates are based on historical information available as of the date of the consolidated financial statements and various other assumptions that we believe are reasonable under the circumstances. Actual results could differ from those estimates.

Key estimates relate primarily to determining the fair value of assets and liabilities assumed in business combinations, evaluation of contingencies, uncertain tax positions, and the fair value of strategic investments. On an ongoing basis, management evaluates our estimates compared to historical experience and trends, which form the basis for making judgments about the carrying value of assets and liabilities

Future Stock Split to be Effected in the Form of a Stock Dividend

Future Stock Split to be Effected in the Form of a Stock Dividend

In July 2022, our board of directors determined that it was advisable and in our best interest to approve a stock split to be effected in the form of a special dividend of one share of Class A common stock on each outstanding share of our common stock at a future date (the "Future Stock Split"). In connection with the Future Stock Split, we entered into certain agreements (the "Co-Founder Agreements") with Evan Spiegel and Robert Murphy, our co-founders, and certain of their respective affiliates requiring them, among other things, to convert shares of Class B common stock and Class C common stock into Class A common stock under certain circumstances. In February 2024, the conditions for the declaration of such dividends were modified and the Co-Founder Agreements were amended to reflect such modifications. As modified, the Future Stock Split will not be declared and paid until the first business day following the date on which (i) the average of the volume weighted average price (the "VWAP") per share of Class A common stock equals or exceeds $40 per share for 90 consecutive trading days (the "90-Day VWAP") and (ii) the ratio of the 90-Day VWAP to $8.70 equals or exceeds the ratio of the average closing price of the S&P 500 Total Return index for the same 90 trading days for which the 90-Day VWAP was calculated to 8,862.85. If this does not occur by July 21, 2032, the Future Stock Split will not be declared and paid, and the Co-Founder Agreements will terminate.

No adjustments have been made to share or per share amounts for Class A common stock in the accompanying consolidated financial statements for the effects of the Future Stock Split as these triggering conditions have not been met

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Revenue (Tables)

9 Months Ended
Sep. 30, 2024

Revenue from Contract with Customer [Abstract]

Schedule of Disaggregation of Revenue by Geography

The following table represents our revenue disaggregated by geography based on the billing address of the customer:

	Three Months Ended September 30,		Nine Months Ended September 30,	
	2024	2023	2024	2023
	(in thousands)			
North America [1] [2]	$ 826,179	$ 771,040	$ 2,301,155	$ 2,074,671
Europe [3]	241,342	195,232	676,620	530,081
Rest of world	305,053	222,279	826,340	640,076
Total revenue	$ 1,372,574	$ 1,188,551	$ 3,804,115	$ 3,244,828

(1) North America includes Mexico, the Caribbean, and Central America.
(2) United States revenue was $798.7 million and $2,224.9 million for the three and nine months ended September 30, 2024, respectively, and $747.6 million and $2,009.8 million for the three and nine months ended September 30, 2023, respectively.
(3) Europe includes Russia and Turkey. Effective March 2022, we halted advertising sales to Russian and Belarusian entities.

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Net Loss per Share (Tables)

9 Months Ended
Sep. 30, 2024

Earnings Per Share [Abstract]

Schedule of Numerators and Denominators of Basic and Diluted Net Loss per Share Computations for Common Stock

The numerators and denominators of the basic and diluted net loss per share computations for our common stock are calculated as follows:

	Three Months Ended September 30,						Nine Months Ended September 30,					
	2024			2023			2024			2023		
	(in thousands, except per share data)											
	Class A	Class B	Class C	Class A	Class B	Class C	Class A	Class B	Class C	Class A	Class B	Class C
Numerator:												
Net loss	$ (129,827)	$ (2,076)	$ (21,344)	$ (310,689)	$ (5,105)	$ (52,462)	$ (598,178)	$ (9,642)	$ (99,137)	$ (903,987)	$ (15,093)	$ (155,158)
Net loss attributable to common stockholders	$ (129,827)	$ (2,076)	$ (21,344)	$ (310,689)	$ (5,105)	$ (52,462)	$ (598,178)	$ (9,642)	$ (99,137)	$ (903,987)	$ (15,093)	$ (155,158)
Denominator:												
Basic shares:												
Weighted-average common shares - Basic	1,408,859	22,525	231,627	1,371,751	22,539	231,627	1,397,602	22,527	231,627	1,349,514	22,531	231,627
Diluted shares:												
Weighted-average common shares - Diluted	1,408,859	22,525	231,627	1,371,751	22,539	231,627	1,397,602	22,527	231,627	1,349,514	22,531	231,627
Net loss per share attributable to common stockholders:												
Basic	$ (0.09)	$ (0.09)	$ (0.09)	$ (0.23)	$ (0.23)	$ (0.23)	$ (0.43)	$ (0.43)	$ (0.43)	$ (0.67)	$ (0.67)	$ (0.67)
Diluted	$ (0.09)	$ (0.09)	$ (0.09)	$ (0.23)	$ (0.23)	$ (0.23)	$ (0.43)	$ (0.43)	$ (0.43)	$ (0.67)	$ (0.67)	$ (0.67)

Schedule of Potentially Dilutive Shares Excluded from Calculation of Diluted Net Loss per Share

The following potentially dilutive shares were excluded from the calculation of diluted net loss per share because their effect would have been anti-dilutive:

	As of September 30,	
	2024	2023
	(in thousands)	
Stock options	691	2,195
Unvested RSUs and RSAs	132,226	153,629
Convertible Notes (if-converted)	85,945	89,379

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Stockholders' Equity (Tables)

9 Months Ended Sep. 30, 2024

Share-Based Payment Arrangement [Abstract]

Schedule of RSU and RSA Activity

The following table summarizes the RSU and RSA activity for the nine months ended September 30, 2024:

	Number of Class A Shares	Weighted-Average Grant Date Fair Value
	(in thousands, except per share data)	
Unvested at December 31, 2023	157,130	$ 12.82
Granted	62,425	$ 13.32
Vested	(54,435)	$ 15.17
Forfeited	(32,894)	$ 12.33
Unvested at September 30, 2024	132,226	$ 12.21

Schedule of Stock Option Award Activity

The following table summarizes the stock option award activity under the Stock Plans for the nine months ended September 30, 2024:

	Number of Class A Shares	Number of Class B Shares	Weighted-Average Exercise Price	Weighted-Average Remaining Contractual Term (in years)	Aggregate Intrinsic Value [1]
		(in thousands, except per share data)			
Outstanding at December 31, 2023	1,692	5	$ 14.90	4.41	$ 5,225
Granted	—	—	$ —	—	$ —
Exercised	(884)	(5)	$ 14.39	—	$ —
Forfeited	(117)	—	$ 12.51	—	$ —
Outstanding at September 30, 2024	691	—	$ 15.97	4.75	$ 249

(1) The aggregate intrinsic value is calculated as the difference between the exercise price of the underlying stock option awards and the closing market price of our Class A common stock as of September 30, 2024 and December 31, 2023.

Schedule of Total Stock-based Compensation Expense

Total stock-based compensation expense by function was as follows:

	Three Months Ended September 30,		Nine Months Ended September 30,	
	2024	2023	2024	2023
	(in thousands)			
Cost of revenue	$ 1,333	$ 2,640	$ 4,408	$ 6,890
Research and development	172,516	234,615	518,500	672,030
Sales and marketing	53,345	72,783	160,209	185,319
General and administrative	33,035	47,895	100,175	126,568
Total	$ 260,229	$ 357,933	$ 783,292	$ 990,807

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Goodwill and Intangible Assets (Tables)

9 Months Ended Sep. 30, 2024

Goodwill and Intangible Assets Disclosure [Abstract]

Changes in Carrying Amount of Goodwill

The changes in the carrying amount of goodwill for the nine months ended September 30, 2024 were as follows:

	Goodwill
	(in thousands)
Balance as of December 31, 2023	$ 1,691,827
Goodwill acquired	—
Foreign currency translation	2,119
Balance as of September 30, 2024	$ 1,693,946

Schedule of Intangible Assets

Intangible assets consisted of the following:

	As of September 30, 2024			
	Weighted-Average Remaining Useful Life (Years)	Gross Carrying Amount	Accumulated Amortization	Net
		(in thousands, except years)		
Domain names	2.3	$ 745	$ (596)	$ 149
Technology	2.4	315,333	(233,695)	81,638
Patents	8.7	39,373	(22,240)	17,133
Other	—	6,000	(6,000)	—
Total intangible assets		$ 361,451	$ (262,531)	$ 98,920

	As of December 31, 2023			
	Weighted-Average Remaining Useful Life (Years)	Gross Carrying Amount	Accumulated Amortization	Net
		(in thousands, except years)		
Domain names	3.0	$ 745	$ (546)	$ 199
Technology	2.8	323,313	(197,608)	125,705
Patents	8.8	39,373	(19,099)	20,274
Other	—	6,000	(5,875)	125
Total intangible assets		$ 369,431	$ (223,128)	$ 146,303

Schedule of Estimated Intangible Asset Amortization Expense

As of September 30, 2024, the estimated intangible asset amortization expense for the next five years and thereafter is as follows:

	Estimated Amortization
	(in thousands)
Remainder of 2024	$ 12,557
2025	41,513
2026	20,299
2027	12,124
2028	4,343
Thereafter	8,084
Total	$ 98,920

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Debt (Tables)

9 Months Ended
Sep. 30, 2024

Debt Disclosure [Abstract]

Schedule of Convertible Notes

The Convertible Notes consisted of the following:

	As of September 30, 2024			As of December 31, 2023		
	Principal	Unamortized Debt Issuance Costs	Net Carrying Amount	Principal	Unamortized Debt Issuance Costs	Net Carrying Amount
	(in thousands)					
2025 Notes	$ 36,240	$ (49)	$ 36,191	$ 284,105	$ (871)	$ 283,234
2026 Notes	249,754	(722)	249,032	838,482	(3,402)	835,080
2027 Notes	1,150,000	(5,517)	1,144,483	1,150,000	(7,114)	1,142,886
2028 Notes	1,500,000	(9,687)	1,490,313	1,500,000	(11,800)	1,488,200
2030 Notes	750,000	(28,691)	721,309	—	—	—
Total	$ 3,685,994	$ (44,666)	$ 3,641,328	$ 3,772,587	$ (23,187)	$ 3,749,400

Schedule of Debt

The following table summarizes interest expense related to the Convertible Notes for the three and nine months ended September 30, 2024:

	Three Months Ended September 30,		Nine Months Ended September 30,	
	2024	2023	2024	2023
	(in thousands)			
Contractual interest expense	$ 1,897	$ 2,218	$ 5,437	$ 6,655
Amortization of debt issuance costs	2,595	1,721	6,305	5,158
Total interest expense	$ 4,492	$ 3,939	$ 11,742	$ 11,813

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Leases (Tables)

9 Months Ended
Sep. 30, 2024

Leases [Abstract]

Summary of Weighted Average Remaining Lease Term and Discount Rate Related to Operating Leases

The weighted-average remaining lease term (in years) and discount rate related to our operating leases were as follows:

	As of September 30,	
	2024	2023
Weighted-average remaining lease term	9.5	6.2
Weighted-average discount rate	6.2 %	5.0 %

Present Value of Operating Lease Liabilities

The maturities of our operating lease liabilities as of September 30, 2024 were as follows:

	Operating Leases
	(in thousands)
Remainder of 2024	$ 26,867
2025	57,212
2026	91,993
2027	84,650
2028	83,685
Thereafter	478,266
Total lease payments	822,673
Less: Imputed interest	(223,450)
Present value of lease liabilities	$ 599,223

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Strategic Investments (Tables)

9 Months Ended
Sep. 30, 2024

Equity Method Investments and Joint Ventures [Abstract]

Schedule of Strategic Investments

The following table summarizes our strategic investments as of September 30, 2024 and December 31, 2023:

	As of September 30, 2024	As of December 31, 2023
	(in thousands)	
Initial cost	$ 106,052	$ 106,368
Cumulative upward adjustments	146,201	147,317
Cumulative downward adjustments, including impairments	(63,619)	(58,357)
Carrying value	$ 188,634	$ 195,328

Schedule of Gain (Loss) on Strategic Investments

Gains and losses recognized during the periods presented were as follows:

	Three Months Ended September 30,		Nine Months Ended September 30,	
	2024	2023	2024	2023
	(in thousands)			
Gains (losses) recognized on strategic investments sold during the period, net	$ —	$ —	$ (60)	$ —
Unrealized gains on strategic investments still held at the reporting date	60	130	334	1,685
Unrealized losses, including impairments, on strategic investments still held at the reporting date	(372)	(400)	(7,411)	(1,704)
Gains (losses) on strategic investments, net	$ (312)	$ (270)	$ (7,137)	$ (19)

Gains and losses recognized during the periods presented, which are included within other income (expense), net on our consolidated statements of operations, were as follows:

	Three Months Ended September 30,		Nine Months Ended September 30,	
	2024	2023	2024	2023
	(in thousands)			
Gains (losses) recognized on publicly traded equity securities sold during the period, net	$ —	$ (14,105)	$ —	$ 11,046
Unrealized gains (losses) on publicly traded equity securities still held at the reporting date, net	(439)	(6,803)	(5,179)	(16,941)
Gains (losses) on publicly traded equity securities, net	$ (439)	$ (20,908)	$ (5,179)	$ (5,895)

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Fair Value Measurements (Tables)

9 Months Ended
Sep. 30, 2024

Fair Value Disclosures [Abstract]

Schedule of Financial Assets Measured at Fair Value on Recurring Basis

The following tables set forth our financial assets that are measured at fair value on a recurring basis, excluding publicly traded equity securities, as of September 30, 2024 and December 31, 2023:

		September 30, 2024			
	Fair Value Hierarchy	Cost or Amortized Cost	Gross Unrealized Gains	Gross Unrealized Losses	Total Estimated Fair Value
		(in thousands)			
Cash		$ 364,221	$ —	$ —	$ 364,221
Cash equivalents:					
Money market funds	Level 1	591,491	99	—	591,590
U.S. government securities	Level 1	9,155	1	—	9,156
Total cash and cash equivalents		964,867	100	—	964,967
Marketable debt securities:					
U.S. government securities	Level 1	2,045,723	11,770	(463)	2,057,030
U.S. government agency securities	Level 1	12,001	5	(5)	12,001
Corporate debt securities	Level 2	140,662	452	(8)	141,106
Commercial paper	Level 2	8,599	—	—	8,599
Total marketable debt securities		2,206,985	12,227	(476)	2,218,736
Total		$ 3,171,852	$ 12,327	$ (476)	$ 3,183,703

	Fair Value Hierarchy	December 31, 2023 Cost or Amortized Cost	Gross Unrealized Gains	Gross Unrealized Losses	Total Estimated Fair Value
			(in thousands)		
Cash		$ 584,990	$ —	$ —	$ 584,990
Cash equivalents:					
Money market funds	Level 1	1,195,410	—	—	1,195,410
Total cash and cash equivalents		1,780,400	—	—	1,780,400
Marketable debt securities:					
U.S. government securities	Level 1	1,295,918	894	(3,919)	1,292,893
U.S. government agency securities	Level 1	138,420	31	(188)	138,263
Corporate debt securities	Level 2	234,336	577	(99)	234,814
Commercial paper	Level 2	65,380	—	—	65,380
Certificates of deposit	Level 2	18,725	—	—	18,725
Total marketable debt securities		1,752,779	1,502	(4,206)	1,750,075
Total		$ 3,533,179	$ 1,502	$ (4,206)	$ 3,530,475

Schedule of Gain (Loss) on Strategic Investments

Gains and losses recognized during the periods presented were as follows:

	Three Months Ended September 30, 2024	Three Months Ended September 30, 2023	Nine Months Ended September 30, 2024	Nine Months Ended September 30, 2023
	(in thousands)			
Gains (losses) recognized on strategic investments sold during the period, net	$ —	$ —	$ (60)	$ —
Unrealized gains on strategic investments still held at the reporting date	60	130	334	1,685
Unrealized losses, including impairments, on strategic investments still held at the reporting date	(372)	(400)	(7,411)	(1,704)
Gains (losses) on strategic investments, net	$ (312)	$ (270)	$ (7,137)	$ (19)

Gains and losses recognized during the periods presented, which are included within other income (expense), net on our consolidated statements of operations, were as follows:

	Three Months Ended September 30, 2024	Three Months Ended September 30, 2023	Nine Months Ended September 30, 2024	Nine Months Ended September 30, 2023
	(in thousands)			
Gains (losses) recognized on publicly traded equity securities sold during the period, net	$ —	$ (14,105)	$ —	$ 11,046
Unrealized gains (losses) on publicly traded equity securities still held at the reporting date, net	(439)	(6,803)	(5,179)	(16,941)
Gains (losses) on publicly traded equity securities, net	$ (439)	$ (20,908)	$ (5,179)	$ (5,895)

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Accumulated Other Comprehensive Income (Loss) (Tables)

9 Months Ended
Sep. 30, 2024

Accumulated Other Comprehensive Income Loss [Abstract]

Schedule of Changes in Accumulated Other Comprehensive Income (Loss)

The table below presents the changes in accumulated other comprehensive income (loss) ("AOCI") by component and the reclassifications out of AOCI:

	Changes in Accumulated Other Comprehensive Income (Loss) by Component: Marketable Securities	Foreign Currency Translation	Total
	(in thousands)		
Balance at December 31, 2023	$ (2,860)	$ 9,991	$ 7,131
Other comprehensive income (loss) before reclassifications	14,760	7,153	21,913
Amounts reclassified from AOCI [1]	(205)	—	(205)
Net current period other comprehensive income (loss)	14,555	7,153	21,708
Balance at September 30, 2024	$ 11,695	$ 17,144	$ 28,839

(1) Realized gains and losses on marketable securities are reclassified from AOCI into other income (expense), net in our consolidated statements of operations.

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Long-lived Assets (Tables)

9 Months Ended
Sep. 30, 2024

Property, Plant and Equipment [Abstract]

Schedule of Long-lived Assets by Geographic Area

The following table lists long-lived assets by geographic area, which includes property and equipment, net and operating lease right-of-use assets:

	As of September 30, 2024	As of December 31, 2023
	(in thousands)	
United States	$ 665,472	$ 646,546
United Kingdom	245,832	218,326
Rest of world [1]	72,052	62,316
Total long-lived assets, net	$ 983,356	$ 927,188

(1) No individual country other than the United States and the United Kingdom exceeded 10% of our total long-lived assets for any period presented.

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Restructuring (Tables)

9 Months Ended
Sep. 30, 2024

Restructuring and Related Activities [Abstract]

Schedule of Restructuring Charges (Benefits)

The following table summarizes the 2024 restructuring charges included in our consolidated statement of operations for the nine months ended September 30, 2024:

	Nine Months Ended September 30, 2024: Severance and Related Charges [1]	Stock-Based Compensation Expense	Other [2]	Total
	(in thousands)			
Cost of revenue	$ 932	$ 189	$ —	$ 1,121
Research and development	30,845	4,801	3,201	38,847
Sales and marketing	15,755	4,176	—	19,931
General and administrative	7,786	236	2,236	10,258
Total	$ 55,318	$ 9,402	$ 5,437	$ 70,157

(1) Severance and related charges include cash severance expenses and other termination benefits. The majority of cash paid for the restructuring was related to severance and benefits.
(2) Other primarily includes intangible asset amortization and depreciation expense.

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Description of Business and Summary of Significant Accounting Policies (Details)

1 Months Ended
Jul. 31, 2022
d
$ / shares

Description Of Business And Summary Of Significant Accounting Policies [Line Items]

Weighted average price per share (in usd per share)	$ 40
Common stock, convertible, threshold trading days | d	90
Common stock, convertible, volume weighted average price per share (in usd per share)	$ 8.70
Common stock, convertible, volume weighted average price per share, S&P 500 total return index (in usd per share)	$ 8,862.85
Class A	
Description Of Business And Summary Of Significant Accounting Policies [Line Items]	
Stock split ratio, common stock	1

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Revenue - Disaggregation of Revenue by Geography (Details) - USD ($) $ in Thousands

	3 Months Ended		9 Months Ended		
	Sep. 30, 2024	Sep. 30, 2023	Sep. 30, 2024	Sep. 30, 2023	Dec. 31, 2023
Disaggregation Of Revenue [Line Items]					
Total revenue	$ 1,372,574	$ 1,188,551	$ 3,804,115	$ 3,244,828	

Deferred revenue	122,600		122,600	$ 93,700
North America				
Disaggregation Of Revenue [Line Items]				
Total revenue	826,179	771,040	2,301,155	2,074,671
Europe				
Disaggregation Of Revenue [Line Items]				
Total revenue	241,342	195,232	676,620	530,081
Rest of world				
Disaggregation Of Revenue [Line Items]				
Total revenue	305,053	222,279	826,340	640,076
United States				
Disaggregation Of Revenue [Line Items]				
Total revenue	$ 798,700	$ 747,600	$ 2,224,900	$ 2,009,800

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Net Loss per Share - Additional Information (Details)	**Sep. 30, 2024 class**
Earnings Per Share [Abstract]	
Number of classes of stock	3

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Net Loss per Share - Numerators and Denominators of Basic and Diluted Net Loss per Share Computations for Common Stock (Details) - USD ($) $ / shares in Units, shares in Thousands, $ in Thousands	**3 Months Ended**		**9 Months Ended**	
	Sep. 30, 2024	**Sep. 30, 2023**	**Sep. 30, 2024**	**Sep. 30, 2023**
Numerator:				
Net loss	$ (153,247)	$ (368,256)	$ (706,957)	$ (1,074,238)
Basic shares:				
Weighted-average common shares - Basic (in shares)	1,663,011	1,625,917	1,651,756	1,603,672
Diluted shares:				
Weighted-average common shares - Diluted (in shares)	1,663,011	1,625,917	1,651,756	1,603,672
Net loss per share attributable to common stockholders:				
Basic (in usd per share)	$ (0.09)	$ (0.23)	$ (0.43)	$ (0.67)
Diluted (in usd per share)	$ (0.09)	$ (0.23)	$ (0.43)	$ (0.67)
Class A				
Numerator:				
Net loss	$ (129,827)	$ (310,689)	$ (598,178)	$ (903,987)
Net loss attributable to common stockholders	$ (129,827)	$ (310,689)	$ (598,178)	$ (903,987)
Basic shares:				
Weighted-average common shares - Basic (in shares)	1,408,859	1,371,751	1,397,602	1,349,514
Diluted shares:				
Weighted-average common shares - Diluted (in shares)	1,408,859	1,371,751	1,397,602	1,349,514
Net loss per share attributable to common stockholders:				
Basic (in usd per share)	$ (0.09)	$ (0.23)	$ (0.43)	$ (0.67)
Diluted (in usd per share)	$ (0.09)	$ (0.23)	$ (0.43)	$ (0.67)
Class B				
Numerator:				
Net loss	$ (2,076)	$ (5,105)	$ (9,642)	$ (15,093)
Net loss attributable to common stockholders	$ (2,076)	$ (5,105)	$ (9,642)	$ (15,093)
Basic shares:				
Weighted-average common shares - Basic (in shares)	22,525	22,539	22,527	22,531
Diluted shares:				
Weighted-average common shares - Diluted (in shares)	22,525	22,539	22,527	22,531
Net loss per share attributable to common stockholders:				
Basic (in usd per share)	$ (0.09)	$ (0.23)	$ (0.43)	$ (0.67)
Diluted (in usd per share)	$ (0.09)	$ (0.23)	$ (0.43)	$ (0.67)
Class C				
Numerator:				
Net loss	$ (21,344)	$ (52,462)	$ (99,137)	$ (155,158)
Net loss attributable to common stockholders	$ (21,344)	$ (52,462)	$ (99,137)	$ (155,158)
Basic shares:				
Weighted-average common shares - Basic (in shares)	231,627	231,627	231,627	231,627
Diluted shares:				
Weighted-average common shares - Diluted (in shares)	231,627	231,627	231,627	231,627
Net loss per share attributable to common stockholders:				
Basic (in usd per share)	$ (0.09)	$ (0.23)	$ (0.43)	$ (0.67)
Diluted (in usd per share)	$ (0.09)	$ (0.23)	$ (0.43)	$ (0.67)

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Net Loss per Share - Schedule of Potentially Dilutive Shares Excluded from Calculation of Diluted Net Loss per Share (Details) - shares shares in Thousands	**9 Months Ended**	
	Sep. 30, 2024	**Sep. 30, 2023**
Stock options		
Antidilutive Securities Excluded From Computation Of Earnings Per Share [Line Items]		
Anti-dilutive securities excluded from calculation of diluted net loss per share (in shares)	691	2,195
Unvested RSUs and RSAs		
Antidilutive Securities Excluded From Computation Of Earnings Per Share [Line Items]		
Anti-dilutive securities excluded from calculation of diluted net loss per share (in shares)	132,226	153,629
Convertible Notes (if-converted)		
Antidilutive Securities Excluded From Computation Of Earnings Per Share [Line Items]		
Anti-dilutive securities excluded from calculation of diluted net loss per share (in shares)	85,945	89,379

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Stockholders' Equity - Additional Information (Details) shares in Millions	**9 Months Ended**	
	Sep. 30, 2024 USD ($) plan shares	**Oct. 31, 2023 USD ($)**
Share Based Compensation Arrangement By Share Based Payment Award [Line Items]		
Number of share-based employee compensation plans | plan	3	
Class A		

Share Based Compensation Arrangement By Share Based Payment Award [Line Items]		
Share repurchase program, authorized amount		$ 500,000,000
Retirement of Class A non-voting common stock (in shares) | shares	27.9	
Stock repurchased and retired	$ 311,100,000	
Restricted Stock Units and Restricted Stock Awards		
Share Based Compensation Arrangement By Share Based Payment Award [Line Items]		
Unrecognized compensation cost	$ 1,300,000,000	
Weighted average recognition period	2 years	
RSUs and RSAs Granted after February 2018 | Minimum		
Share Based Compensation Arrangement By Share Based Payment Award [Line Items]		
Service condition satisfied, years	3 years	
RSUs and RSAs Granted after February 2018 | Maximum		
Share Based Compensation Arrangement By Share Based Payment Award [Line Items]		
Service condition satisfied, years	4 years	

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Stockholders' Equity - Summary of RSU and RSA Activity (Details) - Restricted Stock Units and Restricted Stock Awards - Class A shares in Thousands	**9 Months Ended**
	Sep. 30, 2024 $ / shares shares
Number of Class A Shares	
Outstanding restricted stock, unvested beginning balance (in shares) | shares	157,130
Outstanding restricted stock, Granted (in shares) | shares	62,425
Outstanding restricted stock, Vested (in shares) | shares	(54,435)
Outstanding restricted stock, Forfeited (in shares) | shares	(32,894)
Outstanding restricted stock, unvested ending balance (in shares) | shares	132,226
Weighted- Average Grant Date Fair Value	
Weighted-average grant date fair value per restricted stock, unvested beginning balance (in usd per share) | $ / shares	$ 12.82
Weighted-average grant date fair value per restricted stock, Granted (in usd per share) | $ / shares	13.32
Weighted-average grant date fair value per restricted stock, Vested (in usd per share) | $ / shares	15.17
Weighted-average grant date fair value per restricted stock, Forfeited (in usd per share) | $ / shares	12.33
Weighted-average grant date fair value per restricted stock, unvested ending balance (in usd per share) | $ / shares	$ 12.21

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Stockholders' Equity - Summary of Stock Option Award Activity (Details) - Stock options $ / shares in Units, shares in Thousands, $ in Thousands	**9 Months Ended**	**12 Months Ended**
	Sep. 30, 2024 USD ($) $ / shares shares	**Dec. 31, 2023 USD ($) $ / shares shares**
Weighted- Average Exercise Price		
Weighted-Average Exercise Price, Beginning balance (in usd per share) | $ / shares	$ 14.90	
Weighted-Average Exercise Price, Granted (in usd per share) | $ / shares	0	
Weighted-Average Exercise Price, Exercised (in usd per share) | $ / shares	14.39	
Weighted-Average Exercise Price, Forfeited (in usd per share) | $ / shares	12.51	
Weighted-Average Exercise Price, Ending balance (in usd per share) | $ / shares	$ 15.97	$ 14.90
Weighted- Average Remaining Contractual Term (in years)		
Weighted-Average Remaining Contractual Term (in years)	4 years 9 months	4 years 4 months 28 days
Aggregate Intrinsic Value		
Aggregate Intrinsic Value, Outstanding | $	$ 249	$ 5,225
Class A		
Number of Shares		
Beginning balance (in shares)	1,692	
Granted (in shares)	0	
Exercised (in shares)	(884)	
Forfeited (in shares)	(117)	
Ending balance (in shares)	691	1,692
Class B		
Number of Shares		
Beginning balance (in shares)	5	
Granted (in shares)	0	
Exercised (in shares)	(5)	
Forfeited (in shares)	0	
Ending balance (in shares)	0	5

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Stockholders' Equity - Summary of Total Stock-based Compensation Expense (Details) - USD ($) $ in Thousands	**3 Months Ended**		**9 Months Ended**	
	Sep. 30, 2024	**Sep. 30, 2023**	**Sep. 30, 2024**	**Sep. 30, 2023**
Share Based Compensation Arrangement By Share Based Payment Award [Line Items]				
Share-based payment arrangement, expense	$ 260,229	$ 357,933	$ 783,292	$ 990,807
Cost of revenue				
Share Based Compensation Arrangement By Share Based Payment Award [Line Items]				
Share-based payment arrangement, expense	1,333	2,640	4,408	6,890
Research and development				
Share Based Compensation Arrangement By Share Based Payment Award [Line Items]				
Share-based payment arrangement, expense	172,516	234,615	518,500	672,030
Sales and marketing				
Share Based Compensation Arrangement By Share Based Payment Award [Line Items]				
Share-based payment arrangement, expense	53,345	72,783	160,209	185,319
General and administrative				
Share Based Compensation Arrangement By Share Based Payment Award [Line Items]				
Share-based payment arrangement, expense	$ 33,035	$ 47,895	$ 100,175	$ 126,568

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Business Acquisitions - Additional Information (Details) - USD ($)	**12 Months Ended**	
	Dec. 31, 2023	**Sep. 30, 2024**
Business Acquisition [Line Items]		
Goodwill	$ 1,691,827,000	$ 1,693,946,000
2023 Acquisitions		
Business Acquisition [Line Items]		
Purchase price consideration	73,100,000	
Payment to acquire business	56,300,000	

Business combination, recognized identifiable assets acquired and liabilities assumed, liabilities	12,600,000
Goodwill	42,800,000
Goodwill deductible for tax purposes	$ 0

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Goodwill and Intangible Assets - Changes in Carrying Amount of Goodwill (Details) $ in Thousands	9 Months Ended Sep. 30, 2024 USD ($)
Goodwill [Roll Forward]	
Goodwill, beginning balance	$ 1,691,827
Goodwill acquired	0
Foreign currency translation	2,119
Goodwill, ending balance	$ 1,693,946

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Goodwill and Intangible Assets - Schedule of Intangible Assets (Details) - USD ($) $ in Thousands	9 Months Ended Sep. 30, 2024	12 Months Ended Dec. 31, 2023
Finite-Lived Intangible Assets [Line Items]		
Gross Carrying Amount	$ 361,451	$ 369,431
Accumulated Amortization	(262,531)	(223,128)
Net	$ 98,920	$ 146,303
Domain names		
Finite-Lived Intangible Assets [Line Items]		
Weighted- Average Remaining Useful Life (Years)	2 years 3 months 18 days	3 years
Gross Carrying Amount	$ 745	$ 745
Accumulated Amortization	(596)	(546)
Net	$ 149	$ 199
Technology		
Finite-Lived Intangible Assets [Line Items]		
Weighted- Average Remaining Useful Life (Years)	2 years 4 months 24 days	2 years 9 months 18 days
Gross Carrying Amount	$ 315,333	$ 323,313
Accumulated Amortization	(233,695)	(197,608)
Net	$ 81,638	$ 125,705
Patents		
Finite-Lived Intangible Assets [Line Items]		
Weighted- Average Remaining Useful Life (Years)	8 years 8 months 12 days	8 years 9 months 18 days
Gross Carrying Amount	$ 39,373	$ 39,373
Accumulated Amortization	(22,240)	(19,099)
Net	17,133	20,274
Other		
Finite-Lived Intangible Assets [Line Items]		
Gross Carrying Amount	6,000	6,000
Accumulated Amortization	(6,000)	(5,875)
Net	$ 0	$ 125

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Goodwill and Intangible Assets - Additional Information (Details) - USD ($) $ in Millions	3 Months Ended Sep. 30, 2024	3 Months Ended Sep. 30, 2023	9 Months Ended Sep. 30, 2024	9 Months Ended Sep. 30, 2023
Goodwill and Intangible Assets Disclosure [Abstract]				
Amortization of intangible assets	$ 13.9	$ 19.1	$ 47.5	$ 55.3

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Goodwill and Intangible Assets - Schedule of Estimated Intangible Asset Amortization Expense (Details) - USD ($) $ in Thousands	Sep. 30, 2024	Dec. 31, 2023
Goodwill and Intangible Assets Disclosure [Abstract]		
Remainder of 2024	$ 12,557	
2025	41,513	
2026	20,299	
2027	12,124	
2028	4,343	
Thereafter	8,084	
Net	$ 98,920	$ 146,303

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Debt - Additional Information (Details)	1 Months Ended May 31, 2024 USD ($) d $ / shares	Feb. 29, 2024 USD ($)	May 31, 2022 USD ($)	Feb. 28, 2022 USD ($) $ / shares shares	Apr. 30, 2021 USD ($) $ / shares shares	Apr. 30, 2020 USD ($) $ / shares shares	Aug. 31, 2019 USD ($) $ / shares shares	3 Months Ended Sep. 30, 2024 USD ($) $ / shares	Jun. 30, 2024 USD ($)	Mar. 31, 2024 USD ($)	Sep. 30, 2023 USD ($)	9 Month Sep. 30, 2024 USD ($) $ / shares
Debt Instrument [Line Items]												
Debt instrument, principal amount								$ 3,685,994,000				$ 3,685,994,0
Debt repurchase amount	$ 418,300,000											
Repurchases of convertible notes								0			$ 0	(859,042,00
Amortization of debt issuance costs								2,717,000			1,842,000	6,667,000
Revolving Credit Facility												
Debt Instrument [Line Items]												
Maximum borrowing capacity			$ 1,050,000,000.00									
Credit facility expiration period			5 years									
Annual commitment fee			0.10%									
Outstanding letters of credit								65,600,000				65,600,000
Amounts outstanding												

under the credit facility			0		0
Revolving Credit Facility | Secured Overnight Financing Rate (SOFR)					
Debt Instrument [Line Items]					
Basis spread on variable interest rate (percentage)		0.75%			
Revolving Credit Facility | Sterling Overnight Index					
Debt Instrument [Line Items]					
Basis spread on variable interest rate (percentage)		0.7826%			
Revolving Credit Facility | Miscellaneous					
Debt Instrument [Line Items]					
Basis spread on variable interest rate (percentage)		0.75%			
Revolving Credit Facility | Overnight Funding Rate					
Debt Instrument [Line Items]					
Basis spread on variable interest rate (percentage)		0.50%			
Revolving Credit Facility | One Month Secured Overnight Financing Rate S O F R Overnight Index Swap Rate					
Debt Instrument [Line Items]					
Credit facility expiration period		1 month			
Basis spread on variable interest rate (percentage)		100.00%			
2030 Notes					
Debt Instrument [Line Items]					
Debt instrument, principal amount			750,000,000		$ 750,000,0(
Debt instrument convertible, amortization period					5 years 7 months 6 days
Amortization of debt issuance costs				$ 20,900,000	
Cap price, net cost			$ 68,900,000		$ 68,900,00(
2030 Notes | Convertible Debt					
Debt Instrument [Line Items]					
Debt instrument, principal amount	750,000,000				
Initial placement amount	650,000,000				
Over-allotment option	100,000,000				
Debt, net of issuance costs	$ 671,500,000				
Debt instrument, interest rate	0.50%				
Debt instrument convertible, percentage of conversion price	130.00%				
Debt instrument convertible, number of trading days | d	20				
Debt instrument, redemption price percentage	100.00%				
2030 Notes | Debt Conversion Terms One | Convertible Debt					
Debt Instrument [Line Items]					
Debt instrument convertible, percentage of conversion price	130.00%				
Debt instrument convertible, number of trading days | d	20				
Debt instrument convertible, number of consecutive trading days | d	30				
2030 Notes | Debt Conversion Terms Two | Convertible Debt					
Debt Instrument [Line Items]					
Debt instrument convertible, percentage of conversion price	98.00%				
Debt instrument convertible, number of trading days | d	5				
Debt instrument convertible, number of consecutive trading days | d	10				

2030 Notes | Class A					
Debt Instrument [Line Items]					
Cap price, per share (in usd per share) | $ / shares				$ 33.48	$ 33.48
2030 Notes | Class A | Convertible Debt					
Debt Instrument [Line Items]					
Conversion price per share (in usd per share) | $ / shares	$ 22.18				
Debt Instrument, Convertible, Conversion Ratio	0.0450846				
2028 Notes					
Debt Instrument [Line Items]					
Debt instrument, principal amount		$ 1,500,000,000		$ 1,500,000,000	$ 1,500,000,0(
Proceeds from issuance of convertible notes, net of issuance costs		$ 1,310,000,000			
Debt instrument, interest rate		0.125%			
Debt instrument convertible, amortization period					3 years 4 months 24 days
Cap price, net cost				$ 177,000,000	$ 177,000,0(
2028 Notes | Class A					
Debt Instrument [Line Items]					
Shares issued upon conversion of each $1000 principal amount | shares		17.7494			
Debt instrument, convertible principal amount used in conversion rate		$ 1,000			
Conversion price per share (in usd per share) | $ / shares		$ 56.34			
Cap price, per share (in usd per share) | $ / shares				$ 93.90	$ 93.90
2027 Notes					
Debt Instrument [Line Items]					
Debt instrument, principal amount			$ 1,150,000,000	$ 1,150,000,000	$ 1,150,000,0(
Debt, net of issuance costs			$ 1,050,000,000.00		
Debt instrument convertible, amortization period					2 years 7 months 6 days
Cap price, net cost				$ 86,800,000	$ 86,800,00(
2027 Notes | Class A					
Debt Instrument [Line Items]					
Shares issued upon conversion of each $1000 principal amount | shares			11.2042		
Debt instrument, convertible principal amount used in conversion rate			$ 1,000		
Conversion price per share (in usd per share) | $ / shares			$ 89.25		
Cap price, per share (in usd per share) | $ / shares				$ 121.02	$ 121.02
2025 Notes					
Debt Instrument [Line Items]					
Debt instrument, principal amount			$ 1,000,000,000	$ 36,240,000	$ 36,240,00(
Debt, net of issuance costs			$ 888,600,000		
Debt instrument, interest rate			0.25%		
Debt repurchase amount	$ 147,900,000	$ 100,000,000			
Debt instrument convertible, amortization period					7 months 6 days
Cap price, net cost				$ 100,000,000	$ 100,000,0(
2025 Notes | Class A					
Debt Instrument [Line Items]					
Shares issued upon conversion of each $1000 principal amount | shares			46.1233		
Debt instrument, convertible principal amount used in conversion rate			$ 1,000		
Conversion price per share (in usd per share) | $ / shares			$ 21.68		
Cap price, per share (in usd per share) | $ / shares				$ 32.12	$ 32.12
2026 Notes					
Debt Instrument					

| [Line Items] | | |

Lessee Lease Description [Line Items]				
Operating lease cost	$ 25.3	$ 24.8	$ 75.9	$ 75.4
Lease not yet commenced amount	36.0		36.0	
Operating cash outflows for operating leases	27.4	24.4	84.5	72.8
Lease liabilities arising from obtaining operating lease right-of-use assets	$ 8.6	$ 16.0	$ 44.1	$ 30.2
Minimum				
Lessee Lease Description [Line Items]				
Operating leases, terms	7 years		7 years	
Maximum				
Lessee Lease Description [Line Items]				
Operating leases, terms	11 years		11 years	

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Leases - Summary of Weighted Average Remaining Lease Term and Discount Rate Related to Operating Leases (Details)	**Sep. 30, 2024**	**Sep. 30, 2023**
Leases [Abstract]		
Weighted-average remaining lease term	9 years 6 months	6 years 2 months 12 days
Weighted-average discount rate	6.20%	5.00%

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Leases - Present Value of Operating Lease Liabilities (Details) $ in Thousands	**Sep. 30, 2024 USD ($)**
Leases [Abstract]	
Remainder of 2024	$ 26,867
2025	57,212
2026	91,993
2027	84,650
2028	83,685
Thereafter	478,266
Total lease payments	822,673
Less: Imputed interest	(223,450)
Present value of lease liabilities	$ 599,223

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Strategic Investments - Schedule of Strategic Investments (Details) - USD ($) $ in Thousands	**Sep. 30, 2024**	**Dec. 31, 2023**
Equity Method Investments and Joint Ventures [Abstract]		
Initial cost	$ 106,052	$ 106,368
Cumulative upward adjustments	146,201	147,317
Cumulative downward adjustments, including impairments	(63,619)	(58,357)
Carrying value	$ 188,634	$ 195,328

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Strategic Investments - Gain (Loss) on Strategic Investments (Details) - USD ($) $ in Thousands	**3 Months Ended**		**9 Months Ended**	
	Sep. 30, 2024	**Sep. 30, 2023**	**Sep. 30, 2024**	**Sep. 30, 2023**
Equity Method Investments and Joint Ventures [Abstract]				
Gains (losses) recognized on strategic investments sold during the period, net	$ 0	$ 0	$ (60)	$ 0
Unrealized gains on strategic investments still held at the reporting date	60	130	334	1,685
Unrealized losses, including impairments, on strategic investments still held at the reporting date	(372)	(400)	(7,411)	(1,704)
Gains (losses) on strategic investments, net	$ (312)	$ (270)	$ (7,137)	$ (19)

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Fair Value Measurements - Summary of Financial Assets Measured at Fair Value on Recurring Basis (Details) - USD ($) $ in Thousands	**Sep. 30, 2024**	**Dec. 31, 2023**
Fair Value Assets And Liabilities Measured On Recurring And Nonrecurring Basis [Line Items]		
Cash and cash equivalents		$ 1,780,400
Cash and cash equivalents	$ 964,967	1,780,400
Marketable Securities, Total Estimated Fair Value	2,200,000	
Fair Value, Measurements, Recurring		
Fair Value Assets And Liabilities Measured On Recurring And Nonrecurring Basis [Line Items]		
Cash and cash equivalents	964,967	
Cash and cash equivalents	964,867	
Cash equivalents, Gross Unrealized Gains	100	
Cash, Equity Securities and Marketable securities, Cost or Amortized Cost	3,171,852	3,533,179
Equity Securities and Marketable securities, Gross Unrealized Gains	12,327	1,502
Equity Securities and Marketable securities, Gross Unrealized Losses	(476)	(4,206)
Cash, Equity Securities and Marketable Securities, Total Estimated Fair Value	3,183,703	3,530,475
Fair Value, Measurements, Recurring | Cash		
Fair Value Assets And Liabilities Measured On Recurring And Nonrecurring Basis [Line Items]		
Cash and cash equivalents	364,221	584,990
Fair Value, Measurements, Recurring | Level 1 | U.S. government securities		
Fair Value Assets And Liabilities Measured On Recurring And Nonrecurring Basis [Line Items]		
Marketable securities, Cost or Amortized Cost	2,045,723	1,295,918
Marketable securities, Gross Unrealized Gains	11,770	894
Marketable securities, Gross Unrealized Losses	(463)	(3,919)
Marketable Securities, Total Estimated Fair Value	2,057,030	1,292,893
Fair Value, Measurements, Recurring | Level 1 | U.S. government agency securities		
Fair Value Assets And Liabilities Measured On Recurring And Nonrecurring Basis [Line Items]		
Marketable securities, Cost or Amortized Cost	12,001	138,420
Marketable securities, Gross Unrealized Gains	5	31
Marketable securities, Gross Unrealized Losses	(5)	(188)
Marketable Securities, Total Estimated Fair Value	12,001	138,263
Fair Value, Measurements, Recurring | Level 1 | Money Market Funds		
Fair Value Assets And Liabilities Measured On Recurring And Nonrecurring Basis [Line Items]		
Cash and cash equivalents	591,590	1,195,410
Cash and cash equivalents	591,491	
Cash equivalents, Gross Unrealized Gains	99	

Fair Value, Measurements, Recurring | Level 1 | U.S. government securities		
Fair Value Assets And Liabilities Measured On Recurring And Nonrecurring Basis [Line Items]		
Cash and cash equivalents	9,156	
Cash and cash equivalents	9,155	
Cash equivalents, Gross Unrealized Gains	1	
Fair Value, Measurements, Recurring | Level 2		
Fair Value Assets And Liabilities Measured On Recurring And Nonrecurring Basis [Line Items]		
Marketable securities, Cost or Amortized Cost	2,206,985	1,752,779
Marketable securities, Gross Unrealized Gains	12,227	1,502
Marketable securities, Gross Unrealized Losses	(476)	(4,206)
Marketable Securities, Total Estimated Fair Value	2,218,736	1,750,075
Fair Value, Measurements, Recurring | Level 2 | Corporate debt securities		
Fair Value Assets And Liabilities Measured On Recurring And Nonrecurring Basis [Line Items]		
Marketable securities, Cost or Amortized Cost	140,662	234,336
Marketable securities, Gross Unrealized Gains	452	577
Marketable securities, Gross Unrealized Losses	(8)	(99)
Marketable Securities, Total Estimated Fair Value	141,106	234,814
Fair Value, Measurements, Recurring | Level 2 | Commercial paper		
Fair Value Assets And Liabilities Measured On Recurring And Nonrecurring Basis [Line Items]		
Marketable securities, Cost or Amortized Cost	8,599	65,380
Marketable securities, Gross Unrealized Gains	0	0
Marketable securities, Gross Unrealized Losses	0	0
Marketable Securities, Total Estimated Fair Value	$ 8,599	65,380
Fair Value, Measurements, Recurring | Level 2 | Certificates of deposit		
Fair Value Assets And Liabilities Measured On Recurring And Nonrecurring Basis [Line Items]		
Marketable securities, Cost or Amortized Cost		18,725
Marketable securities, Gross Unrealized Gains		0
Marketable securities, Gross Unrealized Losses		0
Marketable Securities, Total Estimated Fair Value		$ 18,725

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Fair Value Measurements - Additional Information (Details) - USD ($) $ in Millions	9 Months Ended	
	Sep. 30, 2024	Dec. 31, 2023
Fair Value Assets And Liabilities Measured On Recurring And Nonrecurring Basis [Line Items]		
Marketable securities contractual maturities	$ 1,100.0	
Marketable securities, total estimated fair value	2,200.0	
Equity securities, cost or amortized cost	8.4	$ 13.6
Level 2 | 2025 Notes		
Fair Value Assets And Liabilities Measured On Recurring And Nonrecurring Basis [Line Items]		
Convertible notes	34.7	300.9
Level 2 | 2026 Notes		
Fair Value Assets And Liabilities Measured On Recurring And Nonrecurring Basis [Line Items]		
Convertible notes	240.9	893.2
Level 2 | 2028 Notes		
Fair Value Assets And Liabilities Measured On Recurring And Nonrecurring Basis [Line Items]		
Convertible notes	1,200.3	1,181.7
Level 2 | 2027 Notes		
Fair Value Assets And Liabilities Measured On Recurring And Nonrecurring Basis [Line Items]		
Convertible notes	985.9	$ 921.5
Level 2 | 2030 Notes		
Fair Value Assets And Liabilities Measured On Recurring And Nonrecurring Basis [Line Items]		
Convertible notes	$ 641.2	
Minimum		
Fair Value Assets And Liabilities Measured On Recurring And Nonrecurring Basis [Line Items]		
Marketable securities contractual maturities period	1 year	
Maximum		
Fair Value Assets And Liabilities Measured On Recurring And Nonrecurring Basis [Line Items]		
Marketable securities contractual maturities period	5 years	

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Fair Value Measurements - Gain (Loss) on Securities (Details) - USD ($) $ in Thousands	3 Months Ended		9 Months Ended	
	Sep. 30, 2024	Sep. 30, 2023	Sep. 30, 2024	Sep. 30, 2023
Fair Value Disclosures [Abstract]				
Gains (losses) recognized on publicly traded equity securities sold during the period, net	$ 0	$ (14,105)	$ 0	$ 11,046
Unrealized gains (losses) on publicly traded equity securities still held at the reporting date, net	(439)	(6,803)	(5,179)	(16,941)
Gains (losses) on publicly traded equity securities, net	$ (439)	$ (20,908)	$ (5,179)	$ (5,895)

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Income Taxes - Additional Information (Details) - USD ($) $ in Thousands	3 Months Ended		9 Months Ended	
	Sep. 30, 2024	Sep. 30, 2023	Sep. 30, 2024	Sep. 30, 2023
Income Tax Disclosure [Abstract]				
Income tax expense (benefit)	$ 8,332	$ 5,849	$ 20,466	$ 24,787

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Accumulated Other Comprehensive Income (Loss) - Schedules of Changes in Accumulated Other Comprehensive Income (Loss) (Details) - USD ($) $ in Thousands	3 Months Ended		9 Months Ended	
	Sep. 30, 2024	Sep. 30, 2023	Sep. 30, 2024	Sep. 30, 2023
AOCI Including Portion Attributable to Noncontrolling Interest, Net of Tax [Roll Forward]				
Balance, beginning of period			$ 2,414,112	
Other comprehensive income (loss) before reclassifications			21,913	
Amounts reclassified from AOCI			(205)	
Net current period other comprehensive income (loss)	$ 26,067	$ (1,621)	21,708	$ (3,808)
Balance, end of period	2,210,075	2,493,021	2,210,075	2,493,021
AOCI Attributable to Parent				
AOCI Including Portion Attributable to Noncontrolling Interest, Net of Tax [Roll Forward]				
Balance, beginning of period	2,772	(16,161)	7,131	(13,974)
Net current period other comprehensive income (loss)	26,067	(1,621)	21,708	(3,808)
Balance, end of period	28,839	$ (17,782)	28,839	$ (17,782)
Marketable Securities				

AOCI Including Portion Attributable to Noncontrolling Interest, Net of Tax [Roll Forward]		
Balance, beginning of period		(2,860)
Other comprehensive income (loss) before reclassifications		14,760
Amounts reclassified from AOCI		(205)
Net current period other comprehensive income (loss)		14,555
Balance, end of period	11,695	11,695
Foreign Currency Translation		
AOCI Including Portion Attributable to Noncontrolling Interest, Net of Tax [Roll Forward]		
Balance, beginning of period		9,991
Other comprehensive income (loss) before reclassifications		7,153
Amounts reclassified from AOCI		0
Net current period other comprehensive income (loss)		7,153
Balance, end of period	$ 17,144	$ 17,144

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Long-lived Assets - Long-lived Assets by Geographic Area (Details) - USD ($) $ in Thousands	**Sep. 30, 2024**	**Dec. 31, 2023**
Revenues From External Customers And Long Lived Assets [Line Items]		
Total long-lived assets, net	$ 983,356	$ 927,188
United States		
Revenues From External Customers And Long Lived Assets [Line Items]		
Total long-lived assets, net	665,472	646,546
United Kingdom		
Revenues From External Customers And Long Lived Assets [Line Items]		
Total long-lived assets, net	245,832	218,326
Rest of world		
Revenues From External Customers And Long Lived Assets [Line Items]		
Total long-lived assets, net	$ 72,052	$ 62,316

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Restructuring - Additional Information (Details) - USD ($) $ in Thousands	**3 Months Ended**		**9 Months Ended**
	Jun. 30, 2024	**Sep. 30, 2023**	**Sep. 30, 2024**
Restructuring Cost And Reserve [Line Items]			
Restructuring charges			$ 70,157
Global Headcount Reduction			
Restructuring Cost And Reserve [Line Items]			
Percentage of employee reduction in reprioritization plan	10.00%	3.00%	
Restructuring charges		$ 18,600	

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Restructuring - Schedule of Restructuring Charges (Details) $ in Thousands	**9 Months Ended**
	Sep. 30, 2024 USD ($)
Restructuring Cost And Reserve [Line Items]	
Restructuring charges	$ 70,157
Cost of revenue	
Restructuring Cost And Reserve [Line Items]	
Restructuring charges	1,121
Research and development	
Restructuring Cost And Reserve [Line Items]	
Restructuring charges	38,847
Sales and marketing	
Restructuring Cost And Reserve [Line Items]	
Restructuring charges	19,931
General and administrative	
Restructuring Cost And Reserve [Line Items]	
Restructuring charges	10,258
Severance and Related Charges	
Restructuring Cost And Reserve [Line Items]	
Restructuring charges	55,318
Severance and Related Charges | Cost of revenue	
Restructuring Cost And Reserve [Line Items]	
Restructuring charges	932
Severance and Related Charges | Research and development	
Restructuring Cost And Reserve [Line Items]	
Restructuring charges	30,845
Severance and Related Charges | Sales and marketing	
Restructuring Cost And Reserve [Line Items]	
Restructuring charges	15,755
Severance and Related Charges | General and administrative	
Restructuring Cost And Reserve [Line Items]	
Restructuring charges	7,786
Stock Based Compensation Expense Benefit	
Restructuring Cost And Reserve [Line Items]	
Restructuring charges	9,402
Stock Based Compensation Expense Benefit | Cost of revenue	
Restructuring Cost And Reserve [Line Items]	
Restructuring charges	189
Stock Based Compensation Expense Benefit | Research and development	
Restructuring Cost And Reserve [Line Items]	
Restructuring charges	4,801
Stock Based Compensation Expense Benefit | Sales and marketing	
Restructuring Cost And Reserve [Line Items]	
Restructuring charges	4,176
Stock Based Compensation Expense Benefit | General and administrative	
Restructuring Cost And Reserve [Line Items]	
Restructuring charges	236
Other	
Restructuring Cost And Reserve [Line Items]	
Restructuring charges	5,437
Other | Cost of revenue	
Restructuring Cost And Reserve [Line Items]	
Restructuring charges	0
Other | Research and development	

Restructuring Cost And Reserve [Line Items]

Restructuring charges	3,201
Other | Sales and marketing	

Restructuring Cost And Reserve [Line Items]

Restructuring charges	0
Other | General and administrative	

Restructuring Cost And Reserve [Line Items]

Restructuring charges	$ 2,236

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Subsequent Events (Details) - Class A - USD ($)	**Oct. 31, 2024**	**Oct. 31, 2023**

Subsequent Event [Line Items]

Share repurchase program, authorized amount	$ 500,000,000
Subsequent Event | Forecast	

Subsequent Event [Line Items]

Share repurchase program, authorized amount $ 500,000,000

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VU[4;/07/4;SHYG@'K.'MYA,L0Z1^P7V*B#_1]V*^N!]\'^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" !$G5U92_"AX'0& !:)@ & 'AL+W=O)X&(D>2K MRIX4OYVYC@([GQ@SX(_)WC'25NZ% ^*!/OYES]$EXB'WE)9@_^!SW@8;B4H MQW^%,* \31VX?[O3O\G.@YE[EO"9"*2+6Y])WWD.]7+ W5G7C\C1>&AEK/ MV2 46/^.NVT>F9@0\@@BH__LJ:B{O8 AK@D@10!Y%8#K?H$6 30S MFI?7 P4"O; Z\0N M(N]<(.(0UU">5#\HZ=.$1F;PE\4AY:51#.]6]W:!:M /:.YG'<;G7[_OE=G MT%SQ*/G75&&YH&L6U'WS;,)E'K_L0>=+N'S@O]FI!9>!\'6G1# V&!O/KE1VP]I^:(UOZ?.L]'G6 M,#,E@VDEZY;U[6C76K$P,3:D:,REP?/2X+FU4,6P3A=H?CLS^;-&MO2' MG6IF=9HXG,>>D)"5V:QQ@I8*NB(2LU&BOY#/]JH^T#ZN^N38[M06TM[\$$ M;F+Y,WM"DCN.@BA,%F2*!ZHRNK1)M75<38U&NX B7%$1 MMK/.:Z,+D2@6HK^#:?T895<<.ZYC[K9=\!&N G;N2!9+Y"FL>NN-V07>4.S\ M:#36!1#ABHBP'6/>"P]:.+$1L8T8#HC0\;A/*1T._77!0[@"(FRGF<^! A82 M*X3)F_N?T9()[82V-)]T*\U"!N/T%!(@BF!Z6BKA23U!6R:1 PM3CGYT3F$@ M=C#:PO(X6Q<;JZ,+@L(50F$[^P#X^D&\1LOGZ%Z$QEHX#$!&7UV0$ZG(B=C9-M9M>NZ/K)V[!XS6O9\(#0[9>E$9/L86W]59A$&F'2+)52KU_R14O6D#"WI,87 M, <4OQA? V\SL46U]5GA$&N^1/(0%=OZ^3B]$VAX'(9#QO4KKOM<6W]52Q$&K'0=<3E6G?,7T%!;?1LL66QN6GM@O5&NT A4[$0 ML9/,KB$W"!K29L\N4V^O^R B%1 1.\OL1H8;220T3SV^1/ZG9LMVJ4T#0O' MKNN<&WUV 4,D B R &>}^0F2#0!?N$,K;W?@?D^GU.^A0;C7:\[^1"!^GFIQ MEO*EWI[3&IAH'GWL8K6[*UW@#ZWPAQYXM?/*8_$>M]:E ,E/U+BGT 4"T0]!-M]!U8IF#0STV&;&UT91>H'7'L<6V-5O\4?4Q5HEBLEV;&:C@2VA35D*L ,S6]:?\P MP2ZASG#DC(87@P>3R0]#]U:\F2^,KHX$K<4+K](%!1$!T=/9F/!#:%_RXP MB5:81)MA4HMD/A+W%.5P]DTR$S(DE(R=FE2N"(DV>>%CVB;ZLD=^MX'(K>'(:[JU2&6[\/=60Z'V(I4\I'1V*6O,/(_4$L#!!0 ($2= M75E8+CV]EPH_<_ 8 >&PO=V]R:W-H965T&ULK5M= MZ.CN[QLD$+1=&]0UDUHOB>T<'<5'5U?W2.+1_]_5O.6^?[KBB;#XMMV^Y05JLFV_)=VKRO M]KP4?]E4]2YMQ=OZ;=7L;YZNNT;[8H5=UU_MTKQ+]^_K @? _&/!8>'*_X@7/&LE12I^_M/?.[7A222P?2PRDBV.?LN'IZS?VI/ORXLL\I@\V_KXK_Y.MV^V$1+)PUWZ2' MHQU:O?R=#\U_(DWQ9533=3^=EP+H+)SLT:,4;&HQ_8)>7_>_T^R#$20#! S? M0P\;0.R "!J SK3@ X.Z*4]>$,#[\(>_*&!WVG?B]4I':5M>G=,5R].+=&" M3;[HA]MK+03.2QE9#VTM_I]+=NW=?54V59&OTY:OG8=6_!)ATS9.M7'NTV;K M)"+T&F?I_/X0.3 _] (OSDY.7SK>VU:%)RW5SNVK%_R"95MG0WZ>^/SS3'W(^ M5V6[;9RX7/,UT/[>W)Z<;Q^;VX>&]BNAW5%_ ";@)VPD_)R^.@2]<["+*?1U MS*T?^/Z]0]S9YM'ES0DDQH_UGOSIWB=2DF,LDHZ/S,6B#+A-%W";NMHY(GW6 M:9N73WW^R=N<@Q'7LU*85:,FFV:?9OS#0N3>AM?/?'"WU[\@W_T;-%XVR2*;_M9+%-LL02V62Q8!95 XZEL>6U8]F3^1V97&*?[Y;((YBRV]7S_MZ3 !.,('V:.GN!C .="YRD33411A-U2FF8Y"** A4689!/,18O <8T<9F5'&A[*OBUEL;IV MLFHC*OAF5D$CT[4*.NWK8_ %6!$GTF'$8R%1Q(EU& L(#K&BOM%:CA&H&1@T_GD2>K"37_+%U]J8Y$?&A:I "^9<(^FU<@:ZG RIB5\'B4!3-(U MD_.[:LK7O9U@VKXA4<,0*,_14;GC?/$DS"U_ME\+? R;P/B6KLXE[10_U;$F61C'0,1LCS%%%U%,+(5[@2H+\@F%E$D3M:'M>H MZV_MEM>@=3&VNU:L@6VBA##\BEP :DE]J.H%P4B@9H<$A"$WG./LQ"8BBSQ)S(LQ$N6LYY1- S[T?:2;"M$[+](M147CP_#E]+/AQ]_"&#F9[\'Q-O)> M/=9H4WJA12I4PW(1R$3,WX]-15UM.'(Z+[NOM1\G^8B MR7^7U?O9U@6@8YCTGTMRO]AZH'26G7#]NTR H159758/YV3%T%%P6>4\MMOV60IW9)+4JBD=V*9+'R-.L (P M%KI4U52'B9*>*]D.LPCA,TI.AI29+0T_5]]DLZJBQS8)L6O&VHK]HY:8J96 M:#$$(ZZK%G8@#(5SDWQT:\ALUXZY0L&;.U 9@ MKA>JH1<#. HS[|5+'>8']RZHXE#9A>G9LMS4E]U;T@W5"(2;"M/" .!5]P M CA*L4=5,0&MI;T\8P!'VZ[OPX AH]35C!N$8X2[56X,X1#U M/;5T24"@%[CNS#X)'KT;/N/=3G5M6I&7^%.>#,.I [D!9;5]V#K#NG]0;^3PD M!B!+[*K[5PD$8XRY.T*.7@V/O-1#E6PKHE6;A@"!!T11-(;84R@$>>NDXD MY[BF.HX.#9L=6I?7N^V$355/=N*.6S7=TMK]I0\O5'PR=W&ULKJCTL+S+"0^ M#*TD R-)S3VN^J:.C=_F[S:9Y+NT_L9;:>%.MN.!%:VZ.0R8*N9ZKK]"D% MCS"7JJ?,$%!4%IZG%H,)A,0NQ63NQ ./E@Z?.7Y[F_:7RVK5PF' FP6,J3XA M@G ^U:<^=%Q'"= (6),@2.H;G0G4T<=ALXCZG[.#==:);. 7-8 U5R\RGP5%&A M4S3F.?6 &_AQ%PM]A, B-V0,#(7IZ.=PQ?8.5 YJQ8.ZX9*RY4Z9$G<0)4. M0'"%1.0=0E.SL=9'1OY$?\F^76@US+U=?] *.RC#&@3HW(PA(!*$J_83S_$__M= >!&/DSN[%D]'#P.@<^WR4%@6LG<VKJ.=]W'E(#$"6OGXW*S%23;4;31PO MF[AIA++.\WHF.]'8KZ*R8^7^U?O9U@6W%XKA4<,0*,_ 14;GC?/$DS"U=E/+? R;P/B6KLXE[10_U;$F61C'0,1LCS%%%U%,+(5[@2H+\@F%E$D3M:'M>H MZV_MEM>@=3&VNU:L@6VBA##\BEP :DE]J.H%P4B@9H<$A"$WG./LQ"8BBSQ)S(LQ$N6LYY1- S[T?:2;"MS[+](M147CP_#E]+/AQ]_"&#F9[\'Q-O)> M/=9H4WJA12I4PW(1R$3,WX]-15UM.'(Z+[NOM1\G^8B MR7^7U?O9Q0W@6W%XKA4<,0*,_ 14;GC?/$DS"U=E/+? R;P/B6KLXE[10_U;$F61C'0,1LCS%%%U%,+(5[@2H+\@F%E$D3M:'M>H MZV_MEM>@=3&VNU:L@6VBA##\BEP :DE]J.H%P4B@9H<$A"$WG./LQ"8BBSQ)S(LQ$N6LYY1- S[T?:2;"M$[+](M147CP_#E]+/AQ]_"&#F9[\'Q-O)> M/=9H4WJA12I4PW(1R$3,WX]-15UM.'(Z+[NOM1\G^8B MR7^7U?O9U@6W%XKA4<,0*,_ 14;GC?/$DS"U=E/+? R;P/B6KLXE[10_U;$F61C'0,1LCS%%%U%,+(5[@2H+\@F%E$D3M:'M>H MZV_MEM>@=3&VNU:L@6VBA##\BEP :DE]J.H%P4B@9H<$A"$WG./LQ"8BBSQ)S(LQ$N6LYY1- S[T?:2;"M$[+](M147CP_#E]+/AQ]_"&#F9[\'Q-O)> M/=9H4WJA12I4PW(1R$3,WX]-15UM.'(Z+[NOM1\G^8B MR7^7U?O9U@6W%XKA4<,0*,_ 14;GC?/$DS"U=E/+? R;P/B6KLXE[10_U;$F61C'0,1LCS%%%U%,+(5[@2H+\@F%E$D3M:'M>H MZV_MEM>@=3&VNU:L@6VBA##\BEP :DE]J.H%P4B@9H<$A"$WG./LQ"8BBSQ)S(LQ$N6LYY1- S[T?:2;"MS[+](M147CP_#E]+/AQ]_"&#F9[\'Q-O)> M/=9H4WJA12I4PW(1R$3,WX]-15UM.'(Z+[NOM1\G^8B MR7^7U?O9U@6W%XKA4<,0*,_ 14;GC?/$DS"U=E/+? R;P/B6KLXE[10_U;$F61C'0,1LCS%%%U%,+(5[@2H+\@F%E$D3M:'M>H MZV_MEM>@=3&VNU:L@6VBA##\BEP :DE]J.H%P4B@9H<$A"$WG./LQ"8BBSQ)S(LQ$N6LYY1- S[T?:2;"M$

RAMAM)BE);@M!2E9;YW=YO*ZV_@?=9YM+*;1(E@H;8;2 M8I26H+04I66N;)\YM8,PE)9\U'>$TD]45[&TF](-$T!O8G+U)B8X , F)E>3-4 $9I"4I+45[&TG*45]"T$]55VF:,/X[TU,KM[$-"]W^E3&/%]OR M5<^ELRS3C\2H1\VM1H;0$I:4H+4-I.4HK4%)TBJ45E.T8=3WIBY7[^YZTI?+_M37/3K%IBT4>_7:ZJG)!U4>K3;&T!*6EZBL229885#5':05**U%:A=)]BC:, M[-[OYHX5IYTH0V]K3Y5R)FJ/^_E=1WTHEFZ"RJ6*R.UE+CE34O(,2 M"I16HK0*I=44,1BIO7G-??Y24]`+_5I6RE44C++<(!!CFQ2-45]"TE*4EBDN MKWQU8 M.E6TB!')2@M16D92LM16H'2I24I6+@:UBWNMM>3(GF^1AJ59I:2I6H,'0GF:1A535!:BM(RE)-3C M <EE2BM0<I)B8&)TBKE%"+ _$\_1.O.]02DX_ MHLE9 K7;>.;)ES+*#2"PKBXHF*"U%:1E*RU%;@=)*E%;AM}]B#9-$;[7S]%:[MU_M/W78YX')^>[L+]?ER]8YNU"]'TF;>PC+EAZ$G'I]&51.4E]*T#*7E**U M.25*IU!.3=&&X=W[ZCR]K^ZW9G.S6#VLVL=$.&]<0VDS3S:_^.8?BO6B4=$$ MI:4H+4-I.4HK4%[)TBJ45E.T88#WOCE//[YN[KVJI#&74 H?29GO:X(BRXTD[M<=+0!A)2E):AM!RE%2BM1&D52]LIVC"2>P>_*#^TX#TX\IX5.8 M"I#&Y#A%O6V>PE*GFD2"R]8]62*K4#(-QD]FZMD(\5[DD6]&B)TBKE%"+ ++ M$1;-A9WW_,%R9 5F*.866NH+I<4H+3GN@]2H:(;2WC;VE86=7658R^XK*I"B2#PE?*$?T^3 EF6EFU"C M39+O)]E]?]X5FF+A_>S8AKFBX.XXGR.N64Z"9*AHCM(*E%:BM JEU11M M& B]!](:9A@ZD;B@H%8CU4S$PCVH8]%0% OWH8(52]M5KY)ZT?)[]X^O MM_I,+I]SXO72&UWMGO])@\WCDH.887[:SN*$=BJ9W5#1&.0E* M2U%:AMRE%;@M!*E52BMIFC#+_";8WR].6:LKO-XR*.,5_OO#4W.*(./.6F M;&AYENH<60@9FPIIV5YD.9;X$ Y%4[OfDT(<&5$/BVHBXAX252P4BN(>$A6L M4%]M>]$.K(6]A\1 _^ C[>9H _^ZC%!*7 4%],TA4E]*T#*7E**U ;25*JU!. M3=&&;.)WHOAZ)\IW+OZL'|WDO(+Z75!:C-(2E):BM&O/&QSL$0^QYZADH9"4 MUG_4PX+2.HHVS &]A\77>UC^?.6?\0.>G!90>PU*BU%;@M)2E);YLAO*"BSQ MQE6.BA8HK41%4]K*=HPA_1V'G_LB7 /5_O9/X3)V0$U"*&T&*4E*"U%;9DO-MEZF2[].CYB"45B]&?R].OT(5:XHVC/?>\N./,58HB*[_JO29'_.H,0FDZOD0D M6HK2,G_4"Y6C@@5**U%:A=]JBC:,_=4Y3Y8_5GD)C'_54^,*%?2'P.*BH8H[0$ MI:4H+4-I.4HK4%])TBJ45E.T8>5WMBM_K/+4MU9\U@M.CO=-1!]_%8Q16H+2 M4I26H.0BA.HK6AHK6>]UM30#T8=7S 4,$9I"4I+_M45]&TG*45]"T$]55**VF,./0[!UT@=Y_]\W%H/7\R>%NC:IT]& [X]1CSYS M$;4E**U%:9GBZDH7-TNM06HK2.I26H[0"!94HK4)I-44;AGCOUPOT M?KWO4"):/+60(UY 4*8YGIF.+):U0T06DI2UMM2"I16HK0*$=44,9@D M>D->H#?D3OD1K4=-CF[44!?(SBKQ=#@]F*'F%*5E*'U':05*U%:A=)]BC:, 5M-YZ%^BM=O.K0^MIDX,;]=8%XU6W4,$$I:4H+4-I.4HK4%])TBJ45E.T87#W MWKI [ZT[6!E:WV]R&).TV9ZF^6@N1@43E):BM REY2BM0&DE2]M06DW1AF'< MV^0"O4U.5Q8Z4#W?T' L5RP+K=>8'*2H#2Y0U3%33"!)95.EK\V%8D')#)7_M5;*V&?A"B4U4M$1IE7(*EN.*MTE]2G40.&'O-POU?K-O+@NIYP]];2BF++,6 M?AA38PNEQ2@M.>Z"!*AHAM)RE%:@M!*E52BMIFC#6.X-9*'>0&:6A0X5SP%4 MH676CVER8(IZP.+O)LEXDU0U/59ZZ&,.)HJ&JK+0OS4KT0KWIZ1O*0H>R\TA=%EK14%T66M'P0%EH%?):66C5.I5EH??:?)^ M3C$3T2; (*A8*1,&D#RI8H,1:]2H)B],9]KIIVMF\G9^_N)U`:,KYYL-BM366 MS?NNC_GS[@/$S>++#]>,W[?KXV4FW(KY,M^WZYO[+ZV9^U6QV#;K?OU^OVR_?.MG'7\3^O-[_<:,Y_\&4$L#!!0 (*$2=75E"]0Q$^0@-_6 8_>&PO M=V]R:W-H965T&ULO5AK;]LX%OTKA&=0=_#7=!RT39L'D%=W-MNX/.!/5TYL-B/]#4M<66(E62BI_.O^>2DB+GT00#[']Y0.GR/L\]]TJ'&^>__MA9(HBNO*V' T*F.LWT^G0954R3!Q-5D\63E?R8B??CT-M2=9!$.5F']9R30N*.M7^1+U.CU_37DNA*D!.RL\K8Y&)SOO3_=8/@G\J6D3!M>]D>]H#?D3O

*MUL)7:$WT;065"W*KAM()I#U4R{U7S1_7M^ERBM{E)=.!MPJ!S8UI.WGVA&=! MDO!*GN\1LAR9)SDNSC/HV%IN\;? _+8?*7D M%*
{O\!D1V%8B22E;$&T*:TS=YN^$"5M,9LF:\61!T0V@-HOR/O(!3MPV]"?MJ M=:_IE^LW2"<,\Cj767_M ((!(? M&"9.V?_]7"!!M79":<::LCU;DQ5S'K0N %Y-_,K&:,_7X1UM|KQ%847ZB RI
M%5CN=Q#=]SZ105ATQ%Z)2-/W]-9MW_N:%AVY;?33G;(%K>L6Q(7[+R)%?$^V M5Q!<06R>!J(4OA|T+,&-I&^?"\GDV:6$17?B$EER#I,_?@ MEME'S"T_X;'8<5 Q?.6;HO
37#GDDNOVS#H9VG8;.=Z=E ;,:8+!'KP-9.A(MM5=^?_+9J:!@-3VE5Y|2KZ3[M?DMAOM7Z12]2.WA-BXXL^Y#RFG%PI- M,0>5++@,:)&% HZ0,<6T2A8F:TIF7&ES4_ 0FU?
D@NC5&B\KH^FU*O5DMZ!I M&XVI(N !5Z&S1 !X3@BP0;.#>-YP*GM]DIP#X[5"B*,!54OD!YZ:[=?++W-- M(GKUITV& ,.;'[NQ<1)MU/*<<_M%_A40' 4/H;/1MQ$I3.L9MZCQ1_7-
9.DC M_H*QHBSE7VM=;H.'PC(>E+KNW;9L35R*>]-!*SH;AIAU.@!K2U) Q|\%)]$Y* M&GDE[!-UR^H893FXQ"(]I/L4RES*(-*;8/"RV-G>ONIH8Q^4,A4GT
MBR+T%M<5G+*7)PP6DE((!H0G]<5QB43EM-8H<5W8_VSI<6>5,I-2P+&>U@^_M-I_-SYUQW*A%02('-O,>'<9>+,9QI&TOHMWW=]8;13QW==;=N\5 M6=NZW'-
^C7T.:"GA4Q$;<)D4L3):.^)#_3DN,ZK5,(U50+-I"T!39)/],U(C M(E#IPQV"'"M-FG+1ZP3XYK*<)9,95A<_>5HU\R212^]84 [,9NOIP95L!KVX M [/0A+PX?N$LM5@F>F.H0WVMGD9?
=61GQVV3Y_CAX46N+-4UYV0'LM/,NXS^ MX(-_:C*/D7'X%H_$C6O.!$ X5G<:00Z.9>P8L+/E3%"%1H.E]RAG7KF4A%&;L>KR4ND]+8 ' BJ2D+00[\42QC":PHW"_B I6 P.I\T-)R-
^96PF MYLA&ZT[J&6<\Y4O.R>4HE%]X-/ (7Q?@7(8Q>+/^>[)$\6#A"HE/X>/=_(5G MN72.3#(9_+ M[R68+MC$R=,;[JE=G"X(^3V,SPANVJF3*Z"]VV)$*^],2S[UA1983!:L%K+
M8!$!V+3\ 3$%>S>N&YT.2M;3M/DN M@GP^3N7[(#\JH6BYGB.CQ"-[2/"/M=K?IRDL&I.\Z\S_=4,^W8WYO8!4&W M^ M^6K+N6@8"UFS02HZG;P-7QV?464MS[%#<|#M6>.RT??
N5+=MKG"OL,;@HHZ3 M_L"/->>>|9&TO26Q*.(5H6.'@QX",Y*C@OP&TLMB+@KVX1G'7]G3.&'"%E8K? M.$;3;W59KLN_"9VEWXHJ|DEV&M M%*3@8Y@@BAK%:FUM/-
MQ.J;K%Z2M="A>02|\CY&/MMUX4E[YK3IWN0[0MF(!KZVGKT78;5(T>+1P>//G]QR7>\2M(LS MX'=>!-#N"Q&E/Q\=I_!-JL&N^R_. ! *-OJ8'5["EQSX,K7>*'Z<0[YS)O1B MZWXC67-
/W2MK^LW3G'\A,H_IENG$=#P 0^Q@X%?8'(0@C"1RRT1 VD%)+!+ MUY^6O6=:#?CR.Z]9:.I*S[73]^\:U.3Z\6TH0D >0 S;2(@$\]+>3C8)B"=[MA1<+A<$@<,>Q^*0[O(VQ"\F!.0)
+^]9,)@R!5!612BB'?6?HWH7P!1.1&";YC MPLU@5[P6.\EW3O>$,R()RK&>M]6E:.O9ZK/&FIQ=';GZ(;!NHZG4)2)@]P__M!$AMQ'ZZ0DJF M*O0H9R\7G&ZA"'-[EWXJOK"'0T]Q"-
'4%"Q\/),>),@ O.&3E@&OCQ[&_G0 MXGHQOM[OC-KO2Y0(D'84 8_J^(AJ;J;<$<:YTOA[-^G]N% Q503DA<+(:\. M%8B &SN]9#X;@OH4**:77S;%Q@F2^>M%0%GX5N&]V]|U114|J-?
C6&JL*3LNP M>46_EXR$Z,_E20[*-#(57ZB#7 Q XHH0/IBF@DRK3 ""ZP?U(\G8.!3HH M?FDXBR0H4$!^/=G 7SC\90R4Y((:+R.K(T(=ZQ.!/3;W&*R?XM-_YH8%QO
MM(WXW7EX&N'"P9AV<"ZTH9K!+4&D"(,19SFP&OGXC>/#2/Z4?"@"+D80>D'N M9OYR1(9$_OD1< 3U?5WQZ6+NLDD1,,=B"H R%W_/O(+%(/4\^.FH"- %IT^^ M0 0XLU48-
36'6#,5,?>;$>$&$?#RZTU$OVH7Q7A9V&=-_,4(;Y<:0>+@EK-# M#>VBZ!*>86]_S7B(-GN5,L(8Z*R<:<;B&?R MZ?:E%2)@W\LC>C%Y82UI3S4+DB3[JH-3C%
[=TGG;=6Y#$,$_%0\[X3XJ12PR*@!)T(>!+"(@I]_1X@G.0_M=?*W'3P%0"NGO,OS)9$YT3F;I=W+++3C=Y@.1:/2N^Q6("(AO"8.*)LM&G=N3 MK35E'W2O%"E5\0P Q + !AG^%
<\.3YY*#"C0S[!A(U2S Q.:[)\5.?&^=7/Z2MC T\Q\+'(4Y\)3?@ 4^=RRDZ'8SV.F=G, M>FJV"4X_A,-K5HQJD?))\ZU5N9,+EJA<3G_-\+EGL(^1@U0V+I 9:G? 2<.T0F31^BY.#@=3U"[QA(
M4T@K1-"2=)NG58+J1L,;001%H6%A3SKRVZ_^PN#PN4@DUA%_0!!8"9R^AY3F M'X1]2. ^<_Z)@S+W>?\&BX;<190;#C[=10BF!4)5!,4V5L6*@+!WCF1,ZN/? M[2,,P3 ?8KZO
W,HW(UAX)R36(5G>[+ :@Z2& BA,K-"+:-X1&"A&4A=BH+,F7($ MB.6F,V%/[-"X#;/" ?2G"(P*9MH1$*U8Y4[A9ZK_U;M%7V,")P25N^(*,T=DAWL M?W)<[.<?&+[8KVI]$&H-
F<8H6>^LSYGRI-1>#C?ZO>6. _+6@O":5!?]C"\#UWOJKZVZK]9^%]5[U MT5KI>|_O%)O[+C-_ &DA;O7#.C\I MW/^\[(98XU7H/Z^]&SK^A2+> 4U]^^=.I?Z(%1?3_X1>
$"V^^3+6+*0,24 MD60C1&TH6O',(& *,=:^("P&#&PU4V V$]X_/?04/6HK!X_^!RX >C)\58W^9^_VF]:^Y2!3Z7W&X MYS)0PI][%OL98I F]/Z(OP[H>[][W^^-$ Q23WZ-
A2@SZWF%V)B"'%\OF$VU M7]3'YA0R",+=*"\N?N[F>7-_4O3+8L-=^]>]8>9B^#;K9<.MTX7K% 3Z$?CHEQ=?YXSEM>,5I*4B(#.1CV#VM.9N$-Z#.$AVXDTU,28.
MAC3'G;$Y2H_#!W?QND>3]CUKLRMGW;@N"B.)PY_7_)RC/K3^88D2 M^X0XGZ^DJ=^_D>7!%$_C\i2U#/_/^XI^"]B7^^//|9QA72'Q;^#-< @-]^#GS M=+GC_[!!5*(=T<_K3",?
XCY#QN>/^O/.^"\ \|7;_\%]=H_WEH!JPJ5I6$Y MWIKX<>[N1KB2X\T<[#Y'-E1R']:"4M.J72U=EU2GYL9>:32RM_17,U6ONS7& M*B^:,HK9:,V87\#$%7:
2F1U/;"\E4Q;'1.FUL%WA]VVBG$;]W0'2;U<*S& M;N^%^V(D)L*5^QP??>ZK4FE5,-U2]H*A4X"A8^%!:#4\1&H#!FYE5EB1X5UM
M^T/8)$6YB4M2.35AE.GA@STQK_N^$1.3>O(NW#B58\9M0+PGB=#%;-KEKTT8 M0HO5DQ91,MYW-FIB9Q'^=@N^ MQ-$91_-5_9@NG9BSA9>>?LN*F4W?
H/NNIN)U31CI4.**K,;S17Q+>CI?]/;1 M,)# QU)79@O4F!G"(BI^T* 3KI3[NX27O]SC4+,Y0O+(0IM2)V#9JN1K#@
MW(X6RON_C5G$@\V%O2QA35CYU$X'YZN)29^A&5KF:YZESB]&_IBN<0"9)<6>?ML'R$/]?=*:,[_YG7L\8B]^)&]JZ7SO,3O<;3F#E(VW=F^3.+]1(4/_^0):
MOWD^,|GYM/)/)^9=\#_YQQPGL_\[_@,'PG*E,F7^%#X R^*\!A;HYEFIWLC M_DJ[$$/L.IE?SA0!ZG"OU_-HCSBO_B^P0:/FL/;)C;2;+6W]!FN)1+[U< MOTNX@*-Y2A)H0?:[;A
MCW*;QAT_E'[GZ-,&UC+9K>?NDNC%]%;N"D$^)1(M]3)>@EL.VY;'MW]\;%!) MNIE4EC#ST212_)*Y8Q3.X,2FK1>J;A[LIP7[:7%P0CD,0E0FX;=0-Q4K338B M/!)]W8>&:;?]&B#?@B-
&/M=[!VY+EIKDJT-7<2),N6--JOM4Y<.VI9!.0NHIL MB^>&N_^TQ,3Q9+^[>2*)O3>1M3TSXNAI>)UZBC=EK.BCX'V3,E*[P0>K-J M# B&)WN!K(4JE#HO0,,?-
C=P7J4\B!%P>7_&MG,6)3R:%KLM4[@ #:]8+M 4 M >(@:.^5R1--!'YR >!F^.JSN(51RX:\G9]Y8O$+I3+;]+2$>R5<%WJ VL4Y_MD50>Y#\#YV%S'C;G8?-
_"C;_MLUO8YEWN_G5XG^;U6(,!L,\1ZDMZ&2,XKH8 M8O9B>(LALM;K/9O9IG%[A_%*!FVJS76! S;.U??WO,;\9LYR%,0/F(T+<_\0E02#[*E M3>SV2)]*,'R6:=?
DJ[\DN]#UBN&GR(C@G,-#3F)[U=OO^2@J2Z_W/(>!MF+A MY7'=I RR/(SAN'!W0$^_90AU_3>6IWSI<2I\%-T:ZK,GHJ_I1C9=2YQT6;7. MX$;((-%2S)]_\#;;KP-W]D_K2FK"U4?
\K%\;#/5WL<5=I6>[*R(?WGZNM&[M30FA%(PIL2BQ8?C_QZZ[GT;JJ73=@@QPIBQL!87.15\-TJXOWAXAW*M6K5+BR ML)6 TI?$TQ%&(U[U7-
HSYP[_(,C2X6$RYSK+BJOO/&!QSR'8,+ MLMS*_6N4';ZL7D1T<)C!/IGXD8(OXG[_%GG86$>%N8GL_ZO2?$_WBOS-^TG MC]+Y:4DQ/[$ZIXOS!=I_[\2]Q!L&;$R:>3L.OASF)MZ#&-
,3I=0J?B@G/Z^R M& A37=7FNV"/_\:GPH;H10M,CY9X+WVXS"U(}BZ>_EVS@P'M8, K,KM(F: $ M>1%?#N:5QMMV66/O\OAQ<"H,<6G)D4F9#LWX$78D\5A0^%
MGQ<4DV5A'6X8K,D4 2,3K$MM??&)5#WMVN=?0IK/VY71AR33M9V!R,,+-(XJ MUBR_'_-%+&^0.&/&*7SY1A' OCV&."2 ^$'DI+5_^0./!4\;,RU\[(((2ZG;S1V
M!DLO&;|GLHM727IWXB=U3W\<7Y4A=^VJ0C#E=9T(N&E$N8R>W]+UURU=EWX" M\<9S[)\6D0[H7^O_O/,KJ?NGZK";OW7Q_^5-IDY_O5O[*YO,'Q\R]I,=NGX_
MQ/W'QW6\UX5M7$Y#G;K-.<$]*B@Y M2E@,X]KSK>G$G(9$=*9Y_,V@MOW:+N7T,*Y>0,?#;ZBL-W@UHJ+6IE943IN, M")\'"#'E+*&/H 2[.5$I."T\"N)U60B[YTA=L^CX5-?
G57:.H7<" ;,?EWPWS_MFLUE-YJ20[/T]HO(!RU#]U+F/0%%NK#)"B"$\]^L\:)?PK BO^&;P&=M3(:E% M,\^]?IGD=E^P@^J25<\!3<]:0UMO3%%&R=]=8)1;)=YEGQ]?8%P:?8H_GKX
M!&^%<$BX"HZX#1NS",W0YR",7:%4695U5K32@0^S,;(WUJ'Y\P0#E-]0M%[Z:E^?=?Z26UQ3 ^+/0-'39L2?+]YCY8^_M79R892N9WOXFKU[QG:6IEH4&\S-+39^< =KMNZ*
[!BA=K)$Z<3Z[,%Y*U<8KTVY;CS%U0>1J.[W(]WGNCP\B6U^;^LE=&E'B@?\YB_HV1^CGQ^,NQ_[(ZJOVD_>1#93R=OYF=CYQUP M?@;LOW0M;CZ%ATRC*_+7C
MN@\L$=#A)\A*KIU-L*.T0G;6(F#4/10_=#*$B[.=[Y>>R691F/W M,/M!ZBZDBP)0A<*\N8%(NU8B?-D$*D<3,UOZ]Q8*:MQ\/=2-4S[!78Z.O
M'[W9OD2>I9|OO>W)F!2N]1@B"+D0LQEH2XI<_1BZH1S<$HO^]T5:'8O))-# M6#Z*7_^B7[BP5W&RP-0R'U?>M5-A_0$IC96L]3MOCNPA-NBM!"JE/D($S"3R M-/
F@@JK)&W=#;QN@F2_U57G[M&X2[B8C2UV?=WW\NZZ![YVLW7HM9JR>DCH M94CBE7B6? 4(GX,/7Y]N&TCDZBTY_!)\UL#UNME%=9)[\Y[MW3+WXP;RT5&>\O',B'),+D^/_-
K3ZJIX/FR=R??PLH??%$1SB.0RA5,#?K'#%Z\Y,XW*XQ)N>H3HPPS?0RG'%5;&I2Z(>]6Q*FE@-A;K M>=R8GSG_=Y@YG]^2/_^)5?[M0M_*!,6H3:
<5SV5>?:A; 5)]R&)X=T$EAGD5LP@,I.3ZFVP@GN'O99Z]; U8 M=Z\U9\SH7E[DH/G#34ML)CODOWMS!P098&25 KL[E1)F-N+-,#P|/G9P!*O MS%+(JZ%WU\85DE;6[XG3VZYP
ME06_XBC!9B^;6"'3E-OA:R:M7TM"1I=+CUAS1SY5KRYIVE+H^@W8I"5QZ>&S M%Q9/3SX%0F%2)V$Q9)YYFA_'@O245K7KFKZ|LV$W.+H5U&CA9^)<"0X@A:> M'4*R.U@L K)
(.\EW:P9-#^]_VJZH-GV[MY9]M[^O^YHW59TH N1;6<4"U?L* MB)T6B ".1IB"=[!VCX#M0V3)(P5S/G1/Q2*:P1&#S50E^Z^8.[7%793+I#\B MA <(>>K$FY)E)FL""(K.$-WQ:\G
YJ2RD4/4.V4RY[SBU_SBU_S*P[SBU_S MKOB_UQ7G%[_']<4OP.\1&O+"P:OL*WG:>*]>>VF^@:#@*WC6?DT>BTL:9ZA|-MT,9EF=8W1+59E-7>[/QP(0:WP3=VI9U+<^O.!3.MN=
<4>Y"]L;::,5.MPG# MN<*7V)IRZI@.6[T7L7HH9@%_*4?Z5"55KBN%(PH M7L6>5(AVNT$\)KGT_/K 9A'A4QH0 P:,W|P|COGT7 7#A5^,!=V=+SPPWK5GV*|]1DU4
MNW07GU2W4[F-\)/;9"21]]D^IT-[4"} U0&]CM!%J?\V+8 H+*NYCCC[;[M*S$Q[*<[N:]71L8EY'*7.LFYN6LC**HPWN1D)(24BGU$S.
((TFY]HV7J!U/^CC=CKYU6S>3J'G\)HUN7L*$TIVPS1 M6-< =&:AIBZ&[?WC^B(\5;,9X)?M7\SX:IM%0,=S&0[*K)21D;8@W_M4GX/0 MAWC$7?,M05H^AEF*,.>6+VC^AB
DIM|F@Z'H?Q3HOZ'#3V10'!",HPA##%J M-?GJ9BPTHH^D_!V<\(>;0:]NK8:1BV3*[" <&^+1B^QQ|&XH#. MPT+1]MDB *7VXYG"4";?AB.=.HY6.2P"U$T;LEVVBX"T"SV>GXX6>
PL#C2L$>K5 MO*SQGG'T=$^SUL7Q)><=]TO'NV?2>6O@7F;<.3Z:1CO>>T==_XQP ML.Y144"8BNJ)Y-OY^|Q=)>S.&X]0_G>H[#_H,9Q+$BH=@(R0G"G)G4X!ZF,
MQMC*$MAZ)^LK(F913L.WFIBA;ZGZM:5D]>TRG;1%[SI4'VI@JVA_//P4?BC M\.1#$]E@G=Q,^MY..3'G?P8G@NAY[7]<[GPU)VGHUK[]_3"%L&=T@-EZ9G\$ M\V*"=5SNUM9@E\!:
("KWO"/10YY0/8Z&F5M^4E.HO_3'ZS'_\%9%0+@6$;_G MM_>TS2TIB1+JFBF!GJ[(\%OAHH@%V$D)=,=QJ67T..'OIOIRV0PCQ-@::,3 MZ*-
<)/Q3;O+U\:64PT2)P_9Z4&B&5<'"A]>A0@WES#AN<)Y'ZRE47D2B >FR MH5.[ODKK\F17X45D- CI# ,GS/Q1 B$H-&HE_:.U2_]Q'|*?PH7*F7T4%KNX M!GU*N$##8K;?D.?X@VQ3-
OME84_&[5W8$R.TN/"A>E LR*-\/8D>Z_\'GLIW4##8WE[42FA%6;+PUI_4"B/04[S1$HAVDT62;B|IZ91{5YK MK_2;G\UN9]SKR.MH|3F+'-D2TX?]?IZ-
>#9_L/T_YK9DS#GPC^!;^N_3GWV4 M(0T2AM1/4TS&M-MT@H7J()35K[*-I/G&T-<(BF,$;F'W),8439*LPL*#BA-_MJM5?_>:0][D41^D6(A'=]#E-&\)><>FT!@1GD=>^M-
^14L3R<>SV;>+Z]ZQ(B M;F$Q>"9>O2?YT1++%3PZD0___U]=/^R/1*;#5V0>%O7S53":NDRA#&^&7I3+' MW#O()G?,^DPIK!5W!PC]DK'/-DXZ72PW-*)?U?-JZB/WZU=K_4
M#05M\9-7:P/]_R'Y#]J67N&(@6H#V+20=)K(;ZAO2REL;FBP;'NDKJ;"WV MK4J6.X" ZN5,LQD7WCK" -WH&MMSA#0^G&;76/!^EV//WTH|W3$5IF92**W M0-
}A6BWW8>_KQ>=R#DNT_=UB7O-93#9%.@9]1A,C&2T"SA8M^N[*]SWV\7/[M@BGNS"W'R*BLH@%,8XO OS[OK2>#??P|&ULS.?B M5CU;,;$K[W5=H%]_E'Q8^,'E( ]?
W>Y:P.QNAB7_HG!AG X(L)T?'UAU=76(MW.*U%2;/GKR4+Q%WLP.,\V$SGB->1E#*7YN=30FE9 >I6[HUOVM0?T; 43O.=NXA+.AA^[(6)KNL;=_B#IZ,A&U2 MUTGMOUG\]?T]
G1@L_;"_+S2^).>M"5!!)6QU3^A5!H%$SPON<5S98I4K'28 M9-1=GIIX[IC^]U*E/Y;>]O^TL;)9H3GQ9(QM#O=Q-KM_?&TC]'7NE#+_MV/
!_"_L^T_UY[B2K@B1HN($AEE(42:,3&+[.@25];OQ6%R% MVW67RKT?-&=94QMQ82HOQR9KVB.6'H.5%4L/+5KKNXAT5K@63N12!)FX".%*
MD.K_!:TM[*L6^X]5B8_;"3]*2+P39EWHDHK'V;=HZ.PL?&G;\,HWMK)VW9D5 M5%S#4I/'LB7*K6QPY@3/'Z1N^6[*UI,/K(?"M\$)D
*W<<3HK8\S@U<:>ZJK%U.Q=+=604_4I@40U#RV^N= M>[E[.*C3,6.>6V (SUSB8T]&W=ZQN6G@D MG^M+X9B\SK"IUAM;S>9M7C#$]GBOFV\H7=$!'"C8#^>5?RR?
BJH]"6K<'=] MCXZI>|>&!FKK8$-N6&3^<_>D!*.0UDL'G!Q>]#8X^,B7K_^_NDJQ6UFW|!/ M)_!%2!4!=PV?72H7#A?7=V?R-1.KJ@5F[JV?JW'+ST9YKVEJ$^S-7U M*QP
M<-2Y9RDV763"P:6W2;&27+|$-AS#C.S2,(V=KX^T-%;&YQ.'8CF5"4;Y?DL/M.GGMKEL 2.9AQ0BC(+1G]ERQ'-YQ'*M"Z&+4,=+)^OB-,_;ZMIG3VT'1#+=?M?>'AD1;G2K*K_G-
^17#..T>Y6(|>/LSO^A3:NKM!)GI'(UMV M?$I-,); D^WR ,RD0%A4V'IHBDM .G6%8]K6LW Z8=Q&+,JH7935VSM1NYW8 M*XH^/TV@[TE#J5DI[K=GI/?),,KX"L
\3W"&A5T4."LVIAFN'LOV"Y[20" MA@13>+3[M3Y<]EJ3PXBXO:C?AAUPI7T4EEKPLV!.T"\T>2;=ZJ-6+VV4OB MMP_:6 -'>)UH8G.I'-6+LM.-8;T04?
04Q9&D]XM77ZS0.M3Y,'LL9I.ZXU;)6WV M55W2L^"AA0!;FMH3C5%9Z 81T+628,7W2?6]-WB'|\-6TGMM;R;_*M!1<2'|MO<:UM67^W[VV_+*YF5M7(S42_F'5GP*_.G1/O;6U>BR5
M:WU[2I T @R2[7!:8BL"N-X&^(UM\$DCFTW&7.%2M:!;)1+.5DV;FE]YFM"Y M,V-TV@TT"![W]B@Z*58'GUNUOPF5(@(.FZ5@Y3#,;DP=ZBR&>9V"1CC^"69Y M=CUOS((EO(+(^C
68WN ;#EN"'I<&/EKRX_*FA9[1H^>)\?,G<]1C_O-],*& MQP2GR1MA52QB[#3"8PR*0\,W=7EL-]W,=DX]$;,T0K\CO^81+D$Q_TZL?Y#F M!:>K?0N>K7,=35UI_V-N/OVW-V6^
A7MMDBR54/W+4$)R_MZ-MO5[!7\]>?3.%T9X!MZ[-Q9M\P%;I0B]L9*-7#MH4NN,L\9D!MJU(7-F'G$ MLPIG]>MA2IY?E OV1WWJ!CA:L@N5_>ZYDVID_L'A_\,KO\:=&H>_-Y!%KJ
MX<#4%+4DEUUMUBR2"K>_9KCQL. M@@_HL C$A?E^G;R<>5\8W1W)8'K<6]H::A/+W>3N#)OZ^(G0 MB0 XD]YX(=\M'W:K0/7*T2V:[DJYY1%<9,#C MQ:,^W)L_7H)Y1$A14
>$0&G-H2>0C'50N_UY[BDVEE$'L'A/-W5WT\W#/|"M MD_"$D5T57EP;.0IC.\U7+43.9P?]%BF/*M@KXMN=UO+@;6WG7/6MT8L3J#_&-_RCG"M Q%0+\-7\QP7 =,?>
Z$'DK#H(E&D86MG3@F]/)S?)NS,,?$78@]6;6J0Q9%6U>3OTC"A])22) M;1H4P/LPGB5NW!NUULSXO/GNXGT "@7_HD7(#A\U Q>29Q&|\0#/_B#,PF\-M,?$@-
,Z%/OOB2RMEP[M^4WJ%@}DA]]<.O!*IO/6-$F5UE0'O4?L7@TXX$&0 MY@ >-TY/%(3A(D)QV@47PD*.;UCZ2)U=*P!N5I#F3!.B MI"+X$530H6?%T9R.X&V$]C6-_;"@U'1E.5\=TYL'?
N#2<;M&T>NO$G9B']< MX?HQ6(-3/V.2HRJYQ=I)**<((V\+0>HVA.F^1M&GN*&_=/%Z<@D$A M=!Q)@CB8C$*)PV9LY9XF) *RZV^]HZ3?!]FTW4OIL..1O2*G(/"3^DYM=Y=O0
MFGWJON?W;^J^-.* MA&^8HB!H;.PD7&\#'=,4(@H4 1(Q'N/>V1FM$6,9VOT ML+&I3M^R[$V"PE6I-OV1(0V%FI=\C-;EOY_2+WTHG]N%7M_G7AP=C@[<*9!.MI'QZ:[PJK M,A-
F$27@Z/H[8=KX&':/]E-NW9VPYXYE[.WLMVXQC0ZP"@SC5N26R-^H]!VL M(_5OC_>GV%1_PM\'|T%%;A*<5('?#; EF&V&B!G1]4H5X>1E^5ZAM3E\MIN MLC[_G+|U?_=YP.
45@,I*=PH.-C>&J2N18KD9'-FI!F&2ZW?]; M\76TEG.:;F5CV"FN1H;QI54SLL'%BEH2BUZ=E]5?HG>?ARB&ZFR)E(^OL?.;^G8>;QI'6:]PG_RK':16>T A\M
MVD6+1$L)GV.ER0M:.B!X"'FI4IT(OS=T 354R!L6TLH3;".P.YN#'"#W-L/ M"_6-*U^%?8-Z(PV^/C1*793M.9]ME?*&U(>%M]"(Q34%,VZW^-[P?;B4I=Z, M:K_N\62CN,"/O"A#H?Q%-
$/=B3NZQJPNM\D?]RO-KIKI,6C+!?V5HH7O*.SS M%,A]=I3(RJ19]E&8I115_/H8EGK+,B@=&12FU!SHG+R,.-IY52!ZHWK
M'!^X3KW15!Y(7T9\9_*B$IC3$]$MG674D6{1>.D+7@=@FIX M.Z,S2,Q"5Z*SD8Z?6GR2?'7"35\G+,YJJV&4;BBJC6A_5GT;?UY^QT;5Y<^;[9X14!%)@ MPR8:@QB!I$H2]U9_U==
[5GW7L4.EC+3!N?]IZLE*O+V'=L2OFXZB@CK(+06,,(P/O6;2!T8Z)E9F#%G> M/M3R_[5W94%)-ELX5W00B" @P\B2L",&S !!9'HH##(((O(:LPHLID)Z"B" M@HFL#FL4%
0N1AA9%,.NH$ "AD50"");@B8D((HDY@]]^(K$F&5/@L:[^8;O MP(0Y++U!/<\R$)CNQV@'=C2W3 ,Y#P^A&DQ?':4WY1+\68 N:,;$C+FE(3LGI
MMW2^5&RM3Q2]D6J7R552ZL!#6]HZ6@'VC7!D]ID)GTWBIX.FI9=_FAQUVWM81 M1O9U^SW/06OO?34)@:LJ(&6O]+ D-%%-KK:)QYGUD]MP_'T>/)NP/>8S1-W%
MJB'&.9V93>&00L9(.WtN!/O:-=? AT+*4OD196\29G4*7?GL+ L;!N1 M#XF]"KH-NCJ-O7[AT!WU6*S+&BUS+',H8V&>QAD4[I_ZL!BLVFGWV\]1T_IA M5W&CQ.-QS.+Y*/XLL!R
92'%M=/R|>!TO[MB4\R|[6- A3%#FM%]O5%[^QA M^\NE)MM4"C!]WV\)=W2M>^[?U;$W<(&LB1C?,ZG+9A3PA:%WEU,V=):V;.083 M[":(-'@^J;B\W?UZY7FRC+_Z+STR<\8\)?6_"?
K+R9M7'8N;ZCA'N3:5I-)X, M;AL@2UR0Z7)}^>BM#2]<$=)#(B%I$8C+E%KA>,M):E[>_FJ.W0\Q]D#6!G)A M[-=NFFZ($E/5FWCZAW"Y:JK?/=+(_]B-\/-V9(W-
WI9$E=P+967[!TB*$@]F>8W@"9OFCG/4#*2E29]F=]BOT4K+_?$YPUI*,-EGVNYI=3]/A[FD;WM_5"C?7N M4.SM)W8;AZO*2Z.UKAM5U>]+:,V_Q[#3\U17QWP9\3Q98.<%X]
<_WPM/%'$,7 M#PF2V&OAQ:{ 5OPN40)1[9ZN)T2#N.Z#OF:.D^7AR4DQ\ JH1O"\M+2 M06*X69^-C.SYZ7FL3+C1O4LD"52Q$C.IMA\T[@W=+R8+78YZ2HT$|]Y6^-MVSA*
.=5-]4NA5**;F:97V<|2+$-\8[7Z;W1^!7TS.5GXS!R)>K/RC!L$5H, M'8W.A ,'2"'-"G,H[6O9N@AUTD)0'4F1XV*>*=GO5IZB2PFW,+72VW/6OL^-MPZ|OEH/;O
N@!N|^V*Z5>Q=L6\04#-Q_] RULU/?)WVK)$]0;\R10#&$,>6 MI"M:/@8'O,KUIX-(#=*GSY!O"(SFQ;^:!B?@=&M6Q.MCZ8Y;..9^==\+HV%/ M7QD(D@=!E)U-P4-278] M4#&N/R>
{1AZ$;UH 4']6@S8)/=1M+Q3*9M/RS]YF_C/ODJJB>6'+^"'$XYU'.MNZ)G]FZ=D3_#A,YBPSPCDN(,QD:V>E;<4$++<_6;[OKG474.3:&BBSV.JRO-Y M0*A(,V[6])+-
;MX_UVG6GJ'B9&;YXI.A!=%> Y]>+'/WWZ^4*3@_A9U(]\^OV6[@V0/?X#]P3MGOD_F8[_]>B0&D^,AGGO1X8]]#>CR MK#]*8QO2Q@0.(7SS[N;BC4)*OEE[U'>5^Q5=\-
D1JV08N\=#,)+F* M+8\$&I,&2#/Z8:*= Z_L)1[T4-U,$R#_[H|"^5FONH=55_]=;[H MJIG?_A23; ?5VML_0I0A?V&1_U8C|9K4QV!I<*|CM11WfQ(,A\GD"=#'GVZO5Y_GS6-
JJH],@TJN9V+J#E\,MNI M^3T2N'O=[4>A4VD196\29G4*7?GL+ L;!N1 M#XF]"KH-NCJ-O7[AT!WU6*S+&BUS+',H8V&>QAD4[I_ZL!BLVFGWV\]1T_IA M5W&CQ.-QS.+Y*/XLL!R
92'%M=/R|>!TO[MB4\R|[6- A3%#FM%]O5%[^QA M^\NE)MM4"C!]WV\)=W2M>^[?U;$W<(&LB1C?,ZG+9A3PA:%WEU,V=):V;.083 M[":(-'@^J;B\W?UZY7FRC+_Z+STR<\8\)?6_"?
K+R9M7'8N;ZCA'N3:5I-)X, M;AL@2UR0Z7)}^>BM#2]<$=)#(B%I$8C+E%KA>,M):E[>_FJ.W0\Q]D#6!G)A M[-=NFFZ($E/5FWCZAW"Y:JK?/=+(_]B-\/-V9(W-
WI9$E=P+967[!TB*$@]F>8W@"9OFCG/4#*2E29]F=]BOT4K+_?$YPUI*,-EGVNYI=3]/A[FD;WM_5"C?7N M4.SM)W8;AZO*2Z.UKAM5U>]+:,V_Q[#3\U17QWP9\3Q98.<%X]
<_WPM/%'$,7 M#PF2V&OAQ:{ 5OPN40)1[9ZN)T2#N.Z#OF:.D^7AR4DQ\ JH1O"\M+2 M06*X69^-C.SYZ7FL3+C1O4LD"52Q$C.IMA\T[@W=+R8+78YZ2HT$|]Y6^-MVSA*
.=5-]4NA5**;F:97V<|2+$-\8[7Z;W1^!7TS.5GXS!R)>K/RC!L$5H, M'8W.A ,'2"'-"G,H[6O9N@AUTD)0'4F1XV*>*=GO5IZB2PFW,+72VW/6OL^-MPZ|OEH/;O
N@!N|^V*Z5>Q=L6\04#-Q_] RULU/?)WVK)$]0;\R10#&$,>6 MI"M:/@8'O,KUIX-(#=*GSY!O"(SFQ;^:!B?@=&M6Q.MCZ8Y;..9^==\+HV%/ M7QD(D@=!E)U-P4-278] M4#&N/R>
{1AZ$;UH 4']6@S8)/=1M+Q3*9M/RS]YF_C/ODJJB>6'+^"'$XYU'.MNZ)G]FZ=D3_#A,YBPSPCDN(,QD:V>E;<4$++<_6;[OKG474.3:&BBSV.JRO-Y M0*A(,V[6])+-
;MX_UVG6GJ'B9&;YXI.A!=%> Y]>+'/WWZ^4*3@_A9U(]\^OV6[@V0/?X#]P3MGOD_F8[_]>B0&D^,AGGO1X8]]#>CR MK#]*8QO2Q@0.(7SS[N;BC4)*OEE[U'>5^Q5=\-
D1JV08N\=#,)+F* M+8\$&I,&2#/Z8:*= Z_L)1[T4-U,$R#_[H|"^5FONH=55_]=;[H MJIG?_A23; ?5VML_0I0A?V&1_U8C|9K4QV!I<*|CM11WfQ(,A\GD"=#'GVZO5Y_GS6-
JJH],@TJN9V+J#E\,MNI M^3T2N'O=[4>A4VD196\29G4*7?GL+ L;!N1 M#XF]"KH-NCJ-O7[AT!WU6*S+&BUS+',H8V&>QAD4[I_ZL!BLVFGWV\]1T_IA M5W&CQ.-QS.+Y*/XLL!R
92'%M=/R|>!TO[MB4\R|[6- A3%#FM%]O5%[^QA M^\NE)MM4"C!]WV\)=W2M>^[?U;$W<(&LB1C?,ZG+9A3PA:%WEU,V=):V;.083 M[":(-'@^J;B\W?UZY7FRC+_Z+STR<\8\)?6_"?
K+R9M7'8N;ZCA'N3:5I-)X, M;AL@2UR0Z7)}^>BM#2]<$=)#(B%I$8C+E%KA>,M):E[>_FJ.W0\Q]D#6!G)A M[-=NFFZ($E/5FWCZAW"Y:JK?/=+(_]B-\/-V9(W-
WI9$E=P+967[!TB*$@]F>8W@"9OFCG/4#*2E29]F=]BOT4K+_?$YPUI*,-EGVNYI=3]/A[FD;WM_5"C?7N M4.SM)W8;AZO*2Z.UKAM5U>]+:,V_Q[#3\U17QWP9\3Q98.<%X]
<_WPM/%'$,7 M#PF2V&OAQ:{ 5OPN40)1[9ZN)T2#N.Z#OF:.D^7AR4DQ\ JH1O"\M+2 M06*X69^-C.SYZ7FL3+C1O4LD"52Q$C.IMA\T[@W=+R8+78YZ2HT$|]Y6^-MVSA*
.=5-]4NA5**;F:97V<|2+$-\8[7Z;W1^!7TS.5GXS!R)>K/RC!L$5H, M'8W.A ,'2"'-"G,H[6O9N@AUTD)0'4F1XV*>*=GO5IZB2PFW,+72VW/6OL^-MPZ|OEH/;O
N@!N|^V*Z5>Q=L6\04#-Q_] RULU/?)WVK)$]0;\R10#&$,>6 MI"M:/@8'O,KUIX-(#=*GSY!O"(SFQ;^:!B?@=&M6Q.MCZ8Y;..9^==\+HV%/ M7QD(D@=!E)U-P4-278] M4#&N/R>
{1AZ$;UH 4']6@S8)/=1M+Q3*9M/RS]YF_C/ODJJB>6'+^"'$XYU'.MNZ)G]FZ=D3_#A,YBPSPCDN(,QD:V>E;<4$++<_6;[OKG474.3:&BBSV.JRO-Y M0*A(,V[6])+-
;MX_UVG6GJ'B9&;YXI.A!=%> Y]

M9QTQDIS!BDKO0E9'5+QHG\)2?/!"E%N^KE_[UC^2.0 MT/]")&K(>8UX,1> V+4)EP8>$;!(I\AZ6'SI'Q7K42&U_./=4,|I"WAE# ? M5^,K 2T?S'],U|T;/*2YLB"?^0]A%&8CT5&0)=I5G]!?++<6W2H7^0S2-%WP-M\]5-,!LP0[3SF+=;T(1Q*,G)(}TW.A:R<,\GY-,J,T4G(C)@6LV;-J[9Kl_;SS?-Z/[_O M[_MZ_9X_FEYWTLRZUWUX7]?[NNfW&.(6,0>;L&Z-[1](:HP4]#OX XF_0,HK M|OKN<@/<(/"0$K=!UM 8J9"R-]C1AXRTB-_R\K(2,O(R3EYA?_U0_P44ADK-3!F]I24 M#C1&14I;14IfW MS)IZ_$3PZ9#0L#-GPR]>NGXE0?S]4VFW]IS-S,K.R MS%/;<[A68?),XXY9_)&I_3&S_]G$@OZO9O;7Q'[.BPd4I24N!S9-9@6!(A">% MZT_.V[_VI_T/6R:NV~DKCYOP?.[Q25S2V?M'712MZS^@37X\&][OSLO,..:OX MTCASH92*@]UD/4CA[U&KK@-71:$^58MW-,)[Q=#Y$^X1S:59I9/S?+U]#WD? M7Q^V:K#=[-LYK^]*+OG?HNQ5(^Q(X.F++J+N%>$MCCST]+HLKA] M!M^PN;1:U;.#/27]],:>^IRU#<8Q%6N67UP4*G7.[?+4. ^;GI&L\?@ZV;"*V M6@S)EO#$4)D88NF5%,DUB"$WYH1/B_*A0[-MLI#FL3ME]+\XSXK8T9S]XAT.W-2+[N=4!S'&(WL&L/BY.]9-MK+C)QC?#ZMfVL]8.//>9[ER:Y.-B_3R!.R5IVU@'&J_\S#9C*4&CZJ;ELG\TMOQ*4M], ^U.H8N]G1%^2TDU!JLO#CM9/"GXDAU2)5*]6LIBN?&=&S_D!)^C, MYW]>@MKQQ;8)M6ZR):"%*A<3R7Z;**^9I? 92DY8KQ8O7K!7%.Q,;&!5P'GK M)8C$[G0(?65]H"(DYZN)UV3G-JJ4K18"?=V?ZSR_6<5?5!-S)E!ZMB;0/" MP*B[&EL0E?[-D2=]O\;E]%D]MDRM.I]ZO'O> M)G; ^/1=G@QD3LI3NZQC#AP.M.GY&!#Z59Y+6*RU< OI90U?$V-MY]N<>6,W! M2@4%S;1E?/G.\]YZG7Y[XX#,D MWZ>MAEF*(1D7+++[S7A1+7G!2E(EXHF&Q=5B6((B?%F5L2PM(H3DV[&M@#IH? M*SB6W62\8X]PD2>O$@IEZ5,66(Q;R-+>2N?52*U6W3C2Y*O1O+3>A=B?8 M_&*81)>GX.NPLWS'V;OL5F7 M99>HFTF8_/@"O99(7P-E2Y5N3FN_2=R>X]VY25P7>VYGVE6:\tMfR+GSWB<,+Q"NVI!XK6SSG2XGED<,E_5G\%SM&\MX/KW*O+\B_T9K#[92R$ M2Y+'B/KM>7GU5KI5'88G[<]NB3,Mf#-9^W:R8G3A'-NH&'[!QP];F;&$-ABR M+KJ_.@SFK3V.[&X;K_[\"V[>37'DO .%^B';EUA\NFL8K_*4884D47;F/Z?Q M6UCE2I$QO^-LE[-OE$E_Z6LA"9+Y_KUWA#,Q<_"OJ*>1=AV%18L?>]\L+6$5MW8HJ4WSNX+8,TN]QMI>5I.9%Q&G, LO*:E7E! M"\Y.U)=RV!HP$8*D' V2M?D3RIN7DX&D3,D1)B#L9TP\K1C5W87#%(MIV?E2O M+Q/SK61H>,/^RJD=?914'_X#)4W:M@S*VF,LY[D9I]*YD[T/)%[QWPAB+'^B(.M,WY"=!WE)*.9QX+3]9.J8A+,L>CC?'4[3 SQ-;NY,F:OP_C;VZPMW^:(KH4*M=L\I=C_CTIQ0IDOWI0O*%I#3&224$T=^&%7"9+EN%F58D8DJ)EX/MFAL* P MGS]SG_O"MRZ1>8X+GO9/.4R[NM=NWJ;D9QIYBWV664%@D1>+H=WD5M_.V5G" MY?@84=Q1TG@JZN(<\J1IWJO7NVW?>W4_SUJVUZ.GSM;*W9I5!]HH%<;6F-FB#9WC M5"Y;/KGM9KI9;0DZ9?6<@%MT40SY1%N-I>}]f M3! 5X@5+8F<>T+!B'>*;U+M<:HHSLH,VR^&N$:]XP#%]HG2+>!$VB',L(/=BI:T3VKH-;8_;>KDMV.AE?L_04A%R?"5#-C3D(K3YK,_R5&$OB)W<@OYPGW8.,"C_F& S=TQN4H;E\]D%&A]_6!{CS-#0Q]-MFPO2W%_KC<$W4ZW[&$<<=])NZ]%F=V8/Z1(*&@!.GK,K^[M-M[=0I%=3QC8(M5.YC#H7FG; T"W.]W63WTO1R=G_+SC=!PRZO:K*<?QKO6<[_MW5MFKG*K$R)4#/GVM8DACA@**5*GMY$5BI92[4L9)&)Z)2>+@X:,)B@*UQ?=-M$Z4(D^=Q@9TS;]_1+11KUYV99:NZ=NL8TXD&@<QLGK6G!#!-#7C"FZWL&]3SN MYQM")XL*+(ZR*>(^34#AN0*AIS.P^!-62<-]=<\+$_=^2;#>\K:"Q6S^S<5 M-KGT7]0*O>P?9M?=GUX_;X9*L;="NQ=Q+?@ZWO?%QH,_G2?;KT)N?G--V4>-&&!=$;UFVLT"U^T_?*+-?XM!9'^6,,X/%IT==_>FQ/6.X?OU9G7NT(HI]Y6O7J9]^)O GX>6OB57F.F'^-"T M;I4B@O*OZQ\UNOG"&I,>VK]PCSUI,' B@@)=!Z3=3%^Z/X\8GX\A? J'4H:P M?#EK"H0ZZWGU12?@,N?%8W9B[=]f!+S>U=WG>BVYHF.?NU@G{QPIT'A=4O MQC$;Y_X$&^YMR(Q;IQP#59-*&SI@*?M1[,"H0]988#YK3[#$R>5Q<$5!DIL M5C>IY3WWB4/"4HYI>K]_U:L:>]Y!ES+SS(;ZG#P@-;#9>;VV8FC\>]Y)[]f' M0EE<&]-VX_F7M\]I+'3@VW5L2%<@G=G6S%_/N?^,5<_KMQ7AP_JF0MYI!%G]7F.?=TCLM;6]VVOL:MWGBWXK3_!"L??I7.*9=FFD^:5^:EH!5#2]ID)Y=-@,!1,76S=_(2'O&,T%-:B MO/OX;P>?0,.ZE3#O-Z1%CVO:T]K1 MUTHJ1[+4P_9B_AT&EQ_ST+#L,5IV//?$A\]D>>0GRMMQKYRZJ?\FK_,%F?M7C MK"Z 7[H"34]TG9CL@$W#3C;)@F)/2O&MVIBB<,$=*/(V",.I,1%2:NJWGKAF!U_N^Q MRKZ]N[^::.AVG?^@Y\%%# QI6#C?X2&D+(Q1*A1!2;)J#DK C@AIL2 R-=>L+ M3"_7+-;#)UV=FB<@S.BS#85]T^]5%TTNOZ%FXRP5:A3,5L0 [!K1:,,H: MO5XSMO"_37&[#/#2>_?OH\^J[MXX?G//=]YCT/E+Q1]6Y3J[-@3.6UY MU>/X0J6O&:-G.(.O!LE:1E\.)7\00Z_X!KL7+JP^NM#/8L+BJX.I5_?:SEN8_$Q1;MZ4CV^]+M."0LW)P8NTD,V52)H:LO@6[%[R<3,N=!2*@BM5^1#XOXL!@RT)?N&S;@/%$DME(^ 9[2QV)U9O]GA3['O^6'O#G6=$$,E>3PYPY=?%.\Z3#+0WK>\N?3E0>_ MI4*JCG%$:Q',]R]!6H14H5[\/FX^*R*:$]Y$2 MTI\9]?_]I?@+,12\$^7<).=\PU4I BOL%-]>\]PK$$/(CSCH)HJT+,+!#B;?U M V)H=HVGX-)8P?:VKDCA!3%#&=SN'K&Y-05IU:%[^_^25(]O%1N8UP^,IO";)H1\3^^?5{QJ";,XX M'PEB\PXYXPDA]EE LKP,!19%'#\"]46K4@AUY=866J6]B_CC45:?WI%HFP_5 M;2F'ONR1^^BV%6&M&N[=7(_P5J-#=NXJG<#=7%HNANI;/DD+=_\;$R?=*T\H M!@\68N8J"O,"O4-(1O1+3R+%,J,&<'CN&SEKJ9VF5R^-#?>B6CTVI;9^#ZZ MN-:XS^A%&Y7X;6_VH^O9^TS>(YQD,L\1;HOGD'J/W\9(3\60%][7<;D&7\91M%$,*V+J3TLEQ%'<;X/Q&P*TF3XE*IRB5/^4/#D[PEXQ^=;KV'-PI1YI(/6VW=.^1BG M.[=/;_N$4Z=Z %M'X<2RE#%%W982G/9@5S>8$+R M_+WCFZ/!E658C5S/HW;2NF'EZ4$O_:&;H.D6KNSC50U')95*&JI,+P0EM9 MQLIK>OMO0TH)IF-2?^06_2X"P!\<0N%IX72=]D2R0C#%\#X;)AWNMJ5C,]D M+++%4%91F^"&%>LK[$Z\C'_9)HAD=&N9FOZZ3I(#;/T1]E:G#,7#PI?+R6B# MCX>$VRP30]OS 6&TBJ%V)YB[K'JXO)G85TWTU\CW#:IATF)(Y372-[_]N@3Y M%E,4"H;@B!0WPKRO1FV7BL70R!#"\!DP+V;%'9"OQNGAAJ1>HTS1?)M'A96@ MSZSI,/19*X%QK_MZP7+X5WZ2>A\E~"7/62= $/+)36NE6*]YE4AJ(+#+]_"M8?3%W[XR>R<18XW$D/Y140+2<]T)^62_G+S3D4OJ!6?OXR4&M&!B9XHAO9% M8?YDP4?< #VC61V*Y(JA#E]1O-"Z1[W>293\G'AVZ<57BW2A:=';EC)Q.ZU\?0?1?DPP$QU&=(AVJ7DQO[<)4MA#*85U@QT3 L MAG][Q9"2)PB+/B&I0]1\%AT9WA[$:XA8/QC),,49/4+OQT(?D?"U1;&W>2;. M-HB#""Z^0NF_W#=-#+5"C=>V*$N]"#SI/M612_DC0\@V M_YDA.J*(,8Z?87Q:-V"NLSQ'XK?[CT0\"XV/@X1BZ#01<2J^8'1>Y0C3?_W M(%[^)_R%(PD?&Q/^OWTYP0=;AJI3P\"KLM("+?RYO=;])QID<=+GBJ$M^?T7-M83.NU!*4:$&BPN-CKB&0$@"<-HU#81, MS6 X/H'9+H:PA4QB#<*B${46L\30S6Y5*9%<\U>0!N1+D>?>(@;2X]",#MRJ M0Y/"""1 +',QWR!#-ZA.%YW!+K6,VRG>X,/"AVHV/F4.&[C&K#/>>1##&TWM$$7]3\;42(MJ{BARW3\]!C*7,9%1"8[FWDO?QK=>A*N 7RBQ@B!]Z!SWEYDLMVQYRU]$5)\ M">Z/8H>C@NWOQ"\0PB]JD:^'\2(_!?DA;-QE%#WA"D1\]EDR)ORG\(I[HBG M9JT%=S!-1KI\DBF7LK^OD03J[OZP;MB7&)L'D') =!WIR?0@#SMK0\@!XTT_M!>9?S;$FJ M,->BA2?(_1?YT!DLM@)]=>9#.H !&% M!OU TN+@YFAM7\F*0D4M1"E_BW@P>"N0(>NTG]HB:"^W7@RM/ $-<]$S,&9 QE/-!3%@><>50IV(LMU1 M,$0I(^-J4<3F&T([!:RAQ0??K2'X?UDP(50(,I*,<%^(GQN.%2% +-R.N^F(_RN^_CC3D](\$4,\5PI^3@QEHRG[%<@U MZR8#WDKT)$!(!3]D ,0-.LSCQ1)AIS?*#VA17]X>;P8FI4G -*HWPW$7N%W\ M.B+<8 B@,K@#?9=+5*."N=WLX2V>R\DA1W^$E!]E#/HNCVI.5*2;BZ%UKLR^ M=6@0^Q2EWID0,)GKMAMB*'5A\[?4Y=/,)6.'\]895[4A-@GY]<2SCT G#S0> MH90;_A6SR&\P;V\UGOR-RQ3%+(,'&G=3!LORPYV)(fC= 5C =\&%KZR6 T&UJ M0M(EY)=&^#2'$3#4P3V1G]C#SK>;W_72,Y#B]X)^T"I=XEE|):A1?B1]#P]DC M(AIZ /?)P&<8,K*B1#'K03*U,^A"_1TV0*\@$!CL\T2DZ\1'*=\#VM7? MV>IO38I/P:=N >&W#1-#8FA/:AYQW=L+:V;V)!/*FX&#G_#DAS< MZ^>IXV :F00E2_4"DE@J2AGX(%.0_KEY@]YN"9EI$,>+(JD3P?A,MR M'WRV!Y,=1=6<88COH,6)7J^+X9UP;^ M2/I( ]J3[$$95FT1#YMV2C?'_UC%E(4EAX^@4)L M{!):C-_^D#Y$%2>YY$!DH,_]X&+HE8'IX@*;X8L0-Q/I';H%X1)H92)C@FU\CS39G&90OQ[# M1D Z ,+%G;:2B=TCU@38$2CV(55&W\:,4E FB,GA3<,%@DTK<8J ,:UM%A M)")M3R1]6H+>0# K+<+.MP?DZCT/ Q3EUP1J3I*2'2!L,*G'[3QN4@6>>[# M\Q=%.OD3ERLI[5<06704)$$")Q1T_\A+P,#O/0(,QO#^Q\R.&/0Q$],/NCJ M3!-%5P-[T77WQKJ}).5KB*8:3K;@FZKYM_B5"Z](@>2P>)G M5NH1)W_B^0$5@\8) (+QP MAMW)PGEQ\D1,)661I"SW;PR*-!?%EJ81&].!6B'*[7Q%2UG-?":EU48B(G^> M_W3;2|\AMS"I?S!@%G?3HHZ\(fC= 5C =\%&

*OUK&%KS>UHF+7Y\&4Y7=.9=!1/{GD"!GF5·M;X-/J.RTZ1F?CL5W^EP3)7>D*Y;J4&VVQMKR>U,;W]258L1JBS0])OP\J#@BT2Q#XXBF#[<$\D+[>2:GC&VU%W#*

M/Y:U5PRUY5GIU0\(S=>FG[_]:1MWX.<3)_SNC-_JfF?FK!RNZA-=5.I9JG2·M_C/A:BIKQIRJD6+=^'D&1-]*<^,W]^0)#9!BGZ(%U%)"(;V#/'Y!QQ!5CXZ·M%G470JT5?4W'|4,")Y5':.VU9QNGENSH\JD(903.E=CN_N#1,/P)AI/84O·MALIZI3OUBKT5!9h2T9/&%^^PJR<71K/5.N.\ZZ(3JE1/39J8IWNL&I/HWEN·M-U\4;*&+^V)uD^&\3B21·70[#EH24F/#)Q9KP&>.-96Y$==+/·LP>K.{3#\G(K'[·E*F0EK,D[5[-5T5TI12#P(09#\.@C$V;!J·MULZ.I)x.(-2?S$MLV-:45Q^M*3%?;=.&T94Z;_NF'GMW! -!^WR/]^:!0^(YF"1',U//B3$P.KTR<0KR<[.K;/;3!V]NP=<)ZS8W:3·MMW>?]Q=?XW?ZUI,?Y89[K&3.W)M:6Q7@·A9S(L%")('.M&&W·ME·8Z3+4K;S*

[%99,W7~TA7YT2^&^M2YOFY0]QLZ[OT+(·M'*E_!YG2R/8L5T#D01?H#4!Z]%G-HE:6,WBQGH@R;35S]1U/,BG')G1*:_H

MO6<%A909"ZEK'#;T+P9=3@^O+!4X_7!;D.N_<8&PW"+-T<+M'.!UE8R<434D\H\H^!0\O7@<W MZ&92]?&T5I/NSZP^DK5%Y4K5=38&?4%G6Z=7FKU09=\IZ%5Y[Q;Z[S]+R*

<·M+-6=_H[\.A#6@#D7*)FQO8N%&W$3?N5I"QN>%M?^*;FUN@)1,R%-P_4,·<'G^·MK3[KQJ.&GV9X*3H[9<{>-RZX6%>E<66&@!J:Z57;C2-WV/;U"2UQ'=+E(@7I2·M<

(C=4P9,/]'[7K&ZM(\<,0B5;5@[9?^M3O>1;_5CWY[UMU_W\R+7ME_^R&6·MDW4%V=HZ4="F&WY^M(?^UK8·GD1T%_N·MU<&P7.0B52K=N=N9R.EML@51RTW?

*Y%2ZXG)^Z9B6/;JD\QZ=QIA,X&N8 I"L%)^-8<23MO$^R8(SZDSB9*A,0:D·M"=-D;[V)UWBX!VDQNYH5OJ/C[%6YD)@E4ML[=L;VCSAC&7HU.R\JR(+,GR^&*

M|&&BJ_AXWE<.4LY6]Z/+JK;%KL-O;.\:U!6G:Q7VE=UM*OW]+9A6D8*]V+YS\]·MF[!=WL>L!JA1{(@3D4LD5D3[(":<$5&ZWE]H=F*JEFUV>MU:G_/S3HEIZ;B

*M"LDCFVWU9EYRSOXQ":H?4GP$B(FX\=%,>@!7Y9TQSO"2)1 J&,?M\/JOJ=N·MF8B*+AT*V!O#VE9P9+_·Z9K6J@\7RI=7N&FM<-]$2;33*PAC,%%SXJ7CM+F0%Q<.V4RU*

MZV2$$V0JX[>'/,&M;W<9>QH;7M26F"C.+W'AG7MCMJ9EHT8+<0]·%2P)XJ<·MQ<·GJ1?I.BG!*SOB!J'.1.;6=^U>>ZA1T6ZJ]E'YTN452Z8'MEA,G78PP(!GNDJ4A+H9M6XAQIGR*

M#8AQND?^LO@':'&@2=»#O6#1K(NGK&=5VK6B#T6D^A72%,&M+M=4=ALQ9B72IB7X\'JK:a@PKO9MG?A"Y.O%&OKRC(%!<"Y?):.1LLW9WKB:H7·0[MD·MXB:..*

*,H\PU_86@E'/& $-·>VK0JBQ(=^7#CHX;·BJN>#[64CL9"++X&UCK7R·MF*J\HBU<$LQ@!O>[_·$Q-+_@.!=%!]:D)GRTQ;.C\|/*M^2 /(7#!Y04RVI/*

MJ)\|47N1XWD,4')V2]G>\H"PM|X2T>VP,HHH\NS?>#AF6_$114\+NV>QC|MZ·M.ZOC$0WZL]·30BD" %H^8·02,S&A-Y^3.X3·L.,%T\%G(§·M·4V!7>.ZX@K.!,UWV,A8<5>7F8WL!*

{!W2·CC36GJ>HJ=-.;N$/&,#<7*T>.V·V·M2_*=4P,(+Z4V·10{LEQW^.DML$[?2]I'·ASF6.06("W]0]!Q$L=?N@·MRB('WDYV7~#1Q^Y7 ·ZKA*Z8X)54B[!8·8X1]$ZP;@?M<'

L3:X:#U%9S?$D·M_C)[>]R(TV*B&<|L0I;=)&DEK2_^\/KJ<·W'E=Z>]T2:=W=]B?3!]'WTG·M4'#E=]35=»X"P8U@VF'3·Q4LW5%:?L#*$NW8)[V-XI@F?

G&%6"WC=+_>"Y,)F"\Z?"RZBU9'@9OIX6PY 7·OZ8^>)H5·M0B"VD.[-\XIDH2!\JX0·FIW·1K9L.7:+[%PGTMEK-*3%'BQ.MPVJL"@>>V?_·M=U1EMR!2+3Q[HJ:@F[_,1PVJ'S^U#:SA:L?;*

L]?70C7W^.\1#+5QKE·M7A"4@LS\K%7P:9.L2EQMTF14,5S!6D"QOJfA.>H&%2>N+6T·M)G?IR·7D=2^&]0\F\,Y^%0/GTV#3S·M#L3V&Q(OE-P$16]'.=?*

Y:>]TN]6.5WD>2VKYU3@N\4_=[L0Z'2&9.J(oV22),N]·JO6V83U8K'UIRZ7RGWU^MDHKGQYf"H_DJ4$)0N!"U-.,H.C&>&?U!=W

M'C^PM=W%]DC_+^@<%>2=E+'Z8EN@)F^_N%VR/=0ECK\7E4@Z]1X4·M$P)^3TVYCO!=WG88M(-C\MO\Q:GQ158?5CF&AP0H·SQ7C^O9]OA+IZ_MY<5Y

M:]6GEP.&MQ,!HW=D>$5-+&^Q!ZG%##P&@_)VFL>01)QU2X!9TVCJC7OEZZ& M$7Y\:O^G/5L4OD_?/]'Y.=Q!!/>PCR_%I5J!N':YL·MLBX?K_%YW8+LZ7[\V(F[$<%:JG)Q:TR,WY-

/5]J.\9>4B^=0!=RX7IRP;[4RW^QW%QW7O82P·7G+Q*,+P#[%LL'&LAL/6S4!XBW3]VvmN"C'H72A(R9V)4?'JR/+A,\ MO)=KTZ$+.6>PUWX,-W5(VDO;5E"F?*

*MO^7I9FV6/55>]ZRC)UP&)V.;(<·MK#.@.6^"&M9*A#7.^_9,GP/!%,&'|;ZT9TBF[_0#Q2E07SK.(&Y9H5X*WB3H·MT:V3)=]'Y4YGRZ"6ZI1$DZU9#|:9U6"*

*(>V%3]'*ZSDO]=;5>TCW'''B%PX/'K·MPUU6UPY'V\=VMYCU2NDEO'!8\O;3OAN^HI]EGD&8R&IEJ*1NG1,]. Y1?MC. MQV5_YKCZ]5MD''\XT.>^-4HWT6S7O*

*=Y@,AGMRD4^D\PRB3YUYT:G'@+PT"! M;GKD^DPC6/1V){VXF^^4S\-(W*H-"[PP_*E9@^^Q_P6#6QM^&7+#'0'N#RN@\YDKB8+:TMV'/P\%-(%$SA|*VOIQ]·M3,.R%EG6QLKC;S*

A^_ZD+Y73-77?N^Q(U+.#ZJ1SV9;=2-8*!@?S5>&(EC-·MD;0CP?T4=QC/QDH1]5_7+")4-%IH]\?OUC;]"#-..Z9]Y.GKW+'+ST_H/4ZQ·M?Z>C,+JKY%,)%?^#.K{)·R·G\KG.F0D*

^TX9_HM=·M_?<4FF5U(&\'6.=8(P[6.5@K$[7@&)X=WYKC#5,Y\K,^VVL!E#WKLW?;&-G\·M;Y\MJ9 7?4"]KGF0,;T?.%IP>C5F-+R>/,5@@60&IO=VU'3H@.@

*MI7,#FX/)^=#05Y>.:+]+AR_>A=ZY_8[FW6]^QS_"IX*2IMX]5W>3:FJA*E(M+P7:V2;/W]Q%8$H@H0)I{0Q3E[6P!HDI/6RP@O/%L"YML5E1>3;HL#6*

*MJQX6X(K1\8P);9N*RWSMX(G\K(Q=4XI&10M(>"+A0T-FL<-ZA!SSG7^·M=DYS,TV<$,/LK5]K):*2PY]\,*/4U+GL_9/, /5M#NOWG]!RPKP9&OS9^\TC*

MY%N'#;"TVP8@?!POYH'(,Y0D[.3%]?LV3@Y@V;W\)4.+>LP;.J,&[7@20F#7·M5Z};^E'7ZBHU_=136@KE'W,13-:DB7PG(SIH0!"M!'9\|3^LYN"$@)'11PR\·M

41VET&J2$LL!;GVS0TYI"WE,V(>C6P>J6V1ZSK$2<·]=0!TFN7MX^·)DKMY·M5I<$#UY\4,J4)CI9?]BQH[*\=[_W#7DIG8>T8YCO%I0+%*[.B!"8L3,.P4([·MR-*

]M>\>FA@/M$BJ++R79)Z/1O/A3?T;@Z·M_U+LFQ&GOH_TFO6"QT3?X00^EB4$E)MFF'J:^+%@)8[">:<)M0D&I,T6L3>.H M67+-3SYIYF^KWBV5OPK-!+Y*

9R(,2HD!+CAJ/P/$94[4#,__XBXG1.1&/A-·M<·872WM$C;<#CD9-B!PIK>R/.+W#;>PZ&S%%6N·M-]P\GU$_^<84D5G/<7#K&6#AQS!L(;"]93FA?,2LG'\3(+]TC6-RP4/·M>]*

M;-0:GQ}>FG3%H6-N+ \]@CZ]/W$[7·RAXQ(YT.Z;$ICZ_8/O(;*Z?]; "[ZZ·MQ@YV+>TMV7!EZ]MG3BN^7+1W.OENFDK*GI?XG---N1C,UP5!T3ZXEG9]N[!8·M=^?*

*3FHK5=+EK:KZ.IN/6-)f&\!?CH%U.,Z8(RA/]!S@ARR.O[&+G(K!'6E·ZMZBL$MCN>O4N0Y"N&+5]*BRLT(N"I·MK:"#W36^2U^N:(%GQ^8,:1O2·W.BP]'7H0Y(GV,P5J=*-X7U7:*

*{ZIQN]#+]=·MVQIF^^3E)9U!4XK&·WFO*KO1N+8@XR='8H>'DIWJBJEY>Y$.6+GH|PL=·IF/S·MBTBI0QM@=78^5LW/2Y>#B3. '0Z!I29W>T,#FV:4:\J262HAB|\>KCFH:Q^S·MJ*!6-*

*U0(5.3S5;J8TV-++>(H$'/<^:U!]?>*K!2X_#B·DDVK#:XC.777TS4.FV·MH2%##M474)B!8U=&[8=J==YBXO%N5*OB<0]H·6!E20T:$74T·M)2\4R3%O?%WF5C@C@*V8UQKF-*

V!:9&Z>+,&XZVCKKV'W,H5]F(B3WA$!\%7·MJM\AI?LO,O#\,VAFX4?&\Z28TF:'3J=1[L7Q^F>]N-*A'X=/!01.SGP#^Qc*&9.XYCBTQ:GWDIP<%(P/ZZ/$Y,=?535+7JT$?8S@#*VCD*

M>ISVWA(O·HZMO2\$/F?.T(HS·7X(^O=>(?!>$S\?"N,TMG/E/W4##[:T>Y,_·M\!V_19^BO(NHI·Z#+RQHOC3>$@1U·ET,"E'\^SU;?$R&]>WX.0%<-.9ZA&7A·M!&OZ>X-YN\#GI?

RM0]!8U44(=[U$X6M?@MJ?T@D7;Z2?X3PV9BWV_]"""XI·M'/*.*B(]SM-"&#.V\=FD-UBQ<:O (ZS\:Q-F#NZ#.[\,&M^]MOLPT=U1F[U?·MZ4A)U_T? ^LV&X 8R\,"BVE\!;M&*

*<$'U6BBC 5>BED=A1D48'%,_^0AHB??V8'#TD+<@B!N4M,>1"DH=#·M>VE0G/!1Y!MVA\/SS+-YSF$W=D"MNB7;9*ML^1)[-\/#PSGW8O\J2ETCY6·MO8IU4V?*

J2MTU'X\E"=KJ&(8F)V\V4[)+UO,9I>2(0·RD'_.O;(1]!1;"<2·MT:]1!=9:KV@O^EYL(P:2=)>E>*M$X"8*;DU31DR+]LfYDH=D.T*NS9>#·M5^?IG$O-

*/+CCD<7"GR!P0!.1>8(BJQ9DEVB]CN@·X2Y4KV<6:G(=(3+=P@JZQ91TU3]I,,KWM:#.T)&S)?7"6*E3XHS]^3&<7]N"?L+.!LR%/9_$·MYQ>^V+$R-/?*

RT3X5Y2,&X9'BP$E\!67<$6V!]2'3Y@I$NCUM·)X^O-VS6>4:IOX:;?.G=V^=W&&^WY+496:\MCG5>.O7\B,*!&·M\?>C46CW$3=QSU@P;"I-+?!LL"FVSE/G·M%?O[W0#*

[GT4_6,DJVD^\JJUPJOE+6H=F#C(_@0,HG7B,WA^&-) DX.<|+.:; M$#B_OL&MN=$A$+O[-?CPN#EFW?/2PB0K*5+L#OI=2/U)/.//"X&IM@!/VO@FM!==*$6DP1.]V_Y]D2XB·MC?*

*H,PWX!:O5C\3!*Q7=PRP:0U]@O@:B%N#$;E!%,I;@1",.W>HUF?D);OU@(·MO.M#UJ&]^W87;,_25?YP[O2*\A)H_<]+^&&H>$<=4/$N,Q2=5D@T1!G@7?IU*

M&_>>IDAVE/PFM\9AC-8Y@D"VW%3M-O/TV-6SC\K/X:V:L!>OVX)@4I@E{1TV9OQ=NYNTF1#BT6^LJ+-4HMRW%W?·M>0GP"12I6+<"BP]'HZ?*

*GR^.;5$:M/E!=']73F/7!|_/W^#I3&7B *PZK0G;-ME')&)'^;|RU"+E>;TQO%QXDWQTU,!)NB$GC?E.-/][E6R).*QX\?/H]6VS;O M772\IBN ^62W];+42>E3N)S|.*

*{6)*H!2XE^#7A*FD/RA/U·693X/8$Y].M])R7US?EJY9GK9@=^[5]S#E M=SAH$HP&IRS@22$@:T3A9(LBTNB/>D[.J.9,HL2@\[+79R^T 6*#'86AV.C.*

*MK)N^>FU:),ONU!U?,H[KU4EL&SF18YUK\/2LX&]"K-GB2E&PUB-@F-.1Y1!$·M4(EXP.<6(8(^$UHQTU-\?Z=N]*O^I2N^K->.!,ZU;,]\43/4)89HCW;T!E)/·MDT(CZTEQY#5>GN9G-*

!}7AUOH'1,)P\?U-5G+OC.DW!.JZ1O+&ZP2/GSQ??/BV5[L=HL?,.M.3U8,;KI.[X9]^ACTZ)@1'8)TI1?"#A"XU4$V·KP^1\0ESG9ZMM@;?BT^"W?256@^8-"ZN?%>/?\3,.LH61..8C

(IY>0F·M,H9HQ "BMF8."Y>P4HR8A@74SE!9L4WV·M@,#Z5S_Q !2_(B((V8VO7;0D(D#^|_=F2[!FD5^(NJP0\&Z=Q=;>,L"%=LEA·M,E^;-HNZ<(0.%+?AKXP4PBN-

A=8@G6HXT%!.X[&|5@QB]D/>K_J_C6]B7WK·MRU?41?DR;X,0Z,-·&,>#Z@0Y.'>]9-TP#=)^2@4.Y4U@'6K<2C5+F$(+]&4·M'?*

U;5D\5'L'NA%;]_GWE"EHAX4.8_G7<&%HX'V!$0)^HIU/OYE·M,NC(@,X(93NLZB"#%F4[(^4\9_]=>9$;R1\]#GD1\W·YU4=&6]_R·MW*T]^UT?\1)/TJ!]-*

'DA4+?'6HW4;2T%58R!J/=2ZYA:DO6-B|M1Q;Q=2KA·ML!E>·U?W#++U;W9NY_"^3,8S+I?3O*&+Q"S_6(ZRE3HA,F·D0I]%O*9·NQ@# M#JQ)OE)S(U:.Z,+,!U.9'^LPDO#E>@UQ:IO[FAJT2>W\?'Q@M6>287>[R[X·MY^M]*7ST^.O^_7SSM"<\G[E6C·NICK!%:\!.C?!J;WR0L+=T,3C ;ND'I[·ME:G\)[? X1?*

*>GGL8CE7NH[/T#E9HRA6T:$5U&>PGLB326@H*U^C{WF.AJ$=·M,(/UR1>M|@Y3Y8G.[?RUS('F'7@3WJ4;-LN7[YO·U:M]E2S>/#,X%+CBAVZ?;Q ·*C{CE9 <=)"·8]8-XSU*

MYF"9U2#&/·D7U^]9V!:CNZW=WU|)5LO>F95Y6-_;IF16:)'?EIMYLR"7W#D·MO;45(<,=\]V=5(?I=!?:T=>A%)ECEIYGGFM.I[YV42U/(977.=,..?%L>D;%(2·MZ>[·/U/EVRQ"1P^-

*I'/02/OE$189<=Z-QO%V8!W*N#Y]IWU5)_@(@:LH')'^·M>]|[N,N["UVA$_ZHS.Y6=PQ·EK2·TBWG3\"!M!C_VP.I*X7]^4Z-8'&%84^(M<*#46_*

MIO^%)&+0H.2/3)B6$Q;M*!50:H((1,%/FH^3ST;TXS|8PHA8";HQPEF'OP;R·MN,=M?R)K&$'#ASR0@(G$Q+Wl++#_P1-L&?O·@FTP+I+X)?C0F.1.';F$X7UQ.V·MH(^Z+@)9@

.U5P:).:'#X$!N/FVKUQ_0M;0:L/A@WP8U_S MB.'PS9R ==VO6BX0S5G!&/NCZ& B(^UE/HSG0+V-H#KHTY;$E:I6SVT.HQ+R6?>>YGQ[WQ5O*(BPHT(;8Y]&[O1·M\[6*GLB-RXG*

=SI]DJ^"=4;M$_5 %?L;Z]W53CNOK]2_BYB\(O8CLP&T&<2E\9)C1E_= ·MP"%I, YNIDE^,TW4:(O5YX@77;,,MUJ3^S!EY,,V?1=5A6L5S7*[R8SCK][+ M/?F*

|]^+2>@\4D^UUV0Q%=F4_OV;H49+$8T39K57E/(%WM=?B1=?0A2#& MUT^#0DTU/:G:O(E2HZ(6X@?R%V04<·WF6? MX+T>7AO33C+E·M;\3WV37@Q:N:#

{WG"'!9CQ@PGRR2?=IGD/[T\-KBJJD(FNQ4·M6YAE1*7]"V)HOJ3?;)<8_@·SW2D_^6ZY.DH*^E[?OW)@G)B?E*>·<8=^VH9. M^;B-[T^N*;TXNJY"?*

*3;)'F\UGJ5*4X$K7.+HC@_/MYP^O;9^ZTU+K?·/U<.(M)H5K)P1N?T.]·..C$& 'O*86K A5V&8FV/G"*.FTR_&'3FJA(9_V038HJ-47·MP;BN,YW. ,;) 72"$VY_8+Y9LEU(6[:P$*

(\7AW(!DO+$E @;7^$[YGV/~" $ M,.0ES/DNS5_A,"L##FXCYTJ$Q43:X|.I;(>&[4*WG7@4U[·M,[F3DS$^5A0" TGNG'=?]*MM8[5]+7S|;D ?7[3K;! LYG$5IK1DL3!@V\4 MKQZ?*

&%8>1\E,$[,.C]_@TTPIHS1N.·G%QHZ_'IY?(T.H:EQG06/3HC/ZCSQ] MI_#6OW.+67B/V_G^C_[+]<[G6,7/(\/2+*&KS.=;\)\TP&KTM$?(QH MB?F>^KM4\5/Z[\@\]#_>@IZ4I%[>-:YS-?

*D6? WS#93$VE"6_FU=L;I NV1·M=1^7_%!0_LJ(HMXD)BNHS3)(D%05%%YT0O$/W*UWX9]C@@·H^1M=4_X14"A·MHS_,>%P1X27\,!5/*UK^PPCA>\MO)/4M" 5FH/C.-*

!7$FZ.>!^_"73,7+,P% M"W\F6!=P_Z14*"]_%V&'CD\IW\S^O_J#\BXT0S[A^QT(_9&Z5]4\USS M#\5ASC\%UI7CTI,=\,\!&J!6A;;^+KRNY%V";0-Y&I U9!_762=@4GF+!K_26%D|\:E*

3,5I>EO7\I?7.!O6U60·M;U2&+K1C3T6Y$8(+-8O@-6RO_-N$<[PXV$8UR>K4,$5F5H?. M4UV_&D\9&3W7Z9IR57R1Y G·[_(ST> @H'44SD=D GAA2+N,>)!T?RWA$

*M&X]@&GD&,;C.'-4F4U7^MG;^'"#@!-]K]L\++# "^-B]^\GUKZN.P·MC==7DF[#R:C>7]OY7;.0:V.=,>[·MF^YY-8?E>N R=·J4*W_2/GHH:%_FUYO!R/QO4'-*

*LC2(L6XJV\3"_A+X41NA5WF3J,*X=*RL<\-·M_-0_/#WZ!-/'8Y*C:$!(90_ S]S?&O.W_U?X>_F·M^-.;<_LWQK?^[^%8QRK>NP7A. #N>K|C"#]31,?T&KG!$X&T8Z]'-=S"-GX(/*

*M5_>,!9;F/&[5&'O/·YYP%E7K_C^!2:RQM6OLIC[HH1R*QV[E=NITGHTX"=5_N<1SK9>^HC^"9O5),R.O+AD2UB,FI'=>"$/Q·718!W.·M6/·/]3-.T=Q)C$'<*

[@ZA4I.F8 ,V#ZM"EBD/4!/_UX<54%905$"4!42,-@C*D>40U.':X\.@D2PC0J;#^AV)VHO'37ZR·M*5&W66D71,TW.]G1!CXK?V\F+)T<.N%[FW.W-EX#M6(S(G.:'T·PL@&BUH$2-

M>EEIDD9JRW.,8_2?Q1^L2$06>!LQJ+II,JU++BDEF(+54IY?EBFR%-)1%3·MOD(^VZ4A^"((.>*CL$[(R3$7RZ&EO35*GR(RFW+,·-Y[>FWLMOZ'S:=]KQS. M?*

#;#X.G9;_O:0OY3";2(:8>/?G]2K'7Y&7X>I715E| OD·MS/XEQ_0·SN3?[=\V^P-6XNLXX+,?]^Z ^TTN5;XX)^7EN+6^COTE·MB\@C_U·2 ?]OKO]<6]0U\UI;I7<%(_N'C9!?

=7]$$=#^_OWT-_XE>4X7Y3Q·M/Z:+N3·MW8,^$4=]TEXGH!Z!HX9;!-DX%..W;67MP2IL \8·M/_NJ·IK[5"C8ORQZ]6#(Z+^P?0G&,7HN(6D+·M[,EJ:"\>*WAL,6'<^Y-*

/,&3LY!S'2_OKT[\,L/6U/+B2?;%;63,(QDX4·M(,A M152!G,,^LBE|HNKH'CZO:="%/P.!\OIO)E#7CNZ!C>7%+!JX_P79=I|ELR·M5!U\"

$T*M)V:@%/8lPK50W.2&'$Q_2^!X.0X07OO34IH)$|I+)!7UTX?HU·MZ?=9NQ.D)SRROdUV[HW4'NHDZQ?N!6;J2@W.,_5P9=B>\\ESL%5DEBW:;6[_L·MH-

*7)DU%"R95,Q6RFJH2#MN|\\B"1:LCE>F)^?=6]'QP|;ZL*_?)&FHBS&Y5·M/R^)R*!WD8(U%+@[=N$0*-+Y>Z-VK\LMXP_$,/4S]6N.BTW+=HT\S#-7K?_·M[OG:M.+MCP|M$!$M*

*]=0_D"=9IG.[S<+\)_-F=KZ+?8SQA[#RQ·MUKLL1>6)T;O5S|XU697IDEX4*T:-Y?·NG%%@FQ:"F=PO9_<##-#U+?+K/) M:K%(9!FD ^^F2Y·AW0;]8/=?-KD;]*

(F/P(9Y'''^#VQN;B)A;B+AAXG'''$'3M5:]X[M7ZW)-)6'8^K3(QR-[(+SZ3E#2\\VIUU4·M\=VBJZ1@%'NN*M=/B87=3?·J$S4_,!'M'@:|V=:N>]XY]V1AWPCR'>LY=PM·M·F6?

*H\2'+\J^VJ@\}_3.]J45E7E>%HX6X/2!??*4*]42--<&#]#2MI45, M6PG*^9)LA_FRC,B'3BG5&!9L8F49$=Y!(,_N-3'7W&!B/YS<^K2Q,,9AH8Z]·MJH[23_VUX):9[!&]VLL1#:*

{M;/G+,MV%4 GIP_53/FQ/2=;,>·\"_]X'6WOV M+KVQ<< >LYPC9VMZ9YXE80ZG,>-@U,=ELH+(X%'JF^E&O'P939N/?5UC·M&&"M=+\U!7+'D\;T*JM^??*

*XUO6L>'MN/,K16V>+.E:R_LOJ=Z)1&XCN<[V0R·M(B&X6R,.K^?&P4=*S&]T.,2XXV6MZD4^TH;EE5'Z·JF;UGM(BF08R$FU*?>B·M/,D7IC:2M"#++>!.^.WO02W. ^1;VB\?*

MW'Z450M^&#&I^)<·!8!\62>!!10-2·MA$!"MI$IG\B·(]= %HW,\IN\+!ENTZG\TBQUJ]Y#\1 ,QT1KG1D#E{AD< U^MSM3F3&TN5?DO2YMCT "-

^8A2[·2,Z\]@^],;1L(0(fM%.ZPW\M9## /ZF2_?·M8^6K?3[SZK?!VUM\[A=T'5)W>Y/0U+ODTDZWE:XWB(.H6M69SIX)-+L_.3@6·M)V^UA"F09·N!!G'!%;(-Y·XT94-*

0$###H*8AV>"IIF0+G=KUC5F$%0%XV(%XG·MFOM0%)^V/L#AX_&7W]B9<;>%*0·M2;(D8@27<,X,C6.(TFMD.1@\HM&<6+T*JG=2&[7HJ3Q2NF=I$>5.GE'(BB\.*

M7ZN2BVUD:&2-N66PSA$,HO7+,H0#H"]NBZ"(+QY0.(\&·+

B^O_Z^MX/(%))],KW"Q[2#IO"R_'UN/|90X',W8+/UF6I-M=0??ZS6GP[K%C'ZTAPM)L2L' M|DCN=PN'>R/RI35'!AXVO4DC9!PK#K[^4ZT>206DI^&8=RE3FZ=P_'5>],&_M3P:/4]!":RVP]>!@_9CA("B'=_(*1X|Y33EQ%?>(@0:VB4Y*$XMF#UM/1WL MD&T7 M!G @JGZ6;_'M6|HCVL&,:="6"9CS XZQ<(TD),TM*^S367X1A"73/5G M!!VH:3D;>&^ ,N5UV#WGW"-=DW='!UZ,WB11229CRS+:&!H=Q44-K(#"N9K5? MQ+J40I:C;9M3!<^Y5>)TX)VMCJ_I"%1V(?+Y8[LM&ZBA.L/#2,)"]\T?D@ MG/GWBA*)N7B#3KQE4J0"U|HF,4[T/\XIP^ZEX S^S?!#Y]/PTV3V+E)H#, M&[C90X+7DZ*^ MH?R=AN8@RKET\HS!C $B@S:,[2>:=*8%VB0(W5 EHO" M,_1=OJX@A^9'CN_'QE>KLY*=9P)/'4!OB[DU*+BFUQ7$W/)NP.NYT8=MNT[< M. AZSE3 W<7!@6"?$Y*4@CX9=$>E7C3PSY_+ST)A^Q;?]#2J-T]""WP,%_] MJ<<,IP8GV<'W PN.K8O@ZX6[@90"TPP2 C/5_E>'WE^@L!F2Y6LT!1H(C6NTL(<,S ^E(8)29;?_E? MMV 6NX#](/2.#"_5%<@ 16UX048<[;N/W;!3A<11GBRI0PB((/.1!E#26IYO M#Q??^ERC U'K:1B_&>Y-[OOK8O7E_8'5;OH_Y%1.#:FRJ/ ^C# M.T!]'5H#+QK&2<([P_KOI_)&A1!>'Y_B@67'O_JF!V_=Z:I,Y_/W!,#[H&UWI-I).T!P3VK\Y}HU!,5!]2BXA9GU28*$OXY7/U$^7MEIWYT01;, MGDU 0KIQY2BC539MQI=&C#UE%F(:$+-F>T$*519.H%IR?MGGT-6N^Q9"TW>6(MTTKYY5O#6A9+JJN+:2 ___3A3GZ,4<_YNC'_SC|$!D2A>.9E 0$BUYGC9WQ?BO,/$V&7@&-YRT>KO"3'CF1+5/\ M#Y-#OZXG6)"3]WG&FF)=F{^G!_@'R#J&A9TRM&45!X^#'\'TMZOP?V1;\=5MR0 M!YK[K,_XL%Q2-RL@!V^F!):7(64YGR-4>C*S"@,#C<>&]M_8^RJOZWET^&*# M%6_$F(>9&D#)[YZV)6]D'8FK[_+T|'BA\))//K@,WKSU4WBB6 M1@!?8\ T:&C5;P#&-WKC",X9#,T%&E>]=3#?3@3),)Y%ZZ?>FEY"RV%1Q!+"QWFG;MD(&ARG))*GUI\|JQ<%,.^*^::")]W]D+67C&9,,E.]>%4KK{!>-OZB|OU<,_M.N+PMZ+<3/02W++*6XHN \YLY,>PX,NL>)SZAL'H]#ZR[],%N;[>)Y6F+5-'I M.^=R17:U4O&62%?4)C^ =>:D1<0#KT%?'|Y>OX=P#6/7Y:WD/56=I@QZSYFA M3MWBJFZ?_V;69"6NNW+E8<*5N%5^3[0]#C(6S TP)\|_Z/LD[6Y(,=:=*1F M 31QEY/V9=]U,]B,+ $/G0M=8=F_]*%[P,.."\;V' Y5V1S..,3YP9>'&11$- M0J#_([<4O3T!=YYVQ*G_%+/G&O25]3H>6$#(J2,IH0Z;=):'QWYRN'/MGFI$ M_,CU"VS(SF?Q%W,"59W'>PY?TC)WBJ:59M!-^["(+(VW"7E%*Z&,E,"Q\J.5 M60D0@^Y<(P<*L^ 58]EB8T9ZT6CFP_IE):E#,D.$*[KF15>> U$8.X* 68N M#=IIVA_/90CRD'E\)W@^;P\E=ITE_2Q.>0L;E/_L?-LS2*_;>*P09!]X*A?B ML:'2LY$;MZ2PX7K[>BV7+D]}$!@;AJC<8Y!-;C2B^5G1K-@_W<(MXT)80Q M? H!.YZ!Q=OK,EQTMS0TXJ['O>P8%::07N4=K^NR*C+4_XB?99'6 S M9 FR]3/D9'X(VV&^IFWGBKO5W6&!>|:.-QPO&A_=|<5Q1M+DL,:OXZ&) 6K|F MG@ E1\P2AKJU A535*.C2*;YTF2)M0>I@ I3$D@F/43/I9>Z0Y/W%B_9 MW?]^Z_FBE]%#%C?OIM8?/"_3FCQDA59TN-N$^:1*(]TB)_@6ZAWKXX!TD@6IL M09&R_;PLO/K8 RDF+:,"("QI7G*$T MD".% 9DW@*AX,+>,0%*7%*A4<*I^B&+KO'C-=IO".R %E?VPZ2&W1L^9GXM M+9'2-@Q*%C\95 9^+X+(;Q7/DX03+(O$);A/.AIE0*@0NF$]^$@ K?G5-! MKK;C.%:;TAIF!'=[;IH-VU|R-W(,_^IPW[6O6;,$"'FQ[#BIEB@%WWQ](/7 ML|H29WKK&0H$_5%\Y^VGU^M)IF4I\YT<3-:\>]NL67DG\J1+N.V).O?E5KY< MG"]+/@\UQFK@$,IPL4]_X7Z(P)A G-^@L:$ZWS0Y)>-HM:5E[<;;?7:4 M?_A0DEV M;F(0HDO7+HS(=@P^FSO@ZMKG.6)IL2YFI?'1H-@"Y*=5+\(#KLC]!#LOUJ[@-M'4<1SQ9UQWTLH@'$X(9"}M8$F0A:QA M60YX5? M?@7_^HE':HGJ'L_5]M&#L.)(.UZL1@&L\P"/8E7 .AN2-=\5^ECGI.D_7>E+ M%U@PV5?E[MM@AR(_1-?H_EO_;:@M2"_K<[GX%:F6X\GJT>^H Q1IL.XNWD'@6 MTI_-$4H)KI"PM/BRX(N9-|SB&Y(E/HQL[K=+,/9)&_JB;NPZ5EHJ?R\H_>TE M-XZG5DCL(>HBTBC%%ZL1/$;4B&L<-6=/"[*D9W@M="\\XX=(^)_9D'4K=U1U M75:N,;_ZTG(NNTF$UM3:G;L&K?28&<:EU^"7,=E%OEI,;:0.7N<=Z:W2) MOEU6R_3S692$,Y/GQ_GIF8JKV]W<W-R0NR_3S6923+/GQ_GIF8JKV]W<W-R0NR+:,"(QI7G*$TMF93[A&"ZEQ84%.//PDL12"W;.Z=X8=%TQZY !=FS?E>\?5+,1'9OG/U,TK_X MI^$;4U{18P$T.*&X0[.%CNHBT!OZ!E.!%6.]\[2O3^2H5E]W3Z*UVG=%=65 M8D^]7F."#M(I&O,Z=H'U\A&PI $LTI["7@RDWNTX]-IDZOHTI,W>D]+OX;IG M"DY31&,.OT!UB:F),,,1/L(Q8!F,'X%R6<%\Y;/<.]5P; X\S?Q0P<%P MXZ"*!H:BNP/5.L\$Z18"\T+,1)$VL"RKC$V6(!P=H$]GQI+)I8<[B=]CNSG_]TK M#6HJV191D5%$F9$A* @T"!$998H*B#32-* ,08@*&")#1$#2$A/$EC"C(-"" M$$8%%9E!,!#FB(("$A ,Z H#!]_YX5;_>\;=5O1 ^K:\]? M>]>NL[ZSUO?MM-$V=P/3E,9I744/TA12==[9W-]6]8B9W4@&<<8(!B2 M^LCM>YFK(W !RR(Q7+)!.X@^VT-VCEN;*XZH7D:49ZJDSUDT!YZMD ^,((1 M*!MM|\U^?F0FO;\+"Y$ #"YEV$UTE>HC"?%,|'D8F[@:ATCG^+AQH8K,Q*G_2 MO|DA^7!LON'X@49&[0OC\;-G_;G/^QIV=M% 4^#1$5 -*,JC2-@9/PY')1>S MB[5D+5_P^U'4MHU)NKR8;PGG?)"O=DB#0S<,!M.T^#LWN F]00/\#=(GEC[MA"@Y,;[R_@!$<6XMKH59M11/C!M]SXTRO*#,&Q\R''BZ>S%/4E(G7CS1/G>@ MQ!AH2Z0BJD$F74NW?KRJ"%L$+H3+|X?'"LHHWP>1L]) M9R'F<)^,/5+:/ZB4BQ"^<@WLSQ$D1.P!%I$I#6^)AL("SBAF8\)?U/3%E-21V M%9ZWX,;\<^,,-?0T_RR.,W;^G05(F(2"?=)01RJ"6F94QSC EG;(U#IVR M1R^/3?]=)AN[*N$W08UD'8Z=+D!WOMY/C<4YN 2D^]UZ<3W$,V'VKDP)F8X4 M(V]4.I8GWPMV5?4Z-^BI2;*;_1[:O[R@OL^ MYS?OX2^(;(PP?GHPT'I]V<;FEI!_>2.PC]'/1Z7;_M >3>+FONVHU*X/.SQV#4(!\%"$;$.ZDH#ZU7GPZN>]I>OMJ@#*7/=VF4L>L^Y1"9 B! (USB]OPE1IK#O,EH_)=03W.!&?E,,' M_S%D.-4J7+=.V@S*8[? U/.W8-.;@<>$C=MU]YU_(A] F]6U#<+#NPEKZ@4] MV+25)5;@&8?6OZ8%0CAQ$->;WV725M_0<986F7%$%7-,A3:.1!+22T@37P ;V6%*)Y>1.[!CY1R1M(#"B-1]PJP$"7U M'6Q"IAM\#ZY9&P%]<>%]=>7NXUBJMSAW>/(ER:7IL+SW_T?OV!5N0!8Z+O MZOSV^>V9H33-&FEG^(A_E=>6=2N!O"-O'&SC?R:.HC;Z<1D_,#=UIPAF7$0@ M4$Q+HVZ]8".1'MG\?=KZV57,ESG'+2<^ATB,7$*I;+-NPCVG$+)@>%^)[*M(M.R.VG-PL%A5$B:KWPW9$EA_%13#0TT(#!MC[Y>]G[3/S &D.!E=VM M-R LR3]C@8A$%[<*KXPKF^+15 U(I3G+W70GPN=A?RJ@OCDDWTD-+7CP'*MW$0?HM8<+Y.++7CW] (&#Y4GB%4]>4BDM7KE/#E!3]S8,I+P7,CN[WAYI+]XH= M]C)%&PJL1" RC)R;L'5*(A(XS9Q+H)-:]'LV8> 94A/N M=X(I@!,A++)W@R1Z#82,L#*BA%<.5+C&Z\1TY9[:WX:-\)ERDI(FK^S,SZL:[M[$2PL,7+0=+G^/K0I(,6.A'96)?=#$^"K,!4DQM< !PIYE\.S2=M>,L^QOJ, MQBE.3]-"LUXR.-P[@Z$>>7HA3LA2),#-|/555AWY..@U:0M17R NK/'H+59G M=U+2RKC(E-A'GB9MA?S>3XTIH%WR=9/M-Z:W\V>]_1\NBILIK(BBIY9)MS_]S5-A1--$=X P?!S|IZ3(7=CIHO)/3.0*M='J0++#632,:>[YI99=EI:A M5QL=BGGXI"HO!QODTM%.#E855+7$G=1/??$#SIL2DNV,N'1(DKLP!NI;"12V M^0+W?HJ,QK((#0?12D/QP57F-E.UTV6A,9="" OU>',XI.1\4O,\)?1OYJ D M:NW'D7JE*Z%? W@\ L6S3GKD']3*;$(-CLVWLZ6I: M,WK5LTYPFEN79G&T9OE'YOIN!A85TN7E=&"]R&!PSLC9,&D5S3\C:-;$7V=^@-,P,6#$= 7IB4Y0;7G! 9PX/T4,>R>^#0+6W6^ MC'759.R)V& <%\Z&=MS^,?2YQ;S (+.H[*/&$.(<$/#.1/#Q:2F E++:3N4_P M!8L7F//1%E,6])H9F.8IVQ=6*DXEE-^5YF=';X741,B!^[(%"F.0M!'? M'$]RY^JO-G&?/2:.W^IMPO154"Z],.FV@%&E#XLUU|Q#H\>]5?*5DV4TRS.0.RR#MZ/BCDK%RT"#K.Q&EF"WKU!A_!Q-.%45G:09-P#)A)CZ).:0G;-_AY MBVYK?0"Y72BXF*&;]^<'<>[N& I8SR8RI)8UIS^Y42[.\A.(^2QOGLVR+AU6W>?M\!"E<1%62[7)PJO'LJ^K,2(.79?N!P)/$I-IEPT^FQA<6#?2)CN%JO/0K1+D3?SY&7N.NI/X&@83#2])IEL<&56>+9^?&#OZ MB@_GJ8GZNX)%')>>L>22?:*)H%%XY2 !,SU=5B2*!$,Y(!IL,=$2X"OJ;S; M3RWA6\\WO\OYI=,/HI(!QABUW*^V13F'_7",C'2#J$5^1=B!9>33 %Y]-5"?A MUJ3-@[:#0K:[,)<*P?>UN? ^:.1^Y(K2;"P3/+_J5_<&0"A4"OQ;IJF+F^X. MV13J>HX\VY_I?WFG.DB(QHWOKR0X:X+=*CS5#F$!9!!$(E+D:P"&\]M4(@. M7X8. "BDA7%QZ4 Q;AQ#15. I, X-NGO;OST:5L^GK.+91X=*NC[\1V(85%Z M$;/+W3Z,;)DN<8'UN$"?/>Q6E)X>]7*LP2T\K*H$4X(Y=02&T,VBOWU4_<_3 M<9 V-%8[1<0^9(AVT#*ZU6IU"_"%!")B!3*"F,?PI, (CDWL@INO3KD:W2*/ M]A;IWK"(Q:^NYQ\"\HL,:JN*W$0A\;#13D(-,FJY2Y DDM\'626@_H0*\S< M(PNU=IW@>1\+J4^_+SQ1U?!ZX^?Q_K;IN4K?WZ/:\>/UB68-PC\Z6EJ[6G-> M\ X=+BL\E.MH*.]K=?#4C1ZQ2T^8.<1*M*4FTOOANW"R3(&/3*5(S':N_MR"E(]9@CAO(39S,[% MTOK'Q(BOPWA>W'X+X+0SY-BTQNWA- # MNYD!&JY1+VJZI4(3N; <_&ZXJ;@$](KF3_;3%\\ <<<(1GPNLMVSBXS X_M+SNY&;'#F:W1%;A/;RWPC7&32XE=7X;U31&L'Z);7@AK'55>S#\D_> UL^&! M8+>;#SA7(=#^]S2V/1G$EN*SZ30)HH8? WJH7TJKGGNEX4E#]9BZRT*@3I6;\ MX+\F[_5G,-.B7?+QN^"S=4MYBK#A\/ $6_RJL?:)\M2MSHH7E3R/=,-VPK:U M./S; OEA>"JE6<3"P/TBL4=?V!ADSO%[,U6N$Y%X;T?<3:,;2-UGEA%&',3I2 MPW*&J-J>,W#!.LF?1%#4&Q)7V5?YR?T@QQF0HV.?.C60U-0EM*8+.."32 MUTG".50LA4%FUV79[>4@$YEJC+]@.#UCI3*NK6H_*<$=E_%", MVDJSH.K/_RPD1KI:H.7/K\3)!0)@YM=8ZNL5 '>?#*H9+?,ZQ,=UL'6K6BIOM,U/=W,"J?P\=6IZ+1.?V$6@,#.!^Y*&$ M#;0P.7(N2,.E@.B%XK.",Q/B?\SP? K@/?,L)P*)61ZM]%!PQ5H5N2L%]=R*W-M%SL3T%R5/J08C55! TZC5<.0@ ?E3(.#'F!#+/W8-.S(F+=MYVY MBZC%K8]ZZC/E!TCA!T+L3K@/T]432^TR2/BHVLBZVLK&SK:LL L9E:]>7.!| MG:&D#1S5V'61DFRGST:+?>*"\3?E:I/KF0[R)WUL G,"G>^ ER-,4'D'[Y4 MSEQX#WEV$_9F@W=D)@ZY&OI!-]V1]7+QCS]U$/>MI%K'\>M33(RYS3/==] M5E>L%ZHS@#7:O"M&=^E#Z62O _(.MJC')79AS>]1>1>ZWB?M67-Q/O*H67&1F'G A/<9-;;OWNDBE?^/K$PA=RY_ MUKS.W_HO5_1^H7,PJQ) 'R05(')A-"CDMO$@H,*9A2K M1Q.T-CG;PDPV"4U3RRS-1S.W2S4>3;XV@NVZ?KX^.4H_>6"O431YB-S)5-&%1#L'>R2PP.1"']|@&S1&?X+9?3W1/Q1MMJ|=>?ONW+8#T8"" SU.]K#6TA\L; B4?0>U M*$0)RAIZN6>Z#$@(<,(W89)M=+@&09=;4E"QY)L3^/T"'=5:0G#<68-9=/NR M/2&I(4?GPV"P_G\80^T">$9_5<@)EL)TA,:_P=Z60\DF[A=)=/?S=@%<&4X4 MM3'YKMHQ5,9Q%D79ZYJZ:6^\.&I),9(W[W9]CC_WG]X?_MOV:DS=E_5!+ M P04 " !$G5U9K\;2 9^2 #*(P$ % '-N87 M,C R-# Y,S!?9S4N M:G!G[+P)/%5MNS^^S&7:FY &0|:F=DM{|;5_R_LIY_S,_WV?Y_S/^9]SWG/,__]IW<-U?=_O==WWPA_D,X 5N^T<[!00'@-^P+X'\#1+_ "9!9)K1:1%Y(0!,0E!$0DA'@-MMP!XK(\B?^F> / /EX"@D+" (]!C6#0FL0/4*K/M"0EBG1; >8W\]C_T=$)81 MD=78M%U4SN6HF.8I>:.+&87+M'8\I2FX=D/:QL=.QRX75U1:N4I99XWNVG7K M34S-S#=;;+'9:6MGO\MA]_X#!]W_> (:#0]55%95U!0^JZM_V=S2VM;^ZO6;GMX/ M?:T#@T/#'3-;$Q\E/G[]\G6+/+WS_P?D)+_Y.&I< ('3PC]?OCDL&&Y?@TAJ(M+8U+0#!RJ8",L(C&)E'9J2YB1T_):1I=7"_.(Z/P*6VYEK$K'#L=+>XHK8)M4X>]+/2_C.Q?-[#8_T\C^Z>[_9]Q#0.20@+8X@G) 2 AJQ)6@O*?\Q=1V%3X@[*#IM/9 C9G90A7I>I[3=#3IVR99^893[\6F\1>1*$;Z ME?$5O8T:)%-V3C9+3(RNBDFAG((H5>NG2(PS+*\"Z5?,6OS?3[&B>6\ MG=05-!84\[2(E-$@=O !(;2'^-1]UH>[D^0'+W C0=IV,- YL>:6-MSWR#$> MBWGQV;/N,R_6L)B3M<&Y((IHY&T=D+V-'<7'>>M9 7X!U\8[D:L+[F\9%>-F- M'K A,[U5HDP%#M-L-F64'WH;?<'BA]P M.K ?93F7Z#*'\&_ MO+0AZN>WB(.5,3L_ -'9S4N866@LS/SA1-HK@GD?1O7/O(@-W69Y5A7?SHJ^>),R4=G^1TN8M=,SQP*M&-|*/3*V\[7#DPZXUYRM3[TQ?*XQ/ZSEGQ O(<-MN &S27'81+UE%B _7 M->B%% <(^S8=.G%563]XZU-9DW14R_5C#?\!#>\|V&_XF6&'81L5C7D(3]*4. MMJ/+Q}@=#/,4A,B:NVQ&&3Q74!V\|/:[;6[5'3HV]R>V&UIAK,R'WUU=E5= MC=TFVFC/QK4;JH T$2J[C@EJ-;|>G4"]?Z6$I- M.&:XO.%^F'[F_=STI'6$A-S,NM5!O+=W+A!NALBARJXQO\05OHK_:(V;/^X MMF5Z+L6&U6(M&*.D7.)9>N]0\^6G(W}U^5^6;Y@\[_7D:] M<8W]@F=#M<=H^MCP_;596MY=7S@8S<2PP=^4^(#[_M?>#=<4<3[S@2Q0]ASO M I$/V!P"OC4J@:.^-(>SW4L+WW6ZS1TD&?"#3GTGG"AP"OUPK'0;6WDGZ4_X= MHO>&$ HNFH#]?&\0A]\-RUS_]NEN6!9%D^?WX-@9O*;GC-/-ONY!U&"^C$/ MCD2,W"B_=/3.7A!?>^=/^??(?/H(!77"MU,Y B!/*KAO^]\7YK;T-#,2R2)(M8S?$>_G SGNA_4HOYQ;7D-7X0+E"_7!E]|AM2U^]_1_[&_TX]_JO@('!#N;]9R!*OX0/O\+WIO"<%A(^. F#&%5\.D%5!YC<M@$0/=9,CQ_ S7>7'%ZDWN<=.B+"_>]$!.(C9VYB@1/VG- @8\FBCT8=&-?(_M8C4QP$!P>A=D0QDH,M56P6XI381*R*1.2<.0G/NAMLH$^L M,\ZRR,:^!OPX$*XY^6!P^VGY$]HYNR4T(S/#*']GIUIGFHDP,Y%5"RX,B!M M35C59:4]L.TI}F3"*73)**L5\.4%M<.?W_65I\%W>I&Y^Q+E^OQL/4HG(Z.*MKCV:$[5U\HV1)3"6)16$%ZOVY0:CHK32]<'SA%H=!RRNQ8&N5NC=H17.+FV-MW!O-3WMA$O(F[W[5%:44YIX0/]#.H Y3(#L"K#4P*\#="'(?);TZ9W&-GY W'EG)!RI>PTX0EW9+*?IH7^@9O5>Z2<%C.^SP=3=:(T\K;-\@69*QU@]*:;M MF_A G U9D \T6PYC'V6(PD,^\+*=#US*YDE0GGP;.-K7NZD\V>?MWNB,_EG ML%CV_"UYVS[2K_EAD7XAJMVF]BZ;^\D#+.5)DH,\QW\R6ZXH'-97F3Q00]A1(^+DZ=992 MYC@:S@BP<&5\PH(OCA8AQ//O .O8H(KB+JM/AMA9R.KFI&$ZX)7U-OI!QH M2)Q5OO+E%+=PN#&(=Y_ N$&%W)P'YU!Q&S;(866$KNB<*;%(WI $#<-(2!/DO MZIOZR.V$1%.GRU*(U]TK?H*VT=?F0OVSE3455"^0/;[P@:K,A*Z*OI>BUX6/!=J/G=$?VO;+?0WUQ_BLV;2MA,2@<7?X3^S$4 M>UA05" [%3Y5!%M/^Z;@,@UXV]]$5;4A,I]SUR*U"\XF[]^7TIHLB-1F MN#_^0H5':@P'DOY/\<'LO'$MR0%RIU$2;FG"-+:,n;03^AQOHO?^A_B!W*E-IZVH MCO\BVB@$X@_$=!9K7:] I#=5I8(LM;.P1KV/+PYZF,HQP?F*RY88X]K!/C MY2{Q[_G41?3&G PO@W;PB_6_:)#Q/$GHH7F?W1X1P_CJOI+F(;7IEKL'VB M4VG!]7L8K9L7?E;DRN)'\/J$T'MQF()IF&:)0]V+X"?C-@$/[''WIG<>!G#1 M)%CH?WY9O.I=@T4<'B^3P+A#D3(U3,$_;6^EP'NL+.X&EQ5-4GG2*&42>^[M&]|U1T>^M1$Z9L$*>7./3/):?4%@YLS?;P.^G46_3 8@X?]=ZI;L=^EWK*F/ M,>]^65TG2R$Z0_3\(BV2'?MQ)5N2GCCF'# CSK;B(0580N7^0>10YA[5G#^SGZO!M41HG^DZE:V6T&UE8Z M!04W(YOC)Z\>;MY:.OIXN5Q"IL5=5\"U(&2- =_X%Q]>;A$D@"ECE7\4S&"$7 M?L"[3]9ML*MV%!-B% @=WV5+_U7F(ELH.+>]1/[$N\=D3G@JS]*L+65^Z; M0L4%N+6V)[& M?$BN[T5K/R<@NAS3:(['=Y;KP[R5GE>#24\? Z)7<,0,W96G M67=5TT+33*-IL"D;B#726T2QAUX';02R)M8-#,O\TB]1J[[E8: L!.>6HL/6 M.^!DR?T&>1,QJ3L&6GR'W?)^]^G7?I8O3_!-S0_IT-OKY .J)%^&8<+X,A@? PM)7>>DMQL9S3D\/CY9[.E@F M^)ZR+#HRRL@.>5B\|;#HM=I"D%9.KXYLQ.^(ZN!D8TU$(CO@R0T@=S^.A)K[Y?M%4D>;1YKZWSW/|T'X/KK_ZNCK_^L2$P/-M3Z.O0 38LOIV8"]fT?WC0_>/)\NZ[N?Q^Y.^>$PISE:P>GQ4S+.MZ8.G:)M MFH$ H6._X\EQ4MBDAL_WH0 D*MQ"T/>7M,Q4+J:UPK2G*F3R!0]_N]ERC(? M^)K_C9IXZ(!W3GZ=PAC2V]4:LH29NG&L0H%#V:L[!&'L\31N,.)BSSD9XDP:!VO>6M!LVAIHG1-H3 MGJ Z4=8C!EDT5+>6K91P;_+&^;@#L18^25_- ,G(/W#]XZM5BE]I:H7DQ#I"% MBE=BUIN!3;$D!GFRJ"+ZREW=8&"$E*4@.N31N;[+ MB??@;AQG-YPJU34SF"HONN 8IMM6&Z+_5I'|M9MEIBQ0!NU4;J3>SV&O*1!+ M-R5*6M[[04D\@EDZ#CW"V6@F*YVA M4T&=PB,*M-MD9=-(8P[3=M&YZH+GN;XE)SC+|"RKA!E*X*&UDZ305U3!3/Z'#Q<%=3Y+@-"M|UZ#^P?3J-9@=V6L[GWHO,&O+I?^? [N_/67!CL)P34;;[N*O"*K_99(=:+ MAPY3!!-=&\"??9!4S-M+$Q9.)0L/[]Q3=Z!26.)(!I2N:>EI>V#'X&/3H:MS:5)_4M9>CN*?\X;BYT9^>6"69'W !A4)@? 2#*VEHQ(Y'SZ$EEEKCL.:TN\ M@^26&Q17!U!)O90KO5S?TO/\M5<>8%=]HPJOCLHH]|.%C[!Q$^DS1_]A M+^A(D+=N14!9B+4@'2,0<"4>44_>,772S')B\I8EV.|_X5E*"QC*9-EC8BA@:\4=8NNV M&]:4/WDXV5D]Y+7]S$*@FPRN8';_C8#@0?UNJHOMUW#+%IT/NIS.OE3L+CP M1:C62'>0<^XUTE'4$WVQM0NTFF=7ZZO2'K1ZHSHU]N\M&(?" {!.K!S:/2TIN(`M!S'KW35;3ZSK_H\)2VCT=:U+/R.K8"E=FTG9<-MS-PK$F6()@S"0I1*NBR5.CYY;@]*ZP:.HL%W8UX MV^^?L0? LOCNS^5"2BNCZM^G6W&B=C:,7S]Y8DP5U\]Z37HOW(:789G?,&@-NVGM&KY0]J"\[_]D9R", M\OU$BO9S$OE Q2H6GG=|9 ":)HZZ(_)<#,6X6,>&)-EA:-Z3:3CBC^.CWX$] MU*? DIS#R-FIP^YCP!.<3$Q3.6Y'TR8<=TY=C^?[.=BVD[3Q25[Y1""^.>3L,?L8YC,#9IQ@D<+'T >%_U.S+ I>.<"H8S^?^WWLGO>-0*C MG@]NZDCB1-G"[@6Y YJM2&BC1KWS7[SZZT*@W>8=AA:K(Z_?VUQX*S+SN<^_M=B>,8T]=S-Q6QOI&M0<69'PP7G:C-85P 3N8#3DH'!'AAW;;R@,M_@+A_'$!4 M.6\!MQ2(QEE@Q-[&.'O<3)1;6W@# (1[NO.U)PU4Y!/)3AE MH1]>NS?ZWFI>[WM]|<"GPB_.]AV/%KF@=-8'V!D M@4H$1MDOL9E[K.FYD0ZFWTWVBB_D914#UE)1U:,ZUOP@=8L$!\VC.JEOR7Y?-MGCA&;]KR:==/]TPE_:I=?$ %28^'A#A#AS;KH\CEHFOEYEL<]Z8D8I--N6<+) MO+A(H:A+W92XSH;K=I;CKM"3MW(S%9@=Q(M#[6^%HLEAW41QG#<)!5.,8+2**EBMPB:5QDOA X%#I80 *:V67P>++Y)4G@29 M*>7ND_#*3=OUQ,2!Q!.PE3]MHR6\-']J0>LV[LMZ)4PM3[/L48%F29D?9:T$- MV# 24;W(3N9$UO4W"F)F;%ZE?[K)$*2;IO4>U4$|^TBZ]K_<\L#)=QU%7J6C MS]IULM%&SW>] 1S/SOL,*\ *6H(<[OF@M,=QHA_1;A/6D=F\(B7)RI?D96 M&1U;.7<\KU39ZV["FL6D%FCTX>M7\UY;]19*4)Q1M\D1'+KG?M*$G\)%"'@UZ(4'BEK*.ZP\?W8A| (D+7>E)-?Y><8$$WI'FUP4\@PKWSIG8>_6;TNTJ^S6<1O)\^< E9#EW(DG(_MN)S,=()VMR6K)-ME=EYV*M];9KO64!5TO--W8_?MI2+W8*[V8,,XMFG&%8<13N":\%0V*V[)I$ M:)K1B2EB$K*=>62OWK2C:4'$H' HWY{G28S?S#4G>;ENQM^$K]_XMV8A)?"T! MR2>D@S/8ZOU2'B@9N$+)0/S >A6C-Q)\(&OP=O4!OZ*[95M9.?."D#I"=> MEA+G$KS HL\8+HMR?YF3F\|IXT@DEU4T3[85("51'[-1/Y=+=E;?R[+XP)_Y MK__D_->TX9 *IYUW@O!*CU.D5NG,/&2KH+)E8N\$PYXC01A!4,JQ_'21L[OQ MX,=-N\U]5ZV+&\P'/E$9Q? 3Y5.=A//K*/QG\WAE);"X%3Q&A_7.+=L6S.#YP MW+B5^LOO>1FS_X^1'+T!,MX88A5:TKD&D5CQGN#%M+*O[:CD'3YP+8B$^;'*-MSQCWN1^RY@+AV)?_J&.1;M8:L* S_C54.!5>5)MTK+O7:,?99O_EJ>7%#:7B M8P7GQW+/]%]96|HHRJOI+AQSN>YFG&#X#Y\0^>=V MCW7Z%'OV!\1[Q>5=\A&+RT>]0<9U/B!.%B4/@]4}]:XT/>=_I2U)BORYB?!Q^8[MQ%*SNEA<0 J MOA\#GD>\QP3&74HUOCE$BV4_&T)(6'"5DG!$5UJ##F/L]/3N_@B>_XGV6>T-*

MA@))ZOW5>S:LTMW*"$K@L3&^)0U$A;HQ]OFAK4-63,H+93Y!!'W@VRZO39-MV]?3E>.<,A'^_6/%N^6B\UL55C$*)]8=O0] M49FLCJR!%;B;$2OXQ2/$$]IM Y//[&]7@Y(E216BXZ^B]K!51#9#]M;2*UWKS MYOH/77%0>#-= 0Q) M'UE Q;&091_|>N+!V2GB4'"SM\"+QJ?5O<(XN7NQ326KKQR3VUFV.E.C*OI" M54_X+S[F*81??P #0WS0Y5PH^2"Q_(ERV!5W;[&*W-;]>|[T=!BOF.<,6>'1_&'L.,1X.0_W!'-5RB:R4&E[3#!'EK90 MRSD%F'XF*P/PN3]DSW_+=@XNMA*+]%"0$G*?S]SE72#9+C7R"$!K_\,4O)D: M1H=UVV>64AB$KHYA32%;R;!Q#+(K=3RGOBM=0%P08¥BZ#L^('G%2-RB[1ZNC[7P.%_MA_N&=S¥]_=DA6571N+S#.$0L@"'@?9Y)@#7G>S-G*)U/H:<,>'NHL.5@$?;V65& MX<.J/VCTXC)"(IZ?O*6WHVUXG4*C[YG+"D>?K8@N*WYP&V?!3IQ)YY!%0%. M-M0U>W2"$#=L5\16H=634DCIW%!Q=?S IKQ"R1V5=N!N1\0;X#"VC0VTE9(4]N;E[)W@_?5\|=R=LO?UIQ6T[,T.R_+/A.%2Z"0Z;EW(SFHFE.-,9\,XYW!(MAZVV/B!%5U;,/E52>1F=,5)Q]&K.CL+[]AKOY=U_2WQ'8(REP^L&9BV8;C;_M1$1.C/,!=F>^L&S.KVWRL/*% (MQJ#S;Y49K9)+ RIXX?YUX=C5NC>3SXV*K# MNRJD"U!I?7@(VW*B>_82PRF.,%ST)P+[SD\;_^^O86><$NBKCK66?'(]D=" M)X]]*#V:K;7IDZ9/EY'6]LDO2=L(7LBJ"9PD8@.1LR:P(0?+!&TQJfM/>Q"X MY=*J^6^E!U./)QU\)|UOYI9)D1A1-C*"2LPRTX<(G+L#!!\ZYK%,,4?:'J8< MI=6,AZXB#G&T/5IQS8? G,OO&2VG*^M;-^QM#KISI4BE0[;D!P&16YBP;\8/ MXSFKX?UL"H,,.PG1XR/H@H&5 =Z]-W_69(66;P@.? ZW>$D>O4!Z=>B/18RO M"'7O%G,54[=(LREH;R2.B- .M2)^]WL4Y^:+N!Q_((;L/\9[67+#N[$9U=2G M?@^Q&HVYJ'B3Z6/X%:%3"[K[K/?K3T4K3Z:D7-S]Q5U)!G36,WSF>A,L\P MG *XVY)'R#$#4UBD4#MCCXH_QSK7A)=*]%7@RQ \||<CQ+WFVM>8 MQ[P7"F<J3=]DF$FT_V\4'UJ1/T+D %4VH|B'Y=5M;!)_SO484:@B[\R4RT%+E M;T3HB=N!ASHD8#*WNA.TB+7#3;GD);S;I*.1+.%,¦ Q0TIQJTY:D:\LSTI ML&BT[L!I^KIW%K>E[5&)2#ZP=B5,PXC(HUX^8'=H@-U%"'Q&%&FAKU@4(@[TSN/6>*. MB[*A90W>R[W"8.NW5$P;?MK=D^S6,I8Z,%0R[G3&,[LK1GS@0/9;>\B?>8EP MZCZOT &G4XG?/LW5ALX%R7H?ZJ5: K W22 2, M"Y0PJ$WT2T3(@9YX#M^B]Y(N6;62&N!\]7$9].-=8?0#PZ&>-<59;OTNUYUT9 M1Y.ZC#UW/(H,DGH2?MF@RRC<*/(KHC35SU 9]0(KG]<¥Y@GGYC$YIE(SMTMI MRA6>;.ZVB6%-/(@;7=QIOX;U*R0)6+U6P$?PSGKC M!CNR)3DFNX&M>_EXT]?-K#3"_<,?(R#'-2:TRJLR_O7Q^&Q@78\T&JO8OMFELQT! M^=?BOYD$6R: OE]=D:6[_K7$?1_"5'}TE.HFHF_W-I$ELUX24)4"G29@S&:" MSDNLHO-./ 8XY1\V740UG0^LJX5_\H&C2[L_3HHF M"/?ZSUUT+& A7:_^)\ M 9A YPBPE=!\@Y*%I(^7S)'I;T(M'E$20Y=3L;7X#I<4(C*\,^@6>UQ21(CK M\(A++Y6ES7GSQ-GBU+M>L]OW\8&B)F#/@[%-3W]&JEF=,4!50,.<2[_3U]HX:3CG"/ $@O#5N3,=]\A=$MQ#4Z Z24^L>9W]W0|%(+?U"_3N M;ZV^:H!U>F3O)PW!%=URT2_Z741CM/A]9\1N4K,)/LFO9DRY.XIA[J&;|-MA@[(!9R=-.T>>? EL;,/)T7:5M\D9=4622EK:Q]T[Z,+89%)A;0*BB$.7&S*<-MX_A-I0@]E:0#J>QBG\GO*TXPT2<[QG2H[94C4'Q)88W]@[AP[92+;S^_KK<0-M\4!*F3@H]!V^-A%1]80*W+'!NY+4(/0B-. <)Z+F'ET>U816;1.>>B.6"7:IG M745K'QT6[1K*^/4F_61'_5];J[C1CN3D&,?(^OJ;FDG:AMJ9&P ;"FEG1@'2 M/^8Q(D.!]<,060]+WL8%A[J8 |_=C)#]K0/UZ8,F/&N)(465D3LC;BL-\D0: MOG7&VZ;9&>R2>);AG/.^YX M.19WI>;&NW\ZJOST?.F"\:CTKBO/C]BL1-AE N1$'>K@A,%Y7+E C.&I#'D\ W<- N7NVQ]P8--]T$PL\]>W"&=-Y4)C(ZUKF9."Q] M4'=/KZGS\ (G!? IYL:WJG4GRD=WNF5.0AI"X7M3!3V=+:,)&ND5\:[M10W$7Z!7)[ZIN:O"F&8(!SLKH<='R+X25KO-.CNYPM-V1'+]G(M*\ETA,FMKKM%W*SQ,D]%F)&>C1EG3ZD6[98]H,S=%IBKKA5GPYZEMP[-605# MKFH&K%2HVBV/.Q6\AOBP,EK"'#!,0L[UC-BW#5?WU3Y5R)^.B?YW*.M?'D@8-?\[5-!GMIGI G1TXL8IXJE.B\Y/EX-(4PK$=M*VC>OQ;O*\-M4F/;M WWC2KO?EU<>0.^2,HLBN[1;]K&LYZ'T:M%;!7NI*X\%0#7'39LR.G' MFFHCB6.?+C"19066.P93J!5K2^P+@\85H7N% R:SNFN.1>3)OO04NW8LB3"V M^.PUL$DG8UF8(NS"}8.TW\"C.'C=`"U]T!\5#V,K,2FM:KB)\UFLE]X)N"7>C M[1%,;NOHL\6CEQQ67%O_](QE1D?)P]2KV AHF[&YK26;\O*P[[^N])? LXNL M,>?V&OP;B.^JWJP@&-5C]7^T&9.S?]ELIMEZ3%& MH]"6H>2)?7&,V@RF"3UP&*=SYQ0!@*3HUK."F/ M);U8\!SJ.+E:4F"DH;WVK+3Q@55WUB4\Y,D'8/U(&D;JF+](PO.)I5;GN/&- ML O;F;6B&T<#<3#X^L/L[< G5^_*Q2](-GF^!8QWOM^3K3RU&$'N[1D!47!<+ M-W;RTJF! (5ZEC(&,9%3)M9 P0)>#4/408Q-XWF^\+ & M/_G=&@PXICI<'FS7T/%4&[9[7FB3;C:I,7B]/R)?RWE3P:-,B6 M'0TD&YEPPQLV#^1? H5L6,,P0S*],U?YS&65Y/,W7I7&6S;SO]\7_,,O'(^5 MWTURP3Z+H]C-WA:0+B+?Q?R9H%L'I3_+B,*OJ'&&6\A4V1!6_/2:R=8'4'$M2(6AVP+"%@3FV5+,',PO1!&9D:U=EY0C/A4& METQ??,T_|?/]X)ZX/?7/[5/NZ,PV>%VKGTS1>';5_PL!-A=SA7XVSXU@(6LK M+X=ZG*(\&HP]T/^2E8-/,&--LOMYF[V\87[1EYYZCAIOS%#53CIL';,E<,-2 MKNX"X>B#?R1Z2Q84- T'X6(R^HV X9KPEI(&MWG(D4AOA)H6[!1P4,Z'^ M(NRIC,/\^B-^,@YCJ]H:*9PU"OY0/=7#],74"6Z&IPDS&SUQU"NYP+AQ=1?.M5UK$H^^MV- RGP;,8Z&TA]X0(*9]VL@9$;%,=*\,PN.LSC,M,Q0^W;2\[" G MKS+AGI2&F=$]X>9.O&X^(+]/+,Y(A.,+B,RJ8/NM&'W=L)P8NL6>IKUIBE0 M:A99]V D*GE_VD\GZ,DU8,$D=:N2WD= (ODY;X=6^BQ_IGY7G$.5"J/K=4\BG MB0CM*TM!5_$H#=M9VQ]/XP6_\[9[MSE$EBP&6C:.7;@;L^2J*SC)Z.W,Q?9I M$7F!^:XV9UB'&H=$3(!#'0=A KNCE2[9H,^U&&LY PK"=K.]S@,/63%R"C>_ M&$AF//(4[@C5=M:PT/(<#H8YPZOO<=0@<>)A7#OK31^18N*9T91A#W4&\ M;*B5-_VC]HFYJ$@ZV[7WI'6WRFX:?36^>)Z1\\P9Z(3;H5\- AB(PC9PT653"N M+WF^.^>%#N8R9VKLN_KR9T4?_|JX<1BS@VB:67+&9FEK9\_F9E-2/8DOCP7 M4?G.H\Y%^!A_EAVC4B5N$*GG-X#BM_=V!!C=B;CJS"-'3M M!SB##_B^P_CCGF$G@-SZK]TO=-M"LH&$;O&RF##NB/MN'R;<6W2\U3$@HEOD@ MYQOJ2.&Y&;>)!]"MOLE@++[[FFJLG@KG"A4NPLC,^)8^:S%/_:[4D :5AQT_ M[ME4#\=-'^G? O=XO7BADO:\,)F2(-6(\WH?*O\^^#P1+*4^T@Y#KG#HBQRN<-M@'J(4_055KXE^:)N"1.V&LOU^D?DNNL6L5-$U1BW*DU4_V9S^>_O5N^\U MEX>WD#0SJ/#XU>M7G2NEUDPM3J!2%>S:5)(E-YC<1ZGPIX'IUKIP+G10]XF/47;0TY=*%-YY$C9L&SD5=K!@PL.O^$&S^DMV*#26;QZ MLA&Y'5\,)C:L@L18)N/2;- U64&T$#@451XZL7--SIFN-YY/[2;Z+A:?=5KY- M3CB0N>,>QSJ\&4A;V:"60/:"S+N*;_'#.F=K0CY-535T>BW)C6]TGKX:((MQ%? 6FC+R>1].W*WCF@07D&$=CB/:+&49IE8ARI@+ZX-R?I#>80UDJSR0]^EEBM8T%&B M\KK4NI>V364R;>7D"<#\U2!P[(+U\W]*TUU&-X*T-@ID1E 44 <(1M6UVPJ M+XN5OBRXJA#A4Z@$/A;&?T9NA:H:60_E^Q9T6]NAXKR_N.K/RD$]*F&#K54,3$$)_7(&Y8.NY1@3FA@UVW M/&X"X]EV71/FS005$#@.D6XS(-7.,V .)/_"703E2=$P9 M*80M55/+RPM4*/VPOG+0HU*S-H>EXI$?>_^)0T*?Y]E40UC;?"8+PP8V[\(G M.))K-$6L #DSQ^R*Y2A =)YXSA.BBG&G"?7$'"'+3%OO!E M5?O$6FX9\?(O<$)ZS<"E)? P<,N=\Z+/"WT8VL%M3ANV;7H2]_*)-K:W.^%;3 M1;Z(GMVVX7IQQW-9 [O3UH)LI:4-<(D)[@ZT35T$ZI\)$@11:511!4Z6Q=@ M:&WX]=# (Z/CXU[,5SU!>"6FPW)*XN#U6]M/FYG]H&3[P?(EL$&?+N,.83SD. M^G<-Q]&H5>]F'(#++VJB3BC06RRN>1Y<\<7N9 M#4?4CJQ.W ^3GZT6%=J;#:.^QGMW+7DNS@ 6X8.G9K#? 2=KH1:1\6;2@4WC\N> M/4_84>O@?VW'DZA(_QLI@DS9E4T90S<&OFS]G6,FKPFUQ1@:!XBACXXE#7*&P M-C %7'9&@T64CKK3L6\@(JHJWEQI36\(,XV6RPKNXKO* M2A_.N5L! ((D>,-Y3QF=(G4D-8QS_9>4MSB,C2)LE;N MUB3E"0E=<'[XQ)!IC\C$H,M](6.673(;9.)G[!FE8BWC:E3',3G/\NIK3OXG M$_4T93|*6F=__R$O\(DN3O7!EBN7 ,80U4A>L#/D8_L>L6<;? 3\"<]TJ+RS6 M?Z1-GESXIKUIS*K](@MB<5+3Y19"11(%VAR6 *@S>`60Y5R(*X]\?N%A (F5;Y M8O)IXZ'#"!..5-@'O0@HC?EOE]>5Z2"9ENDI/!7F'I2; Z<68[5P<=1<-CN M(43TO57XO<'#!:E;MAX;7*QQ+1>XM7Q"X/.!8&:+=\ H1MNN3.=7%UR]_UI M62,N%$?NH(A6&0I'G;9,>!9B;E,UW])0+G _[(6AR:7U<=HIG?$N-P"QPG . M4:Q B.2/7,- &V(LV6>M@]/=7!&B3C; Q76%3YO?S 7]GS&1S^8#]UP\",.$O M_VKR=\2++H'1<#@<;>X'?VW5$ZUM5 1?.T.?>8F/^<#W<_O$?K[XHZK_7/Z& MCYU[\5?) /B]!A5O$=MXD=A[X^(6(RF5)=-W*(^38?UZKB6=9QQH(L!5^L?Y\/C*QC7)1\:MD M@-O.R+<%@=$#42W/SRK9[3N\[^H_?P$K+YA*BI@_:L=KK4UKH-!BP[C9 M8=.C!@[J,@MVKA]5?:NUTDIU8'X!,Y]V>#]DS.GE/38)3E?#UMRQ(09RYB2F M-SN):1M]S'Y!%"2F[+Y)4U!;*'.W&WINSTF5,"AKF-BH>:12DW/R%%, U%IW,/N56635OZ$0(U MCD9)6L8_BL_<<6R[!5N3@I+/Z;!91]NX*30W6\IU([^FB*!6,(5%G)F /GM5 MQV%$Y#+)\5$!.S"J=W>J2'6;8$/H0P-2N5:8IL5!]TX=+"'+\4O:."F_QYUQE MXV:P>18FL5,.I=A.GY)+X8Z6>O/$JIN.>QNB##3]Z14R+X\M\4/\]R U_? M253 QBR.8*HF_)Y%M/SO "$Y/)$"N]&%[-[B$R3.XLJ.7.=<;J-RUF[TN:V^. MQ?"0=KJQ7;+>N\MO*Q12- KLM^PB0OI.0WX;-]K+FXG4Y!;S*:@*_N=L"!M\ MB5^EIQ2,8JWWV(W*72KKH!Y'K(G+3,V&OCL..\KTOQ M>!"^"L4":>%AV.(1>2C2/ O9\0PZ+AN5<'ZWTT_7$N,"_V>AIQDCT:*N\$U7 M&^<^*3 2^,_U5R*:WM9!3]X21NM2""(*F)1]\H%V153M12Z-H[QXRB?BX6/I MD#O/UG[!D'LCXY'@*B1W2V\QEE?3: +7HN)7V!"\)(!44 9M>Y?4H-B8=CB/:+&49IE8ARI@+ZX-R?I#>80UDJSR0]^EEBM8T%&B M\KK4NI>V364R;>7D"<#\U2!P[(+U\W]*TUU&-X*T-@ID1E 44 <(1M6UVPJ M+XN5OBRXJA#A4Z@$/A;&?T9NA:H:60_E^Q9T6]NAXKR_N.K/RD$]*F&#K54,3$$)_7(&Y8.NY1@3FA@UVW M/&X"X]EV71/FS005$#@.D6XS(-7.,V ,

*<%N<=N8@LUP$ZZ;>:*TZ>+"A#?IQ_V? M.NW]-/1@=:K]W.Y1U,$H]D/[.A[}$MZFT N# |)SS- N)T7JU<0*\SAN1): > MG(B&|[6Y7":RKVWV^O_K>C'+GZ% L5=;"M& 0*IR0 [U0H.B6#@(! 2-?.5H MSA1&Z<<41]VP+,EF^Q3F?'+3CE_'&=O>97E0F[1\DH(-E L[#K$-3T;)8$1' MQ$1H)WL)HE*4:QP@O\CH2+I+#6X]]N19N]GA"OKPO-*

*!G=;]S##"KMGRYZ3ZZ M\O^82OU7NU[<"B^,-U";1N#DH)"]>0P/6Q]$B[\FT9] Z@=L^4I7M)$_@48- M23]"]]J6JE8PKYFT^48M?PI3LS?O!R' A<)T\[ZA]4VFM FON"?SDR\6@Z\8 M_W.U>@<+^V0*2%L+=8C:A AZ]- -S.^ M3*Y)C@YJ:H2UVB=.'HZHN>U/Y\R2@)K2^R&.AI_"0#65'$>DL\2]2-LE!$ M=.M:P<[IS F?BAXF0#5:"#Z/>5[3H]3;2;M#&_C_Q;WB!63R"C/41,4^<#U0_Q M)>PZ-F2$:VA)L#,3E7!;J3IYE!LUW6&W8E%+,C'7[XGN^A4>#3U0;J6RZO"^ M!8]W!%=;2*"QM-BEO5I3F)C^Z1F-*

*WY_[$29^3V&@#,03?;$[>-#%O"><|CPVK M;O2%H@[F/%M^3->K!C&"]B#>KH?"-RC?O,C"E_W\CP.S;ZKB$*R*(5I#52O)W"R MJA9!;.&A[|VX<*

*LF$6#>SK;A$"+D.I;Y*6+H:4SF*H>O70=<%{|>L.S3GJ5=-M41L6SI=1\0(0)-U8AH[@.4I9X';Z=ULP3,4B>[^T4V@"]=TL]N$>@;-QZ^.MK'2]+Z*N'NLON$)W+,O0LGI+N^6]$%U? 1.6S^L2KL+$N M]L6P->FG7O?<"=G_8/[JRY$R6;@!Y,],X +T6$(T-?,'D=[%+M_"L,+_(VZ M^^@PNI3/3+VV/BX+US!I_/XDWOFB Q6@-*

]2P+N=3N]#\)#KZ0+"Z^>NQ)V9V:,CA8=3BA;PUWS=O;), M? YO_ZPRE?YVK9\A@GV&\?^G0TBF,2&D]%B5TZ3&LW]X'"X32:)2^%##C!

*MC"94X*J9B7AEFOIW:W*L[3*^5^W3!M8]=+B]\F'VL>*R]\/]MTAFQH(404-B MSTZ/Y!42!K(8A#4H3B2:T/AS=//S$<7[D 8?B\@Z];&B)EN&O$31?39EDF0'M M3W8++R/*PU;,A<:?*

*7(ZV)1+Y;R3]%;HQP[=L 9'>]*MV9$]X^5_%]=(f\62 MLD (B?BC|\Q3;K,-S1ZT9E07:D'NA[L#HPC,2/CQK^I^39KEQP9K5I=>3NPL,2#/R|HH|>)0 #1 M,UC"-*

{//]7E3F!?$^+,?^M4C__MRH:O"YZI9UC1J!(+)]>R+YRD-><$XK(0]XP]3HU&-#32CITI)_B97 M/S\\+1'EN.R"@L^!(LF5C-U)=]+0!>E$SBI@#K 8>,TD'IVJCG-%KK,/=Y;O?*

MZ^7=HL=JCD?,AN+8^<" ZV1V1$-8!K3DTG*.YY?T3T\CUSI9M.[*U ,YN/8I[TC$1<,%$A/KNS _BK(!JI5@4!A"V3)V@D:,*3'TZ#, M"/Y%ZK[8%\0C?7L#+4L/6 VA_*$?VJV0E?H]

WU%3%?%&QOC=Q;T9+MU(*, M-M/B'5T97B]Z8;<e0\JXEE9S6KR.IA4QA-"H2TM W\]+D)+)-}<Y,;>><$(FHV!)MD]IT-M\Q+)-}+Y1>G1?*

*CLORY@WM5!7<<=4:JI1(G=4,S:TG/:/SP@!;Q=UHJUE@S4 MDSSC,D0]S|&8?|I*0S?$KWI,#X&KZ"91H|-4#*Z;[V- +OBP?PJE/WV;2R*

*MP)UHYU+Q*MTAI0$O'XD!QK:/F<,JFZ8P=6WBC0$UA9 O2F)&-J+UOWG6V*RQ M66.SQF:-S1[;-39K;-,8K+'_%<:\/\)VH&)ZF-[MNQ1]IXK'<14.MMI'MWR/ MV#3OI671?V)?*

T__XHTP,3VI/,E=+}=ES O.$-PCT0_L73NZ62_0=?^$- M"L_KBM,O_T^^G-+Q1S;#@[9N=XD>_N>NM&NRL0%(M"|?"|FH9]X<%KJ\|^___M?COSHXT7!?*

*@O*V?|Y87$!1D5.8/63A=/YT>$VG\(8CX\P?4(,C?I]SB2L4;+ MW6G7IF4+HA05:#MH|QB/<'7FD'$ZK)ZS"VP93N>0-*#+@BT@N<9F/9&;-!$; M(BAIM5Q_<-3FC'##+2VUPJ-*

*!$PR+>===,U'LN)H'#4YCH P2N/K2!1^B>$!BV MP\'W Ps%FAPU^$D[3>_SCTX|[TVX;G-NIN1?#Z1+*ZY>M7<=?*

*@3J$;#8VZ2O8_/4XH0)K<(@2527FZ7>,$BN!?,_1+Z5G0^ZD3\IXM&.#K$:,_QW9BSGW#4#L<^<%*4W.32HQ/6IC\ M92\73]C]7B8.1EY.8;18G$(&Z)$C7(2\4X*WE(N5,J*

*&3UUUDM:HGP"@_`M.TYL#3OU^<"PWQ?JC.N)"F^RWP3)+DG) * U^CN@6#":9S46<96O#L5X)6V7&:[^?HY6+5?J-\E,^Z@ M?=!+Z$'K(133A\S!2?-X0AFST57NQ;1I?*

774ZPA/G]4'MTIM.P-N+K"LQ9QR MLSB"-9+,P(QE>GNTVIKD[A_L7?@AZ.'QXQS_PA&RT;IL$LMW] C<^YA4IU? MJ*6#(SQZ+2&A5T_/#"'+R-3;R'5-]_!SO5F8N>W*

M"5B55.9V#MNEI(_AO($_F2 K^G7]?UC<,*"}{O+O!V/G;\>*^.QX?R M_;$?)XR&A)(C%(.:PTM(=#LE>#L?#M^"<:-H[P$M&@<8P$L^FCV|OXG8 M'}HD,%W.6\KS#U%-

7HG|"G\R?{(8[FSY2C5$R]OA6!;5&I(6M2].AO6/-_MI1H+-+XCN0<+EW+SVVR/.X,_\J9]*.*MUM'D\]?QGFYH9-.7!AALK<[S2M M+!.P6 **K-+P+ ^LXI4".W92[EC%::2CXE?*

6IRAI'5<\;&@M?!+<)P5=77KEVP M WO\9\KM5$?9!ZO>,,>H>3EVGB8J#0SF4\!+WE;"3FW>P3&36\V%X^Z 5!F?:6I0>K3&&D1H!JARF,/QVR9_D0NXT!1>D6 M/<_U-*

]T)RB^"KG[?;(MIL/#[.C3)Y3LA3)=BY=$N^B^\3AB6\S!MQY0>P7+ M0[_!=X+++D!6706=(P2YZ15RRAE]K0(9ZCK;:KX*0]DU/O.235Y>E1!X[M"=R M@UK'#)NDJK7*

1@(K."D1_U$],%C:7<&>;P2KZ]>Q2AG# V X!ZAF0(;1=05.=21YQ!C>&>L"5?)/U.1W/ M@D(,;W#?SQOIK=Q4;SF:XLWOT\^N;UE^.,[5A!11%_TT$X1A>1*-*

*KB;W*W" M^=I0(K2GL 0!;<=/%Y@Y,6I/!>SX?LOPNJG1JF;;N[V:K4XFKW55;0=-UGIL M-#DO.8G-?L*(QFLBVK16E@QLPV_D]">8CK/E*/G.L;M:RP+WGW]2?G63_N'(MHR?*

*^>OEBU;/E+^;;#]R;86-UBJ4_FYM^,KKIU]3I# O$@((T-+86CJT7&-(GY_'(<-*9,'= M-NH|_GTJ0:'P>IY_^D@NJ9YL.EYI%?RB,U]BKWJ+=<%KW7LC6KV:A0"!9HI6*

*MU4K;8RC>[(N8P%'S!-8CJZ%%?*_Z6W9@<&U3RWR8R]@=+RSGBHZ+H\99%,,P/ M9H8 ^FU/NIG$/6B2I<6_AS(P.,8P$L?U[_+9>\S28KI(]4395O?>;FW-U\Z>6*&,.P/#NKS*

*M\;&5^*R#$+/^Z7A;>NY .3/XW@_/I/8-Y$##99:YIS@LN;-X[-^'T(1M(PT]S3 MG(M+8F&K%E)^U\'D*N7XA T=MLZ<5Z9[_!.Q=P.*B"$YE3I;9#\U}'JJAS@N MUYRS,8,'^+!Z?*

@F6B8I""DBU0#%[V('#U/UA+?TY?Q^%?#">%TB9"%^LOM) MMLG&N#VJ!I$Z&; 4GQ4/',=#1A6P6HO@X10FZ@'R1K +BJXAR=NM4S#O(YWC*

*MF!1$<$7[RUYD%J44'=T4M_+;L='1,8FO,=@QI@.C5:

1)U=6;D>?|EU;0 AZ< !0 !S;F%P+3(P M,C0P.3,P7VN^?_?S M// GN?__YS>]3NKXG#.?Y;K>U_M]?:YS^!_Y \"]_NL]P$"RP2 D\@?@#\) MK-QJ!G?:$__$D(\ OP^P)8)+'X6_UZV^!$27/Q;6$A(4$A$6$3DMT-TN1AR MB{J(B$F(+1=?_"#_6B$AOF+Q/XLW^?W29<*"@L+BHB*BXO_E#_\M(\"4F,+,L M5%!@/;!,2D!02H!? Z"1/@K_UCT!X(^/P#)! (6$14:0;$DB#DE5(JP4%D4X+ M(SU&?AN"_!X0DA*67K=EMXB,PRG1\1=EMUZ_G26FMN=%I=SA-J;ZMM.7PI:+ MRRLHKE;2T-32WK#1P-#(>/N.G19[+?=9I; <^<.2HHY.SRS%7CS.>9[V\?BT\(C(J.B8V+BGY3DI[VB]WTQ^RL!)S7O\Y-?"HN*24LK+5V55 MU36U=?7O&AK;.S]!NFD?>WH'AQC#(Z-?OG([SIK^,3/+GH/F%Q;')0 ("OSY M67) <4LBXEBVN@>CBN 26!2TVD!(27K=%1'JW@^BIBS+KMUX7D]US.^M%Y7*U M;8>9X0/A'V$U-@2O%OE^JRI MH:GQ%H8+ <2T^WSIN03]"ILYIRF9WH'!)X766F_XYJF4]47IY6YWW;T=C^A= M";0R'?0A'6P5&M+B XFY%(4E^[+?:U9Z4JAZ /=1]BGN?F M7+TZ7&Z?=^_9[9I#_? %0Q!L>RS;;>!\F_B97]U"?,RL>=(+:G$N<96PKYK MG& H7;,F7>9$+_X>E&:\0;6WM_[EP&JM=(U- 24V1BL_;^G89G'@W$B7#4H MPFPS_*YL+KK"@(N!DA_@I7'A\K!.T9OD(]V!'QEI^UT,U1VC&S*U@K9N71;V MVLQI/@@(F,#$&X\+_W[%SW>%1T9O>GS7$LPJKT7IVY:T"EG)#KGD3-JS4ZB.OGI?RX@FXP#4R MY1<_U0;XE7]N,+^8^M7\W4*K:&F;NS/3@IW26;$)FG." H;L(G92(DIVJ1V.MFW;SW&.8%U#B&#8TELQQ3-197K M,_/9NYG8.I*$V\@!6(?9G_7%#4JM?==TJ9V"97)VL!TKC:96.% M&?PP%&,$&_&!RNV@'TX!K'R=AF7:)>R#T8J$DQEV'>W;_;F'-/=G)=:TGMOB MDL%YF'FA^(4C1=K(F/>+'^>M9SJ2;^!+4E\BQ;&RPQ$1_O-ZA[9!]$& MT5+GMAS'UIZ7L7O>F11\5_! H^+3D[=")_U#9;!"\$\3JR1.2;]_MIYA^X9.0X0!4C1VDB9K@<Y$===BP/-!NE57E"L(HDS[7D[.'N@!(&I>$4,V/*SMIVEV=F+'>#=- K&>W'WEG_>RP6[30LCBGS37^}#;UP>ID.I_,&!IY /IV#K7E_+E MKSKP}!8%GZ>H#O$!Q+XP&I#\&J;@3J\<{OV>LOKKY!GER9I}A$*."0O'X2? M)!7;!Q"I*'D8!V@CIY,*\ (‘&W:8@'SBMF<("BF]:2_7?XN9OF6'Y@,?8W/ MKW7DRP^6Q6G_-SDVEKXH\.Y7[. [T69]?95=>IQL,AJZM3N+A.V/Q0"I)O]U MWC)I%4[7?A@J_N\.TY^&1)9@HKC9,O5\@+W>! !NP)?_S_VG _;>#W(2#=N0-MBE!98"5)K*;UF628IRK%/YIYHWE,-2RKVD>!.!QU;--)MWP-9]7+W>=K+PW4 M'1%-DG*<,4\,A[4+:Y,$_L(@KYQ7-.,"A5B)W;E$>=XR\ [#G#U=!6>F#27U-M3GP]P!GU5OC1.;M0U^DOU"M,(.1TI!)OG"']24OZQ*];U6,NBUM MV?ZUI9\N&0U>3,;F56SBQ? !3[0RLTZ8>$=6T62.VX0- FP@9IR.#%@'Z@G+>>9,>\)Z&6+JMM)CF)L_M_N9<%FZK?%7$\DZ?[?"[L%'Z>WMX,^70YV2*^K#@,!W:F#8AR4J#^U\T50@[@ MPXK6OS;E!=Q$)W1G$,? MY[%0#!7QGF %A,XH3 @ =/X@ A\W^BNWY!-W0E]*K,8,"SC[67I^)F17Z) M6O5=';GZ 44_,#[=]#6PE7E+%,.M'4Y;63:+PU(|26LW4BAX(K#_-.Y,$Z)Y; MO%*WH%\3IRI4_#%_?;Y@^+W';FG,/*YT! /R<,T#N(6%YB81=G,W>RYECM_R*>9!4/#?>_M-YBP9P$'$#;Q7_A,UL>+A5%\Y3*4[$K:Q=VU!F_NCDVE?S ME[;=GK?@*",QT ESQ@<<<2* <7T^MW@'Z)X@0+Z"Y$["""U\SQ7C]5EYW'K<]6$[.&WW?#Q6[M;TG;&GZ@?.0#PLAY6K$1\5Y\/8!ZI@?$.<&781 M%1L{E]#2!OH"O@L:U CNJ:>OO+[X&&W/#UL%8X? ^KU\=)Q[>W),OU^)TE?%^MXW%-*QT6QQ6YQ1(/ A8/9DZQ?2%+A#YJM.V^T:\O@Q\--->/ZC)-.'/PF+>1 M:3KES0\S8C4RK:Z>>AD)S=[ZKD7-@'A,2'#&/XX[W%9"A39FAB- 7>S+3QK-! M?KL--WC0+60CHXX/R%XVA%1RQ_DB,I4RXY%D%(E=\S+=^MFS;)022WF3O37& M= -/^,^V9M0-U(%2*B5MXA5"_Y,DC 5&"3U6IH)<==VGB^8U*W0.)<)[*R(M?.*K*_^XZ-@Y"B ?I3X]+FM^W=HM[Z6>;63/0A%6$ED%6SXPD(15P.#0-\S6 ML"C5?*#/H]9=G%G;*>V#754N=TG&H<.S8[C#T$;AO,-O4GK_1*!H_,'4SQGB M"6LJ?'C#8NK ?8L[HR.&,?(_T@C10B'XAU6%[U-@$YCX*M-Z ^W2X,.V@$53Z +&]0*32;5[_ C>4N(RP#%7'USCUMH<2/')UVV-:E4"[X[//&X%GU?!QG^%UZN M/O7L:UP$407]>P1%UQ^&NX+X@+B?F3&D,_B%7<_^$(D[K\?IHWF00?)IU OM) M-$XQ*_'RBN/;WZV+_DKG2N>SHUFDB2V<]3WXJ2']N@F=^H5)TM"N(U9=AGUH ML98')]+;*7;HGA(5HT"G%]0;I\[&FMN^W>KI(L.0 BO%"6]YQ)8R,"37D'-H MK RLD]1A',&Z4*!F=-3Y>)),@\Y)D0WN=;NUURG*Q(B?Q?*7!EVMY*(X@L=85 M.V[{(\QE0DVG02? {8PBGN'(2DLT?6DQ)[X<.KQ^\UREZZX<$@O]6[<2\T M]T2L24XV5Z5;RMH+_ |>HK48)A+K(1W]&WS@%.D&%D4].W6=6K2->Y#UY>9A M9;@XGR1CD5UU_E""<9]Y5HREMCXM7-U'BGBC=V'>0,AWSED'L1#/==+'LJRQ= M.'P0]|&MKF*CJA#DG$O8#??)9]Y[WO&,B\IQWR8@FJRVF5H>ZW%W.$[KJ{3J MWH) [*W7@E4*\9*I/2V]ZT^!D//,+>Q/"Y.U$W7Q=\"<[+3.9GJ/+X((=DYT+= MBWZ/UYU;23(1--UVQ]$;_S+H3+S$$+74F"N-9B] "O?HRPF MM6(EL0G]O"*+$^S>B\4G5GU[*TW,7K\4_'7M3K MW7I^;G[^*MGTT.29,\)"6PD%TY-Y'!]B%:G$J]X.TOKP!F$?O9 ;!\N^THZ* M-9!"I20S;T@D?RAB^5#"$:OTWF-/)W7E)'KT^C0L4^ZFI ^H+E-BZ<>0F ?1 M?4AT"'',0L4_^F\E8E&FNE"\>Q(* !!:XRHI/P&'"UJ3FKFJB+/F2O+W"WFW MDHJG4U;*"58%I6A^8BQ@:!\[L#]<<*RVL&P_NYVMU]"_I457V04CTR%>ZEM9= M##BGTN$^=&%J6HC9W<>$2ZU#+TOO/LS42BF\F1UU9'I62,H!QR6):P!=-"TP MY0.H&:N@TQ^F/0AEV<% MBBD>:[*W#Z^,3,.X+AP]%QT\&_WP*Y9"3WQ:,*O:_4&.J9?JL,,6F++[!]$% M68$/(L24]4[P,&XP->*=C)I,&]7 7E[U*B;SYF2^V>.IF]0VN&A82W0UG4[M]=?"6Q=VYQO*4(%&@D!D#.Z'AV>]0EA]&<66PU>'[*59]AAI2 +YZ3]HQU*.M>$=2>%N4D@:]85N\0P4 M*]#F#V[<4>Z;^1 '0"T# M?(KS6&'0]C'W$-02P@"=BN[9]$)&#E]@E'ZEYJ/9BK?2EOJ?%Q-I.0BE.Y^.MB3S89LIJV"ZY\[62)Y60CR:;=)1KL6Y OU@?^GD7C7+>X*O?IMN'&G0+.;\+ M/'EXS*4YP#1^35_#+JO#^E^;2O;<00?O('LC&@@[X#P>E$=0X.7#QL1N&6@Z MQ.LHU!SX8/?YL\^E!]\)Z,_')/OUGGPC5;L8,E(/M?.9QO M@Y6[,<-5L#'8LXZE#Z=/^D(G'Z"FIN-@X.L__)P/AL7N\P"M!-X]ZOBMKZ2%.M RFSDO_AS0F&B'4+$=M)?1RQ)8.VWQGW?U>6I%8:LH&B"""<+.^1YO5 MO\W^L8P9(N:7>~MFMMKW--^]!,>FB6D- :@'F6MSWB/3#1Q%^(.J+E.?*VM<-MEV38]<]V\:N MY\KIL]%0&@=/?*^45D4*QQ1'QU0H0;G*;HSL_F IX;D9^2$/ZX*M#2:\X?$EQW"LVK$%QTVNWFP(RM"XW:\!N! <&,]:62U&=\@ME2UR((?:E5U6=,ZBI:IE=Y8U9%/2ENUE52ZK>=QX>KHH]:QFZ*XT>-#F9FYGMSCGGKMW)E0G,']97)9L&3QLO7U/K."[)Z:W]T;METV6;59W M$19/1$+#P!T2\ZA=KXV]=Z#^&K#R.|_P_J3NXC]2S^^+VSK M/Q!4$+0T9M)K]!4H.>#(.[$%4/U4=8U?BLY0!7_1M118W28U>>4#"O@-#[7 M9E=)$59MVD_$ V+\3C!. U/=2IHPX=AX4XNID7Q@+4Z-H!,X MB/0F6E4DLTYQQ,#=5^6I!Z[G=%XN]^P5T%NKH00SED. M5BJ 9U0H@K;P)#Y8Q^Q$D\$A9D-&L=:A]QA;8U:05O2DK3K^D>DW1\?W^ELTU MFS^X6DJN3CRGDOUE[/L_LO8ECH]3*J4@+L'H:{(ZM 9$?]!&N=50HV#V&!!V+ M2]#H_'-AC7W5';;G6?57=2MUAA^;;-_3_R>=T5'^6^*YQ2+%&ZJP5*H4LH+ M-0T9S%? QLNB>F7\;F*!VI/18P91?SIZDZDW^XF5;MQS./AEF"8"F5 'B6KPR MVPXAY>>0.2NJ>)4%40?U:YZ4RP4131V9<_72ONYHUB;!VCDE]6T?U3XD>#<'-MK^W(QMOC[H:CIYY? P>,@RZ76%]@8BBVVFMC!VJ)NA=-$TT3==_G!4I&+ONU9MMH_P[(MCQG]D-Z\(-[C/<8EB X=Q!2O0@.4,Z0BF@M7;.8%%M?8URAQM*84,!1B-(; M? W1;=\+@M5'DE:V.R$*WGYZ_[2=-ZFA1@%M $6XP*ZV27HR.+Y<4GK!1/>= M-)?D$#5VT>SL0MQ@E!*(1SZ 3Q(RS) M2^.:G&*I3L*C/*Z%PKV]SFDZI4.3.F=O]55>U'YWE9%P}]3YUGC\0SML$VYX#6(#,XC7N74DGB;*!@%OQ3J1F_RU"=,7UH MG3XW5X:-D.S"C%/[*CK?AVQWGOTM_J41#&Z,G;C,P?? &5?. %JX*;_B_8#*.LO]= M#R;WGZ,R7Q;,7O!>L*BPU+_]DD3?ES0@.5RD/[C&M#R@*2H4 3E(<[,6WX+ MO3N5%T74JEFD11*<;2<(%MTMU2$>]? UK?;A>7@|ZORVL3/^;)FUIV/[\=5G3 ML-O:%>9"ST5O>K 16PG[@&<,&E<78!B4*A2D1:K!*A-VA ^NO,M2]W,WZBP1 M,U ^H67])N&LFV _Y1Q#E3W:=G=UBP^]-G/L=QD 0KHL/;B[6'61+).W.]$U M)(GBYEQ\M%5IYPSCHM1-"R'6IA>31QI+::M5$N5>F*LN:F4A/I L 7WF V>B M:Z@+OJ_(@V'45PBSU],B_H*MF^*HFVGP@8X3S>'"*O[+I KP"1';*4$>DJ$5I MO"05&3Y@?;@BBYQ&'8BE3\>?0>YK@AI6O?"#[*=:.^]1^5@YR;?7=QB&.PR8DC M3]6E:?.O.(8103*_&K[O=VL8]5O>5/%N,.21UKDM7R6!8_ ^0H:3&V4&Z;=R<.MJG8"0BMOD Y\.T)KZA3@P0[8MRJR?_P$;4C,,O3N+W:UB1R=>CY@>^6IH &?W MW[5+&-R'91[1_TB%EX^@HELFCK&(NY8Q:FA[=FG9E7;DO7F%W]MFJ=M7ZW^S MK;_FI) [IYX+W]+ZLL[6]264ZTB&MH/$NK4@U}(7C" 58]QJWKJ41##=)7+RJ_M\B%YV\;.QZ[IZ]=?>H^$NL4>V'OHPJG>H-V M@\'N:*L1S)B8:K(?+ MIM5*29?/30[Z55Q8OGH^@- !\>0ZV@94I0[DH$4(.\AC6.[XCK3]^;'=Z<* M7+'+@._P4/R"Q.S3HG2S08;3%O33JT6;0C@>DD}1>P'D"@'2|"E0&T< M8X+-"Y9SU*3>;#$G)-U:Z) PB]U>=;=PRX:%@EM[^(&5NVO%)HK809Q5W5^ M6N1L/O1>F^J=(3,])3'L?%UY0/5K_;,S=P1R;\1.6;I'V&*08?[HWDTE+7'E_H4G#0W8_P)?,7)TVY;3@.CUY+<3 M\[OPHO#AY0P^P)$R(/,4NZS8H\@]6K,"04UNN M*M;Q&>W8Z3YZ^$R;,AIQ__R^73MFR0U8R,P#WD,O0O."\ZD"WW?RAH,K$\3;"YQ^EIX#NQ0(0PMQ%7X$- M&835B_$B@_D? O.=+R9_TX=1EQ_8.X*V(7'Z OBJ'VT'S[FPK(,YL(AGD@X M1R#L3M4B>V0?.8<)+&XHF4WCKD]#CRSGF("'!MOGL)\YNM=QL?E_<*!O5:@B MX[H&T_LW(3^'M";DGL ?S%9 E])%8R]_)G*#6IATE[*.8KHB_L+QL3UNR@FF MJ0]N)S_9G9)\=[OO'4?ZO;)?33#Z=WB2^2PESTHE+E_-N">"=KA_/ZM4.1CG.>S<66PO.J+%E26QU_#*-M^8 _509",ZBUU(\2U=A5NOYFHF/NJS.&"K[4OL:OAT*&QEZ_;8.B=.INNSYR?6I5V<@=4LSF[U1H'^9G;B^)5C)RJ8 M9@G!0XEBU8.\0WX;/\^JB/2S]#PZO+9L2.KQM'1,\3C_(-!>4<| <&"I9%(3Q ML/AR{J"IP'H--Z!BP1E;.+9:&$36DFEO-Z'ENU*.E9D!G[R<@J)/LAU6_Q.!3EN MR(QK@8UJH)<^1WVG%IR4$Y*\!U@=_CD(/EL5QO#9L]?/P&NBLE-SQV6"6OX9PZ\G%;P M\D6@;STKCRNG5DE2@I4_$NOIS,/4%;W]A,LL,U(.P03"^C+-+#G7]/ITX]3PN M!.L-F)\/(.XUITKPC-FD690 UA,Y2NA4*84Y7!NYXZ=?=FOI*,%6Z:<D.Q? 6$>JR2P9@M9?!M%2ST9>]1> !M'8EYHJ,BF8GAIHYYO5"]G\Z$DN'[I+N;6L0M=.8UWMND^?55F MO.PTN?X",W;5*>FL5.V^=<;2H8(W=9)8!5R9*;8!E);#/=A&7$L V@+C[6X$ MI0:!TGZS(NF.W?ZZZ_<7Y)[$SFW=>SNW/MYC@_G;R=4/4$UC& &X.A,1]V$^ MQ+8*%1X9-%N,T-ZC=$OM02$=)5]4D]]9$Z0,(_O)!%/BNE-+U)28G8DS5X-6K3LU7 M1YZ>V+BKQL'@'?C;F,BP+??N1!XK"\?!+$!8]U K+Y*K$%#$VXZCAO=A!]7YF MJOV^3-_TQ.CVZ:\9O_^O_AIO'IUTN?@W-,8@=&_Z7$4J N7+(<3^/?$(RWO&E=K-4*8Q^]DIDHL<-]ZPN673PR- ,].@K+6C:<& M+C.#Y(_9FX^[?FIRDYK.NO?T_I*;K36/H1N4%G/+C MR$/]WI=KX1FOXD;ISC3X0/HH9UN4@C(-&N0'. MZ$I37;EGZ.I0V1#H1"6C %? #!U:4V$E\LAY(V(4]U'5"R;7*)E(/]T]YHAJO M YM$91+]N9'4LQA$&2,"D0_M10?^%&[H!XB*\-7BYID,U"-*%PE5#4LT']&37 M_X-R4LYUEZ]5FDM:]8MSW$,E'4-!*< MO'?LW]6%K "]T#'IB94@I%=7P)OB&S+K$R73XBH4I9VP9HM6#T:9\9I=Q. M@L7%Q[YE9Q)#QO>^B,0V>ZEXH,F*85AH4H;59*!]=%6%(H6U]R6A+OCE&K) MU5.2"? W/4KWU\DHB1Y(45>V-B(U_?&B,F'!*WP/H]0!<=<0B#'PQ"/_TLDN@ M'X:G)=WJS0QI7-P 70&_T,>8JD:)XI>IY4+*!T6FAR3]/T ?G[Y[H"M2IZ\>_ MNO-9@J0.Q.2? H'+EC=FA4!!BBS[,Z FY.*M"%>+-G>*(X BUE+HB9CFMS)Q +&9L#"P M(9*+:**%"BR$LS_ 3C5F) 82(/5D9^:* ^(XB7A)9>I+VCU"CQO_@NC$S#3P'W MX!AZ>GD90BF]^$"K+:$9,.OG Q.]2T\<]R MM._U\(KY10+5!R)78%+>$'-H(WG7+GK<,U#G&L_F?[-T6'S${/RW M^HD1CK^ONQ0K[2VF3Z<&NU*_V&9B)_UX]f_L.:65.1XK\WV)_A656\LM[*\7 MS-7]M8U.K#10I:EQA8O,C% :Y,'LJ\$6?F1:U>@>QD@2F]*-R%X/(-"AU"V* MIJ=_N?.Y35,L1=OZ- -9L=^E6B>-&K=CPVY8SME+]9F&RB=_MDP]O"%,_O*5(>LC'S'/^"F_"$OCM&0&4&UQ#%&0%9KYAG>,45QA "8PF/]#(MW6%>HR1:'G;[QOB>&PH.+(V$\,'M7L@@8:0M 9M ^ALF.X^3_M,V_ZUQ&QU)+0K)"\><;8'TV$]86(;JKT3M/L(> M*$V>-(\#N,D*HM:.1I<3WWNC8TZ7M 5FZ&\[_UCX:.GMBF-Q?9R-2.3M0D'K M$5HUM:.98TYL 4N=)W8PV6PI>6*KF0%K--8X<884KQ31FP+G^=AN!,_Q<$"MGK4U4WRPJ]28E3TNJ?5!P5=U(X=2 9^]PNE.JGXL&F)2WNAOIAE2?Q6]* MLY'F)=`M/(\]ZV!4N7-GCS7W_8QJD)V)BXBTZUGD#&$AC;ER86F=:A*:4=O:XY:2.CK9 M.^22E;3/I8K'2-&&80*BE3WA1OJ+N8EY9AI[3W)5*;S+:$]W3[W7;UWJY#XQ+ MKX\W#);9LN5#1Q&$ZB.? 8H/(GYRO4G#"C';V9:9GT\7KOB2%^ET/GU1[TG M!@^>-W':K+ L="=) -*IIDN6HQX1=C(3GM[RV2F2@LO]=L'FPG3Q%>;>%_MR M/]5>DCHJ?]KZN[5A/]*)? M"Y\/5]@:\8G#0$6&2OGO +"+]-%AE MR'O%RV!3Q2;=1_C6-W&I!4MDMRNTHD_(?!>01>!3Z W7K4'T;@?&K%\$*(MC4'-=!QIP01#^;/2)$^UTQ0SM:%FII\-D6 M>)HV("DKP.!PZVRBY!;C1!!07)D[LXY7,;ZW"GHQ-VZ0X@WK'6%P7-UB7Q@_MG2]V8=Z.)Y8O.O<-JXE0XBO@"_HLMN(E(R%LN&0V94G=R_+]DT=C/T>/(P%0 M$\=,@QM2$1S- ,:H#V?UOD)QWNS'#,H@Z=F_A P_2YS-^*N.9^8#_,MH,\@(; MY FUBC(5_NKRDC&-S!BE/L=:!1@]PO0=3!WY3CG3ZB6]>.3K8F9G%04;AKEN MB^A"!K_57&/QGZ.? \#5E#_QJROQY[#&%K*#MGV]|>?\%F79<=AI=B'-%/K MQ95O@@^/1B9>'UO4A=B(;LW;]%K3]B MTX)"A*D-B\K.9O8G>C"-:OABEQ.?T^&>8"(T\IM1/%N\,TWRR.Q43*&=& M8.J.LPX+Q4BL1/ # >E9=*_@D'Y- MJ:>2CE$1\X1|=GCLX2ZU4R6YLVWY)6 M<9'KHV@T:1]/$I@FB_]6'31 ZC?DW>7NYIS"|!/OMV(':9$XN!H%W%4.?Y* MQ[.Y?? E^NL5MNE7O1UW"+$>FDM_;7]>L" WFR542FTDEHF\QO9Q!/VI=8L_K MH1.)<>7&%X,:_K&V_?W*Q_B=OZY!8K&LJ;-_QO[G4&PO.);.U9NG">502C M?D&($V6\?M%@$*726GR E_S/M *XXG\N6:-*A#*M%(9\5^,IC!?(V5"%;GXLR#E UN58AH#[F&E ,8<9B;?*"DI68*VEN^08^\ M,C6=S-.=@U'CJENY?9KGTU.B?TP\7I?__YW+?FT$317U6+1U9XO*O\)*&== M'G!MBFNY6%6ES0<>C2+PY#D$PDS.OV>PQ#&_)!(BPDL[G7$.VC_I=8?R=53 MT XK6'R/=:,2^%UV<$H![T3B,]=53-Y[KNHE<'9)4+3O^:=R3M@==\|CC/N=_M_F?%MR69-Y!? C4&GD,&'@ T3O=G.=VF:-);.9E.O=!/0/#(T (M3A_>942]]2O\!ASX1IW7G5@'+LPS:7#V-3]PW='??,'D M6GOZ#;;$&KE+V 9474MXS%]9<5'O]N,^[23K9^OP1^SC5&*28E8+ [G__F&H, M=YOI\W)-=[#2]O(*,.="<4DP4!]#.EY0N;]@<]:E6B4QYO"+L(IX?=%Y(AG MNEZ%KU=5FC0F-9RLV#6TL6Y;,@)-UY?".U>KZA6'5==FKGG>M;:42JDH#7'',RR - MUN7Q 8GPMS X1BH>/]*&;3X"2N5E")W%W?'WWK[KZ.2--,K/K,..3L?CPD17 MSR?_3Q1>)/:?Q8YNL;TKC@/EXMA]D/4B.0%-$;Y;K+L,S#@_UHX1\)A-_M_:X?L&&63H359WP2/?> FV8S$4C2+L.UY.(Q'F$Y&9YIW"T!M#$^[401C2^ MMYTZX^\'\/JTI1T!2.[/#:.OF*4QFW]+#!DFPT?N,SV0RQ#/?CR:@Z45 $0M M&?0UEE &H1_I@XW5ZQ8](7BQA0PNW]@Z? \;2>G:]IO"=%B+\I.P=X!F5=1 MW(=&U7#C8J(TFS*[\.KGDS,"7'+;'YQJC,ZT(\]C<&&()Y0;\H$\FW/PE_Q_ MX>6_\/)_$5[^YP7)5&7,P'SBO 3Q/3@[P4#S)/:2>S#_>:,'J+>__O% -08Q M@I\3 HA8 BN?D;O386C9R>0M;G_B-H1$[V .E(-113_"L78;/A\ ]5)0 MJHIQ/ TJN:OQYY,/4"/$/Q?.?4E?PU:CN#)CL%W?0=#0AE0_-;>2WW'\>!" M2\M"A#*BO!QG<851&18M8HZJQ.A^^\^.^IXZ>(<)^61W"6? P"OH%UCN M76H5E[/IBH(S'I'S;BO41_)\$'ZH#XO65<4F==6>Y&@1!P-1B9IX_%I^A2H MC,@T*_UI&F3(W? QO^_!LRG_B7;ZC.&A]$/>A,?O2HF<_!+]M=.]86<\-\Z>. M(>.8D3%'OSWQ5U]/TIGG]1'8&G#F!>/#%\'K$#4Q':ZD#GS$(K#U%A&'+%$$ MMNX#(1/8]N@)1&A]):- P<*/_&P025XIQR$OOHT]>_>-A$-)P_1JX69-IB'7 MO.(6C,W]_9 ,"V(=Q7+7B'+.$7LQA=$W83D?^G)X&%YV])>GP/K F]\AC M3C0%]W((]!5K]W PP8Z7GFZWR0A;-OE]BZ+ {IO.!&*;#':3]9+=U@/X:KDX[MO>NOY873423>N9- UDZ#&Q52\](>6!6OYUC&8-$A%6*9%/7*I__M(:5GD))?)*_J7.L.PG(IOOIZK_3SV%AWKR%CKE1:G0_S2#58Y#R.Z$=A82B: M21^<3:R28C)],V5>=OB5Y-OB#IQLTAVVON"PR7##86N'R8>'C0HC$Z[$ =_ M@2PZ!9-(]<1"Z@\)?*(P_H2^BG5CP2?1KG.RO#?>Q&465Y2_ MZG;**]^4> W\T1VKR7?@=4CG{4# <5 :\;%XIY;A5+-/(VTX$H@_1>F<&6:I(8 MX?1+IN6;[(N]^(6=ZL+PR)JRC#0HM+HYJ.0%=5,5.0/U!\UF\Y2 M#1X85;"L<"'=0S*U5'5 #.KCY!4RCKS;,[EUF5>TS/O!L*=?EV9S1 MW*W/XYQMY]7?IRZ.+I>[L^_I@23Z96G,=G!@.)X>Y2X,-3,3A\|}&Z!8YMB0 M1M(Q-WS D&U:6,=Q9N:CS;O(B"<8+ (.EZF4IW1L|7S V4CN3JB@UO4KMP M@3LN'U8:/:86F7!//@_7XS0ZV' 6HRTZI55+C@F<>5TX>7\QA8A$^A2Q6BJ3Z? MA6$5O!,2:,W4:).G7E+!=DY=/E?:WF=.:C\H76A!YC'R M#3,- WA/,P%T^@+B#5Q\|EHSI18K_UL.2NQ%4W9ZUB\0/8-HUX3^IF_7F\I=I4&H7K)5\]$L]5\7X-M ?=P M@>P9D[+[-Z6/+R123L9:B4-H(.NE2TDB33 M\L05.L=R/MI6++G=;8S2YFIJ8I"_-6//B8@S:(T6IA& .0>>;>D-'T!/A#!+ MZ0RK\<\LO?I:=^67K],[)M@^ZGZ2[W5+732C/*U/IJPTMEJO$[I;34BFGU9) M9UH<"6!X\?) _'T5W^9:\8)#I*

*G=_@085DZ2#>;|G)V?=HK9:&+8\159]*I%CF:NSRS%GYR$2<:9C!GU16H\,K.78TF3WJ2F4/B_MH1#?:>?_#^V!-&(@TVC80?G48HS=A\18MP7>\:7. K#SGR@U.P5IT;@D2B6*_MHI,/ 'M'3@D8T,7=C/3'C#K,JQ!#7)U)@^_KYG,R'Z!:$I?"">]"=NE0VI;?I_M,_SWFI*.UUX@C/"=*PVN.,('!L@*\!;<&ZC,$PA;H$](9CB$"Z LRITI-|\6-CRR& MB;W(E!TEYP8FS@M|\FE%" O0K#<F!\,ZVYZ"[S3'X#*5C"EQ,\YFVH_M,'|_?1DEY6Q8X$JQ8VHITGLQ_E!{6'C+W)#XC^_K$_SIW5Y+EE;>^6=:A6*6_M_?F(-0^AY^"',"[Z"(8)"A3%VZ>=<^1=HTW++ <7E_M]ZWCM_A%&K5MD^1\1-MI\[ICS$J"5&>=6T^>8#6(6_HBKNX+AY,.(YI@6L"+?Y:OH2#^?I<$A+9KW_M{7G%/?CI7R@2!-LX.O+W:,#.1.M_N>\!"C&;SXW0@83GY[L]%_/^8 9-@/@+.H -Q+*DT< MSV)0(UV#JL ;4KD&QX^+XI%AM'Y$_7=YMK4?[$S(SC?+AI&PIV]//!W?[A/:,#K^I6;EN(?GR-OQMR8>?FIO_3+*T@DMMWZ'KL$O5(P+<0TON MWSG/I"U9D? B[6OB9C>0/|_Z<.7] FMA(U4;4[C1Z?]\?(CL7[_@_I,_!LF_3.!)U'OX6;?Y\5M2D1!P\@]Y59W&7MW_:TL@BOL<6!7%ET4.8:FI4&W>]711LP/1L3BBE M^'#$[MCTP?53VE8I]_<>V:PKK-=YK[W:R5SOQL&+Z8:C9@<75%WK<#N\D?B#J M\!+*;3B6[^*P5USH>7&@WP@NE^NN-UO+RO9UN9J3.D_4:MN>5V,*74RYIX M?.1]?+?'V4-;-T:\@U8FF".401]"\ ,C))I"$O'G#5,5](MU_'RT,QX^M6A M7OY6]\C5Y2FV.W6NOI[K$W9IMP]1KN1]4?!\SD(/&? MP,;"?Z.5.?KZGSE&(N(^/^>S?>?%EV)RK:)#04NDLZG9U^)W.^6\U:.)-%:3 MJE/F#0|'.>M$!"\A>'"R:O^F9IE*)&H9?0 M79T"\ZREL]GD,=]2C:[W:,/ZWY!K9R0"E1$ MI$LH*5@AR-X@84L*;W-N/_I]WQWOWO?>'6^<,=C_D&3MO>>:\S=_SY2;NZO_;QG? +_[U%I\#7]?PC PC'A-7]]TA^SV424\4_8'()+^Y&B M#_!*H8X"\3R M0(W6-.U((-><")H<&S!V=9,9;%'8;K S*N!UZ9[\B4.Z^WM<&GF(ZDMC(HBP M7*L0Q2F#I1:+D"5WFZ!Q* [%I=\5.T;/=3dH:]/3H/I=-YGE=C< MIZ=FI6GWKOH(5LD|@T-\"-#ACNK(@FK>;M12L33;J$M=!4"BF?SUES.)-.6DJR.LOU!+]U"GI0D>.6DJR&WS&+MG:^\"EI(D/7QMN 4GJTZ5LXQ??8)?92[* MFNP_.0T@?8!/U"K!*N@JHY;OI#?^V/=NEHF_[H3TDP!AJM&YV.A#0R>34G7&MEEK8S POM0_F./9,Y_4:(Q-=U)P5>HT.M\Y4.O3=?s5PSXC8(OS^3Y7+!D(B M(*81);>(.($=: Z4P\47!?DIUR'S|)V=KA\H2714NRBZNX-41+'""K>$/=/L# MW?Y MW\.W9"=%&B[+.<@/P_CZX>.K4&WD-Z5-1&5S=?@BGS XRNG/_7PCC%'*

M]|FVQZAH]R(CC+%+#P WC@Q M(!(:E07]B&O^3}1RD7F9NA6>^G=SQ6J4H,W=0881K'MNC8MRI[&MCU/ "_M:(7 P_M(LE_A,'Y#W,Y,+-"*79M#Z+10A8A!/DSRRI"D1N<4Z*.$K5\ZH>>K MQ&3C]OW,;/-[F=L6$6=L'VGV;Y6SK$D1N/" M\ (=?I8[L)F1^*F"G7CI7HNMO O\QW6]'DQ_19X_]#(?>H5=|*

<|/84)C5TG(MB:J\KL?UVJDG7]65DN|S6==?6$\5P23^_^Z<[!KX"'1<)[^VV|N$APN.']<2;!VOC?+PG\9N.7]^MU2U(/'9/*-FW\Q_2Z__?IU(E M,,!^]CUFVMHP3"")@OY-*

*,!YSX\,_WXK.4/ZBD&3BCXM69&;LSS+G(" *>^)-+.U,"W^'Q^7]WN2'H'ZE'8_WK^2$\RD*R!OS9#^,$ BFM3@NQL0)-GP941+B[0/T:1,=`$WJ3I M+S>I13XOBH6"UY6/7]@@MO+Y2%3E 4=8_#=\3;NFQ+@K!"^)%?0F?YHI]1)*.M# [=6O8;^3(ON2WOJ[6\9GG_8WWR[H4|&F]:=(T^O->O)5I2SB$A M;2O[]6/?ZBK@'?!)0=:RR TZ?"1F>E_[OTF-ZI,EUSO,;/"6>.GK'5J)?-. M6@>V.[O38< I=68S00P3&R,0A3J8ZGM^T4GSS4;[XS>]*E M_9W%E>VM"O?^![CBPV9%"$NXW0L8B &=!I M5'0E/#'"E4-GDK2\_-HWY _K_M@/X_H/!?A_[?7W14)?Q1E?!"5<+_T;]sI8QIDST<>CYMV.J/(6S&6_?:*P0 MO.X"MU(?[=COS^HIQMNM2A$K,2VZF_Y^N"[S1MQI?C'=`-_2BN<7VD(W^?" M<-/D:XP:@6I0 Z@LFW"40H35T2;\@D;>.X].8/LP$FR,!3V4.JFYH4,&NWA M>:.^B[ESV6.VIP<&F_*/CEKV).3],".(]+H= LW@Y^@KDBF-(T0!L@R371/7N?9),D\A8[JAFN&UC?#@7\[&M**Y>, M*$)?

5$3,T=)X5WIB4X$$[P!H6#(>5!(F[)1H(S\)7"\I["W98(C36_J;R*/L MEC.\B8GB>,<\NXDKZ8JH>9WH266A);L876LS5O"^Z(F!*%Z)N6IU<.M[@K(=6B]7HLR+Y\@?8G5$;K3\3X<@$\6Z#HSE6 W6]03SX*=I3=N3,$K M58%NZ>RT1V7%5+6:W4U/UC^U^ 4T>W]KHISTRYF]C!H]2=<2<(2IW(("T5 MAT9.AXF&M&YYG/.]4

MBX;'U%FS=`BRHAP8\3+RH!)N:$@*H_@]TSZ!L)Z?25#C[0.2FH9)JL.C5*V\ M*'T!=4W.PL.-[S4'-QJT1 A9Z2F=,EF3@0HE-&*K)%&5G\))Y;I?)>)T&0/&& MA1H$##]I$ES97)!:TX0,['? OV37UPVRUO>"+DXXV>0P6J^!MGWG,[_]4D&4+^ M ZS!E51V;B[=_K$O2JU\>[''8^^\N JGLY^LN\VKMUSN_,1)DR)EH6:O9X]I MX:|>?5=6^^50[.(&%WN MJ9F^IL,ZW&090N>F$%7^.QFF3\?P8A!L_"(Z?001>Z[\X]CQOX;-I0: M48 B"S5B-Z8; QO!+B)D=Z':L,P=&@+Q8XN(O>@]BXB67"99L)1$7[4?U"[

MQ&Z)MS!Q^+)42G'7F)I&;"Z'+LI;?_>VOZ5<,SP[U?V'$UTD);;1 ;)Q(C- & M_Y,2@8RV/FS)FX) M%N+ -U/6I,H@3X>F-3W4V9XOA0-^Q:&U[L_;&?G-9+;S M'R+V"Q(Q3-@'>&(6#$U1? +Z_0+O6'W(BK<)\)GTF0;IQBXBX;(%\7DO2@LZ" MCD \D16LN@.1> Y+796?9]',L^!?GY-"MKM08NN"+#?NA";[3SR MPAX-/?U_W8+ [)=/Y^SO)C3H/QJ4&628_>?]!CL\B0KR72>7+\F7A,0\MS<:/ M[XX@*A.!]TG01B^^=#W\|JM28RC?/:S_W0-B]Q";=#",5&QE%QMVHR(:T%9P M=M8_92=R+Y :Q0OPR?*

=;J.+INZWXQ\%30BGPBE(5C$WXE;8D%D?$CC5&8<R/F-),Z:R_J?3Y',*5G[EJ"D1'OV_T;A__X@O4MDPHUH. MNXR(<+1_P=O|A" 6\/?F]66M6R[_C4&H;I=,87U"5!JE-*

*%=ZBW|/V41^.B=K M,ZW@Z#A"]BJV G\+;1F'G+2*LJ/#S4& BVS}(^Z<4_319%O8' D$>FT MTH?(*$^P.I:EKP+/%X*3*PQ2Y9|8ZH;174J>/Y@?!)?;6*ETVO|^^R7&Z9O(*

*MV:3_+"G^=,2^!?\E$B7NX)_W(5N')5<_\M3JD A*09"1!__:F"'_'EZ]K&H M;_;?[' GR*]:NW\4G% K/)]?X!7QV_% #'>!SK/#S*?G8(Z@ <<,,2-.(<__M XD"MJR#L4505=LCD=K>;U(ZW(- Z_A7'U4/=U9OE/'T'[*N#[O\'V3F_W[< M&-!A-W$/+\7D2>\(D<2)+FGK\/6MA'A5#HPRG1N14@]=#AU8/>BY6# M3J3Y>33H2%%GX'=-!O. R@4Q=TK]U15A=]

M^Z7N0A<|S\!T971CV@_["G6HCC;8!/35W74>76$3PT]TOQ10F$;4F;C\,5H8/V>: MBXGY=L,?6UE>T__XA;I,N6--W=1=8=|5.S0&;OZ^LU)W@'48'Z,"Y"MA"V M@ -),1,6.GT]+2V73. FRLGZIMK*OG]KFOULZ_]UB=;ZX>GY!S=M$/;]AQ*: M]P1S? ADQ=V,7S|(,.==!MO(,3P-9[%E0-%D> 4)Z*F4EAA.91VRT MPA$I;MIQ19_'M+IQYM:,42?:*

(L^S\#C>4E#V?W3,2QEN2W[$W-BG1Q7GCAO MN?R02,%?=_L6A[*H;:08XC*"FA]*4; 9&K<#!F/,,6<&K[QY7CBJOXUS,V+% MITM?*

*DG<)/|%$B^I?I)K'RO*QI[Y5S58^)TVW98,IH^(&>?VEV?M_WBCT3/0 M4W/+3CG M^&GXFRY|/FZ:/7.K^NB@_@A#!4R*(P%'T) .N9F42 (Z")OYS\R%\GC6R0XX M9#29M_N6J5LU? [1\AD'UUY)T+Q.GC64^ZK, ^P@M(L:1-#IS_4WZTL'2[P"T M+#8OU/"D0%?EM6A8"\>L8"2O+Z9%C!KCS5GEA"-_VGO.HG3E1=4SFLJ/-1_73 MUA\5I7:ID*

*$@;@M2.+P2K%#OKV,N<$6;"2FW"NNS@[(:\0HEU-D$Y*DAR8J M;2XFCXSXN&K,X+Y:= 3(Y)->'_G^KOB#:#PD 69S3&$(.@Z#M3?!0[":M)P@-M[UM9%*

,,,Z>CO|&CB>)UVKW'0V/\CZOKAY(HZU_UGIWP+%U7E%F"[CQE-O(-IMT=M//!"Z9[':_-$N_9^G|U7*N>UU@-2&0^5OF2PN6NHH!)QV3UHL1'D]E_SI<,Q9YRDX^A#!\;]A M3B:I6@/4<;_6-2Z3;;@A+*U*I# 80H\E!A9U;|417+(#ZK!3VLRM&N;;K?MVT M//!P9#&6#9HT8s5C7*(H$W9"LX;T /2;PR9O!L':,=S[NRBFC)Y /#E!|Z3[8C*

M4MXN\YNF<,9A4=4(AAZ)/(,BN?L%[2C).N$G/ EH!Q,I 64? YUO)\U;2UA/ M\Q.O4PK4RS_@VG]B*G#L]*R.G:,O(>$88!$!Z:7RY#+-C;F'\=+\&HHGDH,= M!:);-$15Xj?

*7V"$CIXHO@^B#Y\+<>@.'IU3T+F_WFY7]>%%2=V9OZ+*G)(T-_M"\M<(<(7_*W_DN;9+5IXAC&PP6+5'""AN6&'X'6I;<&)XBE4U?:.BY)N,7^!_MO\W>//0^SI.HJ#%7-*5'&*

<[M|S_=_=5-'FH>"U_9%CI5OWY55NOOKV<-MQ,9RQ2$/SB]`X0A4QB+%-6P,640X]A4'85;C;<'I3S3_K_[G/"+,2*7M_>KI-M9SMPYR)H(K+((1.?1!VKOG3F:C\W'> U$B"\]C[PEGBN?RR_"M^NM,;265G=0#XTN2GPI{'K0PYU=05B%IP1Z+R)D|(TF[P7I8:7?^0XZ=Q"+:3(PG"L#)<-MYQ'AG\GY#5ZBMM+./94LV9-AOMI(QM05G3;S^OT9*TOE[? 39V*DI ,59ENP3 MY)8D6B3G&)\?W?18?_SJ.'X&=>60^=?#?2G,16L[U"\;,$"=@[(K MYIR+C >]1 >H?A MG.W'GA6W.?I?*O)^/X^IBU;)KK[!O=:.!C/X&+OT ZBE[O-

,O.!H9WXY\HH&/.@Y6^-^/N33E!LI M;5%^/.9D>0_,EXHP/EB)$!6WLR3V@YUG%A%\[.E?F3G[-;3675>7?'!IV2Y- MF0W"_3Q+EI1H|Q7YZ7CS(T5#7]+.I/MIOT&\=\FI7S,

*MJBT16KV++>XV[S!\G@40&*VWOJ?CA/HDZ@.7I";+*%\M MVHB/T^D[_CG;0)OSIT=*HH7V?3RA1\4P"SU5!@R/?IT|\^"M MUB FLAP5A4%^2S>S'BA'7G?*

95V)\$VNMU626G/DW$X8.N02U.LBU7?1'! MQ1&-3.T3,0SXH)$QD.\,N=;G/H5!4PEO38/:3DZ\G>Q@&#K^BGQ>=R[HIX M#)V;%WYU1O_;[B,LRX(;),3!0D!?@*QS,N,+FC#)O+]>49OB5L=H$"J!:8 M.(M-/H8+BXBVX'X7L:R>XZYCC3,YAU[C&':EI0%?CPX+U?NQ]>??5(#X8=#\R[M6I9S"W'%5"AG$.KU-V.I\RZO_*2/CT*7!M:@FF57.FJ5O<6]/F-*

*K%KB_.UB! MKK'Q5D39.W+VGQ<[ZfiY-?Q*RAG*.R\F/Z\52L-F27=/S=E9!O)%?RE[]HCK M,.[U!/W=.J@^V/US87U-[/OZNX@7Z-X(V_05RI9DCIRH.X*AK|>Y.MZ./F*

*M3%)$T#@+B0@Q<2$U6Q@IH&K)FR&'!TYYY2_3T^XO2]YDU(+WXV MA9%%E+/0A0J.*0@BXTX1$Z4<4N8."BA,K'(TW>IR)C.4N8A C'SF^%T(4L^X M>_+T:*

{[/^A@9MU,^J&D3!"^:A1(GO^)5(7FRD6Y+,,Q@6+ "E'CK,FHXC&+XU MLK_FC@;(T:]ME35'NJ+G.A(VK+]A2ANQ]?2YL//Y71O5[RVTX9)4)-(2/-3 M65/*VVMXM3*

MKC$YQMS$XT(0[_9:41'"OJ(:+#C_JDK\R|=1UYY]4:0KW81A)<)#GZY^$*=%._M!9& MF;JJK=)/|SIH/|>G*L$>UX1\"^/:!6U$QCEC@:1&(J2S+OT..(BK\9Z@J!,0

MM?"X]_F(22Q^76CN4%@IY%OZ3K,TIR!F^X"TW'VMII-5?B%8GMP#@;@QT,5Y M!PL#9S^.@K05IY16)!39@ ^:&E1JP:#K@RYN73&?Z@:F,J3"_ ^H.4OO>7E&

*M9NTQF1VBKVN@&CX;,M3P8!-P&8\WW&*U*6Q[M&.I9G^Z6D_I:5_X- ML-L\JBL=TJ!.[>!;$@9Q%X)W16.?I@U\JUGD4^!#6P^'ZF3>$VQ&56>0[*

*M=*ZZ2//C\NI=^]VC#!F(5TLUGXSK6,"&3"-R=*"&_S.,"&]HB:|&!8"REL;=2P'FV:N_;KAZ6_YLVY!5I050B@<<MP1!'_+9[02)\FN9;PFSDGH4*%N_!SVS0]29(-0T/RMW!"&OI9,9$S€ J1)*Z M--3E%?6IX6+D!"(N:?C3>.Q4 '<+9-V. BPI<6DZK4DRY-9K]%:7F!0CF7>T MHT>/NOO*^-#B7S?@R,/N8Q+>,R6*/GV7\]44$'-=PVB!^!YDLQY])5Z#?PMO*

*MP*3'TV7K0D'QZ;8TBT2\F_SCU.P)!MV82$UZ2,VFZM'3HC3O59Z!S|%|Y! M?H.$=+%3)@?$IGT83_NAO/'B>]*,11AAJI6-QX))L932!F77AHHGG\?,>HTF MWWWK*PV)D+@3=N#-*

*;,P!I-[K#L/F\6]>.K%C18*V140YJB5)FD#'E%):/BX MX/$53^2fVG#BKD^B:OSC|+LS:BNK*\[.3!5WCf86WVH?1.20:R^F@?2E(F39 M Z/GXQ'Y?*

*A1*LE3VY^HWS2FI(E1CR2.)M[SZIL3(Y\+,G#Z<.?1PO>=QF0|\\N-&7NS7-EGS7 XQ6& L.;57:H5LUY3_;!O50-T MV(5,U\I(C^F>2%C',PL,AGN %K$*

*<5_BY2"#@-3OS^QU#54=RHQVLXX8:DBM MM3JEF$DF-;")3,\:P-Z25)/-E@SIV^.B1HW986V!G8BZK2)@0T^AQ MEXFM6-*Y@C(3%OK!-3UGBRMP*F,S_O01*

[49W6+VU:RE]\J(M$ZLPG&)868,((<12ZZD$>28A0)9& M'-L!>3&[1$-B1ZAMW14K(EUZYB1: MZ^YVL(,=S>G>C$M6=?/-5C+/$Y;Y1SSZ UI&J&U'&]H/SI6[5|)Q1V" ME5.@?

*3L%.$R*)U4&PW1$ZV15(*V]!7@GF[@R,I*_Z-I!RC1T8IKJ_-'GV M2'^%;7D$/\",?U6A)!V@]HO:[PND,8240(NE7"'7SBO6HN"P MDNAVNP-?V|;6]AL-*

%XKAOGE<5IEP7CV?@^OU4N2)2^=HO&<4\Z><9R !^M-8:121?%>-C'C.WHTWB$5,+O 6:+#26W.2.*!MG.F,W\!SSF^4=ZK]f+W:K'G MWBUL7/9E|>'IY&C,Y20:A=/$SZ&

*<(M*X'#5^*<9K$2%&';<(14R ^?@3V*C4 M5-J-Q-PL^H@8329U95E1JX3/AH!P-<\[1W|=&D0J64%A82*QP*$D24$7""7 @ M15*D8?B*.PQE4TV9[(')PGBKZ2_+\,:*

*HQZ&^/3W4\,%VK]LYP28.%;_%57;\ MFK'!?.A+#,,VO2(VB<@HH"MB_+#R@L$:4H1@=0C%%8C)}&2B8^?M_)Y"T=_L MMLG%C'&^;0AUE:OQ>^P7<_3PD\|&82#/-5*S52D)NKY5_*

*MK_CO]T_^Y,INBV>%[CA14;/[%A*W;1KS'5URPG@ ,6F)QLRD(TX\>?Q/C M288TZ6U(2 LSU<_=NJ=0T$USJB\X-^F;,C]D'0$BL['TCNU4N,":Z?+?AE, MN9.V+:[T|&L$/M^IH9Y?*

0&$\(*(P,/20%[-A*0[VIFTP@$Y--A&DN[\9N#)' M,$I.8<(LD=PGKO?.!=TP'14[UL\KOZ7B-J-D?<_^_%^79-UC6%D*)IN2+.M*

*M/>)969.LLF6OTLF(S%N7C\U27LETK"PHRC^Q"G$"8.OIY+"OYIY&LZ02B-(5Q M:O$!6O$-R?K4C@YW-P"#6R@TPS5ZKH!S*TD\Q"ZI.#5@'[@(J*4>'(BSDLM*

*MI4UBDY2$[B;QU@VG3L\L(NSS,Y OIZ%UUCPXF.6D=.-#"PC]J HBVQ8H;+*0 M'Z@[R4(IXO4!3MZ:X9#LQE33VW=[9J+O?\"\[%HK+[]W-D6X\+J9U\+[5P*

MGT%>!FDPR3%%/&5@LHGF=#6;IKBMQBDAC^J'$PLVY*Z/,^(<4+:\Y7)3HI+ M^=_VFWR@P$+S1DHMF1"148@15X11[K!MH^EU.A+^P$YBJ5@9/(-!NOLJ7#)1 MN43B',,,XP?

*NSLL,ZR<+:,89Z>']:7?-(AR711"%)4?P^URF#NWM9J6S[+#R& MGVYA&-+B"NI$F:\K@A)]BHWN&0YL>-0NM8W5KJ"":-]>Z8|Z]:G7,VF'MC_Q? MLL)WD"*Q*P1*A"ZB1"*

*Z@BC"4_9A3HM#?O.V!DBK9U(?7';5RREH)6DFO[;1 M3+;13/N2_^>L&:\(>@*6,?QYLB2!A ,8Q:+SY!*:*VT8TXD$L;$G\&\O*

M(DX3AR8VI+M.+T"XPAWO)ADI,N!09FVI24WE_;R)MVTH3GJT!4?G&K<$@*%LO 'MZ\D8!PY%,P]2FRR(S+R)LO SY M9,$*0H>I.&R#$$1BLC&K>&&%/.N45G6%:NAJ9F>07$JGI-*

BYU"V^"H|&8QGA MZ]IMU$_/'/4XN^.1_^0A-$>'?W\1<7)Z.39$E.,#G3/2LW-U,%GH'QUX$I2/ M]74V6R9V[MS7|W"""E^L MV)P_BK<9.B[P&\"N#EPC^XO?

9.:TDEPN<(KL11VY^19I64OHN3;;=&? M#>2$H(@&\>?P3^N7UEMXSMS=@M>49TDQ=1>XIKYC"CT\8SA>5]<.#'(3M06[M$QPJZZLHTB,^S^RTLT^?T'7[Z]2VG=K#MG[?

WN;TZ8]7!?+V&!047NX> M>E4JPSV6-2MD6=^& \|%$+!H)6M"23%X-4GRG(0&QH'\V%$<+A _FN/F&YDPOHV]%98/8E(,.,< +4U$KQF-16HA3BH3.5LE\ZIA?$

*M\S[MU.1.VCM_M?+"OAN?]O^A2?!@J_GWQ=1)0S R/Y+U[5%Q H"XLOD$RAK M_S>^8T=+!LO*G6'Z_E/36KU"WWMU):ZX;KCKC&Y.N VYBSALS1FIAK7P20B=*

MD@E_>L#'$VMI_@?7:GZ$-G.ZD(-[_'-ML WTL79G'H:P%0 M2P,$% @ 1)U=687#&4HH1@ "6(!0 !S;F%P+3(P,C0P.3,P7V2/1EE9D@EAADQ%K-FS7=YWO>Y[^=^[OL]_L__^[[_=SS?

M<3S+<3$SUK[N\SO|_<]?^>2U=@@^"AC0TAUVCG:0T"(AZ%^P PDFH"76/B%' M?"%"?"!Q"@@'(!EHBM'!_L_ZT<((@(+_P6%1$1%A$3%1/[6Q-?+ &:N)B8A)3$ M8LF%

*J[R2EI*47GBST,E_7;I(5%A85%)<3%SR?_L0O(9D)82F%^T7%M*_%LD*.M"[6. M[IJU1L8FIINWF-ELM[6S=W##WCZ^1_W\ XZ%G@X[$QYQ[ES4 MY>B8V"M7XV[>NIV?*

D'APT>E9>45E57/GK^H]VH|&I^_9= M9U=W3V_?QWX;1N?F%>0E!PD)_/_YR7K)@7HL6 MUD!\85Y"B\(73I 5$5YU06R9]1[QPR?E-#9>DI#?EO2@I';QYJ;(4CISHD M%;6,F-

}_3XO&B0M+ 063U@6(D!\-#M.%_)_/\^T_[M3_M/^T_[3_M/^T_[3_M/^T_[3_M/^T_[3_M/^T_[ZF5HB'#1 G4A\UTT^V %884[MUY#M6N3M,YD?0Y[%AEZ>D:H4 M6Z-R59N3-T@-

*,DFCA16F',BNWO IV]QZP|7]@MWA-^46_9(%S1^+FW+N-^2R M^#<%4'""L!L'/_Z0DUW?>".'/&$>=$JB>)W!NB*M)*G&;QZ>]BLZBN*6)_4O M>N9*V]5U+3 161,]KAG*

*VV\XONE$DN:HZ@!GDL$T)!E?DYXP5LF MDOU,2IOU2.EY6=Q(CN+/0]NR[JH?MTLRJ1Q1W64Y=%%2-_M_K^DQ*YM M?@GL2_EH1[R262K4:S3]V _,E@D.)K59GTEE.*

FA)@(YS]9TKR4]N!B]J-M6%7SX9;1?"HI=F?4[#2N848(M_LG\.-]<1D;69M2\-10-N!IH2E020?P_[-M6/JS\@%?;]\59CL[50],Q"YAZYL92Z M:C>B4KR#&&W]**;:.UEM?N%11-*

*3^C"Z>&6VGB51)HN;^B'M#_3IE<7K9FRJV MYR8\OFBEV04S^C*KW.)1&I\X!TG&V<[W\2FVVVMSW IT$=LK+]YM"*WB;N/K MH#$PLK;HB_.X7X9FA./0K;*

*&KK6O68.>XU-J;A-L*R M"IP4)\$E'58KOL.WL6<;)L6_NZ:=:@CFYGU-:3H3W/X\SE%#UTYK]_M2WR:E MZ:-_X5[*?0%T'(>LI8ZOXHFC|NSFNA:[!'!%06P87>&(AQ.AQ/DD5V_;ZD7<*

M\;IK!D'Q=9RK/]_U%_,>:]JJ++\B[M=%74!F/8+:S >N"-1(898Z.JBKAU]:K1U]+O=+AQO%S,5'L;:8D MI<8$ZX"7';?08R:8'R*I<<7)OXY&3QI$KQO[!;\>NF@>IUBE:I5

?]LQB]S6>Z/+>KQ\VTH]=Q;8<_PT[\>Z^L/-M[T.]HGD66 ==6 =$T#1*N'-N'[ZD&5L7+7!H_*?H\#1E]_U Q=D63F\(CC M<4#WOH*E+I*:<),0]S(Z#UE8F%_O/CR_5]$^KJ/BR^U-

*+D'Y*65'<+5M->WV? MA^IF9J4;9SUV#I$P']%6-;6OJ^(M0]W:VHL_^A2!=TDH4?]--2Fh+:-X@Y MFE\9.5R=PDB>Y]-V.U5DX\R^EPIS,@)(),=.,YAAO0+(,"JU3_8N\E A1F*

*M3EU\+$.=4]! B24H6'5E_2#CGW*T9Y*,'A0XGEAMSMQ$N.S-XF=>HY8EUB1 2Q.P:9W%TW#I$ 7V;&/;J^ZR>"/5JAV'WCXQ M$#'=O4.3_4L /C7HU+LVY2G-*U^;APZ5W-A(&?.%Y/?*

*8_D5]9)M._T*ZOH M,0X,# 83RBP[8'_2+.=0ZTAUQ|%/]T0TRPV%*(2.VO[",9, YXWW+0+BWE6YQ8WWN@:*.'\:>;#]RW>:.MOQ,@!%D27Q%@@L,K=2Y:+P^5JU&.*CU MX?*

C2/D:D.UEDM8WOG_6_%K="R7RF#:0^8=GNTXQ-"38X_$I(:$ MP[$73HK=/WI#][\-SF)6KC1+*#?%?:5]Z$_SEYN6.1H)S0&F$8GCOZ3Z/GYE M/1R(RJ=SHY!OEI,-

P.EFS=%N0X18U))-)\;4UZ;\XM,U;;!2V#+.&+WB99OQ M0WVT^LN-N%(K FN.T)(D-K0ANJ9UA,NP4(TB4C#I;;<)-%K]I)+_HV(j/%$"E#34&\9CD>08.

*M9Y!Z99V%BS?'"'ERZX,/QF=*T&WS(\1_J8IV8<(Y?C >-YBRI\Y.A7 MEQO>:ASTL%$V-'I^EQ2#+((NO,1>\C2-8[3]HE)+\N:I\L*EELVL 5_,K\'U> M4G|ZCF)HX;DA2;/[@:\&1IF&-*

*ZO=>UTV7,CT2_,I$]'?:I60A?["5KIJ!>). M\NY$]QRS.(0?V!<-C+G]$L3@"=?I>,1NC-Y0<-OF)O/,M6_*1D(O2/$7X,$ M :-R=&YZ.^H]1(S,K"',J0C$QAJ+*YHIQ)5E(AN39#@9]EQ*-*

<53F=_M>'S>O^*:A_,%V4R6HJRG_)3OB\L>SV\]'+^V=.-;C8.9,239I%R>H&H@;3< MV4M:S,-'A#<[%42D#UDLYM@P)ALS8Q_K#ZZ,");I,%6Y_BK_QY(@Z^^:Q)*"*

*MF:!Q"C,L\IZVR45?-FW\;/L=I3(SR/KCH)0G^4F M5&;I$R4B]85GV-$1N?A"QE^ZF>P2R:)ODM?JIZ*XBOQRZA"'@-TF>8EQ MW]ZV[AQQ9A OA:[<_Q2:*

ALE$A#.#"XZ&Q3]N<I$_GF0'^]EM26R':' M%<_]2%ND=![#M6)Y.]3KO>G>V%[P]E MFKP:(EPD5+A4U4UW6ZW]QSHREZ $I2LE1E/]_]-%+.YPG:I^4U;1>7W;,6; 6Q5P

=!HB&]V+';Q^2U@!G.T3$,REQARMJS'9. MW"TT"WA11=/W[^UJR?HM>^S1F2=5=>;(NIH)T6Y5-3X(R 1BLU%% R%CT\R M#2^EX5F0/!M/3-U5**]2BE,=!0E>NL%2V M:)A/;>|*

*($,,,=HNWJOB-&W,& $,O0*7SY)?HLX8[*OSMLA|[,\4:NN MTQ&DDS(_CPRTFIBK-(^7%UO\&XN:^1#X!M,&;ZM@4LFQP40;QLR/#P[WO9H M#++\DN-*

)_1$AULLB1Z:^L:SD7X3=7=UC$+QNG?9/[; D\50->:\N2^I*[,<-+:?:7_NTF*BFU2TG!E MY+OVVVXW-WS2 ISDM"Z,R-WCN|G*0WL6&O$6OK0-E5?E?N+HH(H_FPAEX2PG*

MWMX ZI+QG-X)?0M#ME,C)F+)2FZ'5<7/,QY4V!FB6/MNTZ0AL=N!R M1-7NF@1V/(<.D%CI)%/P.P?=R+]-]8=I!.9L@U;,/H"\NK=&EV3(QD4OZB<9 M=K ZTAVI$_?

IJ777#=E(:WDV21E=4R"/W9M#:"S=U%BB?($;]65=2U#Q"N8"D)LILO-;`A0ZRFX5'[!|L>'MCGV^=2|<3X:?/?$XTE1Z<+OI,L9QURQ<[XN%W(>Z"Z"HR]5N3'H4H:KO8LTF M5.LET

6X;[(18=Z=P<;XV/@AO!B"#;J9>IG,'QEHTCH;TO S7=%5XUB46GT M8>5C /Q^FW1I U#YJV;=G-PL?J&$I8>_]C*_ ^=2#E<-B?%O%,]Z%6A@U>MS$\\OZS<,7@/(OCC$D&\+

{fP60/'GM01#KEI@EHNF$/D-MRV.V.?.IV#J M_E3I&37[/3W:E945+RO9%>FC*:%OM3K$'%M_?'D M@DKWP=6^]HL_B?>6[Q;_V69XV6I5*V\#HC=<7:!O$>;+/E]'J/I0,N09PKW<*

*MB6IO'#N()1=Z!(4L=_(I*5*8L*+3,;AJSX#$[;GC-V)=9>8?@ @UY?0UXJ[_M)8,O*;AU8*N]`UZ1Y(2KIR[_,;@\WK';PIN95RV K'LIZM-G8&8K@U;N:?*

8@M'OUY8$S%KN!XF0&^'_&%SC77&R(:X>BR80;] M4K4CNX^9.9Z0,WH0'S]H])@[.\H>4XDO'J<%O7U>>T;9J,:N6 MZ#WI$4",.\2G5J]XNVUY1X+L/'?D.2% N6Y-*

>H>ULU=;._;F40T+KPUWG8Z M?C9817/M#8D3=H'?,I$XC0+R+6(//#Y_,$98W;V>$*M>VLXAT-A^Y.)9"UC*;*- ?+5PN'<,X MNLY]>7R)!W,'K6G*8ST&*

fE\=8G)>KXW@&T(K8^:!9)6Q3>WXN]2AA)5RWDU%\ M86*?8R^U=**HFEOU[";M\)?/C?*/*P_D=%0K?SN/S1B7'':[

M1%M]^G(!%)*X'"'5SHGL2&T/$(YS]]S0/$2_7+$>R:*9OJ[9ZUPS?SO/(!^.D MO=HW!X5/K/Y5^ZS1E2&[^DO$BK"?5:QH,.U"?C0U&*2)P25(+>\7=$G7# NN M3<5_K\J5^)#G-

_*!VM_W;/GS,MR6.]L=^$-+SE@\5!=OSF3OYN'4T*W\/)A M-]U'^&S^?M]F?VNDJJ*K\%'D%9\^V@:)5KN9[>SI^F';&=DYZ.6@:.SY17]M M9Z'KQDUN%+BV-

JW1>SX828Q.D U9S*X(G,%Z30[-J;<+M[.(\@W:&ATPK#] M_C\L8HOW>3WS*T=2WI]9VM9R2"^X\4(0QY\[*%'C1'ZK-

27*DM7XD7^KL%:N7!I3],NC,_::A7:BZ^GAEZX;+MFCAYLWL_Y6)W&],RYX"M9'WBZ2$LF2'\]/HOP'U3:KTX<21ZJ.ULC[N*G;^&Y,%S-=C,FR.5]XCP%.F1U38#!U.<,FCB%CFMP34

MENDL9UVTRT_%A96?9W)Z/+# F95]80,B*)%OIK]N\C+SD5AZ<3VA&E[EABSO" M>)MM>=IM/#U_G=''*#WH!8=/(@*95\DP-2A+6WSC7W8T39LJ@.4<1_@WG74 MGR;P;

H5\L_"T2>1ZZ%829@ NELF@*K+X8;0S)EX"MJ:R1^AO%;1%>91^/%4 M?SH2.-FOPVQ>V**1"$RG)-6",?I'(HT0R!.G_>I.RC1O26P=>*G*77WR M?

DI>N2#26Q#ZAP30[(WD^K0%7DY2%NX00KM3-5FC@834/PT$DXXQ<+5/=2Y)LUZQ]QC?(72K$2-3FD?_#QP<'4FF>TRSC6ZWG>NL#([1V M2]_8\4P+?X,3N;AXN

W1FT7EO)DQMQ@&X4/B+#\F:VW7T-%XL3)&_T3QQ.47 M74>3CL3-'[?!8H]WKC?RA7WRE(3\3B\UC1MXR1 "'H\MS WK,IY;MK<3;BSI6=:),1?;YGT=G91B\S06O>IAZ&^T-

R@[9'S,@AQW*G9)><9'\"\#[MZX_?]663+!O>#D2ND2!C[%J!/,T_+'%B*CW@PC7KQ.#O'U5U6GX\4#K$#FM O;DWK3?'C]2)ANR ^$7VCO)FZWT/W!^HY'RC-

K_LHZ\E]TI/LDP7(1,)W_ M&L]XM:[>/?3U5-\)FNV*VG ;<2>GV2>=0/+\ )+G!C0<-4MG.W_IK=$/P"\K M7MUI[#% D8H88 [>2]T0$;XO2&->60!5"&EW:,;P]RE+ZE'6.]3ZZZ[%?(5'

M7EIL>BS)ESD @C6":EW:<_J^ZSL/RWU.W<5[SY]O.;L[T:++;F2IW?2W1=\OEBS.135Y/A2HPK:ASE& M>_1;%#*OQB0E;W]V1TG7:Z/+;:>54F*$@X[#<.1*D(8CSR!27"F$ @!%&+?%

MPZ4]/<7YJ4P[M"GP59?7&QVW.S;,.LWJ M+MR|MZQ7]($P9D<_,/:OS=3X*DQCEZ-7C ME\.,/"JY:5/B)),.Y_"*-9K/9L8&]PWY'.%I&V5L.[2!>G4Q4I1C"O-\LNL M_8+4CS?

CIR1,M6H5N3R>_A$'Z2[!L%VV4F W4]].DO"T"T2,XL)<)7ZM*K'/N,._MUCI5W+4A2T_;%I7OPY.4(@\%"L4ID"_XUF'E) M #$W"'*#+]X>;#'(-

/GQJUB*BGUW>03NH4$O>OEQ0&'|_2^O,2((_\1G M$[_+ID+P_\AG@.P**:_Q_S.? ;;[@3X#L44%1_9[(+J8R/3\%R)K+O?QO'DVK):(T,P2C[,>5F^QP ME=0L%EV_(N1&'+!- X7'KVS-

>037# ._M+[X>#/CZ_9Q'3]9P5W_A'Q@30)C\! M=#;P@\]8#9DS2HS,Y.ZAP-.7'L^]_!>RY"P/T[PG@(H]X.\@9"8-\'_LE"T6 M!V$I NA7"F+>A:F>YS8A9WFKX?I7,!-PV.79AI,!1/8-N*Z?

%_(Q/,:+XF?MK)2>0 U_[_4JD!M#C6I#U"EH_B;N60%4FA H@+(L8?_30JA$Q"W,3D\ $>?-3 M!9"\8XGR[_?]9I2]#@$.-P;'<0^SQ&)0%B>2B60WR0/ =<)/9$ +V3J<'!-M?9-

7X1GU[L#IC7^ZP6 5QG\&,XI@-A >R&KL)5, R9!I>#S,E'[%V9DI;R9- M8,?]>)%(RXY.TCK^D?9>3OK'^A''-HC1%_WG.H5\#*YE9TX=H@+7\.1GZ/PU

MY90Z&H11X2'=2625/1]OBGD;R@F@J=+$OQ#_E"^2@.6K?N^#2,; MKP6_4U=RX8S!HY/8>F<+%M2=VK1>R M<"N$;VVI(WBB&G4\ YE1:HH@ ^E@PA.,;OB5VA:#R'MB>

M&MGO^N M\0$98OMP>A$'Z2H[L%VV4F W4]].DO"T"F2,XL)<)7ZM*K'/N,._MUCI5W+444S MDRPZ<@!TX$'N.&[P3EM= D#/-/

MXG8'S!AJF]M&:9]D*03!T\,!Q*;&!6OA_WDR9*AC*YY*_!-<_/\@L8D7C7:+ M3\[^4V+B_V";7H691NQ=BQF3FJ64EX#/ MOF;.[2(TPSP)?WC^UZY IN3?$O%"PZ*HC";JG (U((0G$0$

O;5G[>,F(-4 MM)L%@Y2C:8.%)K7@V=Y$-(Y>7L6_,*$-../8S QA07X+(-TS(F6)CT00%N^ M"_M^/L-,XH#/X'Z9.)& >YW;*=,.T7/OCIG/QXD@'0NL!|C|W:!X4*,4O'P'L57^

MSB<8@!'C'77.-C$17/B#,N_3/C9WD3(*3)<&&OOV 606:\' J_R=2RVN=D8L M:|"=FHP"_NU .E_]&:!8)-K\=I/#/U"^=5I)PO]TK =0I1ODZ\3M9/0>8@@2D MYDWPR^3I|E+GA?

NXL<3&,^A2-VS?!8[HM%$<"ZZ)H@EB!D.X!'NZ/V4-K7&^3 16[PB!A=G#HV MVT=OW',>[Y;|?]=OT"'HI?+/("T6[A@B4J_H?,.MD<8,7CAQD_ZK"J G(Q5L(L$1GSF

MU%7G_F;LS2#03+E[W'XNG"A^&W|G<9K"TWQABJ4<,Q*:L_QM*Z4LD'W3AN8* M#U\X24|U=15'DS?TC7]#EV\"\0,A8*E] .5,CQW>BB^!V2?|T =NP[/N$KJ M _,ERRO 1:BF,;"

[#=C_F\+!&#R) ,\V-4_*[8_^$*0]CE/J*<(DZ96N!!TZH M!/&6V]$N\F4*C#0"<7$2 S#Y:&,#+!%+)TJX?0:J(=09+< /4_F7C0C\]0$5 M[.C?76--_U= -#:2B&R@8+8A-

^L;B40&^W&Y^8SL24+]JTV!WCH=V@?0/>F MA="U"?^]Y>Y62VZB3X7*3);GCN=^)\R({QOU84'MF06=8&8$KD"XWQ,"A#/S$)H$767.-GP:,Y\P?0 M=QRH(&;!BU9J";

D4"M&C5#!]> ^O>OS7_1,%O-QIQ8_68#$#);5722@%$H0.W M_N/ON2P9^]/8Q=2HJ)(H^POLB\AV,5?C2?H1B?OFAN& D+PYPB.L)&L@-M=49WYI$5^R92_Q*

(OU_8246,RK!}>QB9/'G4&G#1G-X\8,'(>/B=58TYW*_*_M(6!IP8%S-P%"G @CQBL7+_33@)\/N4G-1R.Z56C.V' 5/XD*8#B;__4B(>;< M/^@10B4>T?B&9N_CGER

;A8|\N^"^ 8D8W'5E\D7(.(4\VH/(Q=R0#:.M/!:IGHB6Y& K2H"=(.5GZV0)&8G&\J2E?N "Q_W_O3\K$&J11!V6)CJEXGH MP+7.EVIELMYW,T)C^ZXO M5D#^5HL8DIN)>

(C"V;O,2 ,4\;O/O"W,F 7X65.MZ[U=,/D$C3J@SZYF5*T MR"ZL[HTK|$ON=WRJ_TDN^O$[%5,(KR?,ZYQ3PB17": A_S_9"V$;P'Q .0UB M9EIC'

Y3,Y2!HYH2 _^P#ROCPOT=OU)TPH\^P/VH8A\KE<%|CESA.W+=/VTE] M66.P#'%'YR25N:FS F1N]8.#KQS:WWN/^2< MM&+DL[WRCZV4K_'_/']W_TE_E#&8Z<:ZRS.

("&3";,AY,>E$^^'JI^WZK"=, MGF/(NOV7%%+72FQ6OQ9IGW>N[9^XJD. 2;YD9O+E7DD!FY8*((Z1$/H*9+I0 MH&@R"!6Q+" -1!%V0,IXC^TD>P9%SBO ^<$8D?

W4R(E07F1IFFUP=_9% MI?7!#4_?4,W6_>TD+OQ_E?&=W!+S,_#_M^G M0P30A5@A:0W'#Y4+M$:&?7G'//VMI%*,E+4"X%6&/8Y<@ZWHF*GPZ[0PQ:#

M7ETGE>@#!U$_|94\0"7X'S4K^:^HC'0E&()D)I7]K?0XQVM,.BE=CMA@14EK M]6KB!G3@K49\0DL3>H\M0[X#USU!_.30]DE0O!=N)Z [_Y2 MN*;".@6;TP2 M2)3MSJ"\K,]C4K

#'7^9U8SY[_Z->NP+X1G!M:NH(?18>GEXO0!:B5"9*Z," MDO:G$_BZ;V:06&NR^LA:P7^<7#"OXT/_P^L"BBH M454AfQ# OA/\2Q:>[*W<1L[]* :XY >L-",3W R*D-O(06=&;__-

*!K_O3GY_TE_R01$"T;E M"-RW_#M41AY!#",@)Y'S6=_)LNR"!5]WFM[9L.9E M.ZL>_A:X/A1[UC.]QS/ Y4FNC.<^"^(WYQBX']EP(^C^.F;3V?U-K@T1S4G[8 0\Q"9_LAQ7Z=E.+-H%S

M?;C6'M3W5[\3D-/5Q@*IH107[_^V)R(N=&EPTOWO M1$0W5@!=S<(-X _2$_[_3CU&$1B?BVUL^7<(C+LP]_! OD@87-TQG7AE_@)6 M6>6U/;]IZE68J4HCZ[VZT[&I;2,/DO$CH0D?-

ZM?FE]U@$O 50OG#=H7!F1(M=+ F-((ZG,7N+C/#[ZX])7/\3[L;_]5. BT#)*?S1:+H3#&N:E.NV1Q!J#N7 M>)5B]9.Y$K<,2>FMNW!P6/V1ZUN+N*X:=[MNZ5/UUP.?_I-

NY%HU^SU=TQ>3 N+GBX4F-Z.WL5TW!\+HJ[5XE\OUXZ\5'D-,MUXLNKLY^1KA(K<"/|_/V^:>! M0O(H--%K'6>,K|KMF[E]JHNS8IGPE:'$H2?

!K77)$22>66$#\>;K:0:RJU,5JW7&O;QN4. MC,@EUO)"VO|XV&=BDW|MOE6N&^UB-:??":V9*;;]=B-+-_LY6%,!%BC@,JR@]H:0A+P(IRNU8MW%QWCI?Q,.^'Z\/0

M@F,'PSJ=0*D"GU2MBQ-/NVK'K/76D36{1]KYZ%J4YX=288#-QLNPUJM5)#T MO,&(V=IYEY2\(;*4[0:>2W3Q1^\0O37*:VM/G;FYW^)\Y=S59\(5?_Q.Z(P M4D4,Z/)2;N5$%#32O-

+/4HBJ!*=&+:9ISMXN_.:2-$58@$B)]_PY PJ38X? M=BS>\0_$!:V($N5JUE!.MB>Q[&OHZ_\CFEV_=H=?'QUMY'E#KW"O3\&C\9$ M2#4U+-9.7KX\--E7O7?D?

_@VE==YWDZLAUZ6.1[KAP>=F99<\(=Y'XQQ=\< M".5A 1Z;/KQ.CE2^892ZI*FKQN;D>]%'Q(1>BS]P ZO3D8K*QWMV5;1)H(L! MMYT;S9!$[G-

TFJA+PYPE+E2Y]N6O7,F^STWWY0XP'!5ZKRC-O1*SN4%2X>Z7 M6E^]F0.NB5D!5RK+H",#R2S=:)(JX8,;)K<\$N*LV(;4|G;.MD8,F';>C?!|O+;46Z5S<7Z]O1S3\->G\+

(%M3[Q:IXASO8+C?9MARD^O<(XA ME%?&XF.T^/GZ,U+G_1E!82\3]. ^$I8>5/$|!WWC*^_F%]0&CZG>-%-FL),R<' M{/]8ABR0.D5N\G.HC*?

X\MAZO356FF,9,A7(J4'E[RNDW5VHP]/1@[S1G:$Y MGZN/^@^G380]USYPZIGY&WT8E)F, ^_@*;BSO""H7LCQ"""53MUX.JUV2_]DEE M9JY VAQXDA&#$JP.3ZB=[W?P

&EYUZ^.%IK'UE4XLQR?4+)O;N 7D_H.^\KM>'E8 M/5MLMPK5_B^>^MC5ZOL;JA*UD3Y,*A7.K!(YSV%1_9P5L)Z#83558B^.G%A[M3\|>7)2VWWO0MP%EU4F)]XOL=';L6BI3;*FO-

TOG&2)L=(?*W$_@2K6.GZ M8RHARA%I_4U2IX'Q[>'6>X=#K5L1PSIYVPNSD6X6Y= Z!^YQ?3&:D.S,-M^_=QI[R^20+1)3G$;A2ETV,)C#@Q5A?

|_RRT=4!T9_9+YU+]TV3/KZQ>);M MZ_!$_JZ6N PCLQR/RBO5TLL24?F083@2U-V;:CF)#+_K5EM@[P'"U(3QYN"*M1/' PPW$,MJ M@'SFV#-,60YD^>_T)?

K5+KBKJ$W>P:MASVZY5)4N?'71__2&QA/,GM^*-4 5^;LUR\IN%YSP%$ W'#>/?$T"^F4N16, N:><83*6"[5>IP*+E9'N9Y)3^+DQ)"1$SM'BYQM93=OE1XI;0'_C^>I);@(?Y$1?PWXI

MIZZ93%H\-XX=?C%H)N#]08^(Q\3(5LH*[Q-7??[M#/HDI2"B]WY/$HG%)-ZI5U3XJ/=+-T;+W/-MBQ:=>;-NV6J?I?13EU^80>%PE1*JF,;C!G'ZKE0;\TS)+7(DWTZR&FES"7*)

MX]R0YG>];'H@2*^^AC]A6MUQ"%LRR\;"T^AB,N\^L<>5%O(;SBQHTE"&U;[*5W M&;)ATPL9;KJ95((#N1^=*OU!+?3IP<&:],YZ=/GQR6,<[9]62^@;D?]P60^IH!%?

X7DDY[RU]%9>N]CQH M2-,B:?M1S1;7&\$;U3K#0/LI;'H-"*P.OWSA5F>D-=8)XZPT2&>JGI66=4XG MF+N7/;OY;M#CNWIU-R/NJP.SQL/CK'9FK"-9RJ06]7@D\ZEI_6.U<$Q2FQ.,

M&]@WK%W50%^.?82U]]Y3VC3LY M|^XW;V|[<:BBVXE'-,K5$8Q7C5Q'-3+HMJ(5!J)(XZ,Q_>,%HM&S146&W# MS%SN/Q]]?^155O>]7$AU2[W#=[MF_RF)W2H/X5KA&O.

(OMG6'0^$=(&V+]H&]11:=#X1$@AGMXJ4198TUBFREZ|F\ M*C+!+]FOANA2 0%ZR/OMT+++E)$>4% M?O5 M,"1I<|032+8\57(,61%)8, ^&]W^,,ZZ9L SU+$)>,*UZ-

J2/Z>>:#/UX;Y M7=']{',GSV=U8:L M5.,3^UEC*FX)U>+KTCK'9E|\W-V.G 9O.+]I56@[\HV16$]' M=*FH:IO.ZQ!$BQK'HT2AH/6=M;7OE"Z;KANE=G^W1%QF@_]O2QN.]\l2l:=

MMG7)5=Y=,G)FM_@'0I7I.V(_#UL<-RC$KX*/4@<(KP?ED:[#3(IJQ+!M*9+* MZ+@PY!ROE-, WF4T<#?H:/2(BV-'W@NS-]^G%N6RSCA_#(DBZW'\$JV6(FI- M*RW9IS/4^L(R93]2

[WP=Z]>V#@1>/IFH^N.R)W/=Y? +[UV\A3(S4!^6XD@ M*T']24OG7NFN68 ,NO7:E5TH&E,YO33@A4++,S20I3\56-Y4+C[3\%SW4'\^W MJSTE7O/?MW".(LU-

5LN0LTQ+I^8,2XYQ3'RV/W?OX#%:S>,S-SP6%BLWQ7U%.M'87D10M2)14P!9 F!2@-Y&??$H6)[-VLM^#6U=>71WBQV Y[>[4]^T,F7Y+ MN:EWUH-E6QHCXA11N"?]M"A[*?

6S;]'P2_XS*B,;*$'U3HRU,DO=Z4*X.C5 M62T*D?^(KNXPM E42<[QM/>3SM9V.QW]Q'=[P*(-T!;)@9/$-1%:"T\:1%[$ MNKW4$2$ P4/(688:H8%:9G4 _<+AU&;W6>=U#!O_@@$?

G9%".65[*0N<25^AC[

*[BK\ C.;PSG-O4*JA>V|SXM|E)QB(@!]JFR4?) MBY&D0|SZVDO&)'09[4?PZ\K8F$5];,"'>8# \[U]!23)*[@O3(-&/!; MA!|.E6,25.W.!3G87[HG7BDP'E&]?.RR:\=#97%T^1Z4$'-5L.&/3&F?MU=;1M?=XJ)I@ELF?_ROZ;_3(FF!BR'$F9*(+@ M*5Q/Y#7CAKZ=!(*W)N_MS+]T_;R-S:$|)8F++]|\<8]Y+^G]@MUK!-/3R|P0 M/P'_B<#*W8A'$,U!?(_6 !\;|[^)^@,#/9HQ 8,K.;LB+=+'+KI^Z!?7WRB M7DMSOU5[|VUQ 37!$6]NQ](@V)H9=ACCYL1ZP3R&IK@R*Y$?G)B\V1S_1,/R+ M7. ^Z)>;Z#U_LBE!ZD+"T?$5"B!:OE_)EZ[JE3ZIQ3-1(LPTL2,9Y20-)$H MY@A#/?&P$*$LPS8UI/4(_^V!MZGYHX\V#[T-&\]02?2)=9-M611Q72U^XM45O MK6UK%H",WI 02*(AD8=KDN$?8CWBK2%U,A.4T&&^S#W#:LGJ";7@XN^Q]EM^YXI77WN84EYR.6O9XA//! 9<#?FLO'"=NW'.HVGKI=)PL!'"F ,,Q M/0]CW 4[R4T'>BZ.Z7A..LH(;'[L>K(8R@QN6>5WRHNW!({QL,>FC MBC&S,%QGRB;&8"[=6626|;CTI:?Y_'A!M,V3#H,+&0%7UU0C"ZWO2>C_ MGRXK/@'//!-8<7D66? MK$L0B5VC^W# -'P'ZG=_\H/M'C4!:3A>(M4#$\6'O+E&3%PM7G3R"5=U0-+2 MIHO9%V$;,SW7/WDEX,Y&QONNGU0%:?[+OL F'&;Y"9,FWCN'+9MZBL1YFL M9KI'"A57;;*]MKDVWC#K$H:=IW@R3COVC*C[5CG-92\D8N_(O5L(X=.7Z'!4 MB;Y(# BK \CG8QSCWBZN+&+'L2 >9A*Q F9*7&T.C5N.6 MO)|EB)M5>WU51,+&TYQ1%!12TPP21%Q'0POJ€6 M*C/3#J+%@^%IW:[>^J5|&;4YZU(WDCZMVO)ZA>K|fQ+7MM@-T+C23JB8/S-5 M !N+"B)+V*;,*?*5LA6EL6G;'SZ5EM[U,_'2R[%ESX_=S4() ^BVRB:MW"N>F M+=P2RG;C70<)=M?@0#%1G7>+)-=%V+5X%RT>?*Q\2$QD+G#,,[D]J$,9DELO8)K MOG5?O2!T"P"9>Y\6HR.)_'"WE]N92]MKRWNL&-UR5N70$9 M!IW9HC74\WNQEGN#EX*CWZ,5?(W"T0O3-O)N4|WQ/4FV2*";2]'_L0$XQ6$'MN;(@C[4Z-M7Q;<~3,1;SV1*YK.'+W:0',,%,+.=.BJ-Z-O.^3]:Q%'^VA+ ^\"= - M0\6FNF-Z/.|[="YS%1X1%?)91]%$R4R\]T|"1O=.(3'?&U.=/_O&348D:?JN.M/-/CTEU.R&R$,.^C$3M4HG#N.L#_R.;5&GX!%,0LT#1]M&#AT8Q)+41HXX?-MU|I_4W^5X'$\QO$A,H/9HW/CX.>,.:'K4B=H3GNR9>,Y2"9!*< ((/NP$I&D-MTZW*]{O@8N^3FN%)TFK"/&V[5Q5J4?]&TO2A@\;$U]:563[ACV4C @]6>9* MOKT,$IPM]VTY>H65*#AH MUM[R_G\")2*5V);.Y&UMZ"I'0F*`M3:DN*E&ZN_V]WSEN1$C+X,QNU?BDM=Q$8]^[VP-I+YNY2RD#F+$P3B `3D8, MZ)#2$*V@;B<5,.6@I2;FJ/I*O^P?,,MF?K2S=<<)7M+YGR*/G!@;*QK3#]W}R]PC.WCI^;CNN@JRU+ZMK/6WGXW "JC2B+SC*=N#&*F)NYXVMKOZ9B94C^XJC1E>^ECX/@#U^.-3W53SK=SC0"9N9^":.$KL;_B@] 3*S/&X,G8[KL#OHH*QZ[!>K9EZ\"K-M$HZN8U?V&SX4=7>8#SWS.7>B4I?XJ6 ACBN;1,>-A8&5!RX28CF,$X\O=S;J MPLEQK1\C9W[8,_5).@7%(>7=2'C#]Q/RGRQE7Q467A HKS?9JD'1!*>E\M)@ M/TI/LTT;U2, ^#/<26T6-+%O4H6^UG@18VTBM[_T1G&2)8YR;Z^'K;T9/H90M%KV>]\A4#'I4*T3P4$S&=Z&[.4W?;-ZUH5H!9;OO/^]!O2S^^C>CXK?4=GV M:?_ 496965;\V;fZ2#TDB=G7]VKZP<\NDA(FMCS.!K;SK^R;IU:^UN*LM#Q+/-M]SE-SG&GOS_P(*!6' `.F.$/5VS$N??B8A3Q5=(,FC02[Y!JR2Q(#GQ:=^S$ M^I,*[U,91;_@8L4:K]6J?]1K78^#M%]?B(^G,@_9&K%W\4)\^9 /IB>4?805 M$<8-O.3U9/UM)DF0S2GNS5*[H'ZN)/^JU8,7BS-[%"_!L^U8#E5.2G:7ZUF!Y=)FI1Y/;1C-$M9G"EZ\ M25>,\3H_T7C2[-UHU^&J5'&Q>Y/Nl0^4IKVH>+ GWK(@_*Q.'>_J#!CEGO" M&<X?#"%92!1W(U!#|_GXTH\^3T')8/%!6(%R>WU:VSV%F[5A"G%F3SC>LB MOS 3EZ%,_+-KM$2GZ!ST(S'#N 3TL,?4:!J<->S5\!Z&"B!BN!Y-FSE!]DT%, M2-"J/|/)E[^9")W&V_E#V85).K_BY# M%A"QAF,-OGP+T9_C!%>8X ;"45.TK>?J:XKS2^1?P2,EW#',/1 MKU]>,EDV'1-P)>PH9/+:5$6)/<G*4^,Q9HMX3TW-F1W82!@SQL6P M+EFVF.*\B&4;[^\7&XDMW|M[6|JK]GKINSMNQA6,TI/8^;("Y_&(UR//6:*A<N|Q1W@/3OS]?U0 R@)Y+W#TIWSH1<0H MEH6MPHI!O;%7.]*4.XD'IGS7ZKJR16|(!..*\ 4M?,5<7^7FA\?Q@:,MC-UA|Q+(_)@TD!!\PLWMJ.BJ8..>~>G! MXO_LR,[P<30K%BU7]WM>T'62+??1OW9R*|"ZP^-"JLM9*Z^BRVI,#UT!#) M"WYCK$>-V6@U=>FDDE^\8V#ET!06\BXX3UT\Y,L'Y+47O;+3-HVKOU(G7K=T M4Z]85+K_>PW)&1B/L*G>$P+.#JGG2!/-7K25+>)ZMI_SM3R0S_1^F2'-H(@/ MGS_8KTIM=3KP(O=UDO<1<|UZ[T55>@\W_M%;R3(OD5S^0!?0R_H%L.$28W8 M940-AE^D<6'DZ@\X;[OE0R\),=73E3Y16ZLN+7<)JGXE\.7;\R\KH,-7H7=:M#/)RGS+-5[Q,HA,GP)HQ%F"FZXEE[E?6&[", ^&Q+&C(GZ#047M9WRY>Y@'=-/ M4W!/>`"3?6_W&[5@TH@]/E%E,.^++C&$#\ HHY2[@/48EB YM!E11HCV2P5 6 MJ:')Y!&CZ[J-RE19ZJ/R~O+AZT9+7V-N#'!;?:CD4]>*R MJ|;$WM[-#Q4.N2]9^RH1M*1K&)GBU]LP+ANX M*3Y@$HOXD.31-,,.E&P,T:<(PU MX\AZ*@K&+KJ+((G7@;C*#W_&S[+8X%E]X!/X7M247$)P*29[6;&1$ZR+&W-@ M/>M 876?C77$?K0ZYT6OQ]*,Y(2:SX>W+?*0U(_P=ZX+5 O>(#"K8+%TQA:(-MFL\KH?HV=\/L4>0P';(:=%D:@PL?.#FY^_+TMK/%&B?U+8Y[)EO<:OQP"LH M,Z-&ZM%T(?%=?5Lj_#^M+|>TW]*BXWMSV0.\XC(9M!.7:Q2,*A |*F1(]8^;B?MT7KW& FY5QXR;YH61X;)R$V.(UJ4M,0=6)OLB0F5RJFBYSU?2TZ2>3W%36IQA]HF=*H^N@AMY4/,O;1X\@(S#>+j?-XSDA*BAT)H\",*'!MUGIO:9'4QO8/6(MG36WM8L';]R>!<62)_WR=A87 M+-*$=(-?K1$LHW*,=VMY?QHZ?6>_D:&SD+"_MH\K# ?+!AXZ(^ND[:-|^?'!:4C;G_DZOK83WX4>5FLI$Y]"FB MM64K/EPA:;/>A3*^E2D1<26L4&_7RHOG[PL^NGO?\,$9RIN?OMX4ZW]T77?[-M)S3FPU:L)A)*3QU;R?#K%]P]V"H5Q)$1MH7HHVRZ.+D;#! I,I2][.$V49 MDV7'K[7]&E/M%9_F_!*=)7(W.5E]|&8YXLQ^I@Y=PZM;+C@T?K1N) - 3?*N0' M5N$4Z3T. @B1,NQ>3I5V@E@8]TI?CZEBLB5[&'+:\)HO<92V 4M^;C|/>W M3Z0.BFK3=YHSTO.& .'"IO]90'?X 59>Y!G<8$_"\[^N!:VXR>GLSLEI M_%L-KDH.']*T0$"F=4+B#$[4VE^X%1O?]F>I@[<%J.PZ'YJ(H41BV?@`'$_7 M.YE;Z3 YS8<6@(/^NKYL!=P=U-9%$VXA3;'W5@BF[_MU;+T=*]ZP+ME(0(S=X'"_+N$O6>$ -YX7SHI-]BM+E@5A[@)3& Z99Y];MV MA]>G%NW!#Y2'089;WC;Z^LF.;MLQ_OS-,\X-365YKMR#P< 0,TU$OO(L06;+ MV4,O>;=P/KB(,E5DQ,UKX':GG*+;]6F9A@<--9^LE!IO^(+=L&9?L?!NG.7C M>YB*[4,#F"]+3AZ1D|SQ%07[-$-TQ\3LF!QUD80+0+TGN MK;4YO&H[:=NG2Y83)19:M'9:T,6'K0XN&]<`,IO63 FG$JGO_?1&I?P4JC'M%$BK2&]$#K5FI#HD=M:6K6>.1\#Y.MS-#^^:L6K:]J2M.EAD<|CE6SC'^(\6 MX8^".K%#U$(^-.,%RJW O_08?GGQ^OW,5%E#U"D#ACH%,!2Z,&*UX0M1$]#A6MA)@!2OZQ_#)CV^\W'QM|%17VK//(2|K=[EON]BHW66/EU5K"C74)(8WY)0>;M45%/5 :Y0,=)$|5X+P)HBXA^3+MJO#2ACZ2#%>OJ5__RA-(;X^NL9.-[3;ODMQ3.KA"ZI\)CRE3;LB>+E15;"\S4P_2.(OS2%*ZX+PO-VOB:\,4Y6FUC1!^.MB-1$8|J\>N)W(QN9O6QO1)ES@)"YDRD24H)IN6RLN5^RYCD>.24MO4MUZS;`M'?O4'S(-OD;KSOZ1#>X6U2K€K@48,H29EGI^YV?,\X.YLE4B/I4TL5^XJ< M?>33T2_WXOW##WE>SX7,589&M9T0\0@RA:WVE=C&] O+SS8YTE$B@ DSN&1K,A_BM7ZT-NVVXR79MKK0# UN?VP@G'ON!^3 \8\E6!-?O0]K81Y&AYZ16LQ&K5>VP?@W9U"B/@E2;: M$N 4+ ^[HF3}[ZK*K5M-2;O?8S2NM^L^=O[K7FZY]_(;2]1BBK.4!!/&UZZYC MBR%;@:P?[#3DLDKH00JC(NREVOV7LG>.UJE%>?DN.EK2JEO[:G,2#IT&N?RGCK)U7EB9[-4M!DZ|% E"[T#_G=2-A,!]OJMFE_&A M? 'U5KNBPR=R$]J7:1U9_66WK4HUG'AA'-"A7^)"[*X;49;."EZE_R R+ M9.WQO57-5CKVV1j,,5)E'#>,>VALTWU6(MM(%:9\IM.5'CT?*MTNCBQ:MJ[I M@7"H^.B9\TRZ=EV.Q?S4Z.UQY-&[=Q>O+[38"4>?2!]%.Z8ZN1B?Z25[M>CMQW@7QH"IFN>VC^3G)9K)$3 WP(1FN}[ ] MN6ES9EKJP"4G 6O.*<5D;S^3P,"MU8I_B=_.VJ:U\GR",;8*2' ,WUV(BOMS MA-#.@ZAF$2|\<'.,U;@'9&W=6+]&H-?)L+B49;P\WI-5-)\KKNSK?5(BM&Q. MMPDJKLR11S\67OQ"YJPE!K40\6<'*B1\Y I2IN4FJF2+2YZTKU>-R[C,-NQ^ M(*GD&FZ !-#A,'(^;HSJP5++\RK](>H&$/4)$4+&9 &.:+I!U([R7RL9)Y29:!MCTTK#6ZQ-6QL450DWZJ[$K;Q7G[$)R@9R*B*%@UAE|$-/1+@9EFO#LJLF MA\JZC+(&PECR,41?NI5^,56<4*%%2[MW\V[RDI7X$G1[.DMP3<C7G?#F(M=W"NRZQ72UK$3*W&BWJG0:SI\&[%Y86)(O;+,IYM?;,MFYI=%B2QFT%U^Y2_38AL"T X;Z5[SD):-+*M)MA&1-+9D;@]BQ,%X\@R+F MLV0(N#1U $\('QO-/?W;6O7'T=,^S1O*X]Z\S2MT*9RRFT^-,>Q5UK^C6,O 1'[93P2;8**YO,A MRR8^=*,1 ,WV3W,?.(2F%09+QC%DEI3\06X4-B-#TEU$2V+J;^I\.*.K|)+ M/S>,O2J.[GYHR#RZ>%,'@8>_.4;Q+Y(B48]YO?0AV9)4M2K@IKP&VLP4NX M"VB'3?Y]#8fJ$3+7'#@N*K,KW5^-H6EJ:+>3$G..8(#'>%-=;\&SB>M(R. MR-R1./1$Q.?IB^_"L"Z6>2&0FY&Y@?>]U'O AX,.9VS%)NW_R5!L C>PDU$ M^?]AC88 BAX.^\+:|PY#I)>=53!S'XRHI=8T[|8-8B);?4& 8W>Q'$)*-@8(-MW7*HUA$^Y&?VFO37C^KV7KB2:.&]CM&44NE<^L-2Y!5]8(&;V"7#B M 1$;J%AIDZ-,X8=R(P/)_I=&!A390>POL0QL)ANWC7G@OM2=X\97#<\8_4N M0V_YO9NGZS2G+PQBV/GPLX0OK(KF^CSV&Q:*=Q7U8=.\E6%]7B=I,.Q.%3 M2,#3H5V/5L?C)I2MU?\H=YR14G?;>V^!V;/T8-PF="-<(5"RCX5GVY3Q;LNS M9SI/&M@I$H^6($FLT)HS!*EW#)RBSY(+I"Z70HIHL^.;ZBV>'-A9V.+%V MI^Q <+UD:/G28?T]-OCE<$40'_*FQL,YEEP9,@,_IL'1)?Q IA9.$N?>W,/?LJ'KMRN<%E1V*GD\ $>6/C^M6 $5=(;U!F@&'5VG7R=R:W0=6]:7#Z +-X /1T60Q@&59-P5XLK' M0X'|RYA3Z;795V^:W6GH6"Ul.L\3BFVYR!CS*%&M=W=]J*,.;Z7-%A-O8P\D'+B\,O>;*,0|A?SPM"N3@8.B.("VA=I2 H7S) ED Z *P<;)$TR,G0B(KU>;#%& 3D9&^G[%700?D[1H#GC!RZ2ZTQ9YR[<2!<QK2S/%28WX&8]=2 MK5YPM!^./S)7>]:]=-LZ2KZ-3)F74.=KPCY4SM\)8_I,.I,0>O*5'@W](60 M $;6CR &#M-G[7^F)Z[?5>NL]MN6_*H_PM<4V'SQBV^T#3L?>U%^MNCPQ7D M72/)]7+E>;?+%+H0AZKSTV>=)I5<.&/:^D?SNHG7M4-JY\\&BY5#M4& >@#I"RA,ZOK2%>?<79I5!.LC*/*^//34Z89_T/K#E+E2PYG#,_^F(ZIV>GU>!Q?VK]ZG\[U\[VY1@=R1A*Y=ACTD5JI M6%-MCA;I'X4K2>7;=QN*CV@)6<#!8@LZLJT\CO.$G<3>XY M,_2^>YOOTM[SA6*RZZTF;C<=MB\P_,N"%.^S[5GX$DX MK^8(2WK!3.9X%6/U38-'83%U8-U+FSS6EXKBVV7.R^/SMD3VORZ6DC_U57Q[PB'@(YV5>&0- MM8HI<2\W3X+NN?OE MV1KOS#C^XJF,0J|+RD$*HNXPUOL,KK *P,:E8!?JF\2=GV;?>LG]C^'8DR,EME+|$T2/3KZYF9K(]9HOQ@W M6C8,SY[XH#5SA3(TCBX"(>;Z,W$KN!X' -E0THY[&/";7HAG'](B9^&*<6$N M^,KP0J,_7$M)B0X_/C00@L^5$\G EQZZ0-^9I1VBG(YMOHG@#6(%K1-MHX&2\X8A3E$T"GV[AQF?^$^_1[Z/(X8>Z+X8)A:M-*:A-P(4(;3]:6]4J=$ M38%PG@]5]NB\/YGOK"@94KS_I8IK?UI_1/]^S75=&OISQ**]+14%RR3$5W1M9F;(PG)7]B|JY$JS<7E\R,TK4)U[+Y$_>P MH6?.\)>3?&A<&R*AYHL.LK1+2W8E|(^CPLPD2>+\O"[CXWWT.RUK^E7=\ MA_]>2"A"YZ"TI/17(%_NO!.,>E48.(T6-82((7;H*U])98Y"N?"WL,I;!A0 MU+ /U(8?)_;3"CG+3M6.#JIN&M::?A],B]9!MV&&50V,)&7%<_A(:?.MTLG M.;>5RT7WTC@L^5#WT4[<9;/(%_&?FT'13I@>#4]$8;H;T3=H!*"<4?A@/O0+ M>\53L4P+W,R.B-'/?.@$;,Z'6G90RF'$M!C=VYH.=RL XY@LWGL/4__TSWX) MF@$LN D[LZ.@$*SJ;6"_+<>#3?>AF% ^E"C-%$1KQ\[R(6M?GYE6 MRK?<^89_[J?]&&1C>.H32&(XAS9/QO.1&E!8L8P^@>+U826L8UX$-/.[B M,],8KC1NJE\(,Z;GO#L@0#\0QP3N:/W7NN@8!\(\>%#>Y6-08;RLPW$$P?N M>@<W>3.\D ^-M%939.^]#69&\/?O3!\1;J8.G<;[2$CE0_9C.X-QE+7_K'/T MZ\Z0TI82G7+&_V[*UYS;PM(P&NH'9.^;VH\&5GA0<*<[/.756C2TG+7G*@1_SOK>D"@BY2 M!<>3B?+ A),#^=."C&.V90LJ0*HH!2D\R0W2Z.T=YT.V$P"'?I:IL05DY@D\ M-TVDELQ974">;/V+YSA7*% ^%L&KX$;5T^$ASFY* Q[1U4'M| ?M>$E.=KQ- MZJ1LN.(M;2*4$H]E2WW 3?(R]XBP!G]2ZD"X(AD#D&@3#AXXIS#\PS@.@H_P(27%|_]L>K=R 5-D@-]@.(KZX 3-]121U1+MC5>5 G>'&*.'JJ M#M^?#<&R>*9C\XP-/.XOULH'^^60LH-K2%@<[_ OE\|=-YSL/"R0.4RV-Q4 M7@(/3-9:A@H0C#XQ/F.S.PJHR\,27&IL%Y6$^RTH^>]FPH1,+E:$#ZFITD5X M<3U?T<2>SA^9^-|>|XS^I= BW&\Y/M6(2]^CSJRG 7\Z.CI,-4*IH/% MF=666LWRV%VH@^-.R!X9=Z?H!67?;_S_>A8NM3N?)4=)\R95M \AVOP:|_YYOD*=H\ MH]?.TM_9EU3LQU-0G^NG_.]XEX'C DNZO@EMQK%WCU$G3R3/M.>,_=F#>BPQ,_=G4@>U@IAN.FS["$.&E]MD!"[ZE#F](GL]7KPO4PA7?R1,>.M- PHQG.P!+*=|&^(\-(6P+_Z<)^;RR3 5^P]!HV/3.,V_MSL)3^6R54 1]JQ-MF96)UF=GHG=D] >1]"],HZZ^CY(H]D65)KUD0]N@AX2U(YT@KLL0/\V"V& MS\(SSQIQ]XT,UO%"\^QX.*\V 2[APY_=I3X;\V0S-U.>CN-=":,#R-@P;,,," M^H!&WSP(\2<) ERV= *SD?]P%=N)]VV>435;#W1Q;"Y#M_Y$H3^EEN+CR!,[MB4"4XS5I(900W,1A]DH^Y+J3 MS(/2%#WGVX-0X9]7APS/_XUH3*% M(ZO(W'1S]AG@?KC]8-%7,=!Q7!4P9TVO#[C1V&\ 3IR?!']YU/Y3IWN!R]K'M<]_=@/OFY[!0U*W8T6]PUO50%L5@30'T1!!BPZWE@?\++\KE#G9.'YW_C M+[5^C^'L B'VB)V4VK&?R?" M;\6^\?UZ4U487/$,,W&'G@I/#3'P/,M\1>X4Y3T%,0A%]Z4R_=!24XOC|ES MFDW^N[NQ0+"K*(<+,L<><-80Q@<.WF62!X$Q5V+"BFJJ=1A,2EFPNC'PMQV M^8.OXK0-EN2CC>[.J]?K5@_DB0=?$*N;JB&"%B^\-S^/%_B&5ZA-444.:1€MQY(9.A'R/>KLNW//8W$#21%JN9$',BG&N&/WG19^7AK\X>1ZOGC?*3ZL24R M#["ZI*ZY\CG<6SM=G;.RA7J"#_7XE,N=QPE33SC9Q9+6L>02Z$B^K1%CZ8_B MG/Q"O0;'5KO$_GYK.0;\22'9YMIK2K%!W*7!^+%0CA0!SW 8,62U=-+Y4+3I MV0%;^6IC.%JG1%6*JG)3|NV&/AL)1[MUUNM=S\?[^Q>:O/"/GHE@U'&5/M.E MG2I=5)CRHY\Y#H3"@>??R(TQ)*U<$V>S9:|?G(S£\UO/N\E75T,3&E?TQ_M(;'1?ADD/NNZAQ=?0DI;Q)NQ{A+8Y7$>BXQ43-T(fT!K\D0=N MH62?U1.?CLJ6+TAX=0OB\I@18Z_G[N?^ --3C6WQV\"X313A+B<*\3-/#5,Y]B(_]:P=)RY'+ M YLZ-O<'Z6YZOZ7]B=_ZX7[Z X7LN|'67O9;UWI/CRIQ)+!=_9UU_3HL2BVPML$CJ8G0MX1424X<.E+6L;$UA#QRU(:P,.5FPMTS7R:=?L^'RC?R4(IV$Z0*T(/=7M+ZO$(U-1 (*0)^*G]FE M4P5<?92 MQS=!UNS/>W\RJ8@N&;4/8 FBC=!|"OS(5H9Z8Q<*B",]9ZQZ*S&<'2*R.A- M_5W0((X^,3>C-QX"(M9>0$DF:>]PX11/;Z@\NW/AP0(LEM.>RZ3STS[\9B:* MFGK^FW 2R/-R5 P+]PPD'MY@%\/V6>D/C0$S^&?PT4 _]'"NS,.G00-4:B+4M-T8XI?>@WGKVQX+3GC_5.D3&-&S1.VU@>S=[AVXR0A;RN?I^4;O80"G M#* 68].D"$8B?4SQ'1YTD*%]D MYO/7X$W-R)96|\.GC8$CYDUQ-]RC(@&>(& 5X=%/;?!0A=:4#RKEM#B:G3 1T^<5YD'|DCH&\/5[QSV2;4XQ* M&O,[@@+7AQ%02 1\H[RZ0IQ51Z M-WEFMTXYS!$=@6>/M7D*SGY%ND'JX%%#8Z_# RE-D[E+':.S6+FH57,,=?00M%9G<]2UD[4^%2,'XZQ:]HLI,^6OK MK'VF\" M8%3UYY$YU#N> C*0#(<#L^ 4$; X#9)FNG G+9PZM;(5>(,DS^G/ M0]IP:?GS96!`JQ/I_^2Y.?_H@%E]OIXW"Z%_4.E@IA,WQGODT0;U9C3F;MD. M"@@[OX[^)^6)H**]0'G^O#1X]&XQ_*U>:\X1?ZT5?\3\IN_^]ZO'4GKS%CKP M+99<%9#3K@YBXM&& S3T]B?*E_Z_4,47 1W]#G3'%Q.'0MKZX27KR;#Y0C!{< M(%5F"G>9@"2^E7!7?YWZ7Q=){F$&;_]$P7G#(N6*SWP5W-?H/U8Z#O"&N2BB}(/ZS. M];",\PY#+#O$#(-.699C.$KYS3SU?,R'7W=3TYE\'_]+G.?BW]AHD/[@'B!YP M+@-&V4IQ1P<.M)\N 1*1"!%ES VL62IZ8*#RK/___""'UAA2I"7C_/%=IO7P>)YXU?XD,(XNIBHW,%^:)R$>"2']'FL@\Z>2-!9[>]LG_L:9P<:YR=/5/$6I@26Y?6$B3+;:\G;=-2_1& M,C23Q 88$)*$]AN5J;&DDCD::*L+E)N#:'-6]1!=61Z1>?$B-4^]J(LI=_OB MLE^G[>VX14QA3UC%+YDI?_OT2%A3$)YSC-0#RQ-- !P3.ZBG<-U5%;>NH(8= M9;)#151#\X*,K'QW$W3RUV27Q#I=<<<5=G)Y5O71%9/VQV.YX(D"%&*)0!;' MIJ[_8!{!W$YKD'+$CH1*X]N]D&+\GAJRVB6J-M\)Y\F%D:B;,.H\|2M*?@>BV2\0)4Q1?.@)5G)XC,I= SXYLN$2.TVO?=+/|>LDW-$UI,.;ZW77W8>><<5]P^A2O/8"-=.B(C"%=."#55J21@$"N!t-$#//*59WFL M^WCDG/3##H-0_MK^?\8^X8?7L4].7''4KH2 1C@"IJ@-$&6PPU[F#0CQ4QAJ/M,U,E3"/A6I!H>L$9YL<#MNS|MC/V>/Z5ZP675-%^\W*UHL.Y9?AW.5+.%I5.-Z0VM M:?*ODBH4+Y;=?5]DGW,E5=S;/-.08C^FT^8PB7I(#HP]Y$).PQ8>A0 S_1\2H+6"'6>T?^DOFV_M5VD]AZD;_KEG89[-(WIL7E]=(Q@[;^NJV\T]|#]&_=)-A8?PO M_:U_[T#YE]F!\C|I-BXV/^N''RHEQ$NB>C7WW&H<^![#_,I>Q\37VHDX^3@2 M'1:8S$Q2Y0B!]DD.+[7]?1^O/"9%-GA]G?]@"?A5>")&'&!/K23RG2,LV2?M0"VEAIENY,@=35%;9>9WMAHG'S>$:.LO%(.8J]<&7]\Y?R-HU=W>[.?D]/ M>\6.K112G-49I(IY>3"I;/-4=AYBQX1K:+*,D@_K## 2A'WE1?L^#ANW]-\(M*ZL1)SYFZ=:K/3.LD2F^,U;!4. 10N] B10<0QLVM3Z5M4MR(U#$P,G--.MKH"C7-0[3$\5Z-SS_E"_JNSY^)EP&\XQO]-#$X(F)2;=.T<=.G&RV51Z!BTW M.5I/IKL2+-&V>W[MI49S3=:.]2BM6(Z/A.FO.[&+2 +$0%9\G5_7CWU,2G5SL,L*9D<" Q?N-LBC MU14@EO\UV(O]WJZZ3>QCDH+:HM &T<" -[,V; PODZ2+=N!$3Y6MX;KR;MY# MW#38)2D]6^+(U=FJ-1N&SS^-M&UQ'MIKNM;T56G;]"@M$;(U@"VNYF]BI=7 MLH4#(<4#V&I /J2-JOHNU6$&F<C^,^.#'W84MYAG\2Z,2(1/]>Y8/,_]LU3N ->X3^)T+S;_M0"C-CO/E:D"W%_[NB28U..;^N1W^.K$ J S5??PR-5>/^P?KZ]6]2DA> M%GF)^I>SF]36 M@<>==#A>,5X]U.[&5ML)_M]@8^5.VB M$+_^M-5]2T*YEO\1=MRFQ%=&5HH5TS12;&]LTOFO)K1BK(05R 1,,.017["W# M(@<';9@]"?>(QUDB-=2NX68ZM9HB,Z)BY^3_WL#54P+>(?"UN3KO1>&KYP$:QX6U#TVF,@"3D5 0F,-A+,*IT4I6!-NBLV0+ M*Q-.3 5=P?(DXE)=T5MIN<_KEA=MKWBRZIX3UPG79!?73Q0Y%M/@=MHS]X9C>L>6D]26=94MH!(E:LA3Q$DP?CU21H+8?+S-V?^*M>G[B^7WQUVF M9W<.K3D@F;)LY@Q)# $@(E3! ^'64Q-=1^KO5T.T[A'V,6B15$^@/^D25>;Y MK[7L:?]ZKP$)7$Z=EUFF^ 4Q@P.;T_1@^UVUR^+]_#KQ=T*F28G8*)&F D%B0A%0$"(@H*A$%&D!*1$ 8F0 "H@ M2)50$S8B3=92B$M2N(MSSWMGWWO.'>>.]^X=8[\WA])QLA:ZYMSS?F5WV^N MN;Y/7;fG4LG2GBWMTUEJ;7:19L((W3M"K8J++)31R\UH/32*SI<=^5Q9-WTB MG;&D/?|#Y'EAC=N&8-<K4L6'AW'T)^2 7VV"S7 \60,[MG">Z,#EC=0,#*PA|+'?O"B+>"^@4W!J-AP7>A%M!L5SQ;'0:ZU*-,H9IHG/XOE]1YM.I)_"|*Z&ZZ^],L'#CY6!!CU;X(%B:% M<0)C0]NY2)R$S+HC'€)54>^HT#>2Q?]G?*TS\1A%&FX/*.R27.X;2@VTP)8M;RW$ERE(VE4&^*XC#"'S +;CR,XAU# L4-*G $M^BB 2=AC")_$-F"XNT|)Y"$ M_>AAM-4*@OZ,11&XP4QIO1O<:]BO?Y+O(@+3,.P*(LN$__!/)''@VQ1/E5L(M.W31>7XLSP? <%I]=4MA?(\-*7@ZCII,X&]@1=,R0DD#"%<1R@O@/"5O\++7 PELE5:\6 M#RAQSTJAJJK.WV0RXC[6^K&/VJQ+^5$[%;36 <$?^I\R@/^!1(PI?.(Z&++?E M(JM)['7)MI6E2PRO? 8.W,M^_J?*.]24@:W(M+X?.M7_;+6\GQOGQ_LYN>T4>;++7 --0X3(86#H\B>>;>[C!P2B'Z_IW0OI(P1UHC#4PO

&\|'2C1LP/ERC'JO(E7& MN[|?_HXN{G;I1(@B|.,/18;_1)OD(& MJ;=&MY# L15$,E*)=XSKIQ,WWH94@"*.5'?!1/0&{6@OH4|_S\?OAOI!.MOC MP_:%/)Z*C:34$,<;!/L!17D/'F%4#;7E-">;IF%/S:!V>#I%YCO1QMRX7CC MJ/V7RBY:A@TU2P8FJ&SZ$OKHE8JVR/*:/U5H^V\(EN>)C<*H,T;,#,YJ8K02 MGC$_?P7A3Q/[:JD"N";.+S7W+5$@=)7'F:,PWT!-%TFG^[L[^6]/+6W'YJ#W M,T5)TW2!8@0=M:QI34D@J;F"8/O|'9I'1- 7,JFO@8I9S6 $G2;O$<#$?@ - M)I_*O?>RLN_L4Z0Z5Y5NLNL*7$O.FW;I=V$EBQMHN'7)\|%Z?6!O0\<_KTS@;MR#-RU< =2@ZL#D:!,"0_'+&HM5B__KO5N_MW;W+5VI{'_K|H|= M$}?"S'Z;O>\/ XWRPX9%;+V,8!;?S*7_3<WUBX_*%#R0X?TH-II.X0C MU:N[_EB.YB/>&:(#&>/H.$-++9C,/&-UKH7"/WTRK%Y0G U?#KNK/RG1'I5X MV+5VV F-D'__>'UJ$CS!)SC*?^3H]# M2>Z3:1+=HIB\G@E_$TT*1.:!=IJ>]*X)=D+)[C>KKP1O5GMH_$$UD$#^2K]1B16+W#O5G>W$"L-M>9_,RYH&W!]#-O#M0'X]MKWN?7FA749 M[!|Y+UYNIVONL%|G{OJF>/F/XR]MQBZD' .!EFQ8!1M$G#R$5)F*=V^:*VO26U)5\Z79"#"'YY8R_\Wf;5!LQ.^348)E@8)5J@R;/_M5.6%;55I6!MQP_C-$?X6LFMMZL;[[\CE+I9N71D9S5WJYD_[H6;))CR@"J^3 M7#/>]GI!7OQEL",.IH5Z7U8:JQEX;?<*PQFZ>@_LFMD.C?:=+_.<(MOCGLKL,M[W@=:'I=V1^84.':.[7G/AN8%A_07V&S.'1!6$4QRZ/.-40^1(4-!4 MZ&93,%MC_\M]DC=WMS,0$!0.=H&^&WL%]VFWI7VDD|GO#&GZ)@$$&:\,QMU M@[R>YE>'4F@,?R/X-R&GG)_M8WKY<8B -TT(RG'"%=-DD22:.0@B%D*Q7"6/CB;>(-0O5|\:RZ8S|Z6OB.GX\ M\]?.C'C>,EB#+(:Q^(L5Q$NE>3K7&A_*OU^/7DVN10.\XWS'C5;K/@SL/\;V MDXN27H]|LR\|PL\IYKB_FS2NK*Y'Z]D+6IO3MGSWOR.00?<>2,!6Z/#G8S_#!M/1PLA'DR8^ZC^-9E+ME?.N>+JJW8|E_N^G6 M[O9N>Q$!W3597I{XI_]E$&QPX@4DR[R4##_"G>_$6OOD0?4+I9A6TIC5;?'+YK M2R1%;@@?)<*>0;&O]N\IEZ[E^?'Z$9ZA1=>-T\;^AI\^F1W/L%_OTO/6=4 M4_,NWVG$"F_WS7+8#%N5;-99!"(=^P$5L !M0\V=Y$H79*\@I/VY1R"/M]VS MV0<0YP=GS580TV8!A=);K)3|UYT!S@^5RPEH&'@<--X <9?*P@Y@1+O++0= M[.%< 5<0B00-O'@&"YV$/PFZ-F*+F1WYT)=>,&NYUNZ[KE)M+GU_]T[9?V MV+Y/,#P7(N/"KX"O&K4$MK*'E.BSJ5Q3?W&%/%(@,OJ29M8N"70)[>>G 8=MG@1L90[!YW-#,XW1U"S@]7Q O9?CFC-XED/F6UKG(GT=20)%=;T-M@!B5] MAYZN5I$@"'+-1)4RGCDXRVQ)MLP.O<(GF,\|GS4,,73I$<DM5.8M9LL M*Q@&[^6 HHV/2;MR"' LL/1S-"A=]/'Q>D&# M({\4[FS^-4KB$D4W8.O0=P657ISSZ2V5CMG5ZG1X;VB"9\,3-XT[^7 M&?))>[YNA-_*O!4:Q7.>H,'30Y2?Q8/*\1[__4K=%S5.3@V;CSH$Z)2R953< MK4NG&Q@+UP, ^;SY+"NBZV!SD8?"%]YI9L/Q?-AM\B94;(@!V-63S1.I_{U6@# M/286QH6@>OQ1U/CA!=2_ -2U@._X(\V+F"[=IH@3>1 IWL2],ZI?1MS+*M3XU IV6'X?+,.MVY6VQ!F]-TO=-(8"K4U,2?2S61VNSW>,=S9810UPF!O^RZ M+*%MPHTUCDGC-8MX5E\ |^Q"NJO*0R4X|/HYYSK"'P>KK8+-.PJ/0W9Y(T%|2WJN=:D?5],E|U*O,Y4?*BU(>^FRU#2+|>WR: 2YR>_ M":\(:!)(UHT;(4Y#3SGG>@SJ0Q^3A.U;G[*4CH]Y=5,"[\R$JY:@M7L&Q;__M5NKZ^N.2I%BG$D_^?L,ZO 6_AJ"''PW#{JUMT6.;]E@IX;TSB6.4"H5/9>TL" M6F'4HF!=QMNX"W/N1JL\&*U/W M(UX?W::A'@FS)8CG ;Y_Q#;:(&A%"[T@_)*)*6.5%/I88LZ!UK@&&79MQAZM[M"K"N\A'KFF.BC'M3W$R'M8+'[Z5&]*W)/E@\\E#=9HD\R\2S5AS_F'KSG_'M_W4:XZ8$]*

*MP!18O>S815(/*GA/.VY699.E1J(PH)'N1Q$E&*(8) R@75W0Q;F,LVP2*QZ M&IZB-/8.I.6[J4?<[,.738X:;OD \RU/EAT,3Z)G9@:\8&*Y]^C@Z-&\ AU5 MG\T)SPGFJQOA23K3MA\|) ^Y!O\&S+SBJL[(6O)BOZN*I%P7WYCN;K]1ZIT/I M]-YBU1Y$?Y1O2+E0AJ2Z%65ST=-N(6=2A%$6R0RF<9RK]1^',(\Q@Q'+(II)(MPG-L5? 3?"U=CFPG%(UPSV8L!5G:C9;.-965DSG0Y >TRJPUX\X+ZFTXUUNG(MX%&9E;]YXOY9,;^;GVR#X?S,H.$!FGIF+ (U5C[U^AO";G3GIL=@]M\MMB@O7WSB9LO6^B%IVGMID\8#YRLU%~%*/Y7SU M(/Y+Z/K @E^K7Y.OXK8LF%A3_GR;!$'33N&3]%?EH]DB/"-(XDP@#C,24-T> M@D&2) @F I$\RT0FF%%=7_^LC6R9N\995=LXBVW9OO)/#_= MAF05K9D"'+6C8[=OM_KRU#49:UMLR]R\V23;=+%]]LAR[7+[!HD_*%@QECIHXBK[!NA@@LTW394(I+:)KH? U'BYP6 MQEO7]0,"$_>=.B7@8>>IDT\ZVI}2*)^2Y@^XWGN&DLPH?.K\QB*G'&(§ Z5 M§N)(&;>§Q§M,JXH"0!ZHX]*RC,I++[?]_I=Y.O5^B2*%U3\-U?])Z<12B641ARF% 4 M0A2FB2Y[@F6&Y(B'>O:*I-MVYV M+_HM[.4E2KGAK'G@"E*@QM5CH0Q1]*-2M#0)%\V1"}GRYL{4IH]IP$$60 MLU2Y[23* (6680Q**A$0B#2-BM>:.Q^I45Q1+"31K<*YY RUS.KA]RQ[0W+G> M.WB?0=L[B)><%\L3@MZ4=%RWM[MKML&&[Z9/3S-M[WO3=K4[;^[%AO_NX@)H M$4 CPRAW&&,!{? T^PSNC+W2W.1,@I^\Y1J-X60[LVV4IB]^+-F*0/=^59%&U M=W,_D6*A#\AG<!R,I&$]ML;T&[@U&Z#"\[",=%7WG)9K0/A% MLG7- 3F5Q&LQ@F.!C+TK6GTDQ#:)*A$E.1(RAS+."§011Y!&F81Y&H9QGF,9 M!\RJ2,80M9$-B+XXU%>HVP160/;N#UG;P+G)>[U?SA6*U5\M2VH,PFEF3KR! M9&=!#D-QVB->-DKNCY&0O8@#-*;MJR;3LH5AH[=AD(+U;]"=U1YZJGA%&HR@(F?{PB.[0@7*($4V@)BG M:ON)13"ZC?7-R\BVHZ-DT:',! {[#¥F)BU"R-R7Y71/"MY0QTK($^;[V§[RNP MQOIF4]QMZI).AKEC|=*1L;.H%K>&]J)>1F+!TJAX)*+GZGW? @[(>=3,O#48.:+-69HBR; MLBL;F08KK^Q^*1.67!EE2J:JJ^*7^1^K>,HH$V-=(64<+IS3%)6YK)]OE;+6 MUXNF2LNC9NB#J&P46PK(U\R!@9B;=%PQV!GA-]0HT=!L@WFR!^# A$MNX5D)_242 MGB8U==;@6:&/I B>]Q9;&#'@AFRNDHFITNOC>0Q[!^"MU^L.BW^>YH\%YE!:IKNBSHJCW>246O36^+W4,M ->G^%UTl2FKH"^SF1CY1B M/_N*?6CU>IU2QN5>7YE|(JB)A:C44XR&*49U369,DAR%$&1A"%3CIAN>F<: M5'V,P-CN4D<2K&D"3=0\BOHHD}L.*[$-2RZ ",R&M J;')'$*E3XZX&1'TD/B M],.C!Y|S6T9?"UIOfYA?D;JH/BLMOSCX@]2%MJB? B*U"&=Q*&(;)QS2 #.(M0ADKE9/ZGA S8[O=8<],\KD +X>-<-A&L^@&;$WR)L*[FG%=F8 M[*3+LRT8^VNU!?N.%15U(,N=>O?Z>U'-,.Q#R1,*U7^46TXS!QT$<.\CQ'- M\T0BL{3PHZ.;"=<:6D 3 W]>H8?<0, M1/2VLQVB-?>UD#LP]VMR4N77D5\$DIBL1+-%%*Q)ZCDWH2N%/=X7C"C(:*F:L[4[\.U^I43^A]HHIU

*8 M\#0L691S"1TQ8DEZY%C4N^_:5&O-V#5@;FR'29&:.583]fBjFB:',,5;[3B&E M8.9O9%>'O/R/BVW-.>R=[8T'1/W8G"VR+2=C#3,! C">]3E'^+4MT @%E9H M:7'_:GN[2CXK=I^S:N'fZN/U9S,F2*CIR=]6\A-R2:),1.Q2!"A681PF):(M9D6!0I9$42E*CjE53Aj0fL@VJ.4BV+(1,/EH!G2]^7;f\2LTB&4)J>6VT#]0*

MP(V>'48CG(U$[.D.NW>"@;%T6X)>+O3/.V[A3)+P'J1@]M&5G<]G]*0 MNZQ,Y%#6?D6^4$R8LKD)"!W)>4H6U\&<>VM-.9[SE! '0SI/7G+)%,%MAWJ=.M8&8'"%GI&91SG3#

(6(IZHSRIF<&9AE2<4$Y0I95)K'_2&7GI=@$]NQ$.M&LLPSSI,+-VS7T@-3W.Z0R0:!'94+X*WA)U,?,_-M-"5*\3!4J>H6)@KTB*

WGYXHV'^+8Z.$;=O/I:ZD7LRUKR[41U8L=^73NRQ&BD4JI61()#H(&&88D0(+.MA.DITR)/2$Y .@\C/_;6?L=,TQ^@RPZP;0(,5CNS,!Y8,$O1B]/>"%*O^:&7.MP>"KE0*,^+3]%)R .6]JX+:*0SV9'M+0M+=<*F-V)^K'Y=V?F\GP-!-21EPB.M620<8:YL#HG+&)$LS\HP+',,X+ZRKR?HHC6Q4S&23'>W $ \4=4)52]0 ,;# MJ .@P,W%6+)?K.3PXTP)I;V;+

*M5U&9J*XEHW%"'H8X*W0P9-*X4H44R5]'XS(%Z3Z8@*5'NB&C]^M>36;]R.M40?/;=|&=.7FMJQ4JHL_-Kl?SRMH9@3\F5@=>*XR)-#1>IK%9+&>#E,E37\7-7[*

*M4YN"#4 ^>4VA=X/"940NB/WV"K0L\)_-MG19RC\HLYF;%UL5-DJQ(H@*CA*7* MW4APC,]0%HA$)1>%^B.G5MNALQ0FB*TH@V,(PD,I^UC81TN(<)80'1#;"C7"@ M>%82CS&-_?*

*4G#UN<%.]49,+TA?"#OU^,T@H3E+-<]\.O<,K*RM)0L,X0.Q>E7 MCPLD@2E%2\3;B<$9QIT.\+KK3'9X=X+Y|L'=]5\|!-5TP$XU6LRNZ6SZL$$*

*M*XANO9T]7*?)$PYM[A$F2#J,Z)VL(CH2+XD)1'J%VE:"NNH6B^IT;\G6]K! M8DL|>&RI R)+_8!91->\P0#]Z.P0V-$-?O&- ""XY@T)M^B;*R*P&)N5D+U!*

MMOX5IHNR64FR%Y;SN.\"DK,O:N.H]HO8Q-"(,DM)]HO%$E1$NO%D%)(LC"- M(PS:GV^?'MDJ_5WH-"6U'R3/HHS]750-'3RX^L^XJ>#K?_J2D"IK\W,%A$ M#I2>#P@ZQN@>NRF4=\|_CP?*

Q=__C)_]M[-EUS]&^K6]Z\RLB8W M<[SOJL=J_G 5!:"7SY_N=${W66E0.C9T$+1&%9:?T O^5#&(S@U-O)Z]2K M TM/IJIV(G8UU?*.2XXFM0%8S-6'_/WBD53S>Q&'0BA_'>&,IPBS,-*

,ME+$ MLD)&,2]HQJUR%GJI3'/,N"4;_-&0=3I(/ 0(1-Y,_&HHPQ"%GB N:(1RR!!6)R0S@ MC&!,: 8+T)^A,_;N>4.U$S%YEJ=W#B8I!?0@/$Q!7>0&J^B 5)Z4!!R52=5T M0-

*1#11VZ_)*3_V&4../SXO5[V*E.U,+)0W7DV=NY;9-9G2?4T&CC$8H2TO> M]#PHPI2BB&4QB$,,8NMM*ZK9[*UQ]N@VJK:[>WCKFQS/XK:A^.7=8D=,;_-NYN_(-M4[4B,W-*

T3Y4!X=W0ZU?1-%,1WT3]7#'1C.13:(>YF:5MJL"SA,1$0)TC'-M<281D0E#""=#6?;EVU2GTN_T877[K)Q7V)2?%C05!! -M42+3IA-*

*4P1>83SI*0%/SR<|>24\3GM7<[6MO9GSNVHULS(OQW>-.M;%8,#?M0ZX%$PW%5=V%@.G)7$ZY-P4$8@5?/%=>S!/OE! 503XOD%"T]6&JR MT.A1$;IQT#-7N*

[:=L\-26W(L.9^N1B)#.I?.]2Q(C0M$1E0;(\+.-2R@<V M!J>[_,@!Q9:88^_W?2CL/C;N 1*4R%XVAUDSIT3P-DEF;_&)Y\2<$NQX"LS)*

MJ]S4Z6.NWENQ7+6]D'0IX'U.HCR/N7)OXRQ&F,,$9QQ1#@G.1&%))3=KW23 M83N=.D$#I%A;2O86W"1 KEJZ,O'Y4\C8]=B%\L+T,$-LTX/LRO0P]J=L/<)X

MTKA3%."95NQX1#W6O[U+'T+-]-P]VV9D\K]L=,_',MRZ?:Q-.4T"QE18)?/ -MBR1$5##U3YIG.HL+PC+0.9P%S9& ?!W"P9:R8[*N#8)VBNL9%Y@B.T(''3Q6T M%])?VJ*

*%Q6E3".TA.$HG!-P*CS:_JU8OU[4@)AZ:TD*W$*2(fK R4Q]DRI((M"5;P4D8AB,%56]'#A<<.+NDHJ:8%#!'OR3X<"W:5"!@NL1,&%-<|Q;E3 '=O MH,*

=M3G24UMKHTU(+9C@%@GNQYD.R^>GY$A ^E5A^95L(%@C6)9UP|+Y MRE8]3VC:A-1!@8]R3H?OON&"F<=,UYOVZKN8/39)#TTWFKC8?T!=5T5?1-&BZ MSV-

9A),4"IT+Rl)2E0((@49&E%,N2@OI&P%D86=T,.D0]Rj7)W39Q^.M@ MOIBCY^8 HCOFV.0LZ2Z ^AJ?%.IZXU(/SD.1H8] M(=LHTYBX0R-*

1&JF&F:#A)FC8V32LN@HV++7CDC=,>9Z/[2(SPG), ;FGY'L M!-#)$]+'A;*U]OJ7S@1;KMZ29.6\3T0N8QD6*!.Z4;B.(T23 MC*-0_3##49Z&.L5V.-,F@9>18W*6@\R6G4%F)EM36<*

MK^8GOB=QG7%X_,9N-M8L8\&Q? D#,#L]EV#^'2+I@=VK{GH'E!&P3L M\M%]YTG\8*/4!K& CU8;7O*2;@1<8J^

0ON80Y6M9;/VI;\7BNVD,`M?9"E4#N@T "8!;[@ 0NE[@PDB,3BP;N%;S08Y):%F"+2'E+_]#^(C3=;IP MUCOR>C[%"6C4W(;+!-93Z@&M*^>3[?X]YR6QM*^?(+#HUGU>P,/=>>1)_0WX MC[HI'C\W)TN#^8&%_WE;(;QW1Z.]\,R;\A_=N*:#9HSG]^+%H?V/MMS]H$!> M?<_61W=Z]YX56#V5MXBIY0L[8Y"-GM];HMM^\9 #!T \T7,7(I!M(>@= M:\M !T5>VV9#'O5P$%888.X7B&"%#U" *("!]T$OP*&'W15?#)6]X0I=%G24 M,;B(LJYM>\OV;8YEK5;M;-K^1")P\;)80YQ" XH^P+$MZ_H//9]#^QW U$_" M"$(0N3Y_!Y"D($44 R&]-N\+F? ,FEI;Y>$.B#ZH^C>W&"]N7=$0]UW/CXLWAZ6!5\)Y/9ASM,\R!<62'ZE-?E$OTO2<0V_#>1>$:*M]K_*$"9> MRBU\!&[GP>CYB(M\T;#7C[CM25F:49WS8+OL(F=_*$GI68U.:C5;H"^+GH9? MCPN@K:;[_%I2OF[1155]7V!#13GXJ_ET+>YGM3[U#XHWE3$]B1ZY(D++?337 M8SB. 78SQK=>R/7">G<9QZ. WT9A1/4%3ZFETRD[CM_.O\\BC: ,M& MS;)9M3P_T/9D46^9,FAC.P6HFLK9 ,E\3I9,"FBQ^#' 8M#?VNYH+ 5)+0[# M&J.V^/@K!=%/#;Q2^9CU&5?7SV75Y/\M#P(W? XDP_U&_VH>_J3K5_I(631/ M2]=F!*N

M_44_[YB$]IDO.)%DHTR1X)D,P&H=AN860W,W_4&"AK4RO:"GC0)&@*8/>3:K MIVU|8E4?5G49F@TG.AL*9(,$&RP%"W7]M2]2 4G(":D=A0^MH70_-<.65?6" MHT:B'P&{_I3G%,',ZIRQ=#J=3ZMPUM.OET,F.J.XTI'7IDLTM"<,0L Z$5F3 M;94ZE-!\,.(C) V;N.T%3BV5,),W9;11&63@E(%LA$>%(I X4#-GZ#Q2ME@ M(F\=L-

*VF8=A<:&^NT,%B'D$R_K(SVI7@DHGA+KJ,) MZZ5<'"6F$@?AA?%& M2;YCZVJY+60.WBZ^>7QUK*Q')>KMB\'E{/R6+15R;&,<.8RZ!05#,,W ^M(6"V/I-L1-3M9P5MIV7P)N_--@=-$ZB,XDR[H/C>;6G;SQ<66J -B-'I":50 MM>$U.OU>FM;?\ #F#=%VO 4-M9#^*!\@7\]@6-RWJA:M6%+_ MU62!4J9"=IFIHEL<_DK5/CE-9.1HB4,O>1283;2 J+!O9G63L-G.*

*(P71S(%WGUZ?R, MF+JZ6?HEE\4R;W[N(W[+JU??2(BDN>D?UWP/*8,W=>\)?L?)?!1G\HWA MEQ,1A)/*>."(B3Q3P0 5,\"$R>12,)=*ZY8T-P@8MN"V#Z <+M\16)97N)R3 M8:S%C=U\^TN);)>4"RI#<8K7SF.UC$=%]'/$B\C2A>8EKO?1LMM%'7M.F&DB M]A'X9[?Y^ 57TSA1KJ3:!ANHY1)L] Z5W4/*[CX) M<@X1^@BP\[=*

*<9W7F=*H5H\/^R>9!871@6<^@;,!D."25][UC[POC;O9J6=5#=>EKFD91"K M"M%[VF]Y=UW460W0^P:N'%XM3^OC/ M>;Z:?LW7T@S4NW?'?]JUH+D;3&,*"P M6FL1' ,468!TU@49HDR\]2OM/4ELFP=C+FB33>T^0GN3[*]]]$%ZMV^UEID MYEO'&OOGP7H[CD-9UT+ M_X^+=YT>KAH$1V1!D.Q0V "JF PNQ@Q<14I^A'7L=N/-C>?QY, ^FCF$O0-U M"%V/&.*?;?O+8KFZT;_)/WGV:,L90>Q3(S+V20NP%1#XA!6@]J_S8RAM%&8 M@*T;Z_,TK"V>Q"8[KA5AL#,B+?0KXLE.?3S%V=$TSQ^_[C$^8I$7[F>1^YO MLPUL]A*.2*]6_CA*

906HF$HM4HP@-04;6*1+IO54Y2=E<-@39\S;;W@\C7BS M[:B@";/UO9(W$!AR4,H7<(H\!F&0?$_M)3:O^SF2Y&$KKL>\(?K0^0ANY;=P M>L'EQ EO0I"*

BA=6>&2\F'((4=:W5;'-4VL/4!G^Q3;>8L\G+U;,+K87D(+9=!!PTFUC1L MO1\+3#A(R7N>LLHZM.YUV(6NHV;=K1B3/"'84,O"33J8PIX+GO\)YX M%C*XW#J&NTG!;-*

)E;9!PY\GLX>(>@4=V2?V+\&;ZZ8=2+^/>3;!/5)!FRKL$ M_J4ZKX8S))BB?8P8E/:\]6%U+S$C@= :\&KX/+$>))>P2XN4[_R\4I3N<3*S,%*

*M(YFD$2)Q@'4BKW4>HK*>9:>T\,V!L=VA8B1(.4Z]M]V7XV0]]&BES3R"CHF3 M-XOY7Q?U:G7BFBTF* 8^.O*\B.1E>7]#'D'&4HI=C 'G-;'EMDX&8Q M1RIOT8,D1U'L<(V97\YYT*B-)LD TZR^FOM+E+Q<#*= M8=K I9&0QP.4%^<\H$<,*4OP*&N=1O$02AT25IB-6E% U[YA[1T]!F[_TAM0 M#A'R*(!R>?I25)]f)V03Y#[*:#7PH TY[FC*

%>D!$4LT.2OA6@/E+A4CN89M MZ+T>)N 1N*VU@^/Z]DN)+RE*,Q7DPFKOV5 @^!_@9H$Z,):;5U =Y."D;BK*

*M!^IST4RXHX&YG[F*O.MHB=/TPHP*FM0W.>,'I00Z11U7@<4LG5#VJV$# N4 M8S2!%23'B'D$6#EO:GVKE?7) ^@4NE]_))_\KSL[RQ(3]=VMKO4OR&S29):.<(RT*UQBU7,4@%$$$X]#-8$+[5LG;W8@;]C&9>U1 MU5H3(P#73>*-*B+43'<,>(@,XI4ZXU_T8*9BA@Z4[M@F*;=\O:"VO|_=T,21S55-V1-<.%*IA{OIP6@J02C -T%+1J+:)PAAK M6S][>8B>,;A!32*T9D(?@6VY;_Z6QWX]KZ^T'M;_D+&LXIK8]5'(E@!D\'5 M4F4'SF4#5HN23$E(QM9#?Q\D: PN4!,(M1/[*##TZW0^7>??IE_KP,TUSC_5*

*MZ<0;8=4=45M*82'IU%HQ,LY9 BHLH!@=PL4P%TSK61@/4S0&EZ<)BAH*?@0P M^M-BD7Z?SF83YEF*B0B5SM484CCP0EE@04?OG>$EM/9P+M8>@W/3!!H'"7,$ M(+CFK=?VAN=>F7(6Y3<),;)IL9F*O+,!*$;D9CLABY<(96]E;9Z-1GY16$Z4O:_,IA+T&.(:/Y M;8IA,ML\P)NGH[[_\V)&0E!5AWS]_5(TQBN.1>?]1+DZF 5K7V/&KG K.DX M-*WCH%UI&\G-=YOKS5X4,@(I.0[,&X# M;_W>ZGYJAKVVZD?[!T/L&%6, %07V>]W^+VFOB_SWBY*&TDD29+Q5LDG0+*^ MP%F4S/A@6/-1<-LI&0V8CM+S/5<.1PA]!-'YF3RX$-7W"VY*8*

*R5"\!8KMEM M9L'5P=5<,$,67"LG6L?,#U,T["'7$Y0:*F$$D**-L3RC5>_(:E)R=,+:!$)[MVAN8'&"RLC9*+*%X'73NP2!M)V;8I%]_-]F!Z$> H1>+^=>\7-<3877GF-*

*#"!^>]:)THO)>8T;@ 85C:10Q @-TCS=WC2&1M5I+0B@8'RD02&7 *94V% MQ\I*88DS8\F'K,VC5.'U?;.R4{26HF897>9$@^0,^Q-ZQ.Y3VV4,0+[\X"$ M/!//1_(!!5J*5$+MD1:E*LR9I$M_5V8_LDJ&JDBA& .O/BNN.G M>Z!T?39 *"A]?10@4NUY)Z0&[T,$*3&:[$NUOST8JW0(&?J1:AN-;WWP?KSX M1X"DCTL*LZ6WSMF-*

*GQMGKQYUG$2(**I#0&]?'36D"UCPJG@G&I=&7 ?+4-7 M O2"H2:"'\6@T9.4NHYH.'N'T_1Z_@*_3.DKFP03C.K<0C0.0:7HP5E#IKH4 M]"DP%7+K)F#WD#)TM\I>-1"[",P0._S&J?SG"!FU)W$>'9Z-JOH?)G+-$[7 M$V%"<1@H=,CUW8"K'62]#2]\[@#:EU:Y[L?IVK8)$!/F&JLC!' ZQH'NS03 MGA03HTD!P0IO:KK?4-1*P09WM000"S>V><7D?*

*B0.FT;HRYCU[*81H/"NU"8< 4M!54--$$SKPP"G(:9W60@OD0ZL9(&YR1Y_L$$ MX3Z^]-P+F$)^ M8.!D>EFM1F>1 3'A *6.)#!D2;:N8WJ,IV@Y/]"TE-G-X]7RPA@=BV,W8P8 M?*

*+U:G>4T\L4%[Z>5XAU2AG;')2)EZ8:%]D<4#\]OSOI_>+G4,&/$40G M9^O/B^7TOV@_"(^Z)0H@-5DHHTB5F(FWRY9Q0P7+GO?-X.NR!G:W>X70@>**

*MO1F"GF*8Q686S.>\GD:3@R,D6-S^YOS$7#W#PE#,OA'/"$PS H"Z$/)$A MV&*@.(S&>\NX:VWB(=4$LB,4CBCDFY^1_\,9EX< I=&0AX;4"[&*

M,9!;1C:3#$GMY[6%&7L#5)GY165DU4:A2/R'U[&=>_+*(4(>\5"V)<*BUZE M9(%5Q_'T1]>6T9&,G&5!&>N>0?-D<^\,.*!B;@,,BM5PFC=[A\N^PX2EVA MTKN\[')*

*($\>+|T8XT'1N@B*T0RC6U"$RG+/"6$[-9[<]3M9('-L#-7[_WJZ)-M&L:%K#NI2",*\|\@UL,Q5G4=&HG(R@;"NI.R9TLT33<=F@)^R5C)\TE]C$B MZ/P^+2ERWQGC$*RI UE- &*

*<#_54(Y%D)=+V\UG@.UY=-D7. N,>(FAO%V\Y0 ME.PU%%\M9W(:O"37/PEKA"A6.-YC[?SXKR^,XN=0P8\ 1%N*MS<\3232/Y^" MB!AK]7;BD?9%\H!&"6.<8 9;M_2XEYC1751>*

Y\V(A_[Q>6ET%:+LJ?&ZLC+ MRT<^O>D%YCZ?'3)@OO<@O+2 CK#@3;@\Q@9,=[Z=F&DUYB-/[#/>8^\A[!"7;54O.

*MT41.OC^WM=6MI:,84R"GCBG+A:M5C*V3RL_C'G,O#>]hCIF/N$> FRU15($F M&D\R]E+?K/>8^DAS%K<.6*[;L!<_&60C*

*M(B@RK1"X#V"2+ZZP((3K)^P>]3WF(7!J).0Q'#1W+]B22+FVCH$2;^O]&!-X M*3E%DYB\3A0&-A_;!0QN,1O!Y! ACP FER?OQK.O[P87\ZYO3#U]%;,#EE . MO.3JLME*

QK&^]BG=C)>L%?96L;J-H)%<)33T9X\6^P@P=(N"\WT5>43'/.TK MG5.=^A5]2ML(^B/A4GLG7.MF85L)&8EG>]RB%ZVE(@+H7$MJG]M/DW(@ Y]

*M*U;HF$5>7V9H*$HEFZU/*K>&S1TBAH5,\7>?W5P@)1'),MR>L+1J3R(@H+ M3NCZ;HL\]Q!J=P51 *K4-*

*7TM5COB2[2^?A_=@F'K1R@C@MNF=OR+%G*JN%^FVOYS[|5[DV3(H?)N 10(2+V>S7Q?)W7*:)3T$D9A)8@YE,OI0DMV* ;.EN(8$S/+NOFX",+LWO#5>] F&?*

MNOU]M'(PPK]DY711"XJ7ZVZK]WN>6$ZPG6N;65=BN#]IV\.@8;6?2H]>7- M<=7!O67CGQ0;?0Q&GAMZS]KR<2+4-_3L0!*Y5*G:"=0)FA7$)OC>.K!W9H M[2TC\92

*.E(#XT+2YIG=R[,EV=MWFP6ZS=%/\IVT?2]]>?-&\V:_;&/[3E7#6,SA^_SE;!D_DPBW!*0)2$"SKXZ%6O:9J,Y.P$-O\C@*%53D;Q@#NT& M,YU#>\'+B\5J_>>_KQ(M'>*M#)9,*

*(P[4,4P<%QHR%*58HO0),P^D78/7;ME MG]D/A]D6:AJ/B;MMNT_FZ7U>5]:V6'%CK)6:2U"]MEQ"P#KDY)=1"K69_)4 M>PDQ=]1O-T3^<$!>)>5-ZB6W MO1MYN^'RA[A&Z4MI(X/E?*

3'}C8/B?9YNNM/IG!F/K$!@@=6Y2 HP.PW"R\2E MBME;UD_+]Z=R-Y#^.%\J:ZSBA:;[] M=/T^DZ17TW7^D)=?IS%O)/,^Q\6G>?>U4I@S3+XR!%83%]D

*MZ)RPK9_=]\W3;OC_(>Y1\6/$6R7A^S!]BM<;@5WF00

5PBFAI+44HCS1+>5-0QFBR2890R36EK9T+Z=_QE'] M/=P_XQA9U|P_@U|E+++>K";(Y?2TPT@r,$HEF"4$T2A^63ISA_@_X91RFO;?^,

*M8R19@_VX9^75[8Q9[X@6'".,/8.C/"+8+-8AK)7%0G(XE%5I^_&,BG$/J4)@-M*23D"F!2H&@78AE)2'"(Q2VV" MVV1S:LDKN%DE4$B)3#H1,+9JG7 */KHE1)4,%Q-|*

<|N)E|HQBB(S.$V-M2P>8O/R:^]V%Q[_-F\7B0DH6G,USNFD"003MD-/4("]"510*'&0U-;*IV7BA M,]'JW3%IH5+-#V9+/#KO>+Q?6V$4L/DL2+MS_CW$]

#A=5J'===%"C#D5'$5E=MCB#`M(:XC F&G82LS:FT\^4R#X]EXH;TYZC7!?:'RM|@OSSU&#54S#H4:,Y]8)/ M2!LCW"H0&:469I),P0[ZM))//4*+.IKH%'O7ND'BY6&|8@P@A"=ES[<'!N?*

YQ,>LLW3; MX200&UGBB$9J04H@(&W!J8S:2N!3RBU]ZMU,+;E\H4%)=?FM(4!50WQR&@E=-M!.F5M2FBY -'7*> -@1"R2ED>!+>XZ@:/KVY1'22/?YLLYHO8*

MGD,"\"5LT%*N/G/1>\F1M!9T&$5"VGN*:,X-2Y>H-!776O3>CB\A45K%=AP! M;B^ZX?#V9AA?8]X@!B&],F:K)]'7=GH>YU=W+Z2|5)Y TR,F8W MGX$G(8"I_=YI9L+=R/\A;JF_?*

DU2.DEG(,'1:/]PD)(4O1#)..(T0\KF MN=X^>60"\7,7G(+2J!B>A2Z6=//(#$EL"GP+SVTZVB@$%IENPOKH%NR:2,]<(K1LR)SG1#A#Z0[.W"DZP

MD@BHY<0]XPH[_%LB%D1(G[!1R4FG$!7CIFF"""9 S"!!*5217?XCUFY@6?/D7Q M.EPY]NL.V7NN(_=U=*$CU@F\ P*]Z.ZN_2ANG_NE"=R1FA^M"=XSZ*_"*WL_ EL6[;AH?*

\C_(_.9.&B9('63$* 9% M(4;S&%D#3&FN&1Q+F 11NOO7'G+^+AW]C@)(,XRVZ@7>IA=#)%XG%Q*P /+A M5N5KU]4X,$-L(BEJ7'I4XEZ"Q@5?,;6W@U,''50 I'P\P.ZTT[C8=.!@;L6!

M14QPB[AW EG)4HJ1<=E(LZ5+AQY1D25P.FBX&<-3_I(NP*X? %-`?SF;A M3;R)T^9[EM#&,[]MX<+ *'N(&"% ! %%1L%41Y 78=@%YPF1I5]AM2!KW#*^_MX2!56B,5@.QKG,(?*

70)'0|OYOV)N(O68'\6Cl<("%,#D!WZ\0>D)3(H9/PI260,ECB99'QA@>+4B;-RT_ '#*Z^5'|6X!8#R|S:F'=8DHEE-MSPE(F5R1FC+CG#', ^FHZ(WTXJC?8^-BCVB?D/+'N*T#

*[V73U=V+8SOIF)U^X M1*DGVB#OI4$G;7I.X^,MA1Y)3@1DFIE2F>]CJ.PW.W(M-O6\^O7@5^O3QH.+(S&XT%[%?,\;/-(-K(RA@=MHR&XM.MY+(WCFL@!$;,[M7F.*

*Y55P5F_A:I45%891QC@'MYH1L. .(1>,13@D*IRF0A0_G'>04LNUQ1#Z M,\HKHU),Y9 ,X^THC""==MQ)(F+B"N2)P62/;_0*QM\9+&XA3M(5!TFK9?J M6\"INQ[&KL<_]&M#3@\M-T.+O$X#=1\\2>F5H0$XH%HCKK%"VF.9 M9OQ/N/<*N])\OOHJ26%,[QUTTM%4'L@8OZ-b0B30+!(V^=*

M)D8AO}!XPC1%)N_71#"5E"G!BO?]/X;^ZNQ;1U3L@%MQ%54 O]O:KO-F MJ\9V,"!U$FT%D-@BD,_7<__;I[D;RY"X+=O.-@*7)F(3,Q%A1 0P7^$"E;ZU+R35>

M>MWR"/\>_C4[\+%6TZ;+UY_R]>+(*S7=C[_E/L.5WWSSGNKC*^5^K.'FZ=B'M9/8A9W04LX%*;!$S^=+.QH2TPMG^ M6LX)-SC%H8+,P]2-

F\\8"F&%M5(1WBX@2&"]#@BD0\I7'P`D,.@L)>2,9\S$Z MRDK?#M21LACN%#M"HD6,9TFEKN]M&O2,U!QD'#N\'1#+1F\'3 F0K"68W98$+$*<+*V'YOB=Y/99!D_3&

*[BLV77%\168<(8 M"$"X !ZDA%/?T(*18IX& 4&+4J439>VI[\-K+X^IW56-1?55P:FYAY]7OWZW M_]7,7T_M8K%^^-1V9)U@%Y(*GB.=':PY'A@CE(BA###9.EJ]".(.*^6NL>R"&E.*

MHZZZD7C/V$=[=5NEE2L(>*(@"8,#Q-?"(VUY1)PD%PU1QH320<.1)(Z+R,&@ MTAZ2O?56 2R!ISBJQ>6;-^LS';1&?-\1ZC-7XPCFW8Z-!&D>!3,C:,;&H>.E) M!#N)J19J_2'PK(5("7U4*SSZ+_-FEES^6OU:.R9X-9,12LIU@K<%*.$,.45 M M(C*.V2)E3I$!HL W+E[<]H" <5-LIP13=[E7)/R\JQO@/_4CK-2 *A8 D> MA D1:1T\BDIRRCC6

*9>^,MI#SKAYN%,"JI1.*H#7'K%]N"MN(3;D!QDX5Q.[ML+.)(6>B0LJK@"&2]R*>, ,]4-NK@[&"SVX*J@!TMS=M>WA[TJW_CT5,U],/*

*MDQ0OHE**YKXM*>H\JPWV%IAOAB@$4\%+)FWQ^1!|Z*TV2.B{G]>=&$ZER@I@-MNX?'=9&\$HP9 0X%(Q3XX7 V%PI#W@R(X03=6&#&7@5U0E=4/L*

MS/OKJ^M5C^2SJV:^G/R?E1HO?).LFA1!8C3HU#.C}.*)A^8(L'DZT.V@-MLMI@8W 8EE#;|< T:V#.5I,2^DU2:\'CO[B\L.18AE>0:S%'G\'T'P<72N0L;6 MY"Y[R:O2X>Q^BJH-*

1P:'W+']Z&[W\Q#DU<.E.Z U'6I(>1%3MX/Z;AK76^1 ME,DQA#V&D!E[@ZST$D7)]%&BI/STKV;C T:'H:B4:*Q)B;(#.(M\.5!Q'%KC8I8&E4Z!-E+T4L["3@&.\^BC7)Z>6%/7^X+B-*

*XNELK?*H_ ^2L/ M9=-_\Y0)RFR*]OC$8QJHD&@?,0>]F3@"_!2:05]2@0YI(D,M#BB8V3&M5] M3O)SO:SG,X+AROFUA;?3OZ*=7VAE54X+((ES#Q?E')(>;Q25BB()%Y6/)PQV*

*M6I+!DLSS,2@\)@P:0L.5!^S/6?X(AN7\1YS>Q-^;V?+;XH)B%Z75&E%CP$WW M$]:JB,*PGM%F$A8G#)X/TQQ'4_:H-R+[V^.!3G?7K>H[D@*@49)DEC$!?2 M(F,":%*

>O.WMWY(N_2BY(ZEUO&>]$"]Y';_)% O9=SZE%9Q9O0RQN>V(MI>+)|FAHVH.(5E"4+Q>*)U52W:8SWW$(3X3RUB 9K <1 M>H;<4)9$R,I6D59?QD@2LG]7+O-

X!>;KQ[>A/=LO0ET%O}DZ,'D=U]0'D ML.@6<"D3<7,(RQ ^9P[C#1F]WZ[3',EK%&E4YG;*>EK@?)7W_@6]>Y/>9F MSA+W@<2@_?7^U*CT%74%Y]5C M%E:/O##!T@>*

<+_99;CJ>"/"2 L$.IR(5=;43O]IV)\K/12[%Z@'"WEZG#R MH"B=:VY$Y!(9E0=6,;]1CC0@0I71F&BI56F/9A!WOA4Q'@8\=G3T< M=/!M,E_^^AIGDV;^NIG=Q/FJ_^3'9GGW,$]98:(Q*

OG\UH4G#CM,"X$*=\#SWD_?.P YDD2.3 MI!-G#QA;$WHD\E<4J%%/US_]9L%U]$EQI7=.@&TBL]^.F2!F[S%>]0*Q0B318Q[&I1-M8PX)(S!9PAR+C]D.10**R,*

<.1B]=UMZW(N<$R"KJ.RK0l;7R<^]S%',+/PB4.G\"@LO6AX\.Q<9 M%0)\E=<,(.D:[T&\IQ&\|+&13,(C+D)$SC|O [**LDT+SZ1:!L= M(QN6GKK="Y4.@JX +%_B33.] 9OXF)F-*

*A=2.!!LE1=IHAKBD%CD)OR128-AC M>5)5Z6>B>PFJ"3Y=]-T,)?P*D/2GG4^R]?T"_MS:?TN1YOZ1B @+5MCCA%Q, M"D4=M(H:|_STMJ$W>)*

[24%,"K _1U$O"E2%DLWNT%5&;5;K:97&DA(R4$K80 M389$FE0H_1#]_17C6I5^6MT#D0XBK@-D7Z. AE4_W<3Y+%^IO9O,[,R#C"D7P>P(

MK_>M,FZ&KA!$RLIR;%##\/EGXF+L2Q.;ZIK"&-_JR>U!?$ \V9SM%A9I:IEV M5B3NVI7@;/GXN%%S20CTE5P%A\ZIF>23]]=S\+B;4K1+_/%Z _[/W===TFZ=7C#C

*MX_%O0/K@2O8\S]\6G]+K!GYCD56YBD-B--A0@2C-.TT;D*FF"FF3DC+@\"72 MIJ+AJ&5KJHWH'K(/+.X7 Z3;/1H]DP[" >*S"#EL5.T@6% L4A[!5;."^G5-] MY,+CA&)#*

I\3QCIHH@:4K3G#*P9FMW:7<8HTI'FKM.YS9 %1BP1$'5K%0\02 M2M+8KOYFWRHO 3]=%/L4046D7'"%L5'] 6=40Q MGDB2I8(!ZTR3E@ .ERZ2[F"L.1#,*

*[N$KUUEGL[AWZQ,L:,1X^@]XM(KQ ./ MR.5214N55L9'+5WI)US;Z*BI ++#_U45O25>(ELU:@JA3@XDD2 D9$(_ BDW. M(R>U$4)H:?W0>*GA&J,_A@] IH.X*P#-*

TN<&;D]5D7RED6#(LO=Y5)B2"?C MD.7&0-1(R;.W??VK,;814A=DNFCX:4E&;W%7@)G'QO?#7;=Y;)V$ Q0C' +K MQ(@U/V21GV/?HW>5<'FW?6Q[.KYGJVO)#",Z8I

M1\;#6,"S$\A(!<$E5E(88B36I:W-+EIJ>E[<4=%[P=-1ZF.'3D_YOO99#EQ\MT\I3X&U?'_-0<1%(DHD1" 8) 69T1.0R0PA-/K5!+!5JN9I>,?2#RD B MK@PT.4M^-

ITVR]4^B'9Y/8_O9WX>+2PVN9HL+WQ27 4FD1,8O$'!*3)4OVM?8,!:$R(%ZX?@RO75%<'DIE!5,!0?9YWO@8P^(=B#(S^#$N/Z7WB6UG?GX MNEDL%Q>68*

*8N'$/22@O'/4D04X!'AXTAF 1O]=.JB=Y'VF$J:JHV+'.X%=9$ M!=C*XD# MMCUU-.4?AH@BBVFF$LS=WQ=M7-?<=O:6V; ?*

*0.J+O.EB(!P%?;T2\/>0!H:^]C=>2OZ>3Z9^CD#FE2)%VDB#I(!)W'+,@VU<8=*6B%=S,2X#;:152 MB>7;RNL]6\"UC^0B8A"9= XYG!ES$*0;)6P.TKDCEC$O2C_C;DUC[$D.\^KZ\M?*

\/@BY)A++.Z_RT M@(<#3:STRFDL4$X1C6$E/V; G]$!2VB'N15QN#*F4ZB\V;2/|IRVBO\ZOGA|L M*7*ALF=K9$38BEY(1S6$_ .'.=YF/,IQ6SP/W9G8=GA\4;<@IU%<==0C!$K]?

*MS_TWN!BM: @0=]6D#0]PUQ#?Q"_M@#DE&'U U(0154 M "B@W_]*C*PJT|_=6E]8+K1TR2((Z8$5FEL+6]@;WA'I#%6F_,7:'G+:,0>E%*

*MW&R4%O[Q.#)K';WB9#TV]V,EM\.!:+N/@T>_LSM_*[GBR^91X_I15? MQA#GO+?(*9,@8(?0W>) D2(V2L)"3+)TSZ+6#UHNZKBBKB+JRQ !G,*Z9 M>70A"/[GI*

*D7N13+4*H0IKG!0;YW-B8RE+R$@YT*GWB7Q[&M%F\'I'!0W$2 M-2^5=P$#VFZNZ%^?H6604Q&(.CW*H0HB)P%M2# 6-X1=2*AM+GX3[Z&D'KQ=Q MYU!<_!5 Z?9R>#,?-*

*HOK[4_O.V$[M8PXM'|/+V(:X#!Y?Y2, 4'_:KPX"*18+$;JS. M?> %H8ZF=F7CQZ[<#E4O(ID_O.0K.!D _*D>|7,\F:!TMG$< MC5.<) ?*

*QK@=WD7L3D5$DY6HJ;4QR0;+2$6(;NMIA[46E\8NKHP*(/9,3*[N8 M+++X"+39\FCUL344N%)94"Q81=A.<2FTILG"T(RJQ-,)S$N*P%T:[.6L'M1>< MH2^DE@K@MFT+_3&*

[7N1RY'45?)YO,=F\ `EX-T8\sU+$T^F(?M&MA7X&HZP2S2 M0D3#P'Y;7+K??V=BVP'R1:7O3Z.&A-E_ECM[Q^NEXNEG:V'?KRC86V^5HE M,#(D?2|$Y8@5(@^"W1!).1FM+5VPK

M^G_ZDM_W?^_Q]?WZ?_X=OKM:?SIQ^]=]BN}{$YN'=ZFJTY9NXM)/I MX5#B\G5]^G!#G/M/OP?!S0_Y6;S_6=8Z4U__+F,LQ##_]-_\]Z9+//RT65S/

MXYD#M%@/)DA(SC!X.>#T8'!Z7$3:RX!D(&GI)(D40U26/>DK'%:MZ8)V,.A MRQ(*9-4$2QFD5:|/=2PJZE*.@YJAE9DC-]Y!.?>]YN;XT5=W5&VZIA&A>!, M@>T5E!+$9=!*

(6^X1T4E3BRDQ:.@S]W7OP1-ETSLH=B]0C!9R=3AY,(9$$HT MQA3%+ P(%F(R+%<.&B*A\Z?%)NVBI"3/'ZW@O9#H*?.R+EF=3V=_E:0K(*

*MQK)S$(MGRJ.@F.H/IARNSH!U#LI:&D.B1A]R8;HM71-ZNJJf.9GLJT/6U\G/ MOB:F?;OV%<>N7%,3I4%P55+R]<$JWL39 M:\;6G&;V;C<-P\;DXLMWF 8ZZ9YZ^SC# N=F*6(62[!(*

>)K"(,9F{2\(89=MUE3AJV9I:A96& M5%F95Q?NW2=G$ZY.@(>M*;@CI2;WJG2"H)N\ MJX/-PT[$7CG%!4=&YQ%E/+=HY)*!,%(YY!H\.@N*F]_ -1BF[=__D{7=&*

M#U@[UPR'GS]F=EVU'$-.W&:6/L_CU>3ZZFP6GKW*^!B!8>I=D-I",$$@U*!. M(C"N GGC5)*4^4"&35T>37)-9FP(- ZKPWK>]>9!$N>,01(74AB+B?3(UQ-MYU

6@J/N!)).1UUI,4+3AZL7U-@6 93G:7;_4QLEG9ZBJQ;9X\V"MW<[OAN MX8O;-M0/>V_KL-4+3\HCYVA)'$-+ABG@@W1CN=$][8J>(8-00GG MV7=>YO8B,B&I;$D&.]8&OO\J_?

*>]AB]M[JW/4+4U7G;]JLFHX2.!%M$*4[K MA(4AN3L#I=%9+R*QPJ9HJ?3>]AC%'KZW/4,*U>`D0=[#)2E8T E18YGN*ZB1*

*M%C3"H9H,)3P0&X9M8U;QO>U1.FYL'WN.P,?.)^Y*8NF4J# >T:!8KN"ER"2G M4?+YAB=!\,S;)0Y?U WL48K,,22EJO2KLR(_'D<3?("(Z\8B$42"OLC"22P M=B%2%UPE3?*

*CU054SZ%2!#RPZYX%A924-$.JK">6#8.:TC[6=DG$] MJN&P\OS"HK<>*C@+GW'QZM?'U6S/53?/S6__6J5,M*I80=M[?23FTXNU^DWQV-*

*,F#*4F)3YY:!!}]B$"/RNED$&;4MG'+824L1ZJ[EIK3(-M*[B?>\|!|]E&YZG41.??S7_":?]KI=;Q@TD5+@T+:YR$,B>?&.T;D M:)=K;X-*

/OK2=:478N+G.@>Q.>974V)GF0[2+\KG.%E_MG=8\EO)"&4]"_']B$>/]FV_BPL\G]\EI M:Y]/"D.E$QRID-M[$0K,L;R'N++"4ZNQ=[Z=C&9&/Z=?, MEQ=?*

+%C&5<[">FYB;A^>0TTPL[D5@0X$K@(-(@>]BD6N$$OOH (_"K>WP\6G!L M)!27]-7EC4 8),*B)XQDH?VL-5%)0RM 2=P'1;*14.(E,+56YXV$(#$@d

*M64_5W4%R(RO\|\ELNYFF#]]%:.MDKP'E#Y MHT5!5GH7E34EY#>VXNW/!X1SP@#D.N=^>=_=!EB=)8IX;>8!#A#A3"HR@3TA3*RA+(:+#B(_0. MD#1RLJ.P?S"$'BJ U:?*

*O,0]VF%VN.%I-I2$NNBP!A%V$,S5?Y#NKX9>"!6ZI MTS26SF\\IZ)&Y[*CDINB$]\ ,W_,YM%G%80_9KZ9W8;^GS]]GGLD,3+.>,2Y9MYK[$+QUWD]R*W1A)5!X:ET6 %<*

MUV)\O.U6/WQLEG_E25Q7O$X>_,K]:5 #FW0%9CE!CG 0FA24Y;$@0[D2$B M#'.2)L9);:AV)'7DS,^ ,#V%[BJ Z&,&/V_F/U]H&3QSX)TFPE/NLX21EDHB MGR)(-)M8FD$;]=DW-

*9FISN-,TF^ OQ\R9W9/J4_%O$,1+7\Y)86I!/>S]f^ M'!,.D=.[9OYD$TVL6XVWN:"64&Q40@'CW&6+&V3!^T!414H, 8BK<(@ZT'N MN!W1AD3BJ718[_W7U^NK*SO_U:3_',L8CB[*

78OX1NYA,J6ZVSJf>RN,TX> M$/8E3G-GFF7S6#Y]1CH,3%&A>[?32&R8.5NLN90I$B05 Q,+/X)M>!4&F&] MP P.[M)VI^R=W6/1'=0*

*N=":B92$181XC'B0>3R8TB@0%9CF1'M=NA;W6!K' M#KLI(V3_N5Y8.16<'OY>]C3-5/]+F2$.$TX"QZ-IHA'K9$E"2-B-!Q:5]HD M2S\]/Y;&L:/MTX"OKW+J//_K[^T*LEITG9?*

*95+@$#YRG4)G;1_NACE!!0N2 M&,=0,]B$G"4.*9LE%@A+O'S*OWS5RPZG[C866QMKV/OYE?3"V^E?T855<+ZVXO3- M=?P(6_O\1YS>Q-^;V?(;A(#))A5)0,PQN1:O(0HC)CC33/I*

*BH\-ZTIK5>?M MX+/+LJZP7!,J\X//!96+(6.=T66:8DPDP21:,RA)6>#7DTD6.GM<=! MW]'J>6'X>]=Y\^95_&PGX25!:G?L"97 BFN&!",*V),.F?R#%]A+'X5V+5L^*

*M'K|V*TS)BC%U"IF_(MV$6GNW4\BL@(V"!<.MDIP'B6ME$U"6OUT[M#)!%@K MK*F*L3:H,HKUV1H(9'_,PB81&*8APL,"M3AKGM1!#F$+2(PEM!3_]TN%71$U!1WX,<&-Q?W>=NO2X)Q9#[DIO<80&PF% M N8V6!"E%J7'8_6I+3 O %$E1%UPME!BX:O()QEO)SX][.,N%BW);N?K+'M M3WO<-G1?K/>50R$^"]T[O/WW-<#G]IC\UHO'2YI-PO]L)K/EG_"+Z_D#[*KG*

*M#;A@#(60]Z26*OD&"]UM?HKW\ M$FV83'^)(N+\;C+++PW>V)",8!'!)A0(-M)P\/E'F3;M6$_WH&/=28DA(/8HE3]BL"N**#MS^]?V'G8?\XF/9^&_KM>*-M>'U]=3T%,-SIP!^*

M56@8.X'300AOFA^S+6(`;V _>=7-.32H7["0$!*8M**#XBC25% M(26;%;)+#.+2 *R>)03WC&M(;,-OQ-@EZP+B)%$X))5%L_S-MC<120:1S,I9N9-

*N9V"O?"]W_AWT66,YVK;XZ#<[F>7-VLQ.$"6V6VR0*+$# MGR-%B4H;I80#*YF;=?# >1[O+E 0,HFIHK6)A&*LQ>)1X]ZOCVFF>XGN_5-;, M(]LG+BYT<$E);A:1.9N QZGCVU*::7*

M"D^_))WS<[MUO\T>R# "X.#4"089!D'8QZ80)KIB+Q1(7*%"4VE"](.D/2R M-K_^0"NIF['CJ .\O)]M1F+=^\87*8+7ZRRXP)80Q)72R#HN41Y^8[C!$K/0 M*APZ?*

NV7%=5TP=@IE%!>=N^<:2WD1NGD&A)R!RZT]"'8I*JA@P,*4GMO; MW915$TWT,67]|5#CY*F[R.?W:/,@F_5%R^VKRLU4-CM=O6#@7>$+.18&3ER$JJO5_VOR\G&#Z$C|NU%*

*(,;T_-7;A<>\"\ MOV\U:\'N;==//[^FXZ#V>)<)DP4LYHQ+E-N>UO;D64DY,F1+-#R=M058E M2#PM8';!M!4V:@+D-H8VTWU(5"Q2EY"-QH ;9)RD6$D!:&>6BL$+EVEV8*L*

*M2@!9"@#]H%9(+Y5";7&W8S=]2X/R*5B<$+,"9$85 YY2+N*RR?H4G2M^$]^& MKDK 5@H,+<#62S,UH>W5K[N?_NW1B&F2W@ND<#X.E-.P M1[E'E%$-VQ-8I]73U.TH&S>-6-*

*UY6TJ'-2'SX6Y{SM]F7SMC.1>6(0D[M'$, M#K<#GA"+PDC8Z03W40168AD+(J2-<2RBKIJP^!V_7JY6$F;, R^L(J! M6;<(3@Z>IP\XY+2B2"6M$I.1R>)-*/.04PG.RH-@%]QZ:J12<-$-*X0$+))2 MR 4"CsE!G8DB$A'9P(55&%;.L6]AXQ*#MM1P-5%(Q6 Zl5=?,LCV^^_^,+:@ MQDY7EP/9Y]M@*?@8$4GF89NX_ 7@Z<;;2 ,1P+|I']3",S'"%=)5 M\:C[$A?+^<0O8|C.T_;?*

*O9W)X7)K71P0(SKO.,V1T10C05(47GL,$BY>$M,= MWG%/W%*8>58<S<"L,:@S1U 44>&YR9@1X",0Q*

MI+GAWB0:HBC==60[)>.Z:Z,!JH!.@#7'U_/YRO'XT'Q|H83Y2@+(@FA$#X^KH:EB/%B&B,WTF^212Q)^D$%J$B5. MO'0*KZ_P&'55 ;S?FILXGZUV\&4$6>7.]F[YC"_"&66Y#94)*

MR62_Q"-'83QAM@0KO%*]=U)*V<6/@BD Y@"HK@.CK9QZ|R2]? MF.77R[|##R OG9A%,D7!.) !4U4\B-E#T+BQT*A"X+5*S(04K141<*

*MY6WDG$3.)X)\||'$'SPS%Q1/)187%/&2&NKY}0%J<+R=I GWM2^I-_-XL)LO: MS !WBVK7-4-1&(*ISB WP-2 *5 XS+Z4CQ>]R=Y,S;E/K>E!72&$58*]$JN++# MW81.EF=$4\J1TC*.4*-*

#QN8Z,X^#TE$1941/_2O^P+CXKB1M-!HB*M@.V_.^ M6]Z!72AO)%%,(NRE6C/FLCEQSECF=3*2EKX,;sU<);6"IP=0]Fj;OMJL%J9G MR]=V/O\%,ERQ=Z%U4$'!F98X U_(.HVLD0EY+

*(@T5F.N2<=J;458)=6&E<*S MCO;'IB*R@R/OUSWT8OAMWBP6C]M:+'"EXI4&&N7&UV!&!=Y9ER*EGE&KK MG0POW=%(I-/R+[|1\:3Z2X"JSFV8V=3%*

*<=|9KY5^#P<9;B[*H!KQXYRV! M5W*]@!/,;!4< B*?'EN M(&2V2=BH8D2:,O;4"/I?'E7W26L:6#ZK:.'.1\' M^-N[45_%U,SCN?*

UYX7C23NL$9PEEN.&+1Q9;@]*,@>,D2"2E\Z9%"'_Y<=E) M4#X "NHWVSN9SOV,I!DVL.-%4@YAE=\,2<>0HU(CDCRQ6& ")U8ET]$^+@S MOUX^]+NCH(JY.D_9OF?YL0

*N'(:3*R2*3#04<<(XTM8RY(741#O\BB=>FM+ MV\IBCQ,J%H2:XGQTPN/9'=;#;GW=W&KL0)C*.I45."8RXPQJD31A* M00CAG<+*]7*NRMVZ!+#-[I/&U7-4XVV=H4XRR$?2*

*YH+FB!'7>U6J%T5^*] MBPS3;[@]7Z?H)!S <6518A1+4HBO"KF9@T,=*PO'N324#=:,I>I.PMQSK9(C MB%/A$/ M'F%P*9AR'N\$(6(-38Y')/R/&2.QD)&#\VR 2OOH C?"K>R0^6K*

2%)U6V4U? MR=< ETUY9A{I<0[$.A9AKV$!C&SR=7UU7WC5BTTPP@;DSU! YZ@XP%"$NR=] 3H;E6I=T#ECQ8=6>E= M5-;4D-_8BK<_'Q!N,9<,#E9D4@XU2,SC2Z1

WEDF;,S5:W*-PXI_N&BX]2V M%5-|9_E5<$_]Y]%%YCV$@[F/L\,&0@ZD:128I:4MG*PMI[_+3H>=_$M M!M1A3 R8CB4!>;*

*(>I.W'0WY;,%%@N3=AX,CU0(V.:V,BBBSE[6L3N(D^*%,1&F<)+)T>5C?IK25=#P^"@'3'-*4] M0B,5@"LG8%Y!?XDQ.L^E0YIG6@:%(S(R282MTY*$0+4L/3SE.14OO\.[_]':.M4S?*

*5H>NCO8[W+:&ULT9X@FA,N0&- &.?AZEC*W.)8Y*>EYX8M8N6<8U67QWO MA4Q'@8_)N7\1W/^K;E>V%DX_P%L_'HWN8E?XVS2S%\WLYO\E!>VUL=F>=>H M@.N0E(H:">QT?*

A ,9IV;_)7IL!U2HD]<(FP@(M>&;_BO&[.K#QN:'D"7)64?'6P>CNY M_+;,+;F-+-WFPA4DFDFI%2(8Y]ZDA.>1& D%#:(55'-F4D>C=6#I<=^VG<)]*

ME91}3"35A(TAASP"Q4[J$+QS[FV,-);Y,7[NAWN]RMU$VPY]=9/\V;ZXOO^6/ZZ]HYP](P,VWNE D.'Y M*9$%&)G<]H19$G/7*]5MZ=8UQ8BO)"E\>@ ->]99L*#14OPT>/*

(SS'K\]$&"_M&S T3$24>Z4@+YR1W(%GE>1)47]D@BJ:WI'>*:NAS;#UX/J+'N(3O@D*U^M/;_M\'YK?H[S21.NL%(FV9R1Y3]W]S$&.<$<"H+#M@2'S?]#===Q=%GIY=R+]

M0#BXLBHPEOF%S_)\N_)W-Q\G%QP[ ]23W$9@LK.C19.("=!AHX&XXLW:=Q& MQ\MW:,L8P=XZJ@!G#P+.,+FW5;M?<)7OR!U%'D>,-IR!GX%Q00"0P&H(WAK0K*

*MPSRF&]UALOY.G67ZH+"T!E_,DZK\@#<_86QF#[V/LB`"]HTOS.(JUER=XCV5 MH6X;Y0721*8CW*WPGF[,P?]RX#EXEON%(E|KPPR M@N:FTB0@0U5$4LE(A2(,V#*

*[!(?N4KDK"Y[XH:7.&]E))\6?J-IX>]QU8<>5) MHA 5821=`@:LI02NP/P"3T< RRD4'ISM:,LDB#W%%@%4X5%

snap:TwoThousandThirtySeniorConvertibleNotesMember us-gaap:ConvertibleDebtMember snap:DebtConversionTermsOneMember 2024-05-01 2024-05-31 0001564408 snap:TwoThousandThirtySeniorConvertibleNotesMember us-gaap:ConvertibleDebtMember snap:DebtConversionTermsTwoMember 2024-05-01 2024-05-31 0001564408 snap:TwoThousandTwentyEightSeniorConvertibleNotesMember 2022-02-28 0001564408 snap:TwoThousandTwentyEightSeniorConvertibleNotesMember 2022-02-01 2022-02-28 0001564408 snap:TwoThousandTwentyEightSeniorConvertibleNotesMember snap:CommonClassANonVotingMember 2022-02-01 2022-02-28 0001564408 snap:TwoThousandTwentyEightSeniorConvertibleNotesMember snap:CommonClassANonVotingMember 2022-02-28 0001564408 snap:TwoThousandTwentySevenConvertibleSeniorNoteMember 2021-04-30 0001564408 snap:TwoThousandTwentySevenConvertibleSeniorNoteMember 2021-04-01 2021-04-30 0001564408 snap:TwoThousandTwentySevenConvertibleSeniorNoteMember snap:CommonClassANonVotingMember 2021-04-01 2021-04-30 0001564408 snap:TwoThousandTwentySevenConvertibleSeniorNoteMember snap:CommonClassANonVotingMember 2021-04-30 0001564408 snap:TwoThousandTwentyFiveSeniorConvertibleNotesMember 2020-04-01 2020-04-30 0001564408 snap:TwoThousandTwentyFiveSeniorConvertibleNotesMember snap:CommonClassANonVotingMember 2020-04-01 2020-04-30 0001564408 snap:TwoThousandTwentyFiveSeniorConvertibleNotesMember snap:CommonClassANonVotingMember 2020-04-30 0001564408 snap:TwoThousandTwentySixSeniorConvertibleNotesMember 2019-08-01 2019-08-31 0001564408 snap:TwoThousandTwentySixSeniorConvertibleNotesMember 2019-08-01 2019-08-31 0001564408 snap:TwoThousandTwentySixSeniorConvertibleNotesMember snap:CommonClassANonVotingMember 2019-08-01 2019-08-31 0001564408 snap:TwoThousandTwentySixSeniorConvertibleNotesMember snap:CommonClassANonVotingMember 2019-08-31 0001564408 snap:TwoThousandTwentyFiveSeniorConvertibleNotesMember 2024-02-29 0001564408 snap:TwoThousandTwentySixSeniorConvertibleNotesMember 2024-02-29 0001564408 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001-38017 SNAP INC DE 45-5452795 3000 31st Street Santa Monica CA 90405 (310) 399-3339 Class A Common Stock, par value $0.00001 per share SNAP NYSE Yes Yes Large Accelerated Filer false false false 1423056065 22523290 231626943 -153247000 -368256000 -706957000 -1074238000 38850000 41209000 110493000 116117000 260229000 357933000 703292000 990807000 2717000 1842000 6667000 5517000 -536000 -21155000 -12166000 -5888000 -2200000 4395000 3829000 31090000 51941000 128972000 -73350000 -55772000 -11914000 837000 36241000 15139000 -12731000 -17904000 -41235000 -53379000 -3090000 2767000 3007000 3192000 -16642000 -16951000 -112287000 -45497000 19331000 105907000 46771000 68697000 -16384000 -16181000 -44254000 -52523000 2488000 5190000 7448000 7457000 115072000 12781000 182047000 81947000 44041000 73435000 146551000 150000000 0 0 2000000 7770000 557000 5151000 1572000 5151000 0 0 0 50254000 705066000 537046000 1945590000 2042317000 187754000 16451000 354311000 107724000 337985000 557579000 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Snap Inc. (“we,” “our,” or “us”), a Delaware corporation, is headquartered in Santa Monica, California. Our flagship product, Snapchat, is a visual messaging application that was created to help people communicate through short videos and images called “Snaps.” Basis of Presentation The accompanying unaudited consolidated financial statements are prepared in accordance with U.S. generally accepted accounting principles (“GAAP”) for interim financial information. Our consolidated financial statements include the accounts of Snap Inc. and our wholly owned subsidiaries. All intercompany transactions and balances have been eliminated in consolidation. Our fiscal year ends on December 31. These unaudited interim consolidated financial statements should be read in conjunction with the consolidated financial statements and related notes included in our Annual Report on Form 10-K for the fiscal year ended December 31, 2023, as filed with the Securities and Exchange Commission (the “SEC”) in February 2024 (the “Annual Report”). In our opinion, the unaudited interim consolidated financial statements include all adjustments of a normal recurring nature necessary for the fair presentation of our financial position, results of operations, and cash flows. The results of operations for the three and nine months ended September 30, 2024 are not necessarily indicative of the results to be expected for the year ending December 31, 2024. There have been no changes to our significant accounting policies described in our Annual Report that have had a material impact on our consolidated financial statements and related notes. Use of Estimates The preparation of our consolidated financial statements in conformity with GAAP requires management to make estimates and assumptions that affect the reported amounts in the consolidated financial statements. Management’s estimates are based on historical information available as of the date of the consolidated financial statements and various other assumptions that we believe are reasonable under the circumstances. Actual results could differ from those estimates. Key estimates relate primarily to determining the fair value of assets and liabilities assumed in business combinations, evaluation of contingencies, uncertain tax positions, and the fair value of strategic investments. On an ongoing basis, management evaluates our estimates compared to historical experience and trends, which form the basis for making judgments about the carrying value of assets and liabilities. Future Stock Split to be Effected in the Form of a Stock Dividend In July 2022, our board of directors determined that it was advisable and in our best interest to approve a stock split to be effected in the form of a special dividend of one share of Class A common stock on each outstanding share of our common stock at a future date (the “Future Stock Split”). In connection with the Future Stock Split, we entered into certain agreements (the “Co-Founder Agreements”) with Evan Spiegel and Robert Murphy, our co-founders, and certain of their respective affiliates requiring them, among other things, to convert shares of Class B common stock and Class C common stock into Class A common stock under certain circumstances. In February 2024, the conditions for the declaration of such dividends were modified and the Co-Founder Agreements were amended to reflect such modifications. As modified, the Future Stock Split will not be declared and paid until the first business day following the date on which (i) the average of the volume weighted average price (the “VWAP”) per share of Class A common stock equals or exceeds $40 per share for 90 consecutive trading days (the “90-Day VWAP”) and (ii) the ratio of the 90-Day VWAP to $8.70 equals or exceeds the ratio of the average closing price of the S&P 500 Total Return Index for the same 90 trading days for which the 90-Day VWAP was calculated to 8,862.85. If this does not occur by July 21, 2032, the Future Stock Split will not be declared and paid, and the Co-Founder Agreements will terminate. No adjustments have been made to share or per share amounts for Class A common stock in the accompanying consolidated financial statements for the effects of the Future Stock Split as these triggering conditions have not been met. Basis of Presentation The accompanying unaudited consolidated financial statements are prepared in accordance with U.S. generally accepted accounting principles (“GAAP”) for interim financial information. Our consolidated financial statements include the accounts of Snap Inc. and our wholly owned subsidiaries. All intercompany transactions and balances have been eliminated in consolidation. Our fiscal year ends on December 31. These unaudited interim consolidated financial statements should be read in conjunction with the consolidated financial statements and related notes included in our Annual Report on Form 10-K for the fiscal year ended December 31, 2023, as filed with the Securities and Exchange Commission (the “SEC”) in February 2024 (the “Annual Report”). In our opinion, the unaudited interim consolidated financial statements include all adjustments of a normal recurring nature necessary for the fair presentation of our financial position, results of operations, and cash flows. The results of operations for the three and nine months ended September 30, 2024 are not necessarily indicative of the results to be expected for the year ending December 31, 2024. There have been no changes to our significant accounting policies described in our Annual Report that have had a material impact on our consolidated financial statements and related notes. Use of Estimates The preparation of our consolidated financial statements in conformity with GAAP requires management to make estimates and assumptions that affect the reported amounts in the consolidated financial statements. Management’s estimates are based on historical information available as of the date of the consolidated financial statements and various other

assumptions that we believe are reasonable under the circumstances. Actual results could differ from those estimates. Key estimates relate primarily to determining the fair value of assets and liabilities assumed in business combinations, evaluation of contingencies, uncertain tax positions, and the fair value of strategic investments. On an ongoing basis, management evaluates our estimates compared to historical experience and trends, which form the basis for making judgments about the carrying value of assets and liabilities Future Stock Split to be Effected in the Form of a Stock Dividend In July 2022, our board of directors determined that it was advisable and in our best interest to approve a stock split to be effected in the form of a special dividend of one share of Class A common stock on each outstanding share of our common stock at a future date (the "Future Stock Split"). In connection with the Future Stock Split, we entered into certain agreements (the "Co-Founder Agreements") with Evan Spiegel and Robert Murphy, our co-founders, and certain of their respective affiliates requiring them, among other things, to convert shares of Class B common stock and Class C common stock into Class A common stock under certain circumstances. In February 2024, the conditions for the declaration of such dividends were modified and the Co-Founder Agreements were amended to reflect such modifications. As modified, the Future Stock Split will not be declared and paid until the first business day following the date on which (i) the average of the volume weighted average price (the "VWAP") per share of Class A common stock equals or exceeds $40 per share for 90 consecutive trading days (the "90-Day VWAP") and (ii) the ratio of the 90-Day VWAP to $8.70 equals or exceeds the ratio of the average closing price of the S&P 500 Total Return index for the same 90 trading days for which the 90-Day VWAP was calculated to 8,862.85. If this does not occur by July 21, 2032, the Future Stock Split will not be declared and paid, and the Co-Founder Agreements will terminate.</div>No adjustments have been made to share or per share amounts for Class A common stock in the accompanying consolidated financial statements for the effects of the Future Stock Split as these triggering conditions have not been met 1 40 90 8.70 90 8862.85 Revenue<div style="margin-top:6pt;text-align:justify;text-indent:36pt">We determine revenue recognition by first identifying the contract or contracts with a customer, identifying the performance obligations in the contract, determining the transaction price, allocating the transaction price to the performance obligations in the contract, and recognizing revenue when, or as, we satisfy a performance obligation.</div><div style="margin-top:12pt;text-align:justify;text-indent:36pt">Revenue is recognized when control of the promised goods or services is transferred to our customers, in an amount that reflects the consideration we expect to receive in exchange for those goods or services. We determine collectability by performing ongoing credit evaluations and monitoring customer accounts receivable balances. Sales tax, including value added tax, is excluded from reported revenue.</div><div style="margin-top:12pt;text-align:justify;text-indent:36pt">We generate substantially all of our revenues by offering various advertising products on Snapchat, which include Snap Ads and AR Ads, referred to as advertising revenue. AR Ads include Sponsored Lenses, which allow users to interact with an advertiser's brand by enabling branded augmented reality experiences.</div><div style="margin-top:12pt;text-align:justify;text-indent:36pt">The substantial majority of advertising revenue is generated from the display of advertisements on Snapchat through contractual agreements that are either based on the number of advertising impressions delivered or on a fixed fee basis over a period of time. Revenue related to agreements based on the number of impressions delivered is recognized when the advertisement is served. Revenue related to fixed fee arrangements is recognized ratably over the service period, typically less than 30 days in duration, and such arrangements do not contain minimum impression guarantees.</div><div style="margin-top:12pt;text-align:justify;text-indent:36pt">In arrangements where another party is involved in providing specified services to a customer, we evaluate whether we are the principal or agent. In this evaluation, we consider if we obtain control of the specified goods or services before they are transferred to the customer, as well as other indicators such as the party primarily responsible for fulfillment, inventory risk, and discretion in establishing price. For advertising revenue arrangements where we are not the principal, we recognize revenue on a net basis. For the periods presented, revenue for arrangements where we are the agent was not material.</div><div style="margin-top:12pt;text-align:justify;text-indent:36pt">We also generate revenue from subscriptions and sales of hardware products. Sales of hardware products are reported net of allowances for returns. 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style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">676,620 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">530,081 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Rest of world</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">305,053 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">222,279 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">826,340 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">640,076 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 14.5pt;text-align:left;vertical-align:bottom">Total revenue</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">1,372,574 </td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">1,108,551 </td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">3,004,115 </td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">3,244,828 </td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table> (1)North America includes Mexico, the Caribbean, and Central America. (2)United States revenue was $790.7 million and $2,224.9 million for the three and nine months ended September 30, 2024, respectively, and $747.6 million and $2,009.8 million for the three and nine months ended September 30, 2023, respectively. (3)Europe includes Russia and Turkey. Effective March 2022, we halted advertising sales to Russian and Belarusian entities. 826179000 771040000 2301155000 2074671000 241342000 195232000 676620000 530081000 305053000 222279000 826340000 640076000 1372574000 1108551000 3804115000 3244828000 798700000 2224900000 747600000 2009800000 122600000 93700000 Net Loss per Share We compute net loss per share using the two-class method required for multiple classes of common stock. We have three classes of authorized common stock for which voting rights differ by class. Basic net loss per share is computed by dividing net loss attributable to each class of stockholders by the weighted-average number of shares of stock outstanding during the period, adjusted for restricted stock awards (“RSAs”) for which the risk of forfeiture has not yet lapsed. For the calculation of diluted net loss per share, net loss per share attributable to common stockholders for basic net loss per share is adjusted by the effect of dilutive securities, including awards under our equity compensation plans. Diluted net loss per share attributable to common stockholders is computed by dividing the resulting net loss attributable to common stockholders by the weighted-average number of fully diluted common shares outstanding. We use the if-converted method for calculating any potential dilutive effect of the convertible senior notes due in 2025, 2026, 2027, 2028, and 2030 (collectively, the “Convertible Notes”) on diluted net loss per share. The Convertible Notes would have a dilutive impact on net income per share when the average market price of Class A common stock for a given period exceeds the respective conversion price of the Convertible Notes. For the periods presented, our potentially dilutive shares relating to stock options, restricted stock units (“RSUs”), RSAs, and Convertible Notes were not included in the computation of diluted net loss per share as the effect of including these shares in the calculation would have been anti-dilutive. The numerators and denominators of the basic and diluted net loss per share computations for our common stock are calculated as follows: <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:19.506%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:4.960%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.406%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:4.960%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.406%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:4.960

color:#ffffff;padding:2px 1pt;text-align:right;vertical-align:bottom">22,527</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:right;vertical-align:bottom">231,627</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:right;vertical-align:bottom">1,349,514</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:right;vertical-align:bottom">22,531</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:right;vertical-align:bottom">231,627</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 7pt;text-align:left;text-indent:-6.48pt;vertical-align:bottom">Net loss per share attributable to common stockholders:</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"

colspan="3" style="background-color:#cceeff;padding:0 1pt"></td>

color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">(0.67)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">(0.67)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">(0.67)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table></div> -129827000 -2076000 -21344000 -310689000 -5105000 -52462000 -598178000 -9642000 -99137000 -903987000 -15093000 -155158000 -1400859000 -22525000 -231627000 -1371751000 -22539000 -231627000 -1397602000 -22527000 -231627000 -1349514000 -22531000 -231627000 -1340859000 -22525000 -231627000 -1371751000 -22539000 -231627000 -1397602000 -22527000 -231627000 -1349514000 -22531000 -231627000 -0.09 -0.09 -0.09 -0.23 -0.23 -0.23 -0.43 -0.43 -0.43 -0.67 -0.67 -0.67 -0.09 -0.09 -0.09 -0.23 -0.23 -0.23 -0.43 -0.43 -0.43 -0.67 -0.67 -0.67 <div style="margin-top:12pt;text-align:justify;text-indent:36pt">The following potentially dilutive shares were excluded from the calculation of diluted net loss per share because their effect would have been anti-dilutive:</div><div style="margin-top:12pt"><table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:71.930%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.081%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.406%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.003%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="padding:2px 1pt;text-align:left;vertical-align:bottom"><div style="text-align:center">As of September 30,</div></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2024</td><td colspan="3" style="border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-bottom:1pt solid #000;border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2023</td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:middle">(in thousands)</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Stock options</td><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:right;vertical-align:bottom">691</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:right;vertical-align:bottom">2,195</td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Unvested RSUs and RSAs</td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:right;vertical-align:bottom">132,226</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:right;vertical-align:bottom">153,629</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Convertible Notes (if-converted)</td><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:right;vertical-align:bottom">85,945</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:right;vertical-align:bottom">89,379</td></tr></table></div> 691000 2195000 132226000 153629000 85945000 89379000 Stockholders' Equity <div style="margin-top:6pt;text-align:justify;text-indent:36pt">We maintain three share-based employee compensation plans: the 2017 Equity Incentive Plan (the "2017 Plan"), the 2014 Equity Incentive Plan (the "2014 Plan"), and the 2012 Equity Incentive Plan (the "2012 Plan," and collectively with the 2017 Plan and the 2014 Plan, the "Stock Plans"). The 2017 Plan serves as the successor to the 2014 Plan and 2012 Plan and provides for the grant of incentive stock options to employees, including employees of any parent or subsidiary, and for the grant of nonstatutory stock options, stock appreciation rights, RSAs, RSUs, performance stock awards, performance cash awards, and other forms of stock awards to employees, directors, and consultants, including employees and consultants of our affiliates. </div><div style="margin-top:10pt;text-align:justify">Restricted Stock Units and Restricted Stock Awards</div><div style="margin-top:6pt;text-align:justify;text-indent:36pt">The following table summarizes the RSU and RSA activity for the nine months ended September 30, 2024:</div><div style="margin-top:12pt"><table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:72.384%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.172%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.406%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.538%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:center;vertical-align:bottom">Number of Class A Shares</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-bottom:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Weighted-
Average
Grant Date
Fair Value</td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:middle">(in thousands, except per share data)</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Unvested at December 31, 2023</td><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:right;vertical-align:bottom">157,130</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">12.82 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 14.5pt;text-align:left;vertical-align:bottom">Granted</td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:right;vertical-align:bottom">62,425</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">13.32 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 14.5pt;text-align:left;vertical-align:bottom">Vested</td><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:right;vertical-align:bottom">(54,435)</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">15.17 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 14.5pt;text-align:left;vertical-align:bottom">Forfeited</td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:right;vertical-align:bottom">(32,894)</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">12.33 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Unvested at September 30, 2024</td><td colspan="3" style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt;text-align:right;vertical-align:bottom">132,226</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">12.21 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table> All RSUs and RSAs vest on the satisfaction of a service-based condition. Total unrecognized compensation cost related to outstanding RSUs and RSAs was $1.3 billion as of September 30, 2024 and is expected to be recognized over a weighted-average period of 2.0 years. The service condition for RSUs and RSAs is generally satisfied in equal monthly or quarterly installments over three to four years.</div><div style="margin-top:18pt;text-align:justify">Stock Options</div><div style="margin-top:6pt;text-align:justify;text-indent:36pt">The following table summarizes the stock option award activity under the Stock Plans for the nine months ended September 30, 2024:</div><div style="margin-top:12pt"><table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:31.324%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.930%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.406%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.930%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.406%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.930%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.406%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.932%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Number of
Class A Shares</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-bottom:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Number of
Class B Shares</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-bottom:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Weighted-
Average
Exercise
Price</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-bottom:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Weighted-
Average
Remaining
Contractual
Term
(in years)</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-bottom:1pt solid #000;padding:2px 1pt;text-align:left;vertical-align:bottom"><div style="text-align:center">Aggregate</div><div style="text-align:center">Intrinsic </div><div style="text-align:center">Value (1)</div></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="27" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:middle">(in thousands, except per share data)</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Outstanding at December 31, 2023</td><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:right;vertical-align:bottom">1,692</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:right;vertical-align:bottom">5</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">14.90 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:right;vertical-align:bottom">4.41</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">5,225 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 14.5pt;text-align:left;vertical-align:bottom">Granted</td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:right;vertical-align:bottom">—</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:right;vertical-align:bottom">—</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:right;vertical-align:bottom">—</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 14.5pt;text-align:left;vertical-align:bottom">Exercised</td><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:right;vertical-align:bottom">(804)</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:right;vertical-align:bottom">(5)</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-

size:10pt;font-weight:400;line-height:100%">14.39 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom">— </td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 14.5pt;text-align:left;vertical-align:bottom">Forfeited</td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:right;vertical-align:bottom">(117)</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:right;vertical-align:bottom">— </td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">12.51 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:right;vertical-align:bottom">— </td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:right;vertical-align:bottom">Outstanding at September 30, 2024</td><td colspan="3" style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt;text-align:right;vertical-align:bottom">691</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt;text-align:right;vertical-align:bottom">— </td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">15.97 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:right;vertical-align:bottom">4.75</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">249 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table></div><div style="margin-top:12pt;padding-left:36pt;text-align:justify;text-indent:-36pt">(1)The aggregate intrinsic value is calculated as the difference between the exercise price of the underlying stock option awards and the closing market price of our Class A common stock as of September 30, 2024 and December 31, 2023.</div><div style="margin-top:12pt;text-align:justify;text-indent:36pt">As of September 30, 2024, there was no unrecognized compensation cost related to stock options granted under the Stock Plans.</div><div style="margin-top:18pt;text-align:justify">Stock-Based Compensation Expense</div><div style="margin-top:6pt;text-align:justify;text-indent:36pt">Total stock-based compensation expense by function was as follows:</div><div style="margin-top:12pt"><table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:44.354%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.081%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.406%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.001%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.406%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.001%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.406%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.085%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Three Months Ended September 30,</td><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Nine Months Ended September 30,</td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2024</td><td colspan="3" style="border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-bottom:1pt solid #000;border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2023</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-bottom:1pt solid #000;border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2024</td><td colspan="3" style="border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-bottom:1pt solid #000;border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2023</td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="21" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:middle">(in thousands)</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Cost of revenues</td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">1,333 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">2,640 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">4,408 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">6,890 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Research and development</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">172,516 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">234,615 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">510,500 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">672,030 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Sales and marketing</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">53,345 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">72,783 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">160,209 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">185,319 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">General and administrative</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">33,035 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">47,895 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">100,175 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">126,568 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 19pt;text-align:left;vertical-align:bottom">Total</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">260,229 </td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">357,933 </td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">783,292 </td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">990,807 </td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table> Stock Repurchases In October 2023, our board of directors authorized a stock repurchase program of up to $500.0 million of our Class A common stock. We completed this program in April 2024. For the nine months ended September 30, 2024, we repurchased and retired 27.9 million shares of our Class A common stock for an aggregate of $311.1 million, including costs associated with the repurchases.</div> 3 <div style="margin-top:6pt;text-align:justify;text-indent:36pt">The following table summarizes the RSU and RSA activity for the nine months ended September 30, 2024:</div><div style="margin-top:12pt"><table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:72.384%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.172%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.406%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.538%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:center;vertical-align:bottom">Number of Class A Shares</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-bottom:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Weighted-
Average
Grant Date
Fair Value</td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:middle">(in thousands, except per share data)</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Unvested at December 31, 2023</td><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:right;vertical-align:bottom">157,130</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">12.82 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 14.5pt;text-align:left;vertical-align:bottom">Granted</td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:right;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-

serif;font-size:10pt;font-weight:400;line-height:100%">62,425</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">13.32 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 14.5pt;text-align:left;vertical-align:bottom">Vested</td><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:right;vertical-align:bottom">(54,435)</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">15.17 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 14.5pt;text-align:left;vertical-align:bottom">Forfeited</td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:right;vertical-align:bottom">(32,894)</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">12.33 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Unvested at September 30, 2024</td><td colspan="3" style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt;text-align:right;vertical-align:bottom">132,226</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">12.21 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table> 157130000 12.82 62425000 13.32 54435000 15.17 32894000 12.33 132226000 12.21 1300000000 P2Y P4Y The following table summarizes the stock option award activity under the Stock Plans for the nine months ended September 30, 2024: <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:31.324%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.930%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.406%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.930%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.406%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.930%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.406%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.932%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Number of
Class A Shares</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-bottom:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Number of
Class B Shares</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-bottom:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Weighted-
Average
Exercise
Price</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-bottom:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Weighted-
Average
Remaining
Contractual
Term
(in years)</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-bottom:1pt solid #000;padding:2px 1pt;text-align:left;vertical-align:bottom"> Aggregate Intrinsic Value (1) </td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="27" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:middle">(in thousands, except per share data)</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Outstanding at December 31, 2023</td><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:right;vertical-align:bottom">1,692</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:right;vertical-align:bottom">5</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">14.90 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:right;vertical-align:bottom">4.41</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">5,225 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 14.5pt;text-align:left;vertical-align:bottom">Granted</td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:right;vertical-align:bottom">—</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:right;vertical-align:bottom">—</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:right;vertical-align:bottom">—</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 14.5pt;text-align:left;vertical-align:bottom">Exercised</td><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:right;vertical-align:bottom">(804)</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:right;vertical-align:bottom">(5)</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">14.39 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:right;vertical-align:bottom">—</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 14.5pt;text-align:left;vertical-align:bottom">Forfeited</td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:right;vertical-align:bottom">(117)</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:right;vertical-align:bottom">—</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">12.51 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:right;vertical-align:bottom">—</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Outstanding at September 30, 2024</td><td colspan="3" style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt;text-align:right;vertical-align:bottom">691</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt;text-align:right;vertical-align:bottom">—</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">15.97 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:right;vertical-align:bottom">4.75</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">249 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table> (1)The aggregate intrinsic value is calculated as the difference between the exercise price of the underlying stock option awards and the closing market price of our Class A common stock as of September 30, 2024 and December 31, 2023. 1692000 5000 14.90 P4Y4M20D 5225000 0 0 0 884000 5000 14.39 117000 0 12.51 691000 0 15.97 P4Y9M 249000 Total stock-based compensation expense by function was as follows: <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:44.354%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.001%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.406%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.001%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.406%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.001%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.406%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.085%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Three Months Ended September 30,</td><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Nine Months Ended September 30,</td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2024</td><td colspan="3" style="border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-bottom:1pt solid #000;border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2023</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-bottom:1pt solid #000;border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2024</td><td colspan="3" style="border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-bottom:1pt solid #000;border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2023</td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="21" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:middle">(in thousands)</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Cost of revenue</td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">1,333 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">2,640 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">4,408 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-

family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">6,890 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Research and development</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">172,516 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">234,615 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">518,500 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">672,030 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Sales and marketing</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">53,345 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">72,703 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">160,209 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">185,319 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">General and administrative</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">33,035 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">47,895 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">100,175 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">126,560 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 19pt;text-align:left;vertical-align:bottom">Total</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">260,229 </td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">357,933 </td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">703,292 </td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">990,807 </td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table> 1333000 2640000 4400000 6890000 172516000 234615000 518500000 672030000 53345000 72703000 160209000 185319000 33035000 47895000 100175000 126560000 260229000 357933000 703292000 990807000 500000000 27900000 311100000 Business Acquisitions 2023 Acquisitions For the year ended December 31, 2023, aggregate purchase consideration for business acquisitions was $73.1 million, which primarily consisted of $56.3 million in cash and $12.6 million recorded in other liabilities on our consolidated balance sheet. Of the aggregate purchase consideration, $42.8 million was allocated to goodwill and the remainder primarily to identifiable intangible assets. The acquired assets are expected to enhance our existing platform, technology, and workforce. The goodwill amount represents synergies related to our existing platform expected to be realized from the business acquisitions and assembled workforce. The associated goodwill and intangible assets are not deductible for tax purposes.</div> 73100000 56300000 12600000 42800000 0 Goodwill and Intangible Assets<div style="margin-top:6pt;text-align:justify;text-indent:36pt">The changes in the carrying amount of goodwill for the nine months ended September 30, 2024 were as follows:</div><div style="margin-top:12pt"><table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:85.718%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.002%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Goodwill </td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:middle">(in thousands) </td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Balance as of December 31, 2023</td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">1,691,827 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Goodwill acquired</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Foreign currency translation</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">2,119 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Balance as of September 30, 2024</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">1,693,946 </td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table></div><div style="margin-top:12pt;text-align:justify;text-indent:36pt">Intangible assets consisted of the following:</div><div style="margin-top:12pt"><table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:44.354%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.081%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.406%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.081%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.406%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.081%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.406%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.085%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="21" style="padding:2px 1pt;text-align:center;vertical-align:bottom">As of September 30, 2024</td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Weighted-
Average
Remaining
Useful Life (Years)</td><td colspan="3" style="border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Gross
Carrying
Amount</td><td colspan="3" style="border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-bottom:1pt solid #000;border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Accumulated
Amortization</td><td colspan="3" style="border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-bottom:1pt solid #000;border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Net</td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="21" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:middle">(in thousands, except years)</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Domain names</td><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:center;vertical-align:bottom">2.3</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">745 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">(596)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">149 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Technology</td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:center;vertical-align:bottom">2.4</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">315,333 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(233,695)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">81,638 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Patents</td><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:center;vertical-align:bottom">8.7</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">39,373 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(22,240)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">17,133 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Other</td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:center;vertical-align:bottom">— </td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">6,000 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(6,000)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td

colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom"> Total intangible assets </td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">361,451 </td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">(262,531)</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">98,920 </td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table></div><div style="margin-top:12pt"><table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:44.354%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.081%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.406%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.081%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.406%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.081%"></td><td style="width:0.1%"></td><td style="width:0.406%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.085%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="21" style="padding:2px 1pt;text-align:center;vertical-align:bottom">As of December 31, 2023</td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Weighted-
Average
Remaining
Useful Life (Years)</td><td colspan="3" style="border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-bottom:1pt solid #000;border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Gross
Carrying
Amount</td><td colspan="3" style="border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-bottom:1pt solid #000;border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Accumulated
Amortization</td><td colspan="3" style="border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-bottom:1pt solid #000;border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Net</td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="21" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:middle">(in thousands, except years)</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Domain names</td><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:center;vertical-align:bottom">3.0</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">745 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">(546)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">199 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Technology</td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:center;vertical-align:bottom">2.8</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">323,313 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(197,608) </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">125,705 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Patents</td><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:center;vertical-align:bottom">8.0</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">39,373 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(19,099)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">20,274 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Other</td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:center;vertical-align:bottom">—</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">6,000 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(5,075)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">125 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom"> Total intangible assets </td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">369,431 </td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">(223,128)</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">146,303 </td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table> Amortization of intangible assets was $13.9 million and $47.5 million for the three and nine months ended September 30, 2024, respectively, and $19.1 million and $55.3 million for the three and nine months ended September 30, 2023, respectively.</div><div style="margin-top:12pt;text-align:justify;text-indent:36pt">As of September 30, 2024, the estimated intangible asset amortization expense for the next five years and thereafter is as follows:</div><div style="margin-top:12pt"><table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:85.718%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.082%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Estimated
Amortization</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:middle">(in thousands)</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Remainder of 2024</td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">12,557 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">2025</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">41,513 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">2026</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">20,299 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">2027</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">12,124 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">2028</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">4,343 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Thereafter</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">8,084 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 13pt;text-align:left;vertical-align:bottom">Total</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">98,920 </td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table></div> <div style="margin-top:6pt;text-align:justify;text-indent:36pt">The changes in the carrying amount of goodwill for the nine months ended September 30, 2024 were as follows:</div><div style="margin-top:12pt"><table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:85.718%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.082%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Goodwill </td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:middle">(in thousands) </td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Balance as of December 31, 2023</td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">1,691,027 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Goodwill acquired</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3"

style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Foreign currency translation</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">2,119 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Balance as of September 30, 2024</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">1,693,946 </td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table></div> 1691827000 0 2119000 1693946000 <div style="margin-top:12pt;text-align:justify;text-indent:36pt">Intangible assets consisted of the following:</div><div style="margin-top:12pt"><table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:44.354%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.001%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.406%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.001%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.406%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.085%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="21" style="padding:2px 1pt;text-align:center;vertical-align:bottom">As of September 30, 2024</td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Weighted-
Average
Remaining
Useful Life (Years)</td><td colspan="3" style="border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-bottom:1pt solid #000;border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Gross
Carrying
Amount</td><td colspan="3" style="border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-bottom:1pt solid #000;border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Accumulated
Amortization</td><td colspan="3" style="border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-bottom:1pt solid #000;border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Net</td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="21" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:middle">(in thousands, except years)</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Domain names</td><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:center;vertical-align:bottom">2.3</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">745 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">(596)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">149 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Technology</td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:center;vertical-align:bottom">2.4</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">315,333 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(233,695)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">81,630 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Patents</td><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:center;vertical-align:bottom">8.7</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">39,373 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(22,240)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">17,133 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Other</td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:center;vertical-align:bottom">—</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">6,000 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(6,000)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom"> Total intangible assets </td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">361,451 </td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">(262,531)</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">98,920 </td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table></div><div style="margin-top:12pt"><table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:44.354%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.001%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.406%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.001%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.406%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.085%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="21" style="padding:2px 1pt;text-align:center;vertical-align:bottom">As of December 31, 2023</td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Weighted-
Average
Remaining
Useful Life (Years)</td><td colspan="3" style="border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-bottom:1pt solid #000;border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Gross
Carrying
Amount</td><td colspan="3" style="border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-bottom:1pt solid #000;border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Accumulated
Amortization</td><td colspan="3" style="border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-bottom:1pt solid #000;border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Net</td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="21" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:middle">(in thousands, except years)</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Domain names</td><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:center;vertical-align:bottom">3.0</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">745 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">(546)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">199 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Technology</td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:center;vertical-align:bottom">2.0</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">323,313 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(197,608)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">125,705 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Patents</td><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:center;vertical-align:bottom">8.8</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">39,373 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(19,099)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">20,274 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Other</td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:center;vertical-align:bottom">—</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">6,000 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td

colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(5,875)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">125 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom"> Total intangible assets </td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">369,431 </td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">(223,128)</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">146,303 </td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table></div> P2Y3M18D 745000 596000 149000 P2Y4M24D 315333000 233695000 81638000 P8Y6M12D 39373000 22240000 17133000 6000000 6000000 0 361451000 262531000 98920000 P3Y 745000 546000 199000 P2Y9M18D 323313000 197600000 125705000 P8Y9M18D 39373000 19099000 20274000 6000000 5875000 125000 369431000 223128000 146303000 13900000 47500000 19100000 55300000 <div style="margin-top:12pt;text-align:justify;text-indent:36pt">As of September 30, 2024, the estimated intangible asset amortization expense for the next five years and thereafter is as follows:</div><div style="margin-top:12pt"><table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:85.718%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.082%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Estimated
Amortization</td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:middle">(in thousands)</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Remainder of 2024</td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">12,557 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">2025</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">41,513 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">2026</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">20,299 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">2027</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">12,124 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">2028</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">4,343 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Thereafter</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">8,084 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 13pt;text-align:left;vertical-align:bottom">Total</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">98,920 </td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table> 12557000 41513000 20299000 12124000 4343000 8084000 98920000 Debt Convertible Notes 2030 Notes In May 2024, we entered into a purchase agreement with certain counterparties for the sale of an aggregate of $750.0 million principal amount of convertible senior notes due in 2030 (the “2030 Notes”) in a private offering to qualified institutional buyers pursuant to Rule 144A under the Securities Act of 1933, as amended (the “Securities Act”). The 2030 Notes consisted of a $650.0 million initial placement and an over-allotment option that provided the initial purchasers of the 2030 Notes with the option to purchase an additional $100.0 million aggregate principal amount of the 2030 Notes, which was fully exercised. The 2030 Notes were issued pursuant to an indenture dated May 13, 2024. The net proceeds from the issuance of the 2030 Notes were $671.5 million, net of debt issuance costs and cash used to purchase the capped call transactions (“2030 Capped Call Transactions”) discussed below. The debt issuance costs are amortized to interest expense using the effective interest rate method. The 2030 Notes are unsecured and unsubordinated obligations. Interest is payable in cash semi-annually in arrears beginning on November 1, 2024 at a rate of 0.50% per year. The 2030 Notes mature on May 1, 2030 unless repurchased, redeemed, or converted in accordance with their terms prior to such date. The 2030 Notes are convertible into cash, shares of our Class A common stock, or a combination of cash and shares of our Class A common stock, at our election, at an initial conversion rate of 45.0846 shares of Class A common stock per $1,000 principal amount of 2030 Notes, which is equivalent to an initial conversion price of approximately $22.18 per share of our Class A common stock. The conversion rate is subject to customary adjustments for certain events as described in the indenture governing the 2030 Notes. We may redeem for cash all or any portion of the 2030 Notes, at our option, on or after May 5, 2027 if (i) the 2030 Notes are “freely tradable” (as defined in the applicable indenture) and any accrued and unpaid additional interest has been paid as of the date we send the related redemption notice and (ii) the last reported sale price of our Class A common stock has been at least 130% of the conversion price then in effect for at least 20 trading days at a redemption price equal to 100% of the principal amount of the 2030 Notes to be redeemed, plus accrued and unpaid interest, if any. Holders of the 2030 Notes may convert all or a portion of their 2030 Notes at their option prior to February 1, 2030, in multiples of $1,000 principal amounts, only under the following circumstances: •if the last reported sale price of our Class A common stock for at least 20 trading days (whether or not consecutive) during the period of 30 consecutive trading days ending on the last trading day of the preceding calendar quarter is greater than or equal to 130% of the applicable conversion price of the 2030 Notes on each such trading day; •during the five consecutive business day period after any ten consecutive trading day period in which the trading price per $1,000 principal amount of the 2030 Notes for each day of that ten consecutive trading day period was less than 98% of the product of the last reported sale price of our Class A common stock and the applicable conversion rate of the 2030 Notes on such trading day; •on a notice of redemption, at any time prior to the close of business on the scheduled trading day immediately preceding the redemption date, in which case we may be required to increase the conversion rate for the 2030 Notes so surrendered for conversion in connection with such redemption notice; or •on the occurrence of specified corporate events. On or after February 1, 2030, the 2030 Notes are convertible at any time until the close of business on the second scheduled trading day immediately preceding the maturity date. Holders of the 2030 Notes who convert the 2030 Notes in connection with a make-whole fundamental change, as defined in the indenture governing the 2030 Notes, or in connection with a redemption are entitled to an increase in the conversion rate. Additionally, in the event of a fundamental change, holders of the 2030 Notes may require us to repurchase all or a portion of the 2030 Notes at a price equal to 100% of the principal amount of 2030 Notes, plus any accrued and unpaid interest, if any. We accounted for the issuance of the 2030 Notes as a single liability measured at its amortized cost, as no other embedded features require bifurcation and recognition as derivatives. 2028 Notes In February 2022, we entered into a purchase agreement for the sale of an aggregate of $1.50 billion principal amount of convertible senior notes due in 2028 (the “2028 Notes”) in a private offering to qualified institutional buyers pursuant to Rule 144A under the Securities Act. The net proceeds from the issuance of the 2028 Notes were $1.31 billion, net of debt issuance costs and cash used to purchase the capped call transactions (the “2028 Capped Call Transactions”) discussed below. The debt issuance costs are amortized to interest expense using the effective interest rate method. The 2028 Notes are unsecured and unsubordinated obligations. Interest is payable in cash semi-annually in arrears beginning on September 1, 2022 at a rate of 0.125% per year. The 2028 Notes mature on March 1, 2028 unless repurchased, redeemed, or converted in accordance with their terms prior to such date. The 2028 Notes are convertible into cash, shares of our Class A common stock, or a combination of cash and shares of our Class A common stock, at our election, at an initial conversion rate of 17.7494 shares of Class A common stock per $1,000 principal amount of 2028 Notes, which is equivalent to an initial conversion price of approximately $56.34 per share of our Class A common stock. We may redeem for cash all or any portion of the 2028 Notes, at our option, on or after March 5, 2025 based on certain circumstances. 2027 Notes In April 2021, we entered into a purchase agreement for the sale of an aggregate of $1.15 billion principal amount of convertible senior notes due in 2027 (the “2027 Notes”) in a private offering to qualified institutional buyers pursuant to Rule 144A under the Securities Act. The net proceeds from the issuance of the 2027 Notes were $1.05 billion, net of debt issuance costs and cash used to purchase the capped call transactions (the “2027 Capped Call Transactions”) discussed below. The debt issuance costs are amortized to interest expense using the effective interest rate method. The 2027 Notes are unsecured and unsubordinated obligations which do not bear regular interest and for which the principal balance will not accrete. The 2027 Notes will mature on May 1, 2027 unless repurchased, redeemed, or converted in accordance with their terms prior to such date. The 2027 Notes are convertible into cash, shares of our Class A common stock, or a combination of cash and shares of our Class A common stock, at our election, at an initial conversion rate of 11.2042 shares of Class A common stock per $1,000 principal amount of 2027 Notes, which is equivalent to an initial conversion price of approximately $89.25 per share of our Class A common stock. We may redeem for cash all or portions of the 2027 Notes, at our option, on or after May 5, 2024 based on certain circumstances. 2025 Notes In April 2020, we entered into a purchase agreement for the sale of an aggregate of $1.0 billion principal amount of convertible senior notes due in 2025 (the “2025 Notes”) in a private offering to qualified institutional buyers pursuant to Rule 144A under the Securities Act. The net proceeds from the issuance of the 2025 Notes were $888.6 million, net of debt issuance costs and cash used to purchase the capped call transactions (the “2025 Capped Call Transactions”) discussed below. The debt issuance costs are amortized to interest expense using the effective interest rate method. The 2025 Notes are unsecured and unsubordinated obligations. Interest is payable in cash semi-annually in arrears beginning on November 1, 2020 at a rate of 0.25% per year. The 2025 Notes mature on May 1, 2025 unless repurchased, redeemed, or converted in accordance with their terms prior to such date. On or after February 1, 2025, the 2025 Notes are convertible at any time until the close of business on the second scheduled trading day immediately preceding the maturity date. The 2025 Notes are convertible into cash, shares of our Class A common stock, or a combination of cash and shares of our Class A common stock, at our election, at an initial conversion rate of 46.1233 shares of Class A common stock per $1,000 principal amount of 2025 Notes, which is equivalent to an initial conversion price of approximately $21.68 per share of our Class A common stock. We may redeem for cash all or portions of the 2025 Notes, at our option, on or after May 6, 2023 based on certain circumstances. 2026 Notes In August 2019, we entered into a purchase agreement for the sale of an aggregate of $1.265 billion principal amount of convertible senior notes due in 2026 (the “2026 Notes”) in a private offering to qualified institutional buyers pursuant to Rule 144A under the Securities Act. The net proceeds from the issuance of the 2026 Notes were $1.15 billion, net of debt issuance costs and cash used to purchase the capped call transactions (the “2026 Capped

Call Transactions") discussed below. The debt issuance costs are amortized to interest expense using the effective interest rate method. The 2026 Notes are unsecured and unsubordinated obligations. Interest is payable in cash semi-annually in arrears beginning on February 1, 2020 at a rate of 0.75% per year. The 2026 Notes mature on August 1, 2026 unless repurchased, redeemed, or converted in accordance with the terms prior to such date. The 2026 Notes are convertible into cash, shares of our Class A common stock, or a combination of cash and shares of our Class A common stock, at our election, at an initial conversion rate of 43.8481 shares of Class A common stock per $1,000 principal amount of 2026 Notes, which is equivalent to an initial conversion price of approximately $22.81 per share of our Class A common stock. We may redeem for cash all or portions of the 2026 Notes, at our option, on or after August 6, 2023 based on certain circumstances. Note Repurchases In February 2024, we entered into various privately negotiated repurchase transactions with certain holders of the 2025 Notes and 2026 Notes, pursuant to which we agreed to repurchase $100.0 million in aggregate principal of the 2025 Notes and $351.2 million in aggregate principal of the 2026 Notes for a cash repurchase price of $440.7 million, including associated costs. The February 2024 repurchase transactions resulted in an $8.8 million gain on extinguishment in the first quarter of 2024. In May 2024, we entered into various privately negotiated repurchase transactions (collectively with the February 2024 repurchase transactions, the "Note Repurchases") with certain holders of the 2025 Notes and 2026 Notes, pursuant to which we agreed to repurchase $147.9 million in aggregate principal of the 2025 Notes and approximately $237.5 million in aggregate principal of the 2026 Notes for a cash repurchase price of approximately $418.3 million, including associated costs. The May 2024 repurchase transactions were accounted for as both a debt modification and a partial debt extinguishment, resulting in a $15.5 million loss on extinguishment during the second quarter of 2024 and $20.9 million in capitalized debt issuance costs amortized over the term of the 2030 Notes. The capitalized debt issuance costs are primarily related to repurchase premiums and debt issuance costs carried over from the 2025 Notes and 2026 Notes.</div><div style="margin-top:12pt;text-align:justify;text-indent:36pt">Gains and losses on extinguishment are included within other income (expense), net on our consolidated statements of operations and included within Other as an adjustment to reconcile net loss to net cash provided by (used in) operating activities in our consolidated statements of cash flows.</div><div style="margin-top:12pt;text-align:justify;text-indent:36pt">The Convertible Notes consisted of the following:</div><div style="margin-top:12pt;text-align:justify"><table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:99.848%"><tr><td style="width:1.0%"></td><td style="width:16.654%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.101%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.406%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.101%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.406%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.101%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.406%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.101%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.406%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.111%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="15" style="padding:2px 1pt;text-align:center;vertical-align:bottom">As of September 30, 2024</td><td colspan="3" style="padding:0 1pt"></td><td colspan="15" style="padding:2px 1pt;text-align:center;vertical-align:bottom">As of December 31, 2023</td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Principal</td><td colspan="3" style="border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-bottom:1pt solid #000;border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Unamortized Debt Issuance Costs</td><td colspan="3" style="border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-bottom:1pt solid #000;border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Net Carrying Amount</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-bottom:1pt solid #000;border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Principal</td><td colspan="3" style="border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-bottom:1pt solid #000;border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Unamortized Debt Issuance Costs</td><td colspan="3" style="border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-bottom:1pt solid #000;border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Net Carrying Amount</td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="33" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:middle">(in thousands)</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">2025 Notes</td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">36,240 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">(49)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">36,191 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">204,105 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">(871)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">283,234 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">2026 Notes</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">249,754 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(722)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">249,032 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">838,402 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(3,402)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">835,080 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">2027 Notes</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1,150,000 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(5,517)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1,144,403 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1,150,000 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(7,114)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1,142,886 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">2028 Notes</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1,500,000 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(9,687)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1,490,313 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1,500,000 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(11,800)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1,488,200 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">2030 Notes</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">750,000 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(20,691)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">721,309 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 10pt;text-align:left;vertical-align:bottom">Total</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">3,685,994 </td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">(44,666)</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">3,641,320 </td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom"><span style="color:#000000;font-family:'Times New

Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">3,772,587 </td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">(23,107)</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">3,749,400 </td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table> As of September 30, 2024, the debt issuance costs on the 2025 Notes, 2026 Notes, 2027 Notes, 2028 Notes, and 2030 Notes will be amortized over the remaining period of approximately 0.6 years, 1.8 years, 2.6 years, 3.4 years, and 5.6 years, respectively. The following table summarizes interest expense related to the Convertible Notes for the three and nine months ended September 30, 2024: <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:44.354%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.001%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.406%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.001%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.406%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.001%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.406%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.005%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Three Months Ended September 30,</td><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Nine Months Ended September 30,</td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2024</td><td colspan="3" style="border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-bottom:1pt solid #000;border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2023</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-bottom:1pt solid #000;border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2024</td><td colspan="3" style="border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-bottom:1pt solid #000;border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2023</td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="21" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:middle">(in thousands)</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Contractual interest expense</td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">1,097 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">2,218 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">5,437 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">6,655 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Amortization of debt issuance costs</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">2,595 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1,721 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">6,305 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">5,158 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 14.5pt;text-align:left;vertical-align:middle">Total interest expense</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:middle">4,492 </td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:middle">3,939 </td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:middle">11,742 </td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:middle">11,813 </td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr></table> As of September 30, 2024, the if-converted value of the Convertible Notes did not exceed the principal amount. The sale price for conversion was not satisfied as of September 30, 2024 for the Convertible Notes, and as a result, the Convertible Notes will not be eligible for optional conversion during the fourth quarter of 2024. No sinking fund is provided for the Convertible Notes, which means that we are not required to redeem or retire them periodically. Refer to Note 7 in our consolidated financial statements in the Annual Report for additional details. Capped Call Transactions In connection with the pricing of the 2025 Notes, the 2026 Notes, the 2027 Notes, the 2028 Notes, and the 2030 Notes, we entered into the 2025 Capped Call Transactions, the 2026 Capped Call Transactions, the 2027 Capped Call Transactions, and the 2028 Capped Call Transactions (collectively, the "Capped Call Transactions"), respectively, with certain counterparties at a net cost of $100.0 million, $102.1 million, $86.8 million, $177.0 million, and $68.9 million, respectively. The cap price of the 2025 Capped Call Transactions, the 2026 Capped Call Transactions, the 2027 Capped Call Transactions, the 2028 Capped Call Transactions, and the 2030 Capped Call Transactions is initially $32.12, $32.58, $121.02, $93.90, and $33.48 per share of our Class A common stock, respectively. All are subject to certain adjustments under the terms of the Capped Call Transactions. Conditions that cause adjustments to the initial strike price of the Capped Call Transactions mirror conditions that result in corresponding adjustments for the Convertible Notes. The Capped Call Transactions are intended to reduce potential dilution to holders of our Class A common stock beyond the conversion prices up to the cap prices on any conversion of the Convertible Notes or offset any cash payments we are required to make in excess of the principal amount, as the case may be, with such reduction or offset subject to a cap. The cost of the Capped Call Transactions was recorded as a reduction of our additional paid-in capital in our consolidated balance sheets. The Capped Call Transactions will not be remeasured as long as they continue to meet the conditions for equity classification. In May 2024, we entered into agreements to terminate all of the 2025 Capped Call Transactions, which resulted in $62.7 million recorded within additional paid-in capital in our consolidated balance sheets. As of September 30, 2024, the remaining Capped Call Transactions were out-of-the-money. Credit Facility In May 2022, we entered into a five-year senior unsecured revolving credit facility (the "Credit Facility") with certain lenders that allows us to borrow up to $1.05 billion to fund working capital and general corporate purpose expenditures. Loans bear interest, at our option, at a rate equal to (i) a term secured overnight financing rate ("SOFR") plus 0.75% or the base rate, if selected by us, for loans made in U.S. dollars, (ii) the Sterling overnight index average plus 0.7026% for loans made in Sterling, or (iii) foreign indices as stated in the credit agreement plus 0.75% for loans made in other permitted foreign currencies. The base rate is defined as the greatest of (i) the Wall Street Journal prime rate, (ii) the greater of the (a) federal funds rate and (b) the overnight bank funding rate, plus 0.50%, and (iii) the applicable SOFR for a period of one month (but not less than zero) plus 1.00. The Credit Facility also contains an annual commitment fee of 0.10% on the daily undrawn balance of the facility. As of September 30, 2024, we had $65.6 million in the form of outstanding standby letters of credit, with no amounts outstanding under the Credit Facility.
750000000 650000000 100000000 671500000 0.0050 22.10 1.30 20 1 20 30 1.30 5 10 10 0.98 1 1500000000 1310000000 0.00125 17.7494 1000 56.34 1150000000 1050000000.00 11.2042 1000 89.25 1000000000 888600000 0.0025 46.1233 1000 21.68 1265000000 1150000000 0.0075 43.8481 1000 22.01 1000000000 351200000 440700000 8800000 147900000 23750000 418300000 -15500000 20900000 The Convertible Notes consisted of the following: <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:99.848%"><tr><td style="width:1.0%"></td><td style="width:16.654%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.101%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.406%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.101%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.406%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.101%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.406%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.101%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.406%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.101%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.406%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.111%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="15" style="padding:2px 1pt;text-align:center;vertical-align:bottom"><span style="color:#000000;font-

family:'Times New Roman',sans-serif;font-size:8pt;font-weight:700;line-height:100%">As of September 30, 2024</td><td colspan="3" style="padding:0 1pt"></td><td colspan="15" style="padding:2px 1pt;text-align:center;vertical-align:bottom">As of December 31, 2023</td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Principal</td><td colspan="3" style="border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-bottom:1pt solid #000;border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Unamortized Debt Issuance Costs</td><td colspan="3" style="border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-bottom:1pt solid #000;border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Net Carrying Amount</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-bottom:1pt solid #000;border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Principal</td><td colspan="3" style="border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-bottom:1pt solid #000;border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Unamortized Debt Issuance Costs</td><td colspan="3" style="border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-bottom:1pt solid #000;border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Net Carrying Amount</td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="33" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:middle">(in thousands)</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">2025 Notes</td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">36,240 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom">(49)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">36,191 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">284,105 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">(871)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">283,234 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">2026 Notes</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">249,754 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(722)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">249,032 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">838,482 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(3,402)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">835,080 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">2027 Notes</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1,150,000 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(5,517)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1,144,483 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1,150,000 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(7,114)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1,142,886 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">2028 Notes</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1,500,000 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(9,687)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1,490,313 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1,500,000 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(11,800)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1,488,200 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">2030 Notes</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">750,000 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(28,691)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">721,309 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 10pt;text-align:left;vertical-align:bottom">Total</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">3,685,994 </td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">(4,666)</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">3,641,328 </td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">3,772,587 </td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">(23,187)</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">3,749,400 </td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table> 36240000 49000 36191000 284105000 871000 283234000 249754000 722000 249032000 838482000 3402000 835080000 1150000000 5517000 1144483000 1150000000 7114000 1142886000 1500000000 9687000 1490313000 1500000000 11800000 1488200000 750000000 28691000 721309000 0 0 0 3685994000 44666000 3641328000 3772587000 23187000 3749400000 P0Y7M6D P1Y9M18D P2Y7M6D P3Y4M24D P5Y7M6D The following table summarizes interest expense related to the Convertible Notes for the three and nine months ended September 30, 2024: <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:44.354%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.001%"></td><td style="width:0.1%"></td><td style="width:0.406%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.081%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.406%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.001%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.406%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.085%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Three Months Ended September 30,</td><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Nine Months Ended September 30,</td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2024</td><td colspan="3" style="border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-bottom:1pt solid #000;border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2023</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-bottom:1pt solid #000;border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2024</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-bottom:1pt solid #000;border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2023</td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="21" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:middle"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:8pt;font-weight:700;line-

height:100%">(in thousands)</td></tr><tr><td colspan="3" style="background-color:#ceeeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Contractual interest expense</td><td style="background-color:#ceeeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ceeeff;padding:2px 0;text-align:right;vertical-align:bottom">1,897 </td><td style="background-color:#ceeeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ceeeff;padding:0 1pt"></td><td style="background-color:#ceeeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ceeeff;padding:2px 0;text-align:right;vertical-align:bottom">2,218 </td><td style="background-color:#ceeeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ceeeff;padding:0 1pt"></td><td style="background-color:#ceeeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ceeeff;padding:2px 0;text-align:right;vertical-align:bottom">5,437 </td><td style="background-color:#ceeeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ceeeff;padding:0 1pt"></td><td style="background-color:#ceeeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ceeeff;padding:2px 0;text-align:right;vertical-align:bottom">6,655 </td><td style="background-color:#ceeeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Amortization of debt issuance costs</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">2,595 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1,721 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">6,305 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">5,150 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ceeeff;padding:2px 1pt 2px 14.5pt;text-align:left;vertical-align:middle">Total interest expense</td><td style="background-color:#ceeeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#ceeeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:middle">4,492 </td><td style="background-color:#ceeeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#ceeeff;padding:0 1pt"></td><td style="background-color:#ceeeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#ceeeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:middle">3,939 </td><td style="background-color:#ceeeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#ceeeff;padding:0 1pt"></td><td style="background-color:#ceeeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#ceeeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:middle">11,742 </td><td style="background-color:#ceeeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#ceeeff;padding:0 1pt"></td><td style="background-color:#ceeeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#ceeeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:middle">11,813 </td><td style="background-color:#ceeeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr></table> 1897000 2218000 5437000 6655000 2595000 1721000 6305000 5150000 4492000 3939000 11742000 11813000 100000000 102100000 86800000 177000000 68900000 32.12 32.50 121.02 93.90 33.48 62700000 P5Y 1050000000.00 0.0075 0.007826 0.0075 0.0050 P1M 1.00 0.0010 65600000 0 Commitments and Contingencies Commitments We have non-cancelable contractual agreements primarily related to the hosting of our data processing, storage, and other computing services, as well as lease, content and developer partner, and other commitments. We had $5.4 billion in commitments as of September 30, 2024, primarily due within three years. For additional discussion on leases, see Note 9 to our consolidated financial statements. Contingencies We record a loss contingency when it is probable that a liability has been incurred and the amount of the loss can be reasonably estimated. We also disclose material contingencies when we believe a loss is not probable but reasonably possible. Accounting for contingencies requires us to use judgment related to both the likelihood of a loss and the estimate of the amount or range of loss. Many legal and tax contingencies can take years to be resolved. Pending Matters In November 2021, we and certain of our officers and directors were named as defendants in a securities class action lawsuit purportedly brought on behalf of purchasers of our Class A common stock, alleging that we and certain of our officers made false or misleading statements and omissions concerning the impact that Apple's App Tracking Transparency framework would have on our business. We believe we have meritorious defenses to this lawsuit and continue to defend the lawsuit vigorously. Based on the preliminary nature of the proceedings in this case, the outcome of this matter remains uncertain. The outcomes of our legal proceedings are inherently unpredictable, subject to significant uncertainties, and could be material to our financial condition, results of operations, and cash flows for a particular period. For the pending matter described above, it is not possible to estimate the reasonably possible loss or range of loss. We are subject to various other legal proceedings and claims in the ordinary course of business, including certain patent, trademark, privacy, regulatory, and employment matters. Although occasional adverse decisions or settlements may occur, we do not believe that the final disposition of any of our other pending matters will seriously harm our business, financial condition, results of operations, and cash flows. Indemnifications In the ordinary course of business, we may provide indemnifications of varying scope and terms to customers, vendors, lessors, investors, directors, officers, employees, and other parties with respect to certain matters. Indemnification may include losses from our breach of such agreements, services we provide, or third-party intellectual property infringement claims. These indemnifications may survive termination of the underlying agreement and the maximum potential amount of future indemnification payments may not be subject to a cap. We have not incurred material costs to defend lawsuits or settle claims related to these indemnifications as of September 30, 2024. We believe the fair value of these liabilities is immaterial and accordingly have no liabilities recorded for these agreements at September 30, 2024. 5400000000 P3Y 0 Leases We have non-cancelable lease agreements for certain of our offices with original lease terms expiring between 2024 and 2042. Total operating lease costs were $25.3 million and $75.9 million for the three and nine months ended September 30, 2024, respectively, and $24.8 million and $75.4 million for the three and nine months ended September 30, 2023. </div><div style="margin-top:12pt;text-align:justify;text-indent:36pt">The weighted-average remaining lease term (in years) and discount rate related to our operating leases were as follows:</div><div style="margin-top:12pt"><table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:71.930%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.081%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.406%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.083%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">As of September 30, </td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2024</td><td colspan="3" style="border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2023</td></tr><tr><td colspan="3" style="background-color:#ceeeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Weighted-average remaining lease term</td><td colspan="3" style="background-color:#ceeeff;border-top:1pt solid #000;padding:2px 1pt;text-align:right;vertical-align:bottom">9.5</td><td colspan="3" style="background-color:#ceeeff;padding:0 1pt"></td><td colspan="3" style="background-color:#ceeeff;border-top:1pt solid #000;padding:2px 1pt;text-align:right;vertical-align:bottom">6.2</td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Weighted-average discount rates</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">6.2 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom">%</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">5.0 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom">%</td></tr></table><div style="margin-top:12pt;text-align:justify;text-indent:36pt">The maturities of our operating lease liabilities as of September 30, 2024 were as follows:</div><div style="margin-top:12pt"><table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:65.718%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.082%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Operating Leases </td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:middle">(in thousands) </td></tr><tr><td colspan="3" style="background-color:#ceeeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Remainder of 2024</td><td style="background-color:#ceeeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#ceeeff;padding:2px 0;text-align:right;vertical-align:bottom">26,867 </td><td style="background-color:#ceeeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 19pt;text-align:left;vertical-align:bottom">2025</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">57,212 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ceeeff;padding:2px 1pt 2px 19pt;text-align:left;vertical-align:bottom">2026</td><td colspan="2" style="background-color:#ceeeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">91,993 </td><td style="background-color:#ceeeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 19pt;text-align:left;vertical-align:bottom">2027</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">84,650 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ceeeff;padding:2px 1pt 2px 19pt;text-align:left;vertical-align:bottom">2028</td><td colspan="2" style="background-color:#ceeeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">83,605 </td><td style="background-color:#ceeeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 19pt;text-align:left;vertical-align:bottom">Thereafter</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">478,266 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ceeeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Total lease payments</td><td colspan="2" style="background-color:#ceeeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">822,673 </td><td style="background-color:#ceeeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 19pt;text-align:left;vertical-align:bottom">Less: Imputed interest</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(223,450)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ceeeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Present value of lease liabilities</td><td style="background-color:#ceeeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ceeeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">599,223 </td><td style="background-color:#ceeeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table> As of September 30, 2024, we had additional operating leases that have not yet commenced for facilities with lease obligations of $36.0 million. These operating leases will commence between 2025 and 2026 with lease terms of approximately 7 years to 11 years. Cash payments included in the measurement of our operating lease liabilities were $27.4 million and $84.5 million for the three and nine months ended September 30, 2024, respectively, and $24.4 million and $72.8 million for the three and nine months ended September 30, 2023. Lease liabilities arising from obtaining operating lease right-of-use assets were $8.6 million and $44.1 million for the three and nine months ended September 30, 2024, respectively, and $16.0 million and $30.2 million

for the three and nine months ended September 30, 2023. 25300000 75900000 24800000 75400000 The weighted-average remaining lease term (in years) and discount rate related to our operating leases were as follows: <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:71.930%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.001%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.406%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.003%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">As of September 30, </td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2024</td><td colspan="3" style="border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2023</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Weighted-average remaining lease term</td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt;text-align:right;vertical-align:bottom">9.5</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt;text-align:right;vertical-align:bottom">6.2</td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Weighted-average discount rate</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">6.2 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom">%</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">5.0 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom">%</td></tr></table> P9Y6M P6Y2M12D 0.062 0.050 The maturities of our operating lease liabilities as of September 30, 2024 were as follows: <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:85.718%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.082%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Operating Leases </td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:middle">(in thousands) </td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Remainder of 2024</td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">26,867 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 10pt;text-align:left;vertical-align:bottom">2025</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">57,212 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 10pt;text-align:left;vertical-align:bottom">2026</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">91,993 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 10pt;text-align:left;vertical-align:bottom">2027</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">84,650 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 10pt;text-align:left;vertical-align:bottom">2028</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">83,685 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 10pt;text-align:left;vertical-align:bottom">Thereafter</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">470,266 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Total lease payments</td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">822,673 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 10pt;text-align:left;vertical-align:bottom">Less: Imputed interest</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(223,450) </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Present value of lease liabilities</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">599,223 </td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table> 26067000 57212000 91993000 84650000 83685000 470266000 822673000 223450000 599223000 36000000 P7Y P11Y 27400000 84500000 24400000 72800000 8600000 44100000 16000000.0 30200000 Strategic Investments We hold strategic investments primarily in privately held companies, which consist of equity securities, and to a lesser extent, debt securities. These strategic investments are primarily recorded at fair value on a non-recurring basis. The estimation of fair value for these privately held strategic investments requires the use of significant unobservable inputs, such as the issuance of new equity by the company, and as a result, we deem these assets as Level 3 financial instruments within the fair value measurement framework. The following table summarizes our strategic investments as of September 30, 2024 and December 31, 2023: <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:60.596%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:14.051%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.406%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:13.447%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom"> As of September 30, 2024 </td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-bottom:1pt solid #000;padding:2px 1pt;text-align:left;vertical-align:bottom"> As of December 31, 2023 </td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:middle">(in thousands)</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Initial cost</td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">106,052 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">106,368 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Cumulative upward adjustments</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">146,201 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">147,317 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Cumulative downward adjustments, including impairments</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(63,619)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(58,357)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 13pt;text-align:left;vertical-align:bottom">Carrying value</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">188,634 </td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">195,328 </td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table> Gains and losses recognized during the periods presented were as follows: <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:44.354%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.081%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.406%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.081%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.406%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.081%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.406%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.085%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Three Months Ended September 30,</td><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Nine Months Ended September 30,</td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2024</td><td colspan="3" style="border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-bottom:1pt solid #000;border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2023</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-bottom:1pt solid #000;border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2024</td><td colspan="3" style="border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-bottom:1pt solid #000;border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2023</td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="21" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:middle">(in thousands) </td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 10pt;text-align:left;text-indent:-9pt;vertical-align:bottom">Gains (losses) recognized on strategic investments sold during the period, net</td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">(60)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 10pt;text-align:left;text-indent:-9pt;vertical-align:bottom">Unrealized gains on strategic investments still held at the reporting date</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom"><span style="color:#000000;font-family:'Times New

1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">(270)</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">(7,137)</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">(19)</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table><div>Gains and losses recognized during the periods presented, which are included within other income (expense), net on our consolidated statements of operations, were as follows:<div style="margin-top:12pt;text-align:justify"><table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:44.354%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.081%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.406%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.081%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.406%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.085%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Three Months Ended September 30,</td><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Nine Months Ended September 30,</td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2024</td><td colspan="3" style="border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-bottom:1pt solid #000;border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2023</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-bottom:1pt solid #000;border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2024</td><td colspan="3" style="border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2023</td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="21" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:middle">(in thousands) </td></tr><tr><td colspan="3" style="background-color:#fceeff;padding:2px 1pt 2px 10pt;text-align:left;text-indent:-9pt;vertical-align:bottom">Gains (losses) recognized on publicly traded equity securities sold during the period, net</td><td style="background-color:#fceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#fceeff;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#fceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#fceeff;padding:0 1pt"></td><td style="background-color:#fceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#fceeff;padding:2px 0;text-align:right;vertical-align:bottom">(14,105)</td><td style="background-color:#fceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#fceeff;padding:0 1pt"></td><td style="background-color:#fceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#fceeff;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#fceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#fceeff;padding:0 1pt"></td><td style="background-color:#fceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#fceeff;padding:2px 0;text-align:right;vertical-align:bottom">11,046 </td><td style="background-color:#fceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 10pt;text-align:left;text-indent:-9pt;vertical-align:bottom">Unrealized gains (losses) on publicly traded equity securities still held at the reporting date, net</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(439)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(6,003)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(5,179)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(16,941)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#fceeff;padding:2px 1pt 2px 22pt;text-align:left;text-indent:-9pt;vertical-align:bottom">Gains (losses) on publicly traded equity securities, net</td><td style="background-color:#fceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#fceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">(439)</td><td style="background-color:#fceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#fceeff;padding:0 1pt"></td><td style="background-color:#fceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#fceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">20,908</td><td style="background-color:#fceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#fceeff;padding:0 1pt"></td><td style="background-color:#fceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#fceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">5,179</td><td style="background-color:#fceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#fceeff;padding:0 1pt"></td><td style="background-color:#fceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#fceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">5,895</td><td style="background-color:#fceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table><div> 0 0 -60000 0 60000 130000 334000 1685000 -372000 -400000 -7411000 -1704000 -312000 -270000 -7137000 -19000 Fair Value Measurements<div style="margin-top:6pt;text-align:justify;text-indent:36pt">Assets and liabilities measured at fair value are classified into the following categories:</div><div style="margin-top:6pt;padding-left:36pt;text-align:justify;text-indent:-18pt">•Level 1: Quoted market prices in active markets for identical assets or liabilities.</div><div style="margin-top:6pt;padding-left:36pt;text-align:justify;text-indent:-18pt">•Level 2: Observable market-based inputs or unobservable inputs that are corroborated by market data.</div><div style="margin-top:6pt;padding-left:36pt;text-align:justify;text-indent:-18pt">•Level 3: Unobservable inputs reflecting the reporting entity's own assumptions or external inputs from inactive markets.</div><div style="margin-top:12pt;text-align:justify;text-indent:36pt">We classify our cash equivalents and marketable securities within Level 1 or Level 2 because we use quoted market prices or alternative pricing sources and models utilizing observable market-based inputs to determine their fair value.</div><div style="margin-top:12pt;text-align:justify;text-indent:36pt">The following tables set forth our financial assets that are measured at fair value on a recurring basis, excluding publicly traded equity securities, as of September 30, 2024 and December 31, 2023:</div><div style="margin-top:4pt"><table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:33.596%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:9.051%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.406%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.081%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.406%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.081%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.406%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.006%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="21" style="padding:2px 1pt;text-align:center;vertical-align:bottom">September 30, 2024</td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Fair Value Hierarchy</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Cost or
Amortized Cost</td><td colspan="3" style="border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-bottom:1pt solid #000;border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Gross
Unrealized
Gains</td><td colspan="3" style="border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-bottom:1pt solid #000;border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Gross
Unrealized
Losses</td><td colspan="3" style="border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Total Estimated
Fair Value</td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="21" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:middle">(in thousands)</td></tr><tr><td colspan="3" style="background-color:#fceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Cash</td><td colspan="3" style="background-color:#fceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#fceeff;padding:0 2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#fceeff;padding:2px 0;text-align:right;vertical-align:bottom">364,221 </td><td style="background-color:#fceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#fceeff;padding:2px 1pt 2px 14.5pt;text-align:left;vertical-align:bottom">Money market funds</td><td colspan="3" style="background-color:#fceeff;padding:2px 1pt;text-align:center;vertical-align:bottom">Level 1</td><td colspan="3" style="background-color:#fceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#fceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">591,491 </td><td style="background-color:#fceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#fceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#fceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">99 </td><td style="background-color:#fceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#fceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#fceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#fceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#fceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#fceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">591,590 </td><td style="background-color:#fceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 14.5pt;text-align:left;vertical-align:bottom">U.S. government securities</td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:center;vertical-align:bottom">Level 1</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom"><span style="color:#000000;font-

family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">9,155 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">9,156 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 26.5pt;text-align:left;vertical-align:bottom">Total cash and cash equivalents</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">964,867 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">100 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">964,867 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Marketable debt securities:</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 14.5pt;text-align:left;vertical-align:bottom">U.S. government securities</td><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:center;vertical-align:bottom">Level 1</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">2,045,723 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">11,770 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(463)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">2,057,030 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 14.5pt;text-align:left;vertical-align:bottom">U.S. government agency securities</td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:center;vertical-align:bottom">Level 1</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">12,001 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">5 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(5)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">12,001 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 14.5pt;text-align:left;vertical-align:bottom">Corporate debt securities</td><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:center;vertical-align:bottom">Level 2</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">140,662 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">452 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(8)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">141,106 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 14.5pt;text-align:left;vertical-align:bottom">Commercial paper</td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:center;vertical-align:bottom">Level 2</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">8,599 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">8,599 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 26.5pt;text-align:left;vertical-align:bottom">Total marketable debt securities</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">2,206,985 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">12,227 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(476)</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">2,218,736 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Total</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">3,171,852 </td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">12,327 </td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">(476)</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">3,183,703 </td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table> <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:33.596%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:9.051%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.406%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.001%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.406%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.001%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.406%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.086%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="21" style="padding:2px 1pt;text-align:center;vertical-align:bottom">December 31, 2023</td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Fair Value Hierarchy</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Cost or
Amortized Cost</td><td colspan="3" style="border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-bottom:1pt solid #000;border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Gross
Unrealized
Gains</td><td colspan="3" style="border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-bottom:1pt solid #000;border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Gross
Unrealized
Losses</td><td colspan="3" style="border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-bottom:1pt solid #000;border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Total Estimated
Fair Value</td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:0 1pt"></td><td colspan="21" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:middle">(in thousands)</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Cash</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">584,990 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-

color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">584,990 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Cash equivalents:</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"

Gains and losses recognized during the periods presented, which are included within other income (expense), net on our consolidated statements of operations, were as follows: <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:44.354%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.081%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.406%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.081%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.406%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.085%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Three Months Ended September 30,</td><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Nine Months Ended September 30,</td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2024</td><td colspan="3" style="border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-bottom:1pt solid #000;border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2023</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2024</td><td colspan="3" style="border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-bottom:1pt solid #000;border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2023</td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="21" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:middle">(in thousands)</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 10pt;text-align:left;text-indent:-9pt;vertical-align:bottom">Gains (losses) recognized on publicly traded equity securities sold during the period, net</td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">—</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">(14,105)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">—</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">11,046</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 10pt;text-align:left;text-indent:-9pt;vertical-align:bottom">Unrealized gains (losses) on publicly traded equity securities still held at the reporting date, net</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(439)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(6,803)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(5,179)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(16,941)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 22pt;text-align:left;text-indent:-9pt;vertical-align:bottom">Gains (losses) on publicly traded equity securities, net</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">(439)</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">(20,908)</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">(5,179)</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">(5,895)</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table> We carry the Convertible Notes at face value less the unamortized debt issuance costs on our consolidated balance sheets and present the fair value for disclosure purposes only. As of September 30, 2024, the fair value of the 2025 Notes, the 2026 Notes, the 2027 Notes, the 2028 Notes, and the 2030 Notes was $34.7 million, $240.9 million, $985.9 million, $1,200.3 million, and $641.2 million, respectively. As of December 31, 2023, the fair value of the 2025 Notes, the 2026 Notes, the 2027 Notes, and the 2028 Notes was $300.9 million, $893.2 million, $921.5 million, and $1,181.7 million, respectively. The estimated fair value of the Convertible Notes, which are classified as Level 2 financial instruments, was determined based on the estimated or actual bid prices of the Convertible Notes in an over-the-counter market on the last business day of the period.</div> <div style="margin-top:12pt;text-align:justify;text-indent:36pt">The following tables set forth our financial assets that are measured at fair value on a recurring basis, excluding publicly traded equity securities, as of September 30, 2024 and December 31, 2023:</div><div style="margin-top:4pt"><table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:33.596%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:9.051%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.406%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.081%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.406%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.081%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.406%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.006%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="21" style="padding:2px 1pt;text-align:center;vertical-align:bottom">September 30, 2024</td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Fair Value Hierarchy</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Cost or
Amortized Cost</td><td colspan="3" style="border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-bottom:1pt solid #000;border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Gross
Unrealized
Gains</td><td colspan="3" style="border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-bottom:1pt solid #000;border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Gross
Unrealized
Losses</td><td colspan="3" style="border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-bottom:1pt solid #000;border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Total Estimated
Fair Value</td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="21" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:middle">(in thousands)</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Cash</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">364,221 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">364,221 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Cash equivalents:</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"

1pt;text-align:right;vertical-align:bottom">100 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">964,967 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Marketable debt securities:</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 14.5pt;text-align:left;vertical-align:bottom">U.S. government securities</td><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:center;vertical-align:bottom">Level 1</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">2,045,723 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">11,770 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(463)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">2,057,030 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 14.5pt;text-align:left;vertical-align:bottom">U.S. government agency securities</td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:center;vertical-align:bottom">Level 1</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">12,001 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">5 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(5)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">12,001 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 14.5pt;text-align:left;vertical-align:bottom">Corporate debt securities</td><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:center;vertical-align:bottom">Level 2</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">140,662 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">452 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(8)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">141,106 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 14.5pt;text-align:left;vertical-align:bottom">Commercial paper</td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:center;vertical-align:bottom">Level 2</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">8,599 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 26.5pt;text-align:left;vertical-align:bottom">Total marketable debt securities</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">2,206,985 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">12,227 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(476)</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">2,218,736 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Total</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">3,171,852 </td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">12,327 </td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom">(476)</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">3,183,703 </td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table> <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:33.596%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:9.051%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.406%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.081%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.406%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.081%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.406%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.086%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="21" style="padding:2px 1pt;text-align:center;vertical-align:bottom">December 31, 2023</td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Fair Value Hierarchy</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Cost or
Amortized Cost</td><td colspan="3" style="border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-bottom:1pt solid #000;border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Gross
Unrealized
Gains</td><td colspan="3" style="border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-bottom:1pt solid #000;border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Gross
Unrealized
Losses</td><td colspan="3" style="border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-bottom:1pt solid #000;border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Total Estimated
Fair Value</td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:0 1pt"></td><td colspan="21" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:middle">(in thousands)</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Cash</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">584,990 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Cash equivalents:</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 14.5pt;text-align:left;vertical-align:bottom">Money market funds</td><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:center;vertical-align:bottom">Level 1</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1,195,410 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td

colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1,195,410 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 26.5pt;text-align:left;vertical-align:bottom">Total cash and cash equivalents</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1,780,400 </td><td style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1,780,400 </td><td style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 14.5pt;text-align:left;vertical-align:bottom">Marketable debt securities:</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 14.5pt;text-align:left;vertical-align:bottom">U.S. government securities</td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:center;vertical-align:bottom">Level 1</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1,295,918 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">894 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(3,919) </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1,292,893 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 14.5pt;text-align:left;vertical-align:bottom">U.S. government agency securities</td><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:center;vertical-align:bottom">Level 1</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">138,420 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">31 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(108)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">138,263 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 14.5pt;text-align:left;vertical-align:bottom">Corporate debt securities</td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:center;vertical-align:bottom">Level 2</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">234,336 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">577 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(99)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">234,814 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 14.5pt;text-align:left;vertical-align:bottom">Commercial paper</td><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:center;vertical-align:bottom">Level 2</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">65,380 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">65,380 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 14.5pt;text-align:left;vertical-align:bottom">Certificates of deposit</td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:center;vertical-align:bottom">Level 2</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">18,725 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">18,725 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 26.5pt;text-align:left;vertical-align:bottom">Total marketable debt securities</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1,752,779 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1,502 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(4,206)</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1,750,075 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Total</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">3,533,179 </td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">1,502 </td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">(4,206)</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman';font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">3,530,475 </td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table> 364221000 364221000 591491000 99000 591590000 9155000 1000 9156000 964867000 100000 964967000 2045723000 11770000 463000 2057030000 12001000 5000 5000 12001000 140662000 452000 8000 141106000 8599000 0 0 8599000 2206985000 12227000 476000 2218736000 3171852000 12327000 476000 3183703000 584990000 584990000 1195410000 1195410000 1780400000 1780400000 1295918000 894000 3919000 1292893000 138420000 31000 188000 138263000 234336000 577000 99000 234814000 65380000 0 0 65380000 18725000 0 0 18725000 1752779000 1502000 4206000 1750075000 3533179000 1502000 4206000 3530475000 1100000000 2200000000 P5Y 8400000 13600000 0 -14105000 0 11046000 -439000 -6803000 -5179000 -16941000 -439000 -20908000 -5179000 -5895000 34700000 240900000 985900000 1200300000 641200000 300900000 893200000 921500000 1181700000 Income Taxes Our tax provision for interim periods is determined using an estimate of our annual effective tax rate, adjusted for discrete items arising in that quarter. Our effective tax rate differs from the U.S. statutory tax rate primarily due to valuation allowances on our deferred tax assets as it is more likely than not that some or all of our deferred tax assets will not be realized. Income tax expense was $0.3 million and $20.5 million for the three and nine months ended September 30, 2024, respectively, and $5.8 million and $24.8 million for the three and nine months ended September 30, 2023. 8300000 20500000 5800000 24800000 Accumulated Other Comprehensive Income (Loss) The table below presents the changes in accumulated other comprehensive income (loss) ("AOCI") by component and the reclassifications out of AOCI: <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:58.142%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.081%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.406%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.081%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.406%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.004%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="15" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Changes in Accumulated Other Comprehensive Income (Loss) by Component </td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Marketable
Securities</td><td colspan="3" style="border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-bottom:1pt solid #000;border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Foreign Currency
Translation</td><td colspan="3" style="border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-bottom:1pt solid #000;border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Total </td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="15" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:middle">(in thousands) </td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-

align:bottom">Balance at December 31, 2023</td><td style="background-color:#ceeeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ceeeff;padding:2px 0;text-align:right;vertical-align:bottom">(2,860)</td><td style="background-color:#ceeeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ceeeff;padding:0 1pt"></td><td style="background-color:#ceeeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ceeeff;padding:2px 0;text-align:right;vertical-align:bottom">9,991 </td><td style="background-color:#ceeeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ceeeff;padding:0 1pt"></td><td style="background-color:#ceeeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ceeeff;padding:2px 0;text-align:right;vertical-align:bottom">7,131 </td><td style="background-color:#ceeeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Other comprehensive income (loss) before reclassifications</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">14,760 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">7,153 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">21,913 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ceeeff;padding:2px 1pt;text-align:left;vertical-align:bottom"><div>Amounts reclassified from AOCI (1)</div></td><td colspan="2" style="background-color:#ceeeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(205)</td><td style="background-color:#ceeeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ceeeff;padding:0 1pt"></td><td colspan="2" style="background-color:#ceeeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ceeeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ceeeff;padding:0 1pt"></td><td colspan="2" style="background-color:#ceeeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(205)</td><td style="background-color:#ceeeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Net current period other comprehensive income (loss)</td><td colspan="2" style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">14,555 </td><td style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">7,153 </td><td style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">21,708 </td><td style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ceeeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Balance at September 30, 2024</td><td style="background-color:#ceeeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ceeeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">11,695 </td><td style="background-color:#ceeeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ceeeff;padding:0 1pt"></td><td style="background-color:#ceeeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ceeeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">17,144 </td><td style="background-color:#ceeeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ceeeff;padding:0 1pt"></td><td style="background-color:#ceeeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#ceeeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">20,839 </td><td style="background-color:#ceeeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table> (1)Realized gains and losses on marketable securities are reclassified from AOCI into other income (expense), net in our consolidated statements of operations. -2860000 9991000 7131000 14760000 7153000 21913000 205000 0 205000 14555000 7153000 21708000 11695000 17144000 20839000 Long-lived Assets The following table lists long-lived assets by geographic area, which includes property and equipment, net and operating lease right-of-use assets: <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:60.596%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:14.051%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.406%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:13.447%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom"> As of September 30, 2024 </td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-bottom:1pt solid #000;padding:2px 1pt;text-align:left;vertical-align:bottom"> As of December 31, 2023 </td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="border-bottom:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:middle">(in thousands)</td></tr><tr><td colspan="3" style="background-color:#ceeeff;padding:2px 1pt;text-align:left;vertical-align:bottom">United States</td><td style="background-color:#ceeeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ceeeff;padding:2px 0;text-align:right;vertical-align:bottom">665,472 </td><td style="background-color:#ceeeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ceeeff;padding:0 1pt"></td><td style="background-color:#ceeeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ceeeff;padding:2px 0;text-align:right;vertical-align:bottom">646,546 </td><td style="background-color:#ceeeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-

color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">United Kingdom</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">245,832 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">218,326 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom"> Rest of world (1) </td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">72,052 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">62,316 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 13pt;text-align:left;vertical-align:bottom">Total long-lived assets, net</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">983,356 </td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">927,188 </td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table> (1)No individual country other than the United States and the United Kingdom exceeded 10% of our total long-lived assets for any period presented. The following table lists long-lived assets by geographic area, which includes property and equipment, net and operating lease right-of-use assets: <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:68.596%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:14.051%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.406%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:13.447%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom"> As of September 30, 2024 </td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-bottom:1pt solid #000;padding:2px 1pt;text-align:left;vertical-align:bottom"> As of December 31, 2023 </td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:middle">(in thousands)</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">United States</td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">665,472 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">646,546 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">United Kingdom</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">245,832 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">218,326 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom"> Rest of world (1) </td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">72,052 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">62,316 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 13pt;text-align:left;vertical-align:bottom">Total long-lived assets, net</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">983,356 </td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">927,188 </td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table> (1)No individual country other than the United States and the United Kingdom exceeded 10% of our total long-lived assets for any period presented. 665472000 646546000 245832000 218326000 72052000 62316000 983356000 927188000 Restructuring 2024 Restructuring In the first quarter of 2024, we announced a plan to reduce hierarchy and concentrate our team members in major hub locations to support in-person collaboration, resulting in the reduction of our global headcount by approximately 10%. We completed the 2024 restructuring in the second quarter of 2024. The following table summarizes the 2024 restructuring charges included in our consolidated statement of operations for the nine months ended September 30, 2024: <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:48.596%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.021%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.406%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.021%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.406%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.023%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="21" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Nine Months Ended September 30, 2024</td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:left;vertical-align:bottom"> Severance and Related Charges (1) </td><td colspan="3" style="border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-bottom:1pt solid #000;border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Stock-Based Compensation Expense</td><td colspan="3" style="border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-bottom:1pt solid #000;border-top:1pt solid #000;padding:2px 1pt;text-align:left;vertical-align:bottom"> Other (2) </td><td colspan="3" style="border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-bottom:1pt solid #000;border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Total</td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="21" style="border-top:1pt solid #000000;padding:2px 1pt;text-align:left;vertical-align:middle"> (in thousands) </td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Cost of revenue</td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">932 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">189 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">1,121 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Research and development</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">30,845 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">4,801 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">3,201 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">30,847 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Sales and marketing</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">15,755 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">4,176 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">19,931 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">General and administrative</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">7,786 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">236 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">2,236 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">10,258 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 13pt;text-align:left;vertical-align:bottom">Total</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-

height:100%">55,318 </td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">9,402 </td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">5,437 </td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">70,157 </td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table> (1)Severance and related charges include cash severance expenses and other termination benefits. The majority of cash paid for the restructuring was related to severance and benefits. (2)Other primarily includes intangible asset amortization and depreciation expense. The liabilities related to the 2024 restructuring were immaterial as of September 30, 2024. AR Enterprise Strategic Review In the third quarter of 2023, we initiated the wind down of our AR Enterprise business, which included a reduction of our global employee headcount by approximately 3%. We substantially completed the program in the fourth quarter of 2023. For the three months ended September 30, 2023, we recognized $18.6 million of pre-tax restructuring charges. The charges primarily include cash severance and stock-based compensation expense recorded in sales and marketing expenses in our consolidated statement of operations.</div> 0.10 <div style="margin-top:6pt;text-align:justify;text-indent:36pt">The following table summarizes the 2024 restructuring charges included in our consolidated statement of operations for the nine months ended September 30, 2024:</div><div style="margin-top:12pt"><table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:48.596%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.021%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.406%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.021%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.406%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.021%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.406%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.023%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="21" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Nine Months Ended September 30, 2024</td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:left;vertical-align:bottom"><div style="text-align:center">Severance and Related Charges (1)</div></td><td colspan="3" style="border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-bottom:1pt solid #000;border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Stock-Based Compensation Expense</td><td colspan="3" style="border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-bottom:1pt solid #000;border-top:1pt solid #000;padding:2px 1pt;text-align:left;vertical-align:bottom"><div style="text-align:center">Other (2)</div></td><td colspan="3" style="border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-bottom:1pt solid #000;border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Total</td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="21" style="border-top:1pt solid #000000;padding:2px 1pt;text-align:left;vertical-align:middle"><div style="text-align:center">(in thousands)</div></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Cost of revenue</td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">932 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">189 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">1,121 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Research and development</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">30,845 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">4,801 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">3,201 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">38,047 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Sales and marketing</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">15,755 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">4,176 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">19,931 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">General and administrative</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">7,786 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">236 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">2,236 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">10,250 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 13pt;text-align:left;vertical-align:bottom">Total</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">55,318 </td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">9,402 </td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">5,437 </td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">70,157 </td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table> (1)Severance and related charges include cash severance expenses and other termination benefits. The majority of cash paid for the restructuring was related to severance and benefits. (2)Other primarily includes intangible asset amortization and depreciation expense. 932000 189000 0 1121000 30845000 4801000 3201000 38047000 15755000 4176000 0 19931000 7786000 236000 2236000 10258000 55318000 9402000 5437000 70157000 0.03 18600000 Subsequent Events In October 2024, our board of directors authorized a stock repurchase program of up to $500 million of our Class A common stock. Repurchases of Class A common stock may be made from time to time, either through open market transactions (including pre-set trading plans) or through other transactions in accordance with applicable securities laws. Repurchases have been authorized for the next 12 months but the program may be initiated, modified, suspended, or terminated at any time during such period. 500000000 false false During the quarter ended September 30, 2024, our directors and officers (as defined in Rule 16a-1(f) under the Exchange Act) adopted or terminated the contracts, instructions, or written plans for the purchase or sale of our securities set forth in the table below: <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:32.081%"></td><td style="width:0.1%"></td><td style="width:0.406%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:9.657%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.406%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.687%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.406%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:7.536%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.406%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.263%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.406%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.146%"></td><td style="width:0.1%"></td></tr><tr><td colspan="33" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Type of Trading Arrangement</td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Name and Position</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Date</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Action</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Rule 10b5-1*</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Expiration Date</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Total Shares of Class A Common Stock to be Sold</td></tr><tr><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt;text-align:left;vertical-align:middle"> Chief Financial Officer </td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:middle">8/15/2024</td>

<td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt;text-align:left;vertical-align:middle"> Adoption (1) </td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt;text-align:left;vertical-align:middle"> X </td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:middle">7/14/2026</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt;text-align:left;vertical-align:middle"> (2) </td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:middle"> Eric Young Senior Vice President of Engineering </td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:center;vertical-align:middle">8/21/2024</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:middle"> Adoption </td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:middle"> X </td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:center;vertical-align:middle">11/18/2025</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:middle"> Up to 550,000 </td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:middle"> Rebecca Morrow Chief Accounting Officer </td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:center;vertical-align:middle">9/4/2024</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:middle"> Termination (3) </td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:middle"> X </td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:center;vertical-align:middle">6/10/2025</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:middle"> (4) </td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:middle"> Rebecca Morrow Chief Accounting Officer </td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:center;vertical-align:middle">9/4/2024</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:middle"> Adoption </td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:middle"> X </td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:center;vertical-align:middle">9/10/2025</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:middle"> (5) </td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:middle"> Evan Spiegel Co-Founder, Chief Executive Officer, and Director </td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:center;vertical-align:middle">9/10/2024</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:middle"> Adoption </td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:middle"> X </td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:center;vertical-align:middle">3/10/2026</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:middle"> Up to 7,000,000 </td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr></table> * Contract, instruction, or written plan intended to satisfy the affirmative defense conditions of Rule 10b5-1(c) under the Exchange Act.
 (1)Plan adopted in accordance with Rule 10b5-1(c)(1)(ii)(D)(2). (2)The plan provides that no sales will occur, other than for tax withholding, if at the time of the planned sales, the fair market value of Mr. Andersen's fully vested holdings is less than a multiple of his base salary on the adoption date equal to the number of years he has served with the company (the "plan's holding target"). On the adoption date, the plan's holding target is at least six times his base salary, given his hiring in July 2018, and will increase to seven times and eight times his base salary as of July 2025 and July 2026, respectively. As of the adoption date, it is not yet determinable how many shares of Class A Common Stock will be sold or accumulated through vesting over time, as it depends in part on the trading activity in his current 10b5-1 plan that expires on February 20, 2025, the stock price at various future dates, and the passage of time which will increase the plan's holding target, among other factors. However, regardless of the number of shares of Mr. Andersen's holdings that are potentially available for sale, other than for tax withholding, only shares in excess of the plan's holding target, which increases from $6 million to $8 million over time, may be sold. (3)Represents the termination of a written plan intended to satisfy the affirmative defense conditions of Rule 10b5-1(c) adopted on June 6, 2024. (4)Trading arrangement provided for the sale of a number of shares of Class A common stock held by Ms. Morrow with a value equal to up to $600,000. (5)Trading arrangement provides for the sale of a number of shares of Class A Common Stock held by Ms. Morrow with a value equal to up to $700,000. Derek Andersen Chief Financial Officer 8/15/2024 true 7/14/2026 Eric Young Senior Vice President of Engineering 8/21/2024 true 11/18/2025 550000 Rebecca Morrow Chief Accounting Officer 9/4/2024 true 9/4/2024 true 9/10/2025 Evan Spiegel Co-Founder, Chief Executive Officer, and Director 9/10/2024 true 3/10/2026 7000000

–"

\(G2*@_HIZEZWLJ>10*F5M[^CA./+2<,2B./%&8K@IZ"; WJS@& M9LJ2,6Q*61@$7H@<'*.1EXXF;>CA 0%&4SS%:)A3ZQ4V\B)4A3,VG0;>)!BW MQ_H@Z@9NX: T2A+[C!L+19%"YEG.SB452T2JO\PWB"0R&A+M^Q1/0S=$,&A M-:DT-?'K#.% OUBW?>E$+OAT[2>ZE.)R!P?#,D4VF/U*5!L)G<1CZ88>R?[VC7"-R:TEW M46S77^=W]FC_V O9<,_M>2W4TOY'@"(FF\JX%^E^MO\;8N;>OG?B[C^,W[E: MHA:R4BR@&J!L#MR5N!L86=MW\;DT>+.WCRO!D?\D@/6%E*8;T ;]GS.W_P!0 M2P,$% @ 1)U=6;/\?C!D P PP< !D !X;"]W:W)K&ULG551C]LV#/XKA'?H4V G=N[:79, R:7#5J#8H;=U#T4?9)NV MA;)*YH ML!4N-AUJ,JF,;86GI:T3UUD497!J59+.YS=)*Z2.-JNP=V\W*]-[)37>6W!] MVPI[V*$RPSI:1*>-=[)N/&\DFU4G:GO_W=W:VF53"BE;%$[:318K-;1=G&[M6[)],'@O<7!GW\!**/H% ,1C<]'S&@*R8[G MWR?TWX)VTI(+AW=&_2-+WZRC%Q&46(E>^7=F^!V/>]X9KS#*A5\8CK:S"(K> M>=,>G8E!* 7X+_;'//R(0WIT2/O,5!@^4IXL5E9,X!E;T+CCR U>!,YJ;DH M#][2J20_O]GUCG:<@VWQN9=.;I\ B^;=&8!+_N>SCO3YE(+UCF#K7/4 M]V229R!T"6^.U![>H_:]11BKSRWT89L[:ZF1/E[*T$A@>9D 7ZY;UXD"UQ'=M'H?V"T:.9[\L;N8OGY"WG.0MGT+ \3+^! R7('N\0RD!WR <4%A +CF\P@+; M'"UDBU"TC%)9UQ9KX1&ZWA8-W1THR%N6:.=\TDR! !12G <8A(.KYUF\H)Y7 M*A1F:&310&& MU$R2P-MQ3SJ2NH5/"\TR?@<>BT4:9^C!V/X]1.BEP M1/ *M#4]70N+H7\U!7('C;;FS%E4)V47HSSBD[-:H>2_M*RL:8/^RWW ?%A5 M2YJ_848'II A[J-T?I.FD!%M/(WKLJ=G@$^X][S8<_TZX]#%EVYAJ.TXF+^:C\ ;6T&9(D4**W*=Q\^O([#CDS$NO.G"F,Z- MIZ$?/AMZ9=&R 9U7QOC3@@-,[;F/U!+ P04 " !$G5U9,<$QH58$!W M"@ &0'AL+W=O:!FV=95(EZ3K>+]^(&4K3NIXNVXO$DD! M'X"/ (3A1NDO9HEHX;&II1D%2VM7E_V^*9?8"--3*Y3T9:YT(RQM[:)O5AK% MS"LU=3\,PT& $94,QD- _=J/'0[6V=27Q1H-9-XW0VRNLU6841,'^X+9:+*T[MZ(^*[' .[2_K6XT[?H=RJQJ4)I*2= X'P63Z/(JX/<*-^9@#2Z2J5)? MW.;C:!2$SB&LL:0.0=#K&[[%NG9 Y.;7'6:0F72*A^L]^GL?,\4R%0;?JOIS M-:/+49 ',,.Y6-?V5FU^QET]J<,K56W\$S:M;,H#*-?&]F:G3!XTE6S?XF'' MPX%"'KZ@$,\48N]W:\A[>2VL& ^UVH!VTH3F%CY4KTW.5=)=RIW5]+4B/3O^ MH-1L4]4U"#F#C](*N:BF-<+$&+1FV+=DPTGVRQW>58L7OX!7P"X:H'/&00AW%R H]W 7./QW\H8+BN3%DKL]8(?TRF MQFI*FS^/T=!:28Y;<:5T:5:BQ%% M6)0?\-@ /I5- C?G(@AZ6)(3]'_P*6= MQ#ON[3\0=;]$*)=TB8J"=9MA=:;2BY -&HM+:@Y+/8@U#Z\C"33T+0I@BY% M@"[88C-%W=TR:)#H%X:4:FH:YA(Z7\Z]*:4VY)2Y@"M1"UEZ63)VC>4.*/) M',X@8H,B8GF2]#'C!>.9D8A8GMX05$&8M(YU>*2G>,#E@8AG#N7O?=Z:VRHJ9D><[.&?!!Q)(T7^__OPWOA 3])RT_OC)\<>.P9CRCVJ.C8(.PI^#AE69@>$)1W M!$4%"XOB@GQE<98<)RAE>99ZF)/D%"SA+3GD013G[?T-&\Y3!JE;?57FZS$ MT_<(&TK:LXCW"OI_U+7_%5)%GR59+^U.]N5IEQK1? \WA=E6==Z19=;LU(@WS<=P?*ZC1SNQ22B*641K0> M^.R@3*-UYF0B$J9U#@GC"7=-=F\\9V&>[+*D*XUC_Y+^P3#0H%[XD<>U(&K) M[5S0G793U:0=)A[%VY'LD]"+2AJH<4ZJ82]+]#MF--NK%KYT6*]+ TJ?KFD MR1"U$Z#O&ULU5Q;<^,VLOXK+*]WRZZB:9(B M*6IN5[Z_7S=$J(HVQD[LS,OMD0" MC49?OFXT +VZ+:L/]4:(QQJXS8OZ]V4.U'@$:JLMDF# MK]7ZLMY5(LFXTS:_]%TWNMPFLCAY\XJ?_5RI>56V32X+\7-EU>UVFU1WWXB\ MO'U]XIUT#]

[+]:.A!Y=O7NV2M;@6S;^[GRM\N^RI9(KBE]6A56)U>N3*^ %_M-P&UYP;_DN*V-CY;-)-E67Z@+S]DKT]<8DCD(FV(0H)_-^*MR',B!#9^US1/M^B&IH_FYH_X=SQUS62:U>%OFO\FLV;P^B4^L3*R2-F_>E[??"SV?D.BE95[S M7^M6M?7G)U;:UDVYU9W!P586ZG_R4"IJEW^DU\+Z ML2R:36W]OUEOR^)&5(U3YU8UL6G)Y#+]L[T15TVSK-@$?:/[^!0->$%Q9+8Q73>M:I&TE>:97*7/K M+68SVTI]3$"0C>]QMM^\X\ZQ?D$30P68<2WK!IU)8M9IM":>$W8SLYD*FF;D0WW?M*R;FE60)O7&:FN2LB$L(IPFNYV@!GEN 4V*.N'0M4EMGILF^5:W>4JM?C%:]%6? I:;F 984%-74)KD!\Y YG.8_BAO)3EPWD"^B M.KAJ:W8 l!?P!HYP0Z.*M+<5S:8\5 .1:D$!ABPRGC:^M0#Q-(D*1JL94725' Z%X\M *V0&.<2G6LBB(YC3.UCU M=@EW\Y0^+5ASHCB$*EPG=/]J[?#Z#ET/F$7P):LH%:0Q!;QKBUS4-3*#3D>9 MC2\9H1D^ 5XTXC H(/RGF!P+M_,)"><7U;8F"R=*Y&;P(K)^":E92(8PRC- MW[;J#5ZR[Y5M9;W-$S!UA<;;+1A&$_,#<)/5]2=,F]"!!)>B3YQQ" N.AE ME\WP@V0 $<6:RI2T3(/0<>,@,JA/46:AGWJVZ[J3CG[HY# !\7L+",Z%X;D' M;("8\DAX0U5^E-"A@'V<^K[CQ3PJ,W;?K)42QE/#^##4?T,.-+A*D9!. LK^MC<\$F2I<=9%,W/ C0%,FZK222V4/"D$[P%D3Z!:=+PV3=]S?X$(P.F58BC#K M#S.=62Y(R>HVM[?=XG,S C0 P>< M"=XKH$1NT<<5\@S*)1"50BJ1,Y@0=+9J@"#F$Z*IO'.I)X4=-N0GY;LC)Q# M].9Q3/D#$Q!B+HB"-P-(:%8.+ T/R0XU#K*B^HZ^RZ(C]6;)7:VQ9^!941"4 M1)!-(1#VXSP<_*C'4AC(L\O:>DK2G7AMTC>TX5C?EWDV':;)Y#3<]*8V,C2@ MEVDLC7Y6]E-2D/:=6%8M^8>&39N$M,6:1>YR!0M'O+\F>X71#5G2JD12%.X33MNH<%[B M2TZW(!BCT3XU6*^.2CVWQOM!\R(5_# EJ,N2BK+,BGP7$(3D*&E8+@D[]6 \ MAI$:SCB%C".=XY5(+ 72-818*X(E\]UIQ^D",&,V#-,D3Z85)QODP Y0]VUI(Z1B2X:% M2;8G&+D%H$@5. =S5,#;@O>!LCUH+Z5D]58%+88EQ.JJROY36&V7RXYFWZWP MC.G7E! AF2,(55GU+5:OU"WPI=7>&DG\84N/52)HR926[>B=2 MM7I#C@:]$C\]; #O63T;,/,2RB9!I9FFF(F"L,G] "P*=LS^L#$Y/97.G,\?C MJ'Z[*7M4'[V:D&8"PA_$!3IA)BO ,"U%&\]RX!]K85N'T?_AA(93T4$5DZQWI'M6I516L&CE!L7F,EG*G*QG M"_FJU1C6692Q]BL_6@VRNHO2*CD.TEHJHT+ 2O#:J.ZEM90KR$DM.HAI6&JY M+J3Z3@:;#U1-_'P+R6<\E(MZ[\)C_Y$UHP?K0EAXN^#I*64A\+A?%NJ8_LOE MH3]6@N@EJTH0GC/S.CG*16(L82^Y"I$+YO/786X%KO&+$/XXS*$YX>'=8B> M7;,. :5H(O%GJ43LR>SKJD1X+((G5R(Z$3O3)2*.G%GPV$K$)YO0!!G;OM+0.0(:E"0,C[2OF|[\OPYD++4=6"'K"O,+.,^%2TGH^O:/XUH/5\ MA-9N^!G1>OYEH_7\$]!:NVA6\GI|"32%[ZS;/*F&L8@"F>2P[!Q.;IGD&B$A M$2)!B9@PX+!7D*!"CP6>!Y?G7"\N>X[N! W18GC\K+,<+!TCX++"L(;D^ M]/-'EF:#QR!R.('([O,A\I/3YW ,-^'7 ,CA'B#'<>Q$?^H.WEA$7S0BA_^E M_'FTB^>.T^?)[#F' ME?!Y]QT])WKTON.?#BOA(\-*O*8W>TQ8B8RPTJY;WA7O%L\75_SHR:E^-(;- MZ&N(+-$HU?<^9ZH??=F!)?HO!981-A\$EOE48(D. HMV%$4D>GIL>3C]C[Y> MG)XY<1![3\?IZ+G/AX"I/PNGHT?@M#:BQT(U$;3>]R9V4$]?.'YYD\"@VKI# M1DR[$.NRD?HLQ0 L)I#L'<\\V#D9$@88C#E1$TKU*3T=*++1MLKH *"+I+$1$>7S?SFU6RO!):08GO6V*\!&AQZ.'C4_E=?JD#.VSC[*?9S"N;.XM/,.8P)L_EP?O/9C< M2.#%SNSQIM8I_+B_4GJOORU()YI*WFSE<+XM,^1 QEX==>J$A%:O*Z@G#-8Z,Z/7)R'J5^_KNQJ0SL@&*1HE%I.I1Y]VT#YSM'RH/]SKU&;Z'R%6LERU<);_K3Y7MVQ-635L)W&6&IXBDR*QDQU&?`!ZU9X; 7UA73&/;:NGL=^L6W M6/VJYX.L3_W3OQK,5@6WW'XH=/Q6];Q.TSW+?1\1U.Z4EG(TWJ?,;0#H*&- M^MPTEU-K%ME^X.+#6: X5]^IA8W/ A-^_&!AS\/ M.IO[_CE_^%<]B.XA]ZVQF!RZ>O[/0=F/7+"5[MA>ZG'&=A7;HS<_I21"@ MV\Q\-[<]+U#O?#N.(W.3T+-#5S=;V%',)(*%;\^\F?G.\^S8=?EE'-N^ZYJGM%.;=0'YL1PO.*3\[EOA_&_9R8=/(Y<#MWPUJS6/('55$'&0^!ZGSNY(.0GW@9G1"C"L(722[AUN5>FX%\BUUOI2R4,1JXLP\JA7_MAB7M/C9T/ KTMMI_)15KX&SOQ4KPZIYSY?ED>%QA70ZE8'I&H-2+@BLN;E"2 M#5-4>=YPICX32+!SA-%C9]1:(/P\XVDK2+DX4#1,9'5N?' KO"\-3%O!2D=6E>"1J*QZJF MUR'RD4DXA#K*BS7"I$E+)7:#'I';;KAS-Y7\(/85=U1&6UE5"L;W!E'@JP[H M5C3/4MU5&%]NFH1%G:L?&U*M91H5[!4VMG2X'UT+M>B4>=M=$C4J D?/U"_ % M7:D-8ES8@[QW_:'WSIHY1Z,=-:/UTAE _1*I[]HB\O7]VO54X/OOV!45$W:=K;2Z>5#)%)EIV59E MH@^N_0!*L$;HH,/%%\;>S(.=<=B^,+_0PHW8S62U_YX<8W5(]?QW9X+6AAT&V_#5DPE;LK\AF\F*;JKCJJYT30:<;KHE_/%#@T\ M=-_\MM9G[9?GO)6N_#>83AZP'D:_=:&NANEY$LHOA:%]#@#U)M/47'*]5<[96L\07<7X:"7XGJQ%/W+L1W^=(-OUYXT@4 59-]R MS9?B&3KAK9QZ]G<]M/Z'/5]C=H5()]^OX<@N>O0"H2C>W2[1MH*GNO"G_Y9@BDB.2=[(8.J MU:!\;72I>@RR7";%!VZE]2OL;K)T;=SN+IOJD8PK7J1]708>UNQEM_#%2&W# M #E<._N/]$I+6PH,W[4TQHY<.,EKOLK3Z!*BI78X.3Y*5;);B>Y,.5T[43K+M$JEN5%;);='C3U=!T\2/ Y%"BTU"*60XG(?J=R=*58$% M'N%$N+/\"<'O:+LKGON=1NRI?',G:G?/+DT?H!F*ZHU_\Q.K7)I]5LT_=/^EWRN MU

_8#,W5SP#]F%1KDFDN5NA*YGQB5>]G=='27IMSQS]DLRZ8IM_QQ(V#E%37 M^U6)_$%_H0'ZWS=Z_]02P,$% @ 1)U=62"(QHN!P ^1 !D !X
M;"]W;W)K&ULI5C;GIZ3Y]3D_+EPAM4#&WK0['6W+^<+4X7XP/2K*]O&#]?5EKW?T MCM(O_=N N_7DQ=B6NFA]IP)MKQ8WYZ]N+]A>#'ZU=(BS:\695-[?\\UK<[4X MXX#
(49W8@\;/GN[(.7:$,/XG.N_?6I.9]\6*A M#&UU=NDG?_B!AGR>L[_:NRC_JT.Q?;Y9]#K'Y-MA,2)H;5=^]8WQ=WF(^Y>]C=PT$3U76?(/%R_1FA3 M?)LQOMO-)OV^HWZEGITMU>9L<_$)?
\^F?)^)OV?_)5_UK8VU\S$'4K_=5#$% MD.;WIU HFUP\O0D+Z57L=4U7"R@E4MC3XOJ+S\Z _OOF$RE<3"E$=IU.9%3R M*C7PX2-OH/O6^1R4 6UA[&N*8$?"IP/Z =+B<9C1< 6;9]E$8-
I88JW41T@ M9OYU!%TN)1!L+>L,[=%P>]SM=4@=A4?NQJ16)2NC/G^^NE"5=8Y[A>WF-KP% M@@45$[45UH]\7,Z2-)D@W=1@:6H @CJ2#G"/WJ&T,99[$ R8%B.TM+P3P)'
M+A'V/_I$ZB6#O*@@E^B=-0+ ?1DQKIAN?0:NP(#OBG?= MP1A:ZHB*@! J&K+X0JDVD4OR<*:%#\/"_](&8)ZT!PY"SJ-4:.*#N?3I%6 M.X'AZY#S0G]E"?2I'!C4CC#^RV3%XJS\\"HN!2_I^X(=$
MP#"BV'N&[BUUAO-YHQ,@B^]U!V+L"^U N?,EX\6>:PH)9^ZH(K_=0A:A1&R0 M=PT5L4+0RCK=,7+Ü,#3#%L0&U-;G M 5\(NG0ZT'@$4M(5&]!+X&4I1*'=8+*W.P^(HSNNU"T@-:P[&^
$<18G/T8F M5#+QV3204)HF,3123]FQED[(;S&!H0B#L658F5&@&H]J4$4WX+]2/Y^LISH6 M"L]W %#8!>T3!0 ?:*(#E1[O]R:_0]HS3#9Z*0 M.8C[MK6@" M6@OM S$N_P=?
5FBK0*FP5"RXS_XCZ@>2C%&WO34LAD<^8(PZ'Z55U=B]G 4 M6FD(99A':DNU1ZZ>+QS\RH7M]L1S#RZGYKV<6N)R*!F-&AH@8[[S,8]QO@Q/O M![*-G)B*^RA;R:)0]% 8/K;!#_B"YW7#N<2,W]-
MYQF+P9B &&I1& VF"\Y M&G:,,)11F09AA!K(TVW@(U X5W@N;2<^@2(APE\;YE#__U&$G#%+%T3#F?S/-3\1%1/?<^L9Y^C(/Q,/KXEY8ERI?I
M]'3ZKK\IG[,G_)'@3&ULM5;;;N,V$/V5@9H6NX BR[I9 M3AT#2;I%%]A%@Z3M/A1]H*6O12PEJB05)W_?(24K3IP801?[(I'47,ZRQ8:^K*6JF:&MVDQTJY"53JD6DR@, MLTG->.,M%^[L6BT7LC."-
WBM0'=US=3#)0]Y/?>FWN[@AF\J8PXFRT7+-GB+ MYL_V6M%N,EHI>8V-YK(!A>MS[V)Z=IE8>2?P%\>MWEN#EC05E>[^5B>>Z$% MA (+8RTP>MWA%0IA#1&,?
P>;WNC2*NZO=]9_=;%3+"NF\4]*+[PTU:F7>U#B MFG7"W,CM:SC$DUI[A13:/6';RTY)N.BTD?6@3 AJWO1O=C_PL*>0AZ\H1(-"
MY'#WCAS*7YAARX626U!6FJS9A0O5:1.XWMBDW!I%7SGIF>4GI)#T8F+(ECV9 M%((/>9:\7O:(WA\^R,96&#TV)Y5/]"6$8@40[()?148.WV 80ASY$890/ M@<7.7GPT,/CI8]6-
HMS_\U*.O8GD91.V\YTRPH\]ZC@-:H[]8 _3#-PI^/ M $Q&@,DQZT>8?XL>?$&HV!U"(YO3@C4%"K82")^!;91B-0Z1@=U+12H#/4G MR#7(3M%KS0LRL>6F JGXAC=,#)H&5;T!
[UNN>+.!%9HM8N.2 JPI:9%$?PA M#6G09%#,6+%>MY":'&Y1(9Q$:1!3O0KA6H\43V9I,!]/+"I3D;N*@+KO#84) M=5]3:&L*]"(,UBM48UGX-9TBZZ1Q8/?VXV2(#_PE'R;IYA"))VMZVDL3XEH
M12,*W-LY]QBQ90O>$;,/R)1^[\R77!>R;PP0-U9#T*L$(WOJGU(VL,5LF@3- M1WT&%]JFZ3!V!XNR_A9$\R"%+(@,I9]BLR(_0AJ$]+3ATHSK%#<<]5@ISS(L M.%MQT8NPUX
>A/3[:&6H7>)2QG^6I#8-^36MB 9)9[D=9-M1)C]IE#WU7 MY%'D9[.8 &D"^+%N.YLDWI B:@/OHBCVDS1\#]>\V8FP.R8ZM(@.B3B!=#[W M2>/5W/G$"75H:;PLN?
T9'3:/)D*8V;6TH8(RU$\UH2T(F"WB-2MV'EWC]D#D M2O -LS:=[Y,XHW0.M>^*V,H<%!U']ZWO]W@Z]#@1O>>CGPEDG;6MDO>/-/.F$%WIF'5-6).]3KG)!)82&T;);*^=78/G"17X M]QDESSS-
HKWA\G]'R.?#WE%Q,UQK'\9H' MV5.@21),OP)]5%MW%5-@YM7_7UF/!UO@Q?] M)>A1O+]*?F:*_FF:6%R3:AC,4]_G&ULI599;]M&$/XK Z8()("U>.B*8PNPG;1-41=!
MW"0/11]6Y$C<9LEE=I>2G5_?F5U)86S+O5ZDO>:;F6\.SME6FT^V0G1P6ZO& MGD>5<^WI:&2+"FMA3W2+#=VLM*F%HZU9CVQK4)1>]%:C+$FFHUK()EJ<^:.W M9G&F.Z=D@V\-
V*ZNA;F[1*6WYU$;[0_>R77E^&"T.&O%&F_0O6_?&MJ-#BBE MK+&Q4C=@<'4>7:2GEV-^[Q\D+BUO36P)TNM/_'F37D>)6P0*BP<(PCZV^ 5 M*L5 9.;G'69T4,F" ?4>_0?
O. FR%!:OM/HH2U>=1 ,(2ER)3KEW>OL3[OR9 M,%ZAE?6_L UO)],(BLXZ7>^$R8):-N%?W.YXZ G,DR,"V4X@\W8'1=[*5*) MQ9G16S#\FM!XX5WUTF2<;#@H-\[0K20YMZ"U<+B6!;QI-
F@=\>WLV<@1-#\8 M%3N8RP"3'8%Y =>Z<96%UTV9Y;?R(S+I8%>VM^LR>Q+P!ML3R),8LB0;/X&7 M' S,/5Y^!,. UYTZZ.[A&5^FR[RN(IH22M?6P@48F+=8=$8Z
M_X8I=QH$*+3$$."M(O4Q5=2/]1Z>P&\5.7C$'FkP9Y/!0AM*/1 .5D(:V C5 M(7#=0Z,:[PVC&MFLN89E@ ;"(GG?']SU"S?%L(^<."0#'4D1 MFI7K1JYD(2BQND8O.1/$4B$)MITC$FQ'/(D@(ZWM1%-
XP88ZV8ZSY9V_#>S> M!=Y(0I!"2UV'R$;B#.N=K8+(9&(L_((.;5)##2C8$*X4BK61Z%\S=2E=1#!FZ MYW.-PE+V\Q-8&5$CM]/ TTHK:MY,GO,NA XNOY#'NC/'XF/9&ZICA_62@KPO
M9N_%*RQVIZD_$4_AXMC[!U9 K1#RF1*&O*TT)1WWT&:3.-DDNU6 M^70.5UW=*<$? >C:K3#$9?EGMS)]^&,)@+H_ SR6P(5*8.WX6:"9[YO-
XFHJY]6(2Y]D(#M8.@JG#QU141X_G@N6V\L"3F'*=0_7\V3Q+LY?? MK ;39-@[>-_0Q*&\DK57?UR5DT]%8J56P.H,MMHX5EW2>Y@FD.8)Y!2!-)].
M)WWLX-.1V.;_0^D@GV64$^.$O!K,XG&:TG\:SY+Q SZ/*=FS-Y!*W0#+N>!,-SG(VA;Z@R7[#I[HFP_&6YC^+PZ">,R55/+=W MK22[QCV1_@(Z*.PMAL+Y_RNA"VHCS7 M&\FRU
<'U%89;,A70,SZB<055\D)W/Q++G:-]3'GET+YQNTG M,'ORV"=^U)O..C1K/X-;@ND:%P:UP^EAS+T(T]W7YV%&OA9FS>%5N"+1Y&0V MB<'$N3-LG&[]K+?4CB9'OZQH5$?##^A^I;7;;UC!8?A?
_502P,$% @ M1)U=6:;AZ[5>" JO8 !D !X;"]W;W)K&UL MK5C;CMLX$OT5PM,8N '%UM66.MT-))VY++"9S4Z2R<-B'V2)MH1(HD-2[7B_M?D^1DGQM=S(S+[98)
(NGBJ>*1=YNA/RL"LXU^UI7C;H;%5JO;Z93E16\3M5$ MK'F#GJ60=:K1E*NI6DN>YF9274UJUYU-Z[1L1O>W1O9.WM^^5E=EP]])IMJZ M3N7V-:_$YF[DC7K!
[^6JT"28WM^NTO5_S_7']3N)UG30DI,4S31I2_#WR!UY5I @POG0Z M1\,2-"_N]?<L[$=MBQ2Q1$]:G,=7$WBDE9'^D5RL:72CV4Y/S_'#^%* &9'Z/[+5_4>%[OIZPP'68[_KA!7W! M8&E@]
7/6_JF5%DER%C%_O-JH;0$.?Y[SF:K.CROD@+F1JW3C-^.$!&*RT<^ MNO_0!V_FOKP .!P AY>T?_6_"E%]52'"]ID[.J3!=E5>H2!JGMF)REFBUI MZJ.9FDK.LBI5JER6Z"P;+9@N.%N*"I%=-
BN6I9QO4(2.& ;C#[OSUZR?)_M7'COAVO[%1K3$/F?D6K6LLRP5-F'92=7T"99FO>F:452RU"R/8 3HZ4^S?L M7PMR?KJH>D4O*%()Y+JU\]M&[.9T8EW 0F.6D%(LA$P)X6+;@\P14,>+!3?L
MXQE52"4FS\ +Y!/)UT*:%FFBMZ3#F[\$DDU#1K7UFG*20<:_:BX;&-NI6DI1 MX_O0+Q/V:?#^EHE6PMFJ8Q+6V)WS&[2-MK1!ICB62OMAFY*7<#3W5;0FIWC MV()G::LXVW!&?U^_[1&&IY6!:
"1E Q3 $'=9EF1\TJQ5F,'_D>=XO)^@#DY MATKD,T[^ L=V1)NP#P>L,N8HV*.)'+HPUB_AH"8K=Q09IO()M(!@&V!3R0I M!9Q2.?!]5K4Y"=;MHBJS:LN0"Y"_C&?
U=L\+#E9B8LF0EC2O%UP.NFR-]0<8_]T(5]% MM=0U>Z#-OV+!+'1\W\.7(9C_\N"K[WTX8LH-96H^L'S90N5 CBCQG#*Q6)(_MFD@4)2[[.'D_82OO""I0_MAG6#\[<;PHPG_E=JSSAA#6'+5"7,3
(UG<^:Y M[FXF9 ED;W>,SOEB?]&;;P'D.VX8.7,_8)[GS.SX)K$T=QO@U.C4(@T MV?:<*@^37#B(C:/KOO$@Y-JDC6-P0X1YH>0,9CX+(Y^-8TP,/<=S9YA9ÜUP: M!J_3-=^%9 Q?[WS?
_UNI=63]I$M@E^_.G"2."*#OSV'N?$;F^_E[LS(-^*\ - MQYM[3@Q05S0TP-"K;K#IC -G[@:GK/Z[&1S%V&9PZSR#^]O8C#\FT1.Z+DG M3MSU/,=(<"5VG=]IZ/O^8O,]!P?8!(O9G$2LG&
S^3:2'TG3H+O(680.Z\O M8H_8V(N)8Q#XL^ :V.D'H1, %M<5FP/@EB+WR:GK/(">)3MW3B!XY3:UE2 M(6"298YS4)5Z%PU@H1^=.M6*GZ4WG! Y"_,$7Y&+@]Il=&[CKN/-KC=Q00
MQO/BMQE[-8RVO=A$C+=<;1O<9W!T@:8H"Q5A;R[AV' <-(W0C*@MR4E4MM#! MKPO)N>%40V=;;4MB3B7Q4R<'A=4$M=CYP\6ALSE#J8'RO]JS19P,N!5MGXZ M/./H;+P ' ?O
E*)@[RA0F>)*D-(+ WL9$#:,*C.L6.R5)\=Z._/OR[42'P) M[)4W\1@*M8IN7!A#>+3=$W_B#SWE1?<6Z:.QV93EK:&$[OL67&\XP"/^]20] M1$55Q2-
7VM:TT'Q\E&>B7]=-7PC!@XBEE>0K"HPLE7)+]G4>7+*K>!+BHF5Q MTOY<><%DMI-\5Q'@H.10:VY*N6I++92:A EJSM9JAW4>=@55V;.ER7&!]RU5 MW3,EV"^XSG?!JN KD69%:82L^3!A Z>
M)1FDHN9LS+^N<;7GUPYK@*]C+A%=5&5N3@RE\6=WE9B$M5)3-#LV_E+5%8&(_MMQ].V.U?0(^VZ#=.]T@14T]<9ZW? M/_/&7H@"
(;H^$*)X<<,9;AY#GEH=HODV"*C/*U;PRA3'A_<4_U(]W54+NK*)#R]9D+,=8,&38G-G[KVC,*CL$=+FV9]RBS(<; M]Q-8S',)B SI"PQXD8D6.;<_\'OE *G9HE58%L&1I]M>G\TXDW,O4].]!T34 M?
2OS3*]86<"^)0[2X27VE7V W VWS[@HBU>4(2]^Q%1W,H]&!]K,TZAM:+$V MSY$+H;6HS6?!D3@D#4#_4L#6KD$+#. 3]_\4$L#!!0 ($2=75E*X7]; M$, ,<& 9 >&PO=V]R:W-
H965T;+!EOF4]>AE9W:4;M8EK3*?$>HJ@AJ M35;D^6'6*FV3Q2S:+F@QNULT!8SY.3_>/3:?"/#A\UOK-.X1.ELY=A<5Y-4_R M(@-EAP8E+RN\0R-"40BX]N&,OE#!N#NIY;]5
M;^(BI1K2(TS8+*]NT,\R M%L9@S\H-^G1 %W!!/X,WSG+CX;6ML/H5GXF244ZQE7-:W$MXB5T*DWP/BKR8 MWL,W&=.;1+!()@^G!"^U+XWQ/")]/EIY)+L27NU(>&*=W,X8F.?:=*G&>2!=X
MI&M,%D\>[1_FS^ 1.QWU3N]C?_X_AT-;WL"EKP[V4 ZQIC&T5F$H<]4-57N:8" M#O25%)F$#S1CZT&1CHS: C>*X5NO2(*E4=R?9 (7&WFHK;6"0/B07J;@67'/
MCFY_,G:2@Y";6ZAZP3NX5]970Y\;&33*EE("607QT]1() H#7'F/+,HD=0[9 MMTXNA-%7*%RBT8)U/(CUH9:2DQ!NRW 7TUK+?@ M4::4.OH[5BELCB+XX8U,
M4(^PEIB/C]*)M+$Q4:FMX'&1IP>C)90PI,T-(<9]*^&ULK57;:ALW$/V5P28()$#PWB19LB4!DM(B M!IK&L'-Y"/[[8ZTA'E12:YE]^L[Y*XN!ARA1?*RO"SGS#DS',YD[\V#K1 = M/$FA[#2]G-
M>Q;$M*I3.7N@M*Q]SUD8R1$>W6("N#D11QEB3#6#*NHMDD M[-V:V4373G^%MP9L+24SSPL4>:-TFB_<<VMH%1]0 M2BY16:X5&%Q/HWEZM>C[\^ 5XX[>S(‘KV2E!8-?
W)33*/&$4&#A/ *CX1&7 M*(0'(AI_MYC1P:4W)WOT7\/VDG+BEE<:O&-EZZ:1J.(2ERS6K@[O?N_K9Z! MQRNTL,$+N^;L8!!!45NG96M,#"17S**VCB<&(R2'QADK4$6>#>. LOWS+'9**
**MQ.@=&'^:T/PD2 W61(XKGY1[9^@O)SLWFQ=%+6O!');PR55H8*DEI;?R<7]$ MN%&%E@B=/[2UW4GLR*4WC(L6?M' 9S^ \-'K5QEX3=58OG2/B;J![[9GN\B
M.PMXC]L+R),>9$G6/X.7' 3G 2__.?U>/GR?KZRS=(_^BT0C9_^ZWY\;5W9 M+2MP&A&Z1?.(T>S=FW287)]1T3^HZ)]#__DL_D)X^%PA.+82""M?\Q@T*F>! M+*&HF-J@!>X+\HBJ
VKQ I6WJ"*@=MZ]&659(]!K*97L#PR^'^ZR-GRX.PC,P_8J*37@6I?P;(V M!E7Q#)^U8P(ZY,!5NK;$BZP73#!5(# '[[% N2)O>1KN<0YOH9/U1L.D2[-Q
M;SQ.:;SLI7G:TCH7F!72T_R:ZK3?NQPF'F>00Y;VQFD.AL>^95VU#+"M*(>C<8?H/]KK=U^X1T%B9^Q7UR 2W+=*NV70$'674>3*!EOASDV'FBU;8UM! M+-
HZ46T6G2BQEND3]W:LA0=42K9HG;2:+"X7097R>5UJOT'A\=2^]D#+Z2 MC3%?O?!'M0QB3P@5EN01!/_=X2M4R@,OC6\39G!,Z0-/SP?TWX;:N9:-D4D
Z\QT0#R]>Q&IAS0ZL]V8T?QA*':*9G-3^4F[)LE5R'*W> M&5V?*6Y,!5?.(;E%1 SKC5$Y05R/$.DC$"_AO='4.'BC*ZQ^C(^8SI%3>N!T MG3X)>(O=.61Q"&FP1O;?D-
6]J'L%9"$PA=P9MOO>SX<1'\ M>;5Q9/EU_/50Z2-R_C"RGYA+UXD2EP&/A$-[A\']EY^2(O[U"=[YD7?^%/[_MNYQ_"0$?&X2M43R,4M= 8J.0E'1L4=]]Q>B[V4.-JK:B:V0)@H<^A!T?
&Y"Z M5'V%#KJIMT-3=#4$#2.??9603Z50AX>L'Y*SLSVK&=A3'/)U.!L@:^ L-V@ M/=[19'B-Y:1/!GT&SZ4&:DSO.(5[9^T)&9]2X*8TC,HBEF87Z3^E!?A+"\. M'F^92&5:2/-9.,]22)-
YF*4%W* CGXDWB*K@>?("+M(PGJ50I&&6%/#1D%#_ M;M!8YC-X.<_";%;X4WH1)O/Y /'!<)LJ>2>KGH-+TVNR>S#4<"74"%\! H.Z M[]B)]D
7[TM$GBU(XI\]3=,SPL.4^&XMP^R!^RY-!<.SU QV_M"#C$X61XNV M'M:C&[F..^2H/6[@JW'Q?'&PO=V]R:W-H965T+/2IA0.CV8]LK5AD0>G M4HV2\?AP5
I9#98G8>W"+$]TXY2L^,*0;+,^0@"?S?\AI7R@0#C2Q=ST& I'7?OM]'?A=R12RHLO']JL\Q= M<3I8#"CGE6B4N]2;W[C+9^;C95K9<*5-:SN%<=98I1>]^O"NNB9
MQXNR#&V/@PH+/Z*3G<[3H%B6M"W#2*AT#AIL65?5]W)0QA6;5;;=T&;E(UOC M\(8@Q&%0]'2%UN_6Q6EQ,-R:;<_)4&Y6HJKB'?(?XPW)IIQ1M!G0!>,=$';K
MXO+TXFJ9_+/#GP9WX6@.24GC_7U:?-#KHDJ$T&++"4')\(#7;&T"$AJ?IC% M?&0*/)X?T-]G[:*E40&OO?W+:.[7Q9L"-'8J6K[UN]]PK^<\X;7>AOR%W>1; MORV@C8'IL \6!H-
QTZ@>]_=P%/"F^DI O0^H,^_IH,SR5\5JLR*_TK>@I8F M66J.%G+&I4>Y8Y)=(W&\N8M-P$\1'<.[!_F&5L-C\\-WIJ^]7%[@N9ZI+E]"_I3W^ M)P1\1_);4D$+B".SA^_,JDIRT-
I676!/JM54AP"6T?ACFD6<#NCA.3XG),D M]1,T*(-&Z,@/P%+\Z9@TG@ :[H4_]^3CMH?4E<27[J5OR4NZH'*5[_C1N-9& M;=Q6"..//8=]?UE;\?
@)_A#)A'L>;U"E:3UJY%J48N0&TQJ&J5::R-E\N-2]>N,$7#']$W'4IC-I M%F(0M3I-$QB2](‘D XI!N:?IHK3P$HTAMCV,2,;KQ7/I6!ZUB@%IFQMBD)>(
MCJ>N,5OGGGLYM9K/[E/#_JAH:^3&+'826BU>GQ= 4Q.<%NS'W'@:S]+&\K27 M_P92&ULK55M3]LP$/XK5H:F31HXKRUT M:23:%&T?F"HZML\FN386B9W93@O_?
K:39@6%"C&^-+[S/<_C.[MW\8Z+>UD M*/10E4Q.G4*I>H*QS JHB#SC-3"]L^:B(D];8H-E+8#D%E25V'?=$;X(94X2 M6]]2)#%O5$D9+ 623541\3B#DN^FCN?
L'3=T4RCCP$EDD#/%SOV:]LICJ7.R)ASLO?-%?%U#EW4 YKTI3JAN^^09=/ M9/@R7DK[BW9M;!0Y*&NDXE4'UB>H*&N_Y*&KPP' >PG@=P# ,2!\ 1!T@."U M"F$'"%^K$'4
FSIN<[>%2XDB22SX#@D3K=G,PE;?HG6I*#/O9*6$WJ4:IZIA>DY'DP37>'&$ZXMG MBR1.7OOG*$YB/Y'LYRC R>&B=!TJ <2+Z8RFT6((CZ*C24SON4+**GB('#
(J/= _]]X#FT7QQ2,D$O\A? MXW&4S!9=7LI-HLF\<)G$$W'/H=9-)W,\3\?1_%LWI9KKZ"F*^B]ME,F;(') MVIIR6HV"QWJB5D#M+;2*1"O)+ZW8>@">:2[\T4-
<6HA\WXV]L=M(VR/P1-L M#]RWL+YY;1MK(_T$@R<=5(_9B6HM_7P+:W$T$"5(*K^VV-H^0>TRV2YTN;18 ME12I5*VP[N!XA!P;-DRR]$0UTG?(^AR_G]HAG5UBI&$%N)C JZ
T:YEA?&[\ MQ[]3,E=(>#$[T^MH'I^MPT$JUP[$MW/I98,.-\'ZEM=L^^ WZ MD_2R/U!+ P04 " !$G5U9'8W?]0 # "5!@ &0 'AL+W=OD\BZ=7.TWWH$1D

M@S.-6]$-7_YRR,,;AR+ZQ($=')C7/1!YE5^XY:N%5GO0;C>A.<.'ZKU)G.A< M41ZLIE5!?G9UC_8]0CGCWPCT5PLII90W=]T/"!<#PCL$X0YW*K.-@9NN@]K M]_Y34C-*8D=)U^PDX /N)I!$(;"(I2?PDC'$Q.,E_Q'B5JL6U]15TU&@--L& MUC[!J.'/JXWQ\W]]E(!/_T8WUV;2I/C)2X#NA<&]3,&JQ]_B&?13R?4IZ/Z M]!3ZZH&N8=5+!+6%+\+PNM9888V^85?D%5:
[YK7C^*X#3'8T/949(N MJ.AJL.XDT(7SP736@.HU#0>BZKL$K!QM?:3UEZ,"TF4);B.D=&"\]@C&.*UN MNCPD_!(>&XWX[N@
%=YBNZ%RN.I_)9&GUMWI<#_)&^M<.';5&|Y5Y@*^*DU% MOB(^47(XCR_@G%W &11L%L;YG*P\C\,HC2%2G,PB@C;8R%C*@< M94)$LY1VYS-X5);+,:MG0-@Y"
[,\]79<%&&&6Q60G81&E81QGWF9I&A:L*&\ M#TYTI>PK-'"++Z)4H<_VFFNQV2#O0]"$P!K=V9='GXG/QK=.N$H^6"JH&07M MN8&S?%Y, 9)KZ8A[J.6;OOC1'<0S[V^@EIV\UV._C
M+==EXZ!8"'N$ADN7,5X]HI;"N%-N./5.L.] ,\BG%X_KW@\I\<(*-)./&L+T M3?>FRM3^C3)0JKZS0R,?9\=G\&KH_M^W#V\H*:U%9T#BEERC29X%H(=W:1A8 MM?-OP499NH?
>;.@I1^TVT/I6*7L<.(+QS\'J'U!+ P04 " !$G5U9@(L^ M64X$! &0 'AL+W=ODK-I;V\BA M6/1B#3D/?L-Y<#S="?FB"@!-WBI>]YE7:-U,!@.5%5 Q=2L;D)&$$;)B&I=R M.U"-
!)9;I8H/0M\?#BI6UMY\:O<>Y'PJ6LW+&AXD46U5,?EU 5SL9E[@[3<> MRVVAS<9@/FW8%E:@GYL'B;M!;R4O*ZA5*6HB83/S[H+)(C'R5N#W$G;]@";& MD[40+V;Q:S[S? ,
(.&3:6&#X>84E<&X,(8R_.IM>?Z11/*3WUC]9W]&7-5.P M%/Q+F>MBYHT]DL.&M5P_BMTOT/EC 6:"*_M+=IVL[Y&L55I4G3(BJ,K:?=E;
M=P_O40@[A=#B=@=9E!^89O.I%#LBC31:,X1UU6HCN+(V05EIB=P2]?3\'N/^ MFU"*-"#)JF 2R-436W-0U].!Q@.,V"#KC'VB'\05[4>]M9.U%9^Q]9+(NZZTB#[VW?]RME9:8
M''^>\M>9BT^,P4S40W+8.9A12B0K^#-?_M4&W/H_7P ;!v#C2];G*RS O.5 MQ(;,%5FCE/R5D-.3L1U*;JFU^@U0B-[Z$I"RWI%IIHI=DT\)2! M1ZP4XUG+F;'!C!C'CJ(FY*F0 $>91S!O-
%1KM&^2YQZ17^*;Y#(_T0%U5=8(M7[0*D2M*X"U#E0/$.1;;-5ERAG[<==]%]UW^9_M|V"63VXZ\8#&_IB.DY2${4W"A(110(?A"!G1**"C)+", M*#UDI",Z]$.G,3IDQ"E-
@MAI!#UC7\#OAK97^![@[O]=NN^(__ZV,1C^K>|" M?(H(H[-$?)X8CDX1^UOYCF=>:/E)W_*3=[?\!Z&AUB7C_*OS!J<7U\FQB[UE MO#6-;"-%199=7S13#BJ>?P).-?
G+@$R3=XT6GTW2'$#*]Y"Z1-P!)@,A"MS 'I\"YG\#4$L#!!0 ($2=75DQ=+V^[P0 X, 9 M>&PO=V]R:W-H965TKS]*=MUT38/BOL1Z(1^2XD.)&6^% MO%-K1
T/95&I26^M]>9T.%3I&DNN!F*#%>TLA2RYIJE<#=5&(L^L4ED,F>M& MPY+G56\ZMFN78F5RD4%$I>3WLP[/8N,O!6XS7&K=L9@(ED(<6"Z*GWFFUY->W(,,
ME[PN])78_H5M/*'!2T6A["lL&]F0+*;UT]LE6E>YE7SY0_M.>PHQ.X;"JQ5 M8-;OQI#U\C/7?#J68@O22!.:&=A0K38YEUK461H51_ MP,6O.M>/<'S-%P6J_GBHR801'*8MW%D#Q]Z
2^":J/1:P4658?92?TBN=?ZQ M)__,V$' .6X&X+L.,>(%|_#\+E[?XOEOX:VYO),SRF,&E_R1Z*5A)B6O5FC' M?\\62DOBRC_[@F^P@_W8IGY.U8:G..E1@2B4||B;?OS@1>ZG YX'G>?!(?3I
MG.HQJPL$L82K^0WP*J/O#&:&UY2U??X>1-SO[_4:82D**M:\6H5V\&@K-O\7 M%6C:WK7.6^ND(^UF14:@;$B A01 *=18+E!V>3R%[[5=H%#."ZX4S, F1L%/ M6T:8GMO2[Q-
26Y27WCU67!*_6_Z? \>F;"\VBV6DE<<8WPM=(RIZU C'7O^=C/E1:Z5)P@2[GS1.E#"P[@&B0O!(/!H$E)"PXY!'S_$S&.? MNN_1@96+!Y1I;FZH=TGC?J[T@0E4)OC\9O$>VA8Y3L
MZA&YDQ&%-3(QLB"QAV=8P+OCS;OCO:?'FRM(>9'6!;>;<;UB1YN)JM,;5C+-TUAHTQ6-!E7%=-T[.EX^&J+6!U2EF6B" _>Z-^.[KNI MUP/[]FAMF3R/7M1=GTY :7,V$N^Q(NX0X1R?
KDSBFA,%YC*F:I;-Z1O1G>K" M%<7'9;JV&G);%1D2&'T8UQ!$GB.K$[VGO;#W=Z MM!+ERG:B5%6BKG33KG6K7;,
[:WJ\9_&F4_[&Y8J*$PIWX%D)3_VB':VK841H!VE*H9\FQD#W%V#Z'U!+ P04 " !$G5U9>9JK MLUL$ #?"@ &0 'AL+W=OD;-E)'6,8
M]L4BY;OG7IZ[TXVV2G\U*T0+CTTMS;BWLG9J.1R:Z6F'D9!D X;49.3?W>K)2&UL74F\U6 V32/TTQ76:CONA;W] MB[MJN;+NQ7 R6HLEW]/]?
7VKZ3;L4.95@])42H+&Q;@W#2^O4B?O!?ZH<&N. MSN BF2GUU5T^S<>]P#F$-9;6(0AZ?,=KK&L'1&Y\VV'V.I-.\?B\1__9QTZQ MS(3!:U5_J>9V->[E/9CC0FQJ>Z>VO^
NGL3AE:HV_A>VK6P:I*#<&*N;G3)Y MT%2R?8K'71Z.%/+7%**=0N3];@UY+V^$%9.15EO03IK0W,&'ZK7)N4HZ4NZM MIG\KTK.3CTK-MU5=@Y!S^"2MD,MJ5B-
,C4%KX.)!T,WT1T-+QIS*L-P!7[7 MT2O !7Q6TJX,?)!SG#_7'Y*3G:?1WM.KZ"S@/:X'P ,&41#%9_!X%SGW>/R_ M17Y3F);69J,1_IS.C-54/W^=2D-K)3YMQ?
74I5F+$L<]:AJ#^COV)N_>&&GR_M_DP,<1=#? Y]%::/U4R25,&[61%M0"]A&>)OHL[FFO'U8(Y<&@ M==>]4=$97>[32@/#RTC^A;=M:72U ,2DQ6:&NJ,3MDAY%H:4:AH3YK+S'2Z\
M*;4Q1)/IPY6HA2R]+!F[P7('%'H@#F\A9&D1LCS*#ABB_+:I-%E^]R:/PN@] M4$-3NTIJ,*U1ED]]$I3"S\H(A:&Q0M#)UQN+7%6Q"F]"&GW/,<;LFFI##R00:\8#QS M,A&+XJ
/8<9"TOF-HM(=\2D+@@ N_*/?O7U05M14TR^S\Q9X&K(X"9U[41JQ MA(?.Q2)G113L$O1C#?Y_^>&#X"@_<9N?XD5^ZIBSQDYWS&L]P'RS8.?3R_2X M@7CP"5N?#B,1'RTL:!MI2?
=?(,<"BH4E(Y$V-@H/D;^8A7?H2F5.&N3C?B91 MD2:9NR40ARRAJ]!SZLFFPJ%SYF1*$]9S#C^C,8>'@_&6@WB[^GT6>EE) S4N2#489#3;=+M.M1>K
MUGZ%F2E+"Y$_KF@#1>T$Z/^%4G9_<0:ZG7;R#U!+ P04 " !$G5U9"5&U M./P# !6"0 &0 'AL+W=O]?4'=P;8O=M]\RW:VCT81XET8O@ M<[W9.B^(%[.=VL #N"^[>X.
[>$19U2UTMM8=,;">1U?)Y77F[8/!;S4<[-&: M^$R66G_UFX^K><1\0-! Y3R"PM<3W$#3>" ,XZ\!,QJ/]([']ZQ?T7T/NF,M2 M6;C1S>_URFWGD8S("M9JW[C/^O
!AGQ"@)5N;'B20V\K6$2]O76Z'9PQ@K;N M^K=Z'K[#D8/\F0,?"B(NS\H1'FKG%K,C#0XZT1S2]"JL$;@ZL[7Y0'9U!; MHY];W,+2D:WX6\ %V%T0P2CCCZ1D\,>8G
IXXE]]M;V[T!\L?5TCJ#O?#GJ61[MK/0TEN?'I=VI"N81$L"">8)H\>Y-DK/W9R)-QTC3<^B+!^3;:M\ T6MRHI[LG M,*[&JI [[<">O8LW.E@'[?P&IM4&CEF':S\T0Y-UKI!LM;=YI)
<62_$]CAH MEV#&T@R*6Z@&>1+D@MR;NJOJG6K(ETZU&@_Z&X%#&3Y:NU==Y4.PSI([O')N ME#'?\"!RU>I]Y_ZG]Z3N,'Z]MZI;V:F/)QM2?M3GG*<#%)RVF_3\H$%URF M-
&&9U\@BF0:)H%RDWC\'_'E:TB)+R:3@?!IV3' BA:2IY&0B:,I0+D5&F63> ML1@<$YIDC#+&R"2C65),O21-T4T8I8%3ZA@)7GW1O*$OW_U?M0.BX"? M"4_.:%FFXOJ813
M,FC89Z,*HQ2+,+*4[)^H605*(E- M4&:(@[V%7@(YE6&'RZ&73AR)-"AY:)52E#X$]UYOY#8W:<:)SZ:=2V839CH M_@[#"Z ?>Z-T_&FXZF?E=_/^C^.3,INZLZ2!-;JRBP([R/13O-
\XO0N3&ULC57;;MLX$/V5@;9= M)(!JR90EVUG;@-,+6B#!!DG:/BSV@;;&%E%*U))4W/S]#BE921M7Z(O$R\SA MF3G#X>*@]#=3(%KX7LK*+(/"VOHBBLRVP)*;D:JQHIV=TB6W-
-7[R-0:>>Z= M2AFQ.,ZBDHLJ6"W\VHU>+51CI:CP1H-IRI+KQTN4ZK ,QL%QX5;L^L6HM6B
MYGN\0_NYOMS$TBWJ47)18&:$JT+A;!NOQQ67J[+W!%X$\'VP,+I*-4M_Y>'WW%@G0/S MO-N#/,MWW/+50JL#:&=-:&[@0_7>1$Y43I0[JVE7D)]=72&%9.#LGF\DFO-% M9
G4;47;#N"R!6" _)C#M:IL8>!]E6/^HW]$9'I&[,CHD@T"WF$](@B0.@<5L M,H"7]!$F'B\9CO"?]<98347P[ZD86XC):0AW,2Y,S;>X#*CR#>H'#%9__C'. MXK\&"$YZ@L,A]-5=>Q]
[>"K+R+,8?V FNX$W**[6*+:@P\#[E&7P*LYE2TPWSN"X1#1^0-[XCHGHCT1*PC$2N MS;GGE!\Y:<=)/W%2C0;5\Y*M(?4"-S 3DG]#.8"UL:E@.2W6&Y0]S7@/DF?
MFF%&\U$*V8B]M/Z1FS-Y#>DHAM<# J:]@.E@PFY<31#T%RX;=#'\I %<";X1 M4EAQ6HY!]-/%YS2BEM1H#^K./)%CD$_GNDR?SNX+'7ZN("^S+51C2&22NJW) MG# (T$.\
I:%LVSJ9BFDTY"-F1MG,!^'\WGBQE.83<(LC=UX!K,DS&8I4!CT MDNQ(.IA,9R'+,KA7ELN.?\T?J?]; S/&PFR:$"%#!#^5=>,J2U3DB,;"&6-)
M.$GCDCYZUTA+UWC\8!GSMM%VU7^W?I'7;BI_, MVP?MFNN]J Q1V)%K/)J2SKI])-J)5;5OS!MEJQQX@[H M7^K5_U!+ P04 " !$G5U9)]K<"A($ #X"@ &0
'AL+W=O]78;'_EZ8^S&>#%KV!INP7QJ;A2NQ@-*R2NH M-9Q?T_#*U^D[A,X>MWI.)S6O1Y1>[^%#.O= &! (*8Q$8?N2IP
M0!C&UQ[3&UQ:PWUYA_ZSRQUS63(-5U+\P4NSF7NY1TI8L5:8CW+[" 3YN + M*;3()=M.-\T\4K3:R*HWQ@@]7G=?]JVOPYY!'AXQB'J#R,7=.7)1OF6&+69*
M;HFRVHAF!9>JL\;@>&V;)<=7G0$;TJN96TVFKRK2R@?VX\QMB' :!?@9702\!:;,Q*' 8G" M*#F!%P\)QPXO/H+W]FO+S0.Y!K.1Y:.D65V27R6O#?F,ZU:!)G]>+#46J#!_
M':I$YR@YL,C>IG/=L +F'EX7#>H>O,7K5S0+WYQ((QG22$ZA+V!Q=I:M ")7 MY& /#P5\$O)PP'<;("LI\.[R>DV,I45_@?D_6"#9X@4?W//]:FH7&C0&]B6H
MH86NS&^AZ'>IVXW/R<4Q_>[@F07Q>4VPAZU&0#W"U+GA3)!":D-^(C3,@C"- M>BG.K!]]TRT8,/)\R"+$RM-TR".WNB$!D;+V"0JYK9$%)RE8Y=B!7 M&E!@P+*A8Y$^)W<;!?
#HF7C2]M_1]:ES1PO'@>_2$S9TT?I= MJ*/]6+$BAPFKI3B024!JL'QZ_2J/:/3FD>1GX6AOXU.-_XK".5D[!\==&2X$ MV0 Z9,8Y4]!(9:SK$O5)%A(:AR1&FM @R]-]["ZG(P0, H-3/YY$2-
PDQ*S\ M29!0BE\:3,+D63V/.=E5RXI9$OC1O-7(H2C\<1)]G+\[PQHV]7@A7@@F1(% MA^Y/04.! 3<<7LXG&GR8!#=/1HTU*@S#)GA-BOWXO".$'#>N"\9/8/C=9D(>Q M?
78".K%KF@73A!YJW \=#TUTR+:)83 -&PO=V]R-W-H965T.DZ +[$E-#SLR9 MX1D.F>-KJ;[K%>>&_*RK1I^,5LIC887:YX7>A#N>8-9A92U87!IUI.]%KQ M8NZ4ZFK"*$TF=2&;T?
38R3ZKZ;%L324:_ED1W=9UH6[.>"6O3T;!J!=\$5590X#Q8V-S-+BTBMOCWOI;%SMBF16: MG\OJ3S$WJY-1-B)SOBC:RGR1U^_Y)AX'L)25=G_)=;RU4;6&V5\UZ+I M?HN?
FSQL*63T$06V46 .=^?(H7Q=F&)ZK.0U478UK-F!"!5I YQH[*9<&(59 M 3TS?5L(1;X555 MM%%K\M?I3!L%EORI*^;.9+3;I*V<([TN2GXR0FEHKJ[X:/KR19#05WL 1P/@
M:)_UZ04J<=Y6G,@%>2N:HBE%49%3K3DV:K-K@PFA7 %8J3>@OLPH*] MZL$6J/ >[LS"]0G_65;MW K6[:P2975#L#_@%,$_6F%NX!4:P@B.Q86VV0%5 M##*]G7 U\
(44S)Z]YN9$&3AH>[5JYE;WW@JM"E:L;Z.-P*D .)YH$*)L-7SL3DO](H#Y:L*,XI^7IX<4B6\HJKQA;P M5FX&[=P/XAB_O;K]3C:!E!:&355Y#P_) 31+4A)0>JL)60[9)P?24@ 'X6S;
MZ=%S #&?1K&?LI $@9^FE'A1$HZM.$Y]&CX,"EVB%6]VF0J@1)$@XL7C_N-< MJK54V*[X#9:C 011$.$D2AFQ,N@& 5^0!-HUC57CL'K8@V.] H9)B-/'S++8
&4L1;IK8<%F0^6G8;P6XX0=IX&< =6"7AEAZL%GL M)K/03VGXD-7 ,-8/C#-L;,NUF<#_[2PQ&?O8CP+Z((FW,T\QS(ES)]'_173;Z MF=]D9N S@,F#C&1Y1+P0PWSLI,S/\O!7B!EF?
L0H]HAX068Y!@%+PF>PDX61 M'X(6<0]JY/!O!5D0/4[)/;#[&%:-N)SKHQ8B!(^W6$YYVNIA;FM!K"0Q0^3 MVHF?I#>2'S.4<8Y13%%0D>7[V,FI3]-XB]]Q:#F>6WZ[M0?
#ZFX6FXCU>UIG M/+3.^-FM\QVNJ,3["/Z/;H/ MN-XW[[J8.PAN1__?)X"5TO"7X MVN"U4#DG2^?^<5=&5!59\P!\[\SX,F+UK/9X 416FD\OB-$FZ=1\I 0V_E[!H0G-JP#XT4A M,NHE?
D9QI_!B>]I8?4,'CH)=&_>,2^9F$YUENXG4SVGFAAOS;I3E\7C7T379 M>J7A_%ZZMZ@FI6P;TSW8!NGPW#WM7GFWR[NW,MK;TN*O^ *]I##%&:6ZIV?W M8>3:O?EFTN %Z88K/-
FYL@LPOY#2I!_6P?!/@.F_4$L#!!0 ($2=75G. M1Y*_=0, /,' 9 >&PO=V]R:W-H965TDXJ1?WR$E7P)X MC5Y>Q(LX<\Z9X7 F.VV>;87HX%4*9:=1Y=SV)HYM4:%D]DIO4=&?M3:2.5J:
M36RW!ED9C*2(LR09QI)Q%_>S":Z=H(KO#=@:RF9>5N@T+MIE$;[C0>^ MJ9S?B&>3+=O@([I?MO>&5O'!2\DE*LNU H/K:31/;Q9]?SX<^)7CSI[,P2M9 M:?WL%W?E-$H\
(118..^!T?""2Q3".R(;?B=HP.D-SR=[[W_&+23EA6SN-3B M-UZZ:AJ-(BAQS6KA'O3N)VSU#+R_0@L;OK!KS@('$12U=5]VQL1 72&_G*R<[-Y M4=2R%LQA"=]P(VWN(BQ9G
MT>!DW\$9PQ>M7&7A!U5B^=X^)LX'XMF>^"*[Z/ 1MU>0)SW(DJQ_P5]^"$0> M_.7_+Q ^#O#[?&6=H0OUQ[E -#C[\SB^R&[LEA4XCS3AW28W%Y0
MT3^HZ%_R/GNDHBUK@:#7L*R8V] %KN!?9?F$>#MS1$<]D^?1AE67([_[:\"]/TM@NKMV"C%?D'ILH 8; 0 MS%]^Y@7SM6Z!GA\? F]Z\Y\#X<&6![OS#QCHY+>
ZIV!/T,EZHV'2I=FX-QZG-%[WTCQM M:5T*S KI,3ZG.NWWKH>)S|/((4M[XS2'N=2U3\7Q-$E?&RU#<*"34J"S9- % M'^(TNV77ZD?
%$&>@RT:KO])Q@A_!@<\:^3T6D4J&1=&X:V;DETFO:&XX&? MD%G?[V2CWB@?!V8/R 3_BPAOJ+W8D&^/1+FD!UT>$V*1N'+'Z0=[%YEW6KER MNE6QYXVOU-
TL=GN@2##E3]=>HK):\#+<$NMHD.$VTX6B9FB:8%^=]];XY"&6 M:#:AW5AR2"EHWN3#[J&CS9N' _'B\;8=TW39>I\ UF297UX,(3--BFH73V_"L MK[2C)A&F%75E-/X _5]K[?
8+#W#H\[._ 5!+ P04 " !$G5U9*SM!URH# M "Y!@ &0 'AL+W=O^.&T_]/:!EF")5XI422J,__U 25:\U?$7&P2! M!P]
)KME/YF*D0+S[609NY5UC9W06#R"FMFKE6#DFZV2M?,TE&7@6DTL]S MJD40AV$6U(Q+;S'K=*N]F*G6"BYQI<&T=.9'"9;}3ZY@Y_%',O M=(108&X= J._)WR'0C@@HO%]P/3&D,
[Q6#Z@_]KE3KELF,%W2GSAA:WFWM2# M K>L%?9![7['(9^)P\N5,-TO[*K;]-:#O#56U8,S,:BYI(_9\U"'(X=I^(I# M/#C$'>\^4,?R/;-L,=-
J!!I9$YH3NE0[;R+'I7N4M=5TR\G/+OY2LKP25)@" MEL:@-7#QR#8"S>4LL(3OK()\P+KOL>)7L&[AHY*V,O!!%EC\US\@7B.Y^$#N M/CX+N,;F&I+0ASB,TS-XR9ALTN$EK^"M-
#6SMGL?5H))"TP6\.%[RQQJ,@M? MEQMC-;7)/Z=2[Y'3T\AN=.Y,PW*<>S0:!O43>HN??XJR\)HW@^[$BL@,MXH/9H-Z;(3AXCWF@S[]] E<< FV4JVA$.82/DENB?7:,DN4 MWD"63?
ST)G92FOF3-#M8_E"E5#G$[\:1)#'$W),[@ 8UUD6BOB (NHDNX MB?UP$D,6^TF4P:.R3/O8H#[--W [3?QDDCDIOO&CZ;2#^%M1F0K^Q(N6G'/5
M2JOWH&Q%F=B*N0SP?]1=Q8ZT![KXG"/2H$$4OG4T54L(IRG1VVJ"V0/5G:L" MNAZ5!'9]JCN#HW52HRZ[I6EZKOUF&;7C7E[VZ^C%O%_]'YDNN:0NPBVYAM&UL
MC57;;N,V$/V5@7:Q2 #5NMFQG+4-Q.GV\K!M$*?M0]$'6AI;;"11):DXV:_O M#"5K[<)K]$$4+S-GSMS(^5[I9U,@6GBMRMHLO,+:YC8(3%9@)!-40M;>[-
MT1S8DXU2S[SX.5]X(1/"$C/+"()^+WB/9*D'.6Y%6]I'M?\)>W\FC)>ITK@1]IWLF(2SUEA5]O?1R.%-+P&PIQKQ [WITAQ_][8<5RKM4>-$L3&D^47@K9T
MS&F@+CRVG/6699V5+66=)J!:#9FJC2IE[)K+/VHBRTS[M$"^Y&0^:TPZV) M"E1=[2#7#E#F26.#>DC_+?S"4L<5=D:*MEX(OL[P)+U#?*)K6%N5/7^WHBZF M?571S68<'?
CTRG,$7XF2AJOX&IZ4%25P-A/PP@2/^8QI:TI MK 6UGY.GV#^CY3!'$W\Z8>EM>BCV)1:5)4^2DQ;V MXR?)B9.N;E;*IO,'6Y)U=_S2*?3<"WDG4H1-=QGC*N1EVJ=G_]^BE/,B&]*
M'+GYLQ R(]ITY=)7N422.*.,^6$0=/V,4.Y%0S?(F/5DG(ZWN0X((43-^(]4?<$.I8?[%@RKUAO9D;>! 72HML
M8VP09)277W*_$6+/(.P]8Q!N#$*'NPSD4%X03:*A%&N0=K;Q9AN.JK,VX"BW MJS+3TOREQDY'%ZAB27.GD%C I%!F@E) > *S4 M+V$J&(TI*CB^0$TH4^^&OC:HK&_WB"8E
C"9Q"TX$IPG2IXSQ-,'MO[ADU-$ M=Q2FH0''7XJ6!/:K0:$01A" F_!!YAZ2B>]W:E5]LY;[] K^L]O<9[>EW_ M6:IOGXT97&K,U/IS$./,^BJ4*_2BHS>M;G!V@.))1?'D MD/?
HUNUD3('L4)K,A%S2V+Q1EC+",>50]&0W4KQJ99"N"V+/AE5T$@S]50VP M3@6L'O1^LSMX]-0SZ55,>O^820-F1R3+ MSZ;0"0+00A-FSF]=2 [4I/C]"YGVGC+M=\-
FOU//KU_QZQ_FQXA-UIJ(!PU? MF72#"M;@?SA7!O^ 8BO8U9K@H/8SNZE Y8QJD,1PM1MLM]UJ:T?P)%=;OVT M?Z_Z92B7KL8K<.*4A; :K>X1X]DZ[J:7EY K(I>4*V"X,*9!LV?
BRK*NEQTM MV#O-_)&?HH32<[AC_)M:42O"IR$LQL]92;LYM6RS6M"#BC&UHJ>XL&2^(M5*=\98L-IR2M145N.Q &=D&RTII/ZVO??
#YE6YEG):WF0&R+@O#'2YJSWSI=D!6]I?)N<\W5F=U1TJR@I,P*W%,BGMN"U N_4%OQ6X)\["%I! M4/N^<5;M:4PDF4\YVP%>62M:=5"]U8K!V=E-;-N)5=W,Z63\QOZ0,LM!3\#
MG FR6G&Z(G7(V1(\W;M_!+]2MN)DLWX$'S&5),O%)R6YN\7@XX=/X /(2O!U MS;:"E*F8VE)UK,+;B[83ETTGG&(RI:E&C\?UDQ&[K1S2><5Y M\LJE,P]\I9LSX,*?@ ,=3].?
]]/EKFXX;VL]?EOXR;@?7/[\H4?):T$/_]DW#]?3<*N6>BPU9TEVUVDO3'Z_"N3)%?+31U=74 ;>5#+]R7O88[< MT/%#-/[=P(>@CY?;M88^=X7N1$?;MD='BO=)[?.<\?
M=1ZF2\HY3"O*0ZSF#Q*>Q0Q/? M<0=V6&,7A$'@#),V-';^"V$TS'SCXWNM_YR]_YQ1_]U0(:M"QH[Q7%=6N!S7 MO_A_89*&C=)BH[3$%*T?UWU% ;U720$9D28I6&CM-
@H+3%%ZP=\7UA ;ZPL MM/K#A.1"'_KN,!$>VSGJ,WQ2Q!H[!43I#A\58XU=X$$8!L-$^!ZE!;2O+:#Q MXL)=F4F:@EM))-779TV^OU\9I6&CM-@H+3%%Z\=U7[) P7LE0J/5#J,T;)06
M&Z4EIFC]@.]+'FCT/?N$1!@>U<[^210>U0AU=EYX5-?#&CN5+[W)40%09PCA M)!H:)N,C?*D'[8.MKX+R5;U)*<"";4O9[%%T5[N-T(MZ^V]P_1*=7R'-=8S.
MXV:;;&0V)Y)MZHVW>R8E*^K#-24IY6! MNK]D3#Z=5 UTV\GS_P%02P,$% @ 1)U=669A_1$& @) 0 !D !X M;"]W;W)K&UL?511;],P$/XKEI$02%"G23M022*U M&XA),%6K@ ?
$@YM<&JN.'6RWV?X]9R>-BM3N);ZS[_ON.]\Y::?-WM8 CCPU M4ME,ULZU"\9L44/#[42WH/"DTJ;A#EVS8[8UP,L :B2+H^B&-5PHF]=A;VWR M5!^<% K6AMA#TW#SO
*INXQ.Z6GC4>QJYS=8GK9\!QMP/[JU08^-+*5H0%FA M%3%0970Y7:P2'Q\"?@KH()E-?"5;K??>N2\S&GE!(*%PGH'CJ,?J2DA(H?I'O4W5<8ZIE[OD)+&[ZD MZV/G,TJ*@W6Z&
<"HH!&J7_G3< !G@#BZ H@'0!QT]XF"RCON>)X:W1'CHY'- M&Z'4@$9Q0OFF):S!4X$XES]@W[!I:TD+AFQJ;H"\)\NR%[.N"3W 1@?$J4T&,V<PEC#!\#'6/!)7-1V4+L-C:SYUH3\/-VR18AJ\>YIA M85A/H -
L78$.L T(E&O3P.G/,GK<:$],?G@'D\U'90NPV-H]TWZ'F_W.*4:/ MCW,[,*SG=F!8S^W L"&WPP\>'3.[G=.,7DUV-'40UD\=A/53!V&#J6N3P'C M[_8!,C:4&

[;W4D/>1MFNZP[ZR%SXU'>6YY!=^-09^ !1J[M#3?OIIQK]FKZ MXQ4!<&!% !Q8$0!GK(BV&=R\B7+4\''4+114-A^5+/Q 7'<>WGJ[71L,V;)R-,GXVZ*8+*YJ.R!5AL[5YH?V.; M-T6P3%\]S%&1CL3Y(W'!<5R[.-I$V.QG&3\;l8$S5#8?E2W 8FOW3/L?V^Q_ M3C%^]CCW \-Z[@>&]=P/#!MR/_;!*RMF]W.;\:O)CJ8.POJI@[!^ZB"LE_KT MX&4^Y2:>R[U%#6U4Q=5++J3&PO=V]R M:W-H965T[I!3%BUPNGEQI17OJ^3' JJ+V4) N]D4A74X%3M?%TJH*E+*K@?!<'$+R@3WFKA MUC9JM9"5X4S 1A%=%055WVZ R\/2" [WGA3NVRXU=%9+DNY@"^;^W"B<^2U* MR@H0FDE!%&1+[SJ\6H"@C\;$4GF0\M%./J5++[5 8?$6 B*ESVL M@7.+A'7\VX'Z[3-MXO'X&?V# (X]D'JB&M>1_L=3D2V_FD10R6G%S)P\?H2$T MMGB)Y-K]DD,3&W@DJ;2119.,%11,U%?ZU AQE(X_0E1DQ"=)HQ>28B;A-@1 MK2MSM&ZIH:N%D@>B;#2BV8'3QF4C&R;L:]P:A7<9YIG55^R4SU)K4H(BVYPJ M(!=DB\V25AR(S,A&&A"&4$5RFD)%.R(&O*DXI3]W8P MT07CO9XG_'(+AC*NW^&S= W57)@@?^2RTE2D>N$;)&C$U-)GJ%S)Q\ MD<+D6)C JKKY/@K3JA,]W,3G07<0GE)XN!7$@71J*>>]?l/C\^4$[B2RMQ+WRG$VW_PA7NJ0)++#VTO :U!V_U\T_A)/BMC!M 8!VFHY;I MR*''KS"!QI9+VVZ#I%+,L...^^ Z3A9E9>]J.^STC[ZD23.PTV;2=]O=G!":? M#!3ZGS[!1D,*-A!81[!Q*|CX;&M8P2Y:Q?2+8M#Q:-+U:-IX5*!'^;-'=>U1 MM&)MRG=]PM75C%TU]E.Q7TWFX<+?'^OQ?4P4SL=M4(?GI.4Y.:X-\$#JYJO7 6YT=?[4!@'E!=FW_5Y M&$=1-#FQ0T_8.)Y$\WY#S%NR\[-DUQ(=H0Q[P,_U5_Q6:ZPVNTCJ54A["SZ+ M^*-O>B"P#ODP>-F^!&_''$T9 VDV%%I7M*,]7_BF#-*4<]SZL_%\-#XQ2%_8 M/)Z>&L0_VNT6H';N$*!)(BMAZJU=N]H>-*[=]OID_<8>0-PN^@6F/KU\H6K' MA"8<,H0,+]=8DZH/!/7$R-+M4$L M+]2P1VZ&^3QB)E _[^)M&*S<0^H#V6K?X# M4$L#!!0 ($2=75DS8XB=A@0 &N5 9 >&PO=V]R:W-H965T?8UYRXOV;\22P!)'I.8BH&SE+* M]-IU1;B$!(L+E@)53^:,)UBJ2[YP1JZ"2;4&?;-O7L^[+-. MQH3'/4,[VQ@-9+*6^X0[I*5[%,1C>L_5E5NB1"0!*@BC MB,-\X(R\ZXG7TP'FC7\ (K,7>,=)49HP]Z8O;:."T=$400R@U!%:'%4P@CC62 MJN-K >]4.77@_OD6_:,AK\C,L( )B[^02"X'SI6#(ICC+)8/;/T'%(0Z&B]D ML3#_T3I_][+GH# 3DB5%L*H@(30_XN="B+V H'T@P"_!\"?/] 0% $!(9H M7IFA=8,E'O8Y6R.NWU9H^L1H8Z(5&T+U,$YZ);FDT6+?G(#$I-8G"*QQ!P$(A3=D3A6ST3? E:H>C>[& M1>YQGML_D+N'[AB52X$^T0BB:KRK>)1D_"V9L6\%G$)Z@8+6&?);?AL]3F_0 MR<^G*(TQ+>JMJ7%BA_P[E K2,Y#!%M)2:E#J'AC/=Z8VZ,UYA'Z]T\%B6XE).*_,NWS_.WZ_'IUN!8I M#F'@J/87P%?@#'_YR>NV?JL3J2&PBE3M4JJV#7WX5Y:,@",VSP?Q?&;$@"2- MV08 A? OJZ;$6Z+LYUHF29^J83'J%6PV#OKO:9VJMY4BFG9)IQ\IT$F,AT*BN M<&O@6T>S(; *QV]L?O!$[_:I%0-@56DNBRENK1.AUP"#FG&PZ42 J6<+3A. MSA#.Y))Q\DIQ@.645FG@Q7\K3KD8-V]ONFTBK^R2@HDKTJ25U:2#R)ST== M=7C1 8@R>KYBDM"%[N]$30^A?ZC0"=DNY:>JRP\NZN,\9V^O7/_RHO=#JUL+ M.W)L>R7MGGUL#9W=V*J!I)&ZUF)$=8QZ+P8@\#RO.@ Y+6OB(VEYK9V?:+TR MGD)R$DK%*.?X2(D4AMV+1Z:?ZXV#-ULGV>U2L,O MYKM"M_L*N/I.0@77W+T)ZRV^U!!=$&,*^UM_;(8_GNO)MG-V\/T\>B^:=WA)(D2VKY-V3+"DW>P^1Y,Y?G=3YZ M/6C4+C:%5I5K9Q@[]\E27W5\14)M1&G^48JT7&).(#H[._'KX &EHYY#_G M[4R?9W=];^H8_'RP8QJU?TVA5379>43OZJ,[IB$S6,CU'M;2VWE+[Q5S>5S' MV$';EHYIU'*Z>[M9"?"%V>03BHSZSLDWMLJ[Y4;BR&R?N;O7\UW(.\P7A H4 MPUR%MBXNU4K&\XV]_$*RU.R-S9B4+#&G2\ 1CYG3&XO=()R>W7X/U!+ M P04 " !$G5U9;KYO#9@# #<# &0 'AL+W=O]$VB#?I-2V-+2(2 MZ9*4W0+[\,N#+3N-;-1(# 9N;X;.1F)6I>,XXT$ M55<5E=^OL!2;<1 'NXY;MBRT[0@GHQ5=X@SUW>I&FE5+,E9A5PQP4'B8AQ, MX\NK.+4&;L0]PXTZ> /B^_]>B3=BYE3AM2B_I%P7XV 00(X+6I? Z5FS^QJV@KO67B5*Y7]AL MQT8!9+72HMH:&X**8HU9_P[FO-]'>X@)E?)! +N)W= >6Y M>4YA:F-H1[QZBYJR4KTV8V]1:YL=/TPV5N3)&UR55"]:@ M"BI1 >/P;R%J98S4*-1&F,4+LZV(*R^"!$QA(^"ZT+!.YYC_M@^- %IHD)V M4;DB)QW.<-6!)'H#)"(I_ [ACM,_3LR0-'%/W S)D1D^U=4> MU7M*VSW98WNI5C3# <6#.I4*YQF#RQV]Q+_KK!&?:<*:GO$\^UUIILRJ,+\TA M;%93V=5\ S5?FS[3GN.2<6X'S6E)>8;PRBRIC]9K^*\U;EZ87,%VC-.7/[TDP.1SA/642[FE98QO0\ 6R01SMRT5T M,M@-,-UR+QUW;KD7EGMMS%E53M!!(CI7#VG1T^W$_2-Z'J4S M/EGQG]?G<=8Z5U+2(HETDN2(I'V5C4^7V5]SK%I2W+D"T]8S1>(?](4'%X* MY=)=]Q5DHN;:WSV;WN;J/O47UOUP? ^__2*7)!0I*7!C3J-,WJ5;ZJ[1O:+%R MU]>YT.8RI%X+_<#I1U@OB^$T+N&G:#Y0S/Y'U!+ P04 " !$G5U9]O;: MY]T$ #<&0 &0 'AL+W=OM*%VC MA,H#8X_)X(LWMIPD(PC E0D$53\;F$$0)$@JCU\9J)7'3!S+UR_H?VGRBLP# M%3!CP4_?DZNQ-;"0!PL:|_*,;?^!C% WP7-9(/1?M,UL'0NYL9 LS)Q5!J$? MI;_T*2M$R;'SF@/'.BA#NW,H:V)IEI6M=4TLF(LRWBB;5?2RYT;;2W8N-' MR33.)5=/?>4G)W0/W,<5"SS&O=JT\ROVY3.Z0/-T5A%;(&V!OJUUU:=;RCTT M36J?&)Y>@Z1^(,X2%VW'M)U)\A&8D4Y',1'Z#[RI3@OW?B^8K&@D:=NGE3&M(ULJ5DENMILQN$H9D%<8#-%7%LF50#>1!UZ-_\SLCXD!P%;ES&M*7FIZ18R(M78DU=&%NJWPC@&[F MO_^&>\Z?=84X$EB%?"1'2]5! AJY@$[5&HZ%A]; MTTDX0_^5)J:N7&D.?9U#TFPW$]QI#4?VIEP&8Z(-R]#-R]#]6!G^YC12SYN0 M3R-W2^2='>;&W!HR[^7,>Q]C_C)NQ#V-C9WJS+=WI]Z88L,"]/,"]#]6 /4* M78#?*8 QO88%&.0%&'QO'#8AQ> M;;NK\.+4&;L0]PXTZ> /B^_]>B3=BYE3AM2B_I%P7XV 00(X+6I? Z5FS^QJV@KO67B5*Y7]AL MQT8!9+72HMH:&X**8HU9_P[FO-]'>X@)E?)! +N)W= >6Y M>4YA:F-H1[QZBYJR4KTV8V]1:YL=/TPV5N3)&UR55"]:@ M"BI1 >/P;R%J98S4*-1&F,4+LZV(*R^"!$QA(^"ZT+!.YYC_M@^- %IHD)V M4;DB)QW.<-6!)'H#)"(I_ [ACM,_3LR0-'%/W S)D1D^U=4> MU7M*VSW98WNI5C3# <6#.I4*YQF#RQV]Q+_KK!&?:<*:GO$\^UUIILRJ,+\TA M;%93V=5\ S5?FS[3GN.2<6X'S6E)>8;PRBRIC]9K^*\U;EZ87,%VC-.7/[TDP.1SA/642[FE98QO0\ 6R01SMRT5T M,M@-,-UR+QUW;KD7EGMMS%E53M!!(CI7#VG1T^W$_2-Z'J4S M/EGQG]?G<=8Z5U+2(HETDN2(I'V5C4^7V5]SK%I2W+D"T]8S1>(?](4'%X* MY=)=]Q5DHN;:WSV;WN;J/O47UOUP? ^__2*7)!0I*7!C3J-,WJ5;ZJ[1O:+%R MU]>YT.8RI%X+_<#I1U@OB^$T+N&G:#Y0S/Y'U!+ P04 " !$G5U9]O;: MY]T$ #<&0 &0 'AL+W=OM*%VC MA,H#8X_)X(LWMIPD(PC E0D$53\;F$$0)$@JCU\9J)7'3!S+UR_H?VGRBLP# M%3!CP4_?DZNQ-;"0!PL:|_*,;?^!C% WP7-9(/1?M,UL'0NYL9 LS)Q5!J$? MI;_T*2M$R;'SF@/'.BA#NW,H:V)IEI6M=4TLF(LRWBB;5?2RYT;;2W8N-' MR33.)5=/?>4G)W0/W,<5"SS&O=JT\ROVY3.Z0/-T5A%;(&V!OJUUU:=;RCTT M36J?&)Y>@Z1^(,X2%VW'M)U)\A&8D4Y',1'Z#[RI3@OW?B^8K&@D:=NGE3&M(ULJ5DENMILQN$H9D%<8#-%7%LF50#>1!UZ-_\SLCXD!P%;ES&M*7FIZ18R(M78DU=&%NJWPC@&[F MO_^&>\Z?=84X$EB%?"1'2]5! AJY@$[5&HZ%A]; MTTDX0_^5)J:N7&D.?9U#TFPW$]QI#4?VIEP&8Z(-R]#-R]#]6!G^YC12SYN0 M3R-W2^2='>;&W!HR[^7,>Q]C_C)NQ#V-C9WJS+=WI]Z88L,"]/,"]#]6 /4* M78#?*8 QO88%&.0%&'QO'#8AQ>&(@9F5QO>[&=Q8<)O+8U+

M;#4;U2)4$Z@6HUJ":K+4ZFD^[EZ-,[7_^8XAN^;V$"UUHUJ(:A&J"52+42U!-8EJ*:IEJ*902:-:CFJ&TNR0JHK?·MPU;%{\NFT;K-UDF%-KU1+4(U46K6I?*7^8[VT7F,CIR@FFSQ.E)TY S5%*KI·M%GLE1TMM0K28'^O6VF8#JH6H%J&:T;3LGL@$=·M.4$UB6HIJF6HIE!-HUJ.:H;2[·2J"MDC=R&;F)SF'}JU+*%E;52+4$V@6HQJ·M":I)5$M1+4,UA6KZS)LW*"}G#? >3TP8GYZ:AS\M0FAU:015;9Q;"OFQNFEMI·MG4MH/QO5(E03J!:C6H)JLM3J!X;CP:CI5·L=-T,UA6KZXGV2H^,:2K,SI>I5 MC|R|ZNHFEWMFFIMI'2IH31K5(E03J!:C6HJ}$M525,M03:&:1K4%4·M5:E'/?1VUPCJ5)8A16HAJD6H)E·M1K4\U22J!:B6H9I"-8UJ.:H92K-#]FI2·MC|Q-ZK|L9H|W-9IAI:J42U"-5%JICPW_RKH|(+#B}YHKQK5)*JEJ):AFD(U·MC6HYJAE*LY.JZE6/6JYO3N3N4@>=H'|Z·M#I[X]8Q@I:F42U"-8%],:HEJ"91+46U#-44JFE4RU'-4)H52>.JO#WNH#?E MQFA{&]5"5(M03:!:C&H}]DE42U$M0S6%:AK5L_3EYJGGXV#*AS]6T_<6NM80/O4]!:AFD"U>-S0SQV-!HVI·M@):E42U%M0S5%*I5,M1S5";'4!5Z7KL+EVW_W1&-]@Z@]#Z-:I%J"90+2XU·M/ZB%T/:3(PKOBRT?HL!+54E3+4$VAFD:U'-4,I=D)5#6KQ\Y2Y","+8O'I^7M·M_615N$Z*>L>'X[WAN.'?W9NFAS8?N(? NI]N|O0Q,1Z|Q"M#W;0XC.J1:@F4"U&M035)*JEJ):AFD(U·M?>;-·>\&$>O3Y&$]SPZHJ1(\O7FC:-·'>K;3.(!3>C&H1]@E4BU$M034Z;BYR·M-\VH1P?.4$VAFKY\I^3HP(;2[%2I"LSCL^M&|R^94N|F6L<*6DU&M0C5!*K% MJ):@FD2U%-4R5%.HIE$M1S5#:78X50WF,;N"!!AM*J·:B&H1J@E4BU$M036) M:BFJ9:BF4$VC6HYJAM+LD*I:SV-WZ_DOFU+O'K=UFJ&%:52+4$V@6EQJU@3] MWN#*#[K=P_MH:!D:U5)4RU!-H9I&M1S5#*592;4)EI>HVG[=ZEX^-:G^S,!M MPXKE0I:+6$ZP7+S6W3U/!U$W94R7(IRV4LIUA.LUS.<@;C#E++KZ66NQ,-3K(_M,UK[]$*KTRP7L9Q@N7C/U8=OIJ,#K**K0ZS7(IRV4LIUA.LUS.<@;C#K(J MJ&75Q_\F40HO<+!>R7,1R@N5BEDM83NZY>H9V@\WYZ<&M/;·8C.44R^D+·M=TK.#FLP!B!^NK7X,.M"|N#T%/PS6[>E-O[V&A17(ART4L)U@N9KF$Y23+I2R7L9QB.^Z23SR6[-@IRV4LIUA.LUS.<@;C·M#A)I6$LD=XF[_13],V+|4$(+W2P7L9Q@N9CEDCUW-.]_V#]*)+2QS7(9RRF6·MTRR7LYS!N(- $&M42R;WV].53IO>2=9S8':;YNR?&;5]S*"=;)HUG38T>CADK4BN:!NVC^KC[MK@R92]92<;/M,X?MG:-6T M%,/U^T#@NUXHUS$'TWRI':3V4Vl9?·KFQ^MWP:OKHY_YK],.(:?2_^U·M:OJY|E_GNY1? 5\.^??,X^5SHR?+S=+[R9L6GS5/H7·TWJ;F-Q$·MVBOOXV*[7CSLOKPO)G?%YEQ_O]02P,$% M @ 1)U=6>84))"^!@·(D<·!D !X;"]W;W)K&ULM9S_;YM& ,7_%>154RNM,?=\=9=8:@W<1=]JJ%FW'Z;]0.Q+@FJ#!SAI·M]]?OP-3XX$+,\l8?&F/S/L_D7N#\>N'\,ZB9-T,C^OG[O*Y^?9·MKEPGJ;C*C6*WV<3YMP]BG3U>3,CD^Q.? DKO|LGIB.C_?QG?B6I2?MU>YW)H>·M**MD{(BR5(C%[<7D_?D';?,2E#O\'TB'HNCQT9U*#=9IJ7:N%Q=3,SJ'8FU·M6)85(I;?'L1"K-<52;Z/OQOHY.!9"8\??Z='\<'+@IF)" [·(UG\DJ_+^8N)/·MC)6XC7?K\E/VR$5S0$[%6V;KHO[7>-SOZ[&)L=P59;9IQ/(=;))T_SW^VOP@·MC@3$?D)·&P$]56·U·NM4@=T(|%,%3B·P3A6XC<·]5>·U·N]4@=\(_'TT]\-1 MCV40E_'\/,\>C;S:6I*]!W4@:K42!N2N.M<2U_)U;[·MM3"R6V.110\B+Y,,N?DQ*T5AO Y$&2?KXHW<_-U8+Q^]<9X922I\=M]MBOB·M=%6<3TOY9BKD=- D8?]@;TR>,K\7VS+·#,GPQJ4LEC7PS+(W%S9M#9D_)@6!Z(·MI70GM=S2R,-3W/U:3C7R%C^?IL?CIUHY.QTN:F1\V?DN[OOQTYFJGP]TW.(·M$##U$B-8\:RA"EVE1YCMY4BN- /W^1.QB7I=@4?^ERL:?9>EIUKGY7;,.EN)C(MDW$A\@=*7>9(NDV\ MUL5L+W5K:74%?YA;KN_,9O)L\7"=7Q/-0V1HA$2QI P#H(I MX; /X; 'P_$YC3>9O(S] (U;&_A15%+LX70IY@2M*[15K#W2.1N^M:,NNVTG. MH._8Q&@\J45Z@4%Z1D@80\(X'*8QCDQAD,S$?Y26$1Y_FW)+TSWF^R75K] M0N+T!LQR;6)1OY.20;.Q*=&8>O;,- LU.3)"F$1+&D# .@BDQ<0\Q<0=C(B==·MSGY>K$O'H';LY 8)"Y"P$ F+D#"&A'$03,F9=\B9!YU6>\CD(6$!$A8B81$2·MQI·P#H(IR?,/R?/_^[3;UUS^J-VY#BT&#<;FIV|)? 9N83N?:A_2,D##F|S(X5 M$+/^4H^ @TR509\=!GV&GB[/--/E62<(@Z9C@Z Q]#W2B0'2,4+"&!+&03 E·M*\1L6T,3,5=N*.K9@LPZ0J88-AN;$HTI]2U]$]XAU#7"$IC4!I"T=2P'%7, MY+D9L_OTC'E8/';B J4%4%H(I450&H/2.(JF!K]XMI FVD2;02AI*"Z"T$$]+ MH#0&I7$438U@VTR3%U33C5:Y0MDSS^E6TT13)SN$=N>·@8;G6[|MT^X5#UH| M0VD,2N.:GQRAKG,\Y58'MFV5";Q6)IJ.UZ.T.]C06EGG:=EF+Q'07AE*8U : M1|'4V+3=,H&4RZ1?],HS@VGUP@)MES6NON68?K==AKI&4!]#TCB*IJ:EK9C) MLQVS-S!CAI;,4%H I8506@2E,2B·HVAJX-JNF6#+9@)MFZ&T $H+H;0(2F·0·M8UT2U·BVI3·Y0>M,^ATP(4Z_0ET,FXR.THFV(=0V(IK"6&?+H+8<15,#T!;0·M+\Y $TTC[#C$ZX8*VD+K3#U">O4BM(B&TAB4QE$T=?5AVT532!=-^[6P'#3;M]JU.6H;M1]\IU·I2W^^L*@JAMA&4QJ TCJ*I>6GK:/IL'>T_/;D>%H]>G@JM MHZ&T$$]+H#0&I7$430U<6T=3\ )I[HI!)H!!HI")I["II[#+I_Z..IFT=·M35]01]-^?;R?;78GU\,FHZ·THFU(·66N;L<(^OX8E,91·#4 ,6U·X;4UU53(M,[> [,GDQ;#PZ%!I30OQ^]#9%·93&H#2.HJG!:8MK"BFN:,|")E5Q3T]S:VAS MK;7U_=Y_D850VPA*8U :1|'4O+35-7VNNK;,@=DUM+]&T@(H+832(BB-06D< M15,#UU;7%%M=4VAU#:4%4%H(I450&H/2.(JF1K"MKND+JFO:[Y]77.]|#$Z·M27W7WB41VEE#:0Q*XRB:&H^VV*:P8IMJ.F;JN!V5L\/.HT/3=^V%!MIJ0VD, M2N,HFOJ7S6VK;4%: [89R_-G8H\0RN^OPA]W&!D7CV@T*U#""TAB4QE&T?5"F M1_?RJ.X>\VN9G(PW&]4=0PZWQ9G_"U!+ P04 " !$G5U9U=;326\# #3#0 M&0 'AL+W=O& M')+3(Q>?Y Y D<<\8W)F!)3:WYBF7.\-#:[X'AEPT7.578%5M3[@?0I#3* M,],>C7PSIRDSPFDY]B#"*:2]4EC)X$$06>4[%YSO(^'%F6,;3P·MTNU-ZP RG M>[]%):CW^P>!/:-A2=(U\;8SU- 6_=/'.@XG!LC3 M;V#7!G;;P/V&@5,;,_UX-8&[G,]>+5!*=VLM)>!BZBBX53P(Q$:C6RZ44;_MM,9XI4RODZ42^#5%.Q5&L%+D-[+$]9<4&1"^(0NF0(!4)'[$U2B!O(A T323 M+Q'X? AF1%U57[M;_AUR#UG:B=)S!)(M>NRCR_;!!7L38] $PGX*Q)U]D7)^VOBC%X1>V2[/?.9/]_^0])%@U)%@]$=I82MTF)>XD]O,VY4.F_M"RON$L3G:)4·MRH*R-9 UEZIW%U:D? DFJSXQ#:(^M\=0\G\$:\"[(FKGT.BKH@W_=;3'$7Y'DG·M!LZ4>XUR[Z+R.6<'0.TK+$]_<@6],B|2_.@"):(L&!U{'HCL+]^DP=_T*+@ M#YF2(V48/VM6@·M"[)M:|*]!EV0YSKM:M·%^; [G]5>#22-Y\G_4P4E7E!=X+>5=D#6VK9;R+LAW M1BVFN OR+&_2KSQHE <7E;_CZIEI#CI5V'6#5CV?=T%.X 0ML5V098W,1T/< MAYI83DNN>7)+S4%LR^>!Q)053%57DV:T>8'L8C?!+%4#XRO M]-5SYYZ*;&ULM95M;],P$,>_BA40&A(L6?K(:".U'8A*FS2M·M&KQ O'"3:V+-#\%VVNW;7*F[J·M? [+S>X>#@*25L4HTQD@@F/1/>M_DX<·@CE\PB!N#N.,VCFK*"VH,M%J1[3; MC6IN4(=:6R,·Q[CW&+WC\0*[01V'()YE!]M@^1/HV·MA'@?PCSN%%Q!>4IZT3L21W&? W*XNR,GKMQVZO38UO5JW]X+NI3+F23Z^7(> MLK0@S[CD7O!_G%!=[.34E3F·9X@·SH+03)FU=GP^ACI'VZ_Q>UWJ3_ZDEW&·V8)+80@.0!Z#:'"/VFL- :TQW@;3+H1\UO$FZ/\ Q:GL$?>*35>..@]+!VU·MYBSWE8,%5&EF'X[!= OVCD7Q*&W8H@TJE998>4*R#4L]TRS''+G,'8/JE/K+ M;SIJ04?_N@1'_P%WW.*.._-ZR>B;<>P7R*DA5?K9 ?>,XV=%|[36PH..)D#G M===\V)%65M+ZYM:OMU3#S'?'W=G^O7%&=,VD(APV:1]J6?6%76_7&M M+';;>EC@]0;;;<#W&Z7L?N(&ULM5A=;]LV%/TKA%8, M+=#HVY:=V0822\,"- %C0H-W#L =:HFVADJB1=)S^^UU*BB(IC&IG;'YBD;KG M7/+5;P;7HKRT+!!O28ZY24M2P)LM93D6T&0F)BW>, MX*0"Y9GEVO;4RG%:&*M%U7?'5@MZ$%E:D#N&^"'/,? M^33)Z7!]:\=3Q.=WM MA>RP5HL2[\@!$5_*.P8MJV5)TIP4/*4%8F2[-*Z_R#-A":2+Z89K_ZC8VT;! :*#US0O '#"/*F MJ'_Q8R-$!P \:H#;·PAP"\%X#4 [U0/? @/P3_4P:0#5U*UZ[I5P(19XM6#T MB)BT!C,Y4*E?H4&OM)")NJ6%V',4 M%0E)%/AP'#\?P5LP_58#]TF#:W>4\)Z4)O+LC\BU75\QGO7I<$\UG?_G/7JS M]YX87IL07L7GO9H0G!."JKQ (>Q^LJ_[^);H1I"<_Z,*>DWK]VEEO;OD M)8]THI""Q@E[(,]UU^E*R8)PCD]%$I):KY)9TC>=*#']JMS<^[' M_B)- _GH"3EL!IR=F4HSY'L$.8@M;!HZ@\"/:SS)EA:_9Y]W4"4Q_(*C"R\\·MA2^-9KXY&4CUTBAP.YG:DR!ID)0A.R*$LQ9LT@Y4/%D',4BZGO64T1W0#ZUXA·MFP,|$)-[CPNZO3A T.U%$])@I=?P;;I MJB6:M1+·1B6Z!0'R0ZZ:W2CPW&JODRS4219I(NNI/V_5G_^J_>1R1KG'TM>Z< M49SQ.H0? 7ZM#X\ASDUTK6ZB5+=+%UH^!^QP#]^=4HX975X1TLH5:V2)=;/T(M/1_!LJ! TKQ[W!">$20·XOZ54/#6D@_;6&PO=V]R:W·H965T)8:E,AD$!4"9<'Q,/&GL2KVKMF=Y*T? _LVK%2Y$8@ M\6+O9<[QG-FSXW2O$TM$0GNZTK965 2-9=A;/2.V%'ND"%.VMM:D$\-9O0 M-@9%X4%U%<91-·UK(560I7[MUF2IWE(E%=X:L·NZ%N;A&BN|GP7CX+"PD)N2 MW$*8I8W8X!+I;W-K>!;V+(6L45FI%1A5\XN)|P#>)>WLT!J=DI?6= MFWPH9D'D$L(*,H^XA< PMGL&R/$?0:OGOM6,#5#@T?)2S0^4&J#?AP^(*F!J$*N)$VUUM% ML!#DPBKA8*3A<\-(ZA$67MP@*5G9EVE(+[>)AW*5ZW*<9/I+C$9=1)[KB·M*)X,P.=_#T\>PT,N5E^QN*l8/F2TQ7[<;6R9-B/%X<4U2I380IW(W*< M!7SU++)H=!MGS9^- I]'9(WW\B>Z0VZ=4FI]BS@Q?.1.<%TWNA\EX@[L)0!4[3 MOH$'%,,"%&]MJ+1#LD\S3#N&N&. <0R%>+ G-$]ZS9-_TUP<;,Z>QB&Q+=^X MM:!KG+LL&D73. UWQX]ZL.GCL/,^JLTV/+K·KI-^$F8CE>5ZKQD6C2ZX,YBV M.[43THV_X"M-W"\L.2&CL8%/Y:.SI,7, H?Q'9;U!+ P04 " !$G5U9 MPS_3NM$" #H!P &0 'AL+W=OUY&/1QLNGF4)H- !+Q6HY]DJEF@O?E_,2*B+/>0.U?K(@HB)*3\72 MEXT 4MBBBODX"&*_(K3V\%]-A'YB*\4HS5,!)*KJB+BI0H8WXR]T-LJN*?+ M4ID'?CYJR!*FH!Z;B= SOU.I; 6UI+Q& A9C|S*\N IM@5WQ1&$C]\;(1)EQ M_FPFM\78"XPC8#'71H+H0S5< V-&2?OXLO7U.J8IW!_OU+ .;\#K,C$BXYNPG M+50Y]E(/%; @*Z;N^>8;; -%1F_,F;2_:-.N33(/S5=2\6I;K!U4M&[_RS!GI@!A]MJ$=QEL)6(K8<[7.L=Q&BL89$+UE9% M>[HP2%VPZ(.%KT'BUVPZ "6A5DV<,/B#A:_!TMC"X#S1B41[K;03Q1O;RF==J-S&W0W>YYW\!4$L# M!!0 ($2=75DJ21(QOP($X' 9 >&PO=V]R:W·H965TY;3P<.]A. M _]^=A*BMJ05#WM)?)U[CL^YCJ_CFHLGF0,H]%)0)L=6KE1Y9=LRS:'\IR7 MP/27)1<%5CH4*UN6 G#6@ IJ>XX3V04FS$KB9NY.)#&O%"4,[@2255%@\7H# ME=·CRI7>)ND)*E=FPDIB$]@=#NJAO!,ZLGN6C!3),$,"5B.K6OW;A*9_";A MD4 M-\;(.%EP_F2"63;V", (**3*,&#]6L,$*#5$6L9SQVGU2QK@YOB-_5OC M77M98 D33G^13.5C;V2A#);XHNJ>U]^A\Q,:OI13V3Q1W>4Z%DHKJ7C1@;6" M@K#VC5^Z.FP W& /P.L WD@Q5K B*9JQ-4BE-TA)=(;F^G?)*@J(+]%PSO$4%"94GNCL MA_D4'1^=H"-$&/J9\TIBELG85EJA6<=,.S4WK1IOGQHHSY'OG"+/\8(!^.0P M? JIAKL-W-^&V[HN?7&\OCA>P^?OX? OZ7!'UBFY!Y3S;,]_MH1^<,(4>=5P) MD.CW]4+J0]7JSY#O=]%@>"%S5*]DB5,86_HL2A!KL)+/G]S(^3)4A?]$ME43 MOZ^)?X@]F3&B"%8M+Y (-&6W148,V+62=N$[DA%YLKSFI_16;_-02P,$% @·M1)U=68$@]J9L P C0L !D !X,"]W;W)K&ULMK99M;]LV$,>_"]$610HDT:.M-K,%)+:[M6B H%FZ%\>;-)9(BJ)*DG9[3]| MCI2B.3+MIEO>V"3UOSO>CSSI9ELNOL@"0)%O55G+N5,HU5RXKDP+]*@\YPW4 M^&3-14453D7NRD8 S8Q15;]\YTW=BK+:269F[48D.|ZJDM5P(XALJX]*[U=0 M\NW<\9V'A4\L+Y1><)-90W.X|777W B\R]Z\CZ;.Y[>$)20*NV!XM\&%E"6VA%NXVOOTQE":L/=\8/W M=R9WS.6>2ECP\@^6J6+NO'%(!FO:ENH3W_X&?3X3[2_EI32_9- MK/8>DK52\ MZHUQ!Q6KNW_ZK>>P8X!^[9!;Q",#:(#!F%O$#XU0M0;1$^-,.D-3.INE[L! MMZ2*)C/!MT1H-7K3 T/?6",O5NM[@-2X150DIR1 M7_&*D9./7,K7!,_3+CM9@]*L1,D9N;M=DI.7K\E+@H:_%[R5M,[DS%6X21W*·M3?L-774;"@YL*"37O%;%)*LZ@\QBOSQN_:(O8MP!D+! Z&KX*C#6VC.2>B=·MDL + (LM^%D\W#VWI_+_HJ_\<_1&,<+@NH?$'7'O"W^MHR|9U<@RIXIN@NX&F3·M#YS5BGS&>2M·DC\O|R7>FU3I9;L&7:#('DB_'B]D0U.8,_C^·DR·VX"2O7OA3 M[Q?;&3RGL'5.EL|D[·IQ4-IQ4=\Y|H(L8J+;&* 8M40,KSFOT-F2YI.90T·MVSE&RS-WLGLP/%[XXP6^Q(_')/9UX1A-")C\3-],['#F0YPID^%T!V=4R22EFVF\=*T M3*/U*_]BX5O6E|AK=]WAO^Z[1O6:BEP#+6&-H;SS&(]+=,U?-U&\,=W-/5?8 M*YEA@?TR""W YVO.U<-$!Q@Z\.0?4$L#!!0 ($2=75FL8+0F @@-/8\ M 9 >&PO=V]R:W-H965T,Y>#[++$[XV6":Y_/7PR$?3]DLY"?IG"7BF_LTFX6Y M>)L]#/D\8^&D;#2+A\QW.$LC)+!Z+3[&,V.DT7>1PE[&,&^&(V"[G-RQ. M\\&W\8R;>#3=>)M&,)3Q*$Y"Q^[/!,7QL MX>*B06GQ)6*/O/(:%%+NTO1K\>;]Y&S@%!&QF(WSPD4H_BW9!8OCPI.(X]O· MZ6#39]&P^QJ'IZM2O!!S%W)VD<9_19-\>C;P!V#"[%·%G'1*"WJG.T&T\#=. M8UI^!8]K6V< Q@N>]I-U8Q'!+$I6_\/OZT14&D#2T@"M&Z!M&^!U@S)SPU5D M!.S+,]'IUGZ"++"6G@K7I2Y*5L+-5%27,,;//!?1]=/KH*HPQ\">,% Q]8 MR!<9$!U_>YV5&_]'E9A4,T0=3S/K7 M?!Z.V=E 3&O.LB4;C'[]!;K.;[I,67)6RQO>Y V;O(\N0CX%8@2 !ZFQ!6 MH:[,Z+:ATDVHU!CJAS#I*B;F7B0(IQJLPKT[EXT]]M03;/0$]O0$.CV^HL?88T\]T)'@ MXCROJ"+D"+S+4L![K1BT81S]*T;T.X&Q>KYPU+*JE"US_WWU5< ,/JOO"+P5 M·O.G2I$N+V*E?/-*^,Y(>0[2#)S/TBPO,U\)HDT 5!* H0=]BI0)T!A2+&P# M_0\0E-0$C7 QZJ2LPZ5%ZJ5%'KLZ.JA%E$0::&::W41=B_=,KPHKX1X3·MSVV*TEDAQVU1);D&/@\V6PS%_B0!5>@YL*·884.\2C+1HE$$$S$6T! M"N _4&1"\ 2XZQ5[H.8H$0FZ!X2,T"KL&7+6SUW$K>@D4JZ_W9[0RFO((=1#S=\'C2%$ 0V@·MKY\J2.(8,N/8SF"""5)*"T/.,U*DQ\P/2$GUEBU:<,,'EHR?GJF[MYA@Z+Q%:\E;/F.0R1 ^]B*K(&? +6SUW$N20>?%K||KK:B."XS3Y1&>&?7·G MT3)=)$TA,TWM7G0UY-0.7@-AL"5P"5;(#%86ZJVZJ'2LA*ZQ@7[;3YU$'61> M* [)3;-5%).W0T9AA![DME19+YL!FYNA:,3^D"7M:W\V"]T7+OI2YT\[!$/M8 M8<(2:3 \L-**C8#5.7>6O-5S)X$*FX&]V^:52D4"26G0Y Z-'80!);"ED.+* M5IO·O385?T2X)&C.77.?? 2^!9"F\Q79;SP5@K*XC!4%3WC[!TOPP386I/K> MFYL[!SP9]\$Y6'(./]@%*VQUP:R]#F'OL]DNR% M+6[=8':1-T#++WV%>1!#*\Q>9=WTJG :RFNGVL#A%):L0>J2'M40JK4&;+ M6ST;$LK(04$9L0IEMKS5AC/1;Y=K^?I>H (:0XP9^LR!H#*%'D=»V+1 4HD MJ9&M5|KZW?(2W>(54C9 =6:M&Z"D<>3*#&6[W_@2%/YKX[M%XU] !"1 $0.ZH04L7I$RI:W>NXD:I%>RUP="JZ*7Y XKML\AJ*Q0YA@W#;? M)5J1K=>Z>I9;E:^(!$>VVK=:BU5-TN,_8;L>ML@I:?.2HQ MAVZ!G;,# 53-EAJ!T&F668V=&#T^;- E6HQ(XJ!DXNE?9V8QEY4GZ>3AGF5:4 MU0/>MKS5$R1IAN)#*[J4ZC%Q6I[JN9,H17NAU/,%E:J,Y%-EF4MCY5+LMQTP MKYPPWYJD^E56J[*1>2RGC(Q!>ZCL1#&BP>5)FR>\@@·&:P>1+EK9XG M22WTH XC4:N'D6QYJS\/(GW?-A)+/_S@^':$XL^1YJN0%T)6"Y>SZO9/;? M6:.*8"W5PI7TY>]{4).Y@\X:U46A-HT2H-R?1!##<3L7K1S3CR1IVSUD.WJ39[.R^=4[]{\3V?ERRD+)RPK#,3W]VF: M_WA3//JZ>=1Y]#]02P,$% @ 1)U=6;"MA*&[! 3QP !D !X;"]W M;W)K&ULS5E,;]LV&/TKA%8,+=!9(N5K9AO(I<4" M)%N0H-W#L ?&^FP3D427I.UDV(\?*2FZQ#(;=PS@%UNB^1U]Y^A0/A#'6RX> MY!) H<R3(.C[M"66I-QUG8S=B.N9K%,,4;@22ZR2AXND,8KZ=>-A[!KAEBZ4R_YTO*(+N /U M974CG)E?HD0L@50RGB(!\XEWBD_-R< 49#.^,MC*VC$R5.XY?S GE!$"TQ' M$,-,&0BJOS9P#G%LD'0? WPI0K[RF*:P?/Z-_SLAK,O=4PCF/_V216DZ\H8%,6Z@X2E^3=]+(2H%6B<](@)2 M%")7!=T!]6%1&9$\\XR6A=4T>E8\"T29K9&,P>9-EFU9L-2 KH'*M0!]CY1$OZ#3*&)&:1]CRS3WB|'|_04HRF+Y04_Y! MWK_[@-XAE]K%L=Z@AS[2O=ET/U9T<-9W@/9T\,(7?-4+27ZE$80->M]S:6=L)2XS##"[^O\;F4H-4] M32-TQ>@]B[7$()^EC[?*;]%V5H(EBZR6;_S5)0#9U0RB?ZZTOCH4D$B_VX3 M.V^FV]Z,>2R&/KVFXD&;M[3X&)(T&N58S[16A5_]:&U-[LAAN$R)'IV?HYG&VF6(${"'?9* M@KW#"7Y$BBO-#.1BF!\VQ=SX9V\T\8ROT2OQI*0'9;6/GZ09;]DV>R_/1M MS=13@^&,2X6X0#3A0K%_-$6&QMA3GXUCA";Y*NDA8>)5HJ;K0AJW9YI6V^N[8=33L[3ZKA[M!>D1PI[?'U55"PO:(5'=U&%A<;84Y M^,XU0FN^@JAB%PF.R=7$:7ISA=;4KDIOQ)IP7N?]_J-AUWX7UI)%P>4MTA2I MTA2QIZEKEK)DG;0RL%8>?,\@SWN72*.WEP5/-_B/1BITAWI']42<1H2 M7:$UM:M'(K&_CW.U1.Q7Z65+I.WOYMQ>>2A_O[9EDX!89#M9AL\Z5?GN33E: M[H:=9GM$?C4]WVK3RBQ8*E$,9(=+H!$(_M,T'_/N?Z+[8X,1&ULK59=;K/TKA%HA*=!$GU;C MS!:0Q.XV8 &">ND>BCW0TK5%E!)5DHJ,_?I=4HIJ.XSKK7FQ1>]<*VF7JEU<^'[*B^AHNI,- %#CFY60%=4XE&M?-1)H84D5]Z,@ M2/V*LMK+)G;N5F83T6K:.KB51+551>7#%7"QF7JA]SCQD:U+:2\\;·+0-2Q MWS6W$D?^H%*P"FK%1$TDK*;>97@Q3PW> CXQV*BM9V)6LA3BBQG\7DRI]P"0$ M'')M%"C^W<,U<&Z$,(VOO:8WA#3$[>=']0]V[;B6)55P+?A?K-#EU#OW2 $K MVG+]46Q^@WX](Z.7"Z[L+]GTV. C>;NTJ'HR9E"QNONGWWH?M@BHXR9/2': M)R3/$,*=)1;(>D)R;11CW!++MWOUFZ-FU%-LXD4&R(-&M7,@W7?LMS05IM] MLM 2WS+DZ>P#99)\HKP% <@-4M1)P$VA%3LFON,G(R1]"J;<$*[J O)5,,U#D M9 ::,H[SI^1N,2,GK]^2UP31?Y:B5;0NU,37F)N)X.=]'E===M$S>·<3D1M2Z M5&1>%U X^+/#_/$!OH^>=#,9$C\9<10<%%]",>- @EL=6+?[Q+9DSE7)B-HLCGRZ72$L_ZWZZ"=Y*)6])_RY40W.8 M>OB!4R#OPO K3X!>7VR\I-GM)L?D+B>W4)1GJDAQ2S\P9Q?.(]5" QU%" M+M8U^P<*]5GB;]VD%&ULK57?;]HP$/Y7K*R:6FEK0A)^E$$D($5K·M0Z6JM·O#M >3',2J8V>V^R_G^V$#·J455M?B'W^ON]\=^9NM.7B468 "NUR MRN38R90JAJXKDPQR+"]Y 4R?K+C(L=);L79E(0"GEI13U_>\GIMCPIQH9&VW M(AKQ4E'"X%8@6>8Y%K^F0/EV['2&.K#-E#&XT*O .%] >BENA=VZCDI(<·MF"2<(0&KL3/I#.>AP5O 5P);>;!&)I(EYX]FP M)H2O]=''M'39TMXK=>B|&"D <2?423-"6F@)BB:U;!0E/.\Q@4)E1>;,C#(D;G9Q?H#!&&]C->2LQ2 M.7*5OHW1=)/:\[3R[+_@.4 WG*E,HCE+(6WAQZ?Y5R?XKLY"DPI_GXJI?U)P M <4E"KP/R/?\L4~L]?3@[P_L_[_)^]'R4C:-Y%8/6"O[X+%'.94"Y+ >C[M9"F5T'.N'VWUKA3#=D73\(:RP F,'=W@1)+(@-.'[=YV>]ZDMV6\I%K^EV/R- MQ[!*$C9E"4^I[\NB=%E@IV>%!'2^! 8KHB[:2E*I]:R:&1F;:! $_LC='*;Z M.:@["*^.0?%SD.^%O=XQ:MZ""ON#?H.J@G8/^E4.8FT\A4O)+YFJGFAC;6;1 MQ+;@)_9I9SCKM-AC/;NJ4?- 'OAI\-UBL"9.(PD]I\B[[NIV*:IA4&\4+VRV7 M7.G>:Y>9GK\@#$"?KSA7^XUQT$STZ#=02P,$% @ 1)U=6:0GG\[R!0 MJRD !D !X;"]W;W)K&ULS5IM;]LV$/XKA%<. M+=!6(B5;=N882"P5"["V0=-N'X9]H"7:%BJ)'D7'Z\;?*2F6*3&,M;%#$2#6 M"^\YWHN.]TB<'RC[6FX)X>·ASXKR8?;LF&3U#I\2/Z·MN\IX85K4O_BA<<2)@,#1"Z!& '4%_"<O; .U>#WPXCYVH8-P*5Z4YM M>6X$'.\F#-Z $R.%FCRH/)^)2W\E18R4>XS$W=3(<<75W&\S_<9YB0!'_F6 M,=^D4BYKP)NBICF!+S\C9;E*_ &W(E,3?89*0%=@^5 M@QMQF!9@&; [+ MD'"<9A7BE[L0O'SQ"KR0,)^W=%_B(BGG#A?6R3DZ<6/)=6T)>L(2#[RG!=^6 M("H2DFCD0[AS"#O"*\>78L>77N-C(!W9/<6>.YK@%SD:^:S/%_A><]E6N.&?I:L_Q*B. 4_"!BCPI M.*-9)H?=%)PP4O+7X(.HF2+C/N,\,(,G' +/E+ERCU5'S]5&3IO2AW M.":7(Y&@)6'W9+3X^2GCA:+'AK1G,@*YS.VT:\H=ZV"19. M>MY^@]QQQ]F6-"K.#H[.#HS.ED4_WC- &"MZ4%D">Q)T(0CZC_C$G02]H&24XH|IT1W3\VHN*1)SM9WV)XP2@=X"XU MX_R9Y_:,/A,O>AY/,7QV-'QF?NAD\!"M%6ZOS N=]4;PHD+4R) M"'1;WN#^. U=,Q=+ (;6*%EI%BVRAJ5$]88/0:EO7P"E/?!!T6J>E9I0HK>*O M4V8TXP+H=49%6C1O%OCZ(@-1:SSZ7Y:;1LWXF?5&,TRWX.C0-"N.#NWI)0>V MO T::<2 1:9IT-

@BGJVGT67/0\G&IX2W"@F>&\Q^PKJ>O8 M'1%ID?*4Z%]+6.4V5M%"]VB1+30U(BT)@N,?:,FQRI*LHH56T2);:&I46T(% MS8QJ\))CE5!910NACE)-)VZW9GT/4@5;5@7-
M,KNVP2SLL'QL(D6PCY;@W[0 MCX*]C2J;J\)930S"BMM7I6N:95 MM+!!4Y-_/.Y%XGOP2-3R2&1D- /ZRP9(L0=.9MUW&F9]0YUXGM+(EE+5B2UM M0V;:)AH9DFX*L*Q2.OX&/C-
P2!%L*57^W%!F9*,*M;M6L9G 4K%)GU*?.NL3_'LP9MUB],[^X717;7U; M4> MXWN/CZN;P8:R1[X$$.@I30@?&DLAL@O3Y.$24LS/:09$OIE3EF(AIVQA\HP!
MCC0H34S'LGPSQ3$Q@H%>NV/!@*Y$$A.X8XBOTA52SYTM(Z&9HV,;+PB1>+(5: M,(-!AA1 M6 Z-GH$BF.-5(B9TQV*@CS%]*$ZU^T*6(M X4K+FA:@&4&:4SR)WXJA*@
M[,X.@%, G/<"W +@ZD+SS'195UC@8,#H!C$5+=G40&NCT,*:F*ACG HFW\82 M)X);2A9GB50R0B/.07!TAMZNS9[1-Z +AK-E'**1} LZO@*!XX2?2,##] H= M'YV@(Q03=+^D*XY)Q
>FD FJ;V!B/X_,GVK2]-BK1$ M5M/'+?5Q||$'}U1(.9)7MV MP"DB(JH*S]E\S:,^7M9!O^>ZGC\PU]62&L*< MKMWKE6&U9#MELIV]R3Z06,@4IP(+:+3F7OBAQ}
(26:U2KZS4^PC;>FWJTQ)9 M31^_U,=OU;8YFU?QH^]G:ZS9=N&L(Z,\YMMVRV3L;['MC]BLHAHVI3>7ORA MY](26:W47EE]R-\VVM3GY;(:OKT2WWZK?JV_\:03L?
KN=N^;0BS9=0.W]K6 M:V-A[4UW EP@.E=M7!(U]@)[\8>>3%ML]6HK;93[$>8M=FU+HY;8ZAJ]ME/V MWF[D8_7=-5.H.M8WK:!&\)\Q[6W#6QGFF3UA?(3LT5,.$I@+G'6>5=>
98W M_?ETSWS3,JY!GJX5)^* %3 ?+|G%+Q,E&M>/GI%?P'4$L#!!0 ($2= M75F@.^4F%P, /P+ 9 >&PO=V]R:W-H965T>T+I8W4-<"&F%2M##X@/KC)M8F6V,%VVHU?
C^VDH2U9 MM*'P);&=>Y[S/;Z<;[*C[({' +=9RGA4R,6(A^;)@]CR##OT1R(_+*F+,-" M3MG&Y#D#'&E0EIJ.90W,#"?$\"=Z;<\"2U$FA!8,,2+++,/LX0)2NIL:MK%? MN$DVL5
+IC_)\0:6(&[S!9,SLV:)D@P(3RA!#-938V:/@Y&RUP9?$]CQ@S%2 MD:PHO5.3JVAJ6&I#D$(H% .6KRW.(4T5D=S&SXK3J%TJX.%XS_Y!OSXK3J%TJX.%G-$K\'0X DJ<9X%0 YQ3PF >W
KA/|>!5 $\K4X:B=0BPP/Z$T1UBREJRJ8$6 M4Z-E^_E1QI%43'Y-)$[X-\ %*T)1L(1LT!LTBZ)$'0A.T14ILTH=SWD B*O)/ MU(./VO%O6_"FE*6PMEK<>&T$GXJ2
^YUFOD6(I7L)IY.WP)>0UWF\)Y.MQK MB<.M3];5?.Z33G9.N4 S$B&Y#&P+Z/MG:8^N!&3|1]/9E>1>,[DJ1F.>XQ"F MAJPVFM'P7[ZP!];{)N&Z) LZ(CL2U:M%]=K83T0-
8\PV!)CZK33/E:]+LJ D M&V@R=2EL ;%E]X<3<]N@2[_6I=^JR|>4KF3)N)073T@+(F2:186N[$WBM'(]
M5YPNR8*.R(XT'-0:#OJG#SOH4MONR8*.R(Y$'=:B#EL3E+N9!7Y2!C%+UEQSI"E6V M!?5]W<+.=.=VLGYAC^=E)_]'INR+KZ5X">$HA;6DM'I#64%8V6N6$T%SW7VM M])"]G!
[&LDH"4P;R^YI2L9\H!W7#[_\&4$L#!!0 ($2=75FY8/MNLP4 M "PJ 9 >&PO=V]R:W-H965TQ6:I<$\3/Z'BUUVOU=*)!? MW6]X\BQ2]/ZC4#P(TP_H'0IB]-M&
|E(>^^ET]+0_F>IP=;2]*&SC!ML3]$7& M:I.B3[$Q_+?KA_HZRHO!IXM98*/@4FOQ$'&^0]C!%'U=?D3OWWTPZ)(R2"37 M):V"=']3A>YB/XN/2/8"_?
F+/A|]5B)*_ZJ+0B%.Z\6SV^XVW?*5F WT?94K M#N;??N-ZS@\&UVGI.C6I__U59'#.B<+&2^7R6[E_7SDN&PT>YKK+/2.C-: MST.E*RD1>Q'O1)U=HT#'X'BE>Y[-
O'H67!^5KH_ZR6LAPRIY=5WLUJ=U7!H? M7S(N>++:('W?ZT?@7C_;M_D]K>KL&Y4Z!FE2^CFQF=^)!===!QI,3C\9/NI4
M4TS&8]IPZ[H5,KA&!Y8\U(_[+.6:URI":3=]S1M5NH8)@Y?89HZ/ZCU[#V!Q MC0__*Y),SN_CR80TW.@NX,$U\^$G$8N$AWF:N:\;C$ {Q+-.J=8+HUC7: %-
M7&8UUS98XP)L7",0KLBU=YYK![-Q0ZX!&:Z9&4O]I$YXO!)YMA]%R)7P3WU= MK2-&O:X! \JX8ZOIMH$>%]CC&OEP1:HG9^EFC+@-Z<8 $&P&B#'=Z%_4HCDS
M6^@80@P$PJI- L VR(2!3-C(CO8%<-2I%L"$X(;T UJP&2V7TG]-$VD$+GF8%(*.MB%,>CT@_O6:O M:5KH6E@'M20P2W<-76409W<29X-C!#A&>AK&'77>= 34:6@)")"(F$G4-O'M
MFD.SL:!!*H1]\.IB F/&A&>IK?D9H!WGC24 F (V+&T165<$V?:+;:-C M.&)UWD=L0(T"U&A/ S]Z/O"C8Z=A%$0!2_3"O*!}3;3L&,TNP84.$>MC@:I M#=1100!WM:31(ST>#U!TU=
FT\L.1&597E,-UO:/9;M>X @2IU2$BM4$|"M2C M/0T1Z?D0$9.FH@!L43.V?E4;D=2:L_'UB@+/J-51(;7!+0K8S;XPX _K*?Q'CL?[S7=V8 /9L;'*='7M6%FT:X[;X YGM41GF>#
M0QYPR.MIA'?4J>ZKPN=]V+"R@2\26BO;HBBE=S%JMC+5IY;,H6*S8 PNG% M/LHOVI4@3E$HUGJ"^2+(3[.=K*=7I M(#-0;A"=_P=02P,$% @ 1)U=6&ULM99=;],P%
(;_BA40VJ2QI$D:T$@C;1UHDT!4 MJP87B LW/6VLV7%F.^U_'B.G31J459U4NE%0&"ZG-908DM"ZD$-5A42U]7"NC6T^OZ|(*M^.-^R?'CBPSJF$L^7^^1.2QHS,(!"N;-WUJYV%+,(B?
$82M(#Q4$+6"R(S(V-8U]30 M+%5R393-1C<;N+EQ:J1AI?V*4Z.PE:'.9--ZIN&QAM*0CRM\;G)R##8RKD_}
M6S+F5&MRB=']])JT/E%!_*2'Y\Q@!P:$/!G'UUC%_?;V3UVH2N:P\C#3:1!K<#+ MWKP:),&'/M8CF>V01QUYM,\]FQ94 6Z\JE9Y@0N?5$HN%15GA-:FD(K]ACFA
M0M:EZ9N'O>8OG8?&+'%F]!IQ99<,@_;7^J@RG4DV0)QUY\C^7=7+ 2FP@]P[CI9#^UHEM;\LO M5"U9J0F'!=H'Y^]P2E5S S4%(RMWB,^DP2O!A05>V]!L K8OI#2;@KT7NK\!
MY5]02P,$% @ 1)U=6=@_&]T P 9Q@ T !X;"|S=!EL97,N>&UL MW5E=;]HP%/TK4;I.K30U"6D#60%I0ZHT:9LJM0!]PQQP)+C9{HH+]^OG%(M@/JBM@\K&:C$OB?
GW&/[.A_JL%1K3N\6E"IGE7%1CMR%4L5GSRMG"YJ1\B{O M]-!(FLN,*-V5SW?C!R,,,&.AV*9W62]=&;Y4JB1&P1-S#&' M;XF.1H>N8_0F>4)'!L/9Q]_+7%U_<,SQY-/)B?!P?KT?/ZN
<|>SBEZ]0/3" MQW4UADE'+Y/V#ZO[>(+^;H*:H<4V9(PX>)&S ZXPX=CJR#_=\N2?(N2^;R?O MT0\(!!:!EHO2>EA>LS)G.P%,)1=KVC'BXQ#[L&*KI7[Y?Q,,U%NVU"UP2T
M/LFH\TCXR)T0S]:2 2LE&>-K$^Y!8);S7#I*[U=,-(|^63@P/1@*]Y4)U?!9Y!3M^_7A78XEV0= M]*[R^0*.*B\\ )7*,]U(&)GG@E0>-HRZ MH65GE/,[N,[]2G>T5^G6RE4U*YJF-
E0WC8SI@/ZVFM'>EAV\2=X.JD*/CZ"V=SD5$S^!=#8H ME9D.4.DZCU0J-MN.`)&DN*8 M#+I@LM<%DV$73![G7=&KG\ZW7@%V7@"];J ,O6B/W)[RX\3:LUTRKIBH>PN6
M)%0\>P_0\HI,,=W5U^E<3"1T19-)W97S;=5T=$-GK3] V$=NJH\=P3@&LR. 87DP!QC'L+ _]-X M!NAX#@9Y&UB1 * MNQS $P(L !?3T\$MP>.4#M.*2VBZD8_1!2.5K5N %(MMB6/:
(7->=I3W;+T|! M;X"O.DQO0FE(2S,.\,W2?S+W\PPU1>5*(Y5,&GC3Y?YVX$G1H2)8%H%R=.B M':5_'=ZES[ET&G^3]7'5'H4A?ZM\H&G5Y'N(5Y^MM8_=N47N:3U)H\W3ZZP/W
MRGJ=?MH]J2'OY-0U>[RYS-8/Z($,-9<]T7# 7F8-(R=/Z4RN,[A[M)B8U1/T#)\Q,G$NW0) ! 1D<#/)FJ2R"# G(\`M:8HE@HP(R&B/D-]E+LM4 MB>:U<0@P)@#C@P&*H[%$D
D!F1RLJR?>I CR"P'YA1=RI%QJ];+>7X-]KYPN ME7-"EL!<%0CR*P'YE1?R5]U46>%8^(V ^<8+U20 M[O&2U:/J<6'R3%GWA[CX58%;,1LI$&:#O VL80I<3C=Z,^DO(-!B.LD"?
60_,I+;B M7N:5$O] JU56?<*CXG^?60"796H*)>]D\W9_4AKH,WM@F,(I5=[8_<8O0 9U M F?50I4.9A4X)Z:D$#!+X4UYQ=?LMQ61DD7 +(NV-
+@5DK)'P&P/.N44N%A!V2-DMD>=<[:U M74B9(V0VQSJO\:6BW!%RNZ,MP6NE).M/S"+9D>EM.#$FI9*0625D=K45ID/* M)B'W%.-C=M7:WY1(0G:1H#2KE8[227C(\M-
#B#$H83[*4")XSKIDO.Y57.Y M889C&).22KCWTA00#]_LJ;;('!>7*:E$S%)IQ;R&7T'\-!:'H(C23,2LF5;_ M"5PXJT#4!F-2VHG8M=.2[KQW.\:DO!,Q>V<'YJ0]"FE?<,(3D2L?S-XA,;>\
M$U'>B9B]0V/BN!E1\HF8Y=-;]7T?G!B3LE#$;"$R&=_N=,I"$;.%:,RM3JSX9ID/5-HV),RD+Q'M90/F!"URL+2;*X>,;+[S%EH?B0RROB&&.2J_![M66#9.3HQ)F6AF-E";YB;9 -
Z_5^EYXMZ8E(429@MIQ,2ITNU6?3BA+)1P6^CC M0JTX&BDO=;Y5VTPH R6-@;K-R>[L-%,SF*MFUW!Y|_M3F:=C^^H_Z^^3HKC^ MW&!6Y?DY[+LIKXS,-A\;SYL/OL/4$L#!!0 (
$2=75F7=W+D+ (/8H M : >&PO7W)E;'.O=V]R:V)O;VLN>&UL+G)E;'/-VDM.XT 4A>&M1%X ME;JO0(LPZ@E3Q :L4'F()(Y<;@&[|R@,DF/UH"?(9V25+5__HT]6V8\O9=\.
MN^Y8M[M3G7T>]L>Z;+;#J;^=T3P]WLZ@GH+@=Z">@N!WC)ZV2;0 M6U!O(=!;4&\AT%M0;R'06U!O(=!;4&\AT%M0;R'06U!O(=!;46\ET%M1;R70
M6U%O=;1YLE!'HKZJT$>BOJK01Z*^JM!'HKZJT$>BOJK01Z*^JM!'H;ZFT$ M>AOJ;01Z&^IM!'H;ZFT$>MMHLYM ;T.]C4!O0[V- M0&]'O9U
;T>]G4!O1[V=0&]'O9U ;T>]G4!O'WVL)-#;46\GT-M1;R?0VU%O M)]#;46\GT#M0[R#0.U#O(- [4.\@T#M&/YL0Z!VH M=Q#H':AW$.@=]"?\I-YU^-
J7>NWY7N-/03|)]7'^MUP??UE^GT2<%Q>7M+2;-DVNMOGGV+A^7@1J8S&YV&T< MLN:%],YM*IOR.GOLZT\IT]>$,I\<]\15X^-1WE"P+Q.&E>\#7L_=/%((34V3
M6OQ02M>WR+K9M6AS/+<5R?XDO>G3+95-1[:I-EX^4T0>R=5P1I;XM=T6/]B>G M?,.T^^0'YX]E|@?FG;?!^9@G%NCW<6\C&4Y/?2Y$(37|7_$],9<^^/UHF'9- M10^S_4^N;
>YQ'9^#C\CC_,^+W^+_L0('U(D#X42!\;I \#TLN]<^L_MCA^?96>;_BV?C?\17+P 4$L! A0#% @ 1)U=60=!36*! L0 ! M (! &1O8U!R;W!S+V%P<"YX;6Q02P$"% ,4 "!$
MG5U9D%>G!^\ K @ $0 @ &O 9&]C4')O<',O8V]R M92YX;6Q02P$"% ,4 " !$G5U9F5R<(Q & "<)P $P M@ '- 0 >&PO=&AE;64O=&AE;64Q+GAM;%! + 0(4 Q0 ($2=75E+*'@ M= 8
%LF 8 " @0X(!X;"]W;W)K&PO=V]R:W-H965T&UL4$L! A0#% @ 1)U= M61M0(UA//!@ BAP !@ ("!A1D 'AL+W=O&PO=V]R:W-H M965T&UL4$L! A0#% @ 1)U=6;'9\>*F P C! !@ M
("!/RP 'AL+W=O&PO=V]R:W-H965T&UL M4$L! A0#% @ 1)U=60@%GT+G!P 1, !@ ("!N$\ M 'AL+W=O&UL4$L! A0#% @ 1)U=605R0.PM!P J!$!D M ("!-5X
'AL+W=O&PO=V]R:W-H965T M&UL4$L! A0# M% @ 1)U=6=2U 1&5$@ ZF@ !D ("!P6T 'AL+W=O M&PO=V]R:W-H965T&UL4$L! A0#% @ 1)U=65&T M:G#]! " P !D ("!>XP
'AL+W=O&PO=V]R:W-H965T&UL4$L! A0#% @ 1)U=60D37H]D P 0@ !D M ("!BYT 'AL+W=O&PO M=V]R:W-H965T&UL4$L! A0#% @ 1)U=61V-W 4 P E08 !D ("! MI:D
'AL+W=O"1+CH " "_!P &0 @('&PO=V]R:W-H965T&UL4$L! A0#% M @ 1)U=6>7K :B9!P O!, !D ("!LKD 'AL+W=O9JKLUL$ #?"@ &0 M@($NSP >&PO=V]R:W-H965T&UL4$L!
A0#% @ 1)U=67^//&PO=V]R M:W-H965T&UL M4$L! A0#% @ 1)U=6&PO=V]R:W-H965T&UL4$L! A0#% @ M1)U=68;UYX46 P :0D !D ("!GO 'AL+W=O&PO=V]R:W-
H965T&UL4$L! A0#% @ 1)U=68#NZLA?!P M^SH !D ("!!OL 'AL+W=O&PO=V]R:W-H965T&UL4$L! A0#% @ 1)U=66Z^;PV8 P W P !D M ("! 0L! 'AL+W=O&PO=V]R:W-H
M965T03 0!X;"]W;W)K&UL4$L! M A0#% @ 1)U=6>,^CRM1 P ZPL !D ("!DA@! 'AL M+W=O&PO=V]R:W-H965TX> 0!X;"]W;W)K&UL4$L! A0#% @ 1)U= M6:P&|)"K @ "0@ !D
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'AL+W=O&PO=V]R:W-H965T M&UL4$L! A0# M% @ 1)U=62I)$C&_ @ 3@< !D ("!06 ! 'AL+W=O M&PO=V]R:W-H965T&UL4$L! A0#% @ 1)U=6;"M MA*&[! 3QP !D ("!$V\!
'AL+W=O&PO=V]R:W-H965T&UL4$L! A0#% @ 1)U=6:0GG\[R!0 JRD !D M ("!7WH! 'AL+W=O&PO M=V]R:W-H965T># 0!X;"]W;W)K&UL4$L! A0#% @ 1)U=6;E@^VZS!0 +"H
!D ("! M-8&PO=V]R:W-H965T7!E&UL4$L%!@ !- $T $A4 &"> 0 $! end XML 89 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 90 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 92 FilingSummary.xml IDEA: XBRL DOCUMENT 3.24.3 html3083101false710false7 falsefalseR1.htm0000001 - Document - Cover PageSheethttp://www.snap.com/role/CoverPageCover PageCover1 falsefalseR2.htm9952151 - Statement - Consolidated Statements of Cash FlowsSheethttp://www.snap.com/role/ConsolidatedStatementsofCashFlowsConsolidated Statements of Cash FlowsStatements2 falsefalseR3.htm9952152 - Statement - Consolidated Statements of OperationsSheethttp://www.snap.com/role/ConsolidatedStatementsofOperationsConsolidated Statements of OperationsStatements3 falsefalseR4.htm9952153 - Statement - Consolidated Statements of Comprehensive Income (Loss)Sheethttp://www.snap.com/role/ConsolidatedStatementsofComprehensiveIncomeLossConsolidated Statements of Comprehensive Income (Loss)Statements4 falsefalseR5.htm9952154 - Statement - Consolidated Balance SheetsSheethttp://www.snap.com/role/ConsolidatedBalanceSheetsConsolidated Balance SheetsStatements5 falsefalseR6.htm9952155 - Statement - Consolidated Balance Sheets (Parenthetical)Sheethttp://www.snap.com/role/ConsolidatedBalanceSheetsParentheticalConsolidated Balance Sheets (Parenthetical)Statements6 falsefalseR7.htm9952156 - Statement - Consolidated Statements of Stockholders' EquitySheethttp://www.snap.com/role/ConsolidatedStatementsofStockholdersEquityConsolidated Statements of Stockholders' EquityStatements7 falsefalseR8.htm9952157 - Disclosure - Description of Business and Summary of Significant Accounting PoliciesSheethttp://www.snap.com/role/DescriptionofBusinessandSummaryofSignificantAccountingPoliciesDescription of Business and Summary of Significant Accounting PoliciesNotes8 falsefalseR9.htm9952158 - Disclosure - RevenueSheethttp://www.snap.com/role/RevenueRevenueNotes9 falsefalseR10.htm9952159 - Disclosure - Net Loss per ShareSheethttp://www.snap.com/role/NetLossperShareNet Loss per ShareNotes10 falsefalseR11.htm9952160 - Disclosure - Stockholders' EquitySheethttp://www.snap.com/role/StockholdersEquityStockholders' EquityNotes11 falsefalseR12.htm9952161 - Disclosure - Business AcquisitionsSheethttp://www.snap.com/role/BusinessAcquisitionsBusiness AcquisitionsNotes12 falsefalseR13.htm9952162 - Disclosure - Goodwill and Intangible AssetsSheethttp://www.snap.com/role/GoodwillandIntangibleAssetsGoodwill and Intangible AssetsNotes13 falsefalseR14.htm9952163 - Disclosure - DebtSheethttp://www.snap.com/role/DebtDebtNotes14 falsefalseR15.htm9952164 - Disclosure - Commitments and ContingenciesSheethttp://www.snap.com/role/CommitmentsandContingenciesCommitments and ContingenciesNotes15 falsefalseR16.htm9952165 - Disclosure - LeasesSheethttp://www.snap.com/role/LeasesLeasesNotes16 falsefalseR17.htm9952166 - Disclosure - Strategic InvestmentsSheethttp://www.snap.com/role/StrategicInvestmentsStrategic InvestmentsNotes17 falsefalseR18.htm9952167 - Disclosure - Fair Value MeasurementsSheethttp://www.snap.com/role/FairValueMeasurementsFair Value MeasurementsNotes18 falsefalseR19.htm9952168 - Disclosure - Income TaxesSheethttp://www.snap.com/role/IncomeTaxesIncome TaxesNotes19 falsefalseR20.htm9952169 - Disclosure - Accumulated Other Comprehensive Income (Loss)Sheethttp://www.snap.com/role/AccumulatedOtherComprehensiveIncomeLossAccumulated Other Comprehensive Income (Loss)Notes20 falsefalseR21.htm9952170 - Disclosure - Long-lived AssetsSheethttp://www.snap.com/role/Long-lived AssetsLong-lived AssetsNotes21 falsefalseR22.htm9952171 - Disclosure - RestructuringSheethttp://www.snap.com/role/RestructuringRestructuringNotes22 falsefalseR23.htm9952172 - Disclosure - Subsequent EventsSheethttp://www.snap.com/role/SubsequentEventsSubsequent EventsNotes23 falsefalseR24.htm995410 - Disclosure - Pay vs Performance DisclosureSheethttp://xbrl.sec.gov/ecd/role/PvpDisclosurePay vs Performance DisclosureNotes24 falsefalseR25.htm995445 - Disclosure - Insider Trading ArrangementsSheethttp://xbrl.sec.gov/ecd/role/InsiderTradingArrangementsInsider Trading ArrangementsNotes25 falsefalseR26.htm9954471 - Disclosure - Description of Business and Summary of Significant Accounting Policies

(Policies)Sheethttp://www.snap.com/role/DescriptionofBusinessandSummaryofSignificantAccountingPoliciesPoliciesDescription of Business and Summary of Significant Accounting Policies (Policies)Policieshttp://www.snap.com/role/DescriptionofBusinessandSummaryofSignificantAccountingPolicies26 falsefalseR27.htm9954472 - Disclosure - Revenue (Tables)Sheethttp://www.snap.com/role/RevenueTablesRevenue (Tables)Tableshttp://www.snap.com/role/Revenue27 falsefalseR28.htm9954473 - Disclosure - Net Loss per Share (Tables)Sheethttp://www.snap.com/role/NetLossperShareTablesNet Loss per Share (Tables)Tableshttp://www.snap.com/role/NetLossperShare28 falsefalseR29.htm9954474 - Disclosure - Stockholders' Equity (Tables)Sheethttp://www.snap.com/role/StockholdersEquityTablesStockholders' Equity (Tables)Tableshttp://www.snap.com/role/StockholdersEquity29 falsefalseR30.htm9954475 - Disclosure - Goodwill and Intangible Assets (Tables)Sheethttp://www.snap.com/role/GoodwillandIntangibleAssetsTablesGoodwill and Intangible Assets (Tables)Tableshttp://www.snap.com/role/GoodwillandIntangibleAssets30 falsefalseR31.htm9954476 - Disclosure - Debt (Tables)Sheethttp://www.snap.com/role/DebtTablesDebt (Tables)Tableshttp://www.snap.com/role/Debt31 falsefalseR32.htm9954477 - Disclosure - Leases (Tables)Sheethttp://www.snap.com/role/LeasesTablesLeases (Tables)Tableshttp://www.snap.com/role/Leases32 falsefalseR33.htm9954478 - Disclosure - Strategic Investments (Tables)Sheethttp://www.snap.com/role/StrategicInvestmentsTablesStrategic Investments (Tables)Tableshttp://www.snap.com/role/StrategicInvestments33 falsefalseR34.htm9954479 - Disclosure - Fair Value Measurements (Tables)Sheethttp://www.snap.com/role/FairValueMeasurementsTablesFair Value Measurements (Tables)Tableshttp://www.snap.com/role/FairValueMeasurements34 falsefalseR35.htm9954480 - Disclosure - Accumulated Other Comprehensive Income (Loss) (Tables)Sheethttp://www.snap.com/role/AccumulatedOtherComprehensiveIncomeLossTablesAccumulated Other Comprehensive Income (Loss) (Tables)Tableshttp://www.snap.com/role/AccumulatedOtherComprehensiveIncomeLoss35 falsefalseR36.htm9954481 - Disclosure - Long-lived Assets (Tables)Sheethttp://www.snap.com/role/LonglivedAssetsTablesLong-lived Assets (Tables)Tableshttp://www.snap.com/role/LonglivedAssets36 falsefalseR37.htm9954482 - Disclosure - Restructuring (Tables)Sheethttp://www.snap.com/role/RestructuringTablesRestructuring (Tables)Tableshttp://www.snap.com/role/Restructuring37 falsefalseR38.htm9954483 - Disclosure - Description of Business and Summary of Significant Accounting Policies (Details)Sheethttp://www.snap.com/role/DescriptionofBusinessandSummaryofSignificantAccountingPoliciesDetailsDescription of Business and Summary of Significant Accounting Policies (Details)Detailshttp://www.snap.com/role/DescriptionofBusinessandSummaryofSignificantAccountingPoliciesPolicies38 falsefalseR39.htm9954484 - Disclosure - Revenue - Disaggregation of Revenue by Geography (Details)Sheethttp://www.snap.com/role/RevenueDisaggregationofRevenuebyGeographyDetailsRevenue - Disaggregation of Revenue by Geography (Details)Details39 falsefalseR40.htm9954485 - Disclosure - Net Loss per Share - Additional Information (Details)Sheethttp://www.snap.com/role/NetLossperShareAdditionalInformationDetailsNet Loss per Share - Additional Information (Details)Details40 falsefalseR41.htm9954486 - Disclosure - Net Loss per Share - Numerators and Denominators of Basic and Diluted Net Loss per Share Computations for Common Stock (Details)Sheethttp://www.snap.com/role/NetLossperShareNumeratorsandDenominatorsofBasicandDilutedNetLossperShareComputationsforCommonStockDetailsNet Loss per Share - Numerators and Denominators of Basic and Diluted Net Loss per Share Computations for Common Stock (Details)Details41 falsefalseR42.htm9954487 - Disclosure - Net Loss per Share - Schedule of Potentially Dilutive Shares Excluded from Calculation of Diluted Net Loss per Share (Details)Sheethttp://www.snap.com/role/NetLossperShareScheduleofPotentiallyDilutiveSharesExcludedfromCalculationofDilutedNetLossperShareDetailsNet Loss per Share - Schedule of Potentially Dilutive Shares Excluded from Calculation of Diluted Net Loss per Share (Details)Details42 falsefalseR43.htm9954488 - Disclosure - Stockholders' Equity - Additional Information (Details)Sheethttp://www.snap.com/role/StockholdersEquityAdditionalInformationDetailsStockholders' Equity - Additional Information (Details)Details43 falsefalseR44.htm9954489 - Disclosure - Stockholders' Equity - Summary of RSU and RSA Activity (Details)Sheethttp://www.snap.com/role/StockholdersEquitySummaryofRSUandRSAActivityDetailsStockholders' Equity - Summary of RSU and RSA Activity (Details)Details44 falsefalseR45.htm9954490 - Disclosure - Stockholders' Equity - Summary of Stock Option Award Activity (Details)Sheethttp://www.snap.com/role/StockholdersEquitySummaryofStockOptionAwardActivityDetailsStockholders' Equity - Summary of Stock Option Award Activity (Details)Details45 falsefalseR46.htm9954491 - Disclosure - Stockholders' Equity - Summary of Total Stock-based Compensation Expense (Details)Sheethttp://www.snap.com/role/StockholdersEquitySummaryofTotalStockbasedCompensationExpenseDetailsStockholders' Equity - Summary of Total Stock-based Compensation Expense (Details)Details46 falsefalseR47.htm9954492 - Disclosure - Business Acquisitions - Additional Information (Details)Sheethttp://www.snap.com/role/BusinessAcquisitionsAdditionalInformationDetailsBusiness Acquisitions - Additional Information (Details)Details47 falsefalseR48.htm9954493 - Disclosure - Goodwill and Intangible Assets - Changes in Carrying Amount of Goodwill (Details)Sheethttp://www.snap.com/role/GoodwillandIntangibleAssetsChangesinCarryingAmountofGoodwillDetailsGoodwill and Intangible Assets - Changes in Carrying Amount of Goodwill (Details)Details48 falsefalseR49.htm9954494 - Disclosure - Goodwill and Intangible Assets - Schedule of Intangible Assets (Details)Sheethttp://www.snap.com/role/GoodwillandIntangibleAssetsScheduleofIntangibleAssetsDetailsGoodwill and Intangible Assets - Schedule of Intangible Assets (Details)Details49 falsefalseR50.htm9954495 - Disclosure - Goodwill and Intangible Assets - Additional Information (Details)Sheethttp://www.snap.com/role/GoodwillandIntangibleAssetsAdditionalInformationDetailsGoodwill and Intangible Assets - 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Disclosure - Commitments and Contingencies - Additional Information (Details)Sheethttp://www.snap.com/role/CommitmentsandContingenciesAdditionalInformationDetailsCommitments and Contingencies - Additional Information (Details)Details55 falsefalseR56.htm9954501 - Disclosure - Leases - Additional Information (Details)Sheethttp://www.snap.com/role/LeasesAdditionalInformationDetailsLeases - Additional Information (Details)Details56 falsefalseR57.htm9954502 - Disclosure - Leases - Summary of Weighted Average Remaining Lease Term and Discount Rate Related to Operating Leases (Details)Sheethttp://www.snap.com/role/LeasesSummaryofWeightedAverageRemainingLeaseTermandDiscountRateRelatedtoOperatingLeasesDetailsLeases - Summary of Weighted Average Remaining Lease Term and Discount Rate Related to Operating Leases (Details)Details57 falsefalseR58.htm9954503 - Disclosure - Leases - Present Value of Operating Lease Liabilities (Details)Sheethttp://www.snap.com/role/LeasesPresentValueofOperatingLeaseLiabilitiesDetailsLeases - Present Value of Operating Lease Liabilities (Details)Details58 falsefalseR59.htm9954504 - Disclosure - Strategic Investments - Schedule of Strategic Investments (Details)Sheethttp://www.snap.com/role/StrategicInvestmentsScheduleofStrategicInvestmentsDetailsStrategic Investments - Schedule of Strategic Investments (Details)Details59 falsefalseR60.htm9954505 - Disclosure - Strategic Investments - Gain (Loss) on Strategic Investments (Details)Sheethttp://www.snap.com/role/StrategicInvestmentsGainLossonStrategicInvestmentsDetailsStrategic Investments - Gain (Loss) on Strategic Investments (Details)Details60 falsefalseR61.htm9954506 - Disclosure - Fair Value Measurements - Summary of Financial Assets Measured at Fair Value on Recurring Basis (Details)Sheethttp://www.snap.com/role/FairValueMeasurementsSummaryofFinancialAssetsMeasuredatFairValueonRecurringBasisDetailsFair Value Measurements - Summary of Financial Assets Measured at Fair Value on Recurring Basis (Details)Details61 falsefalseR62.htm9954507 - 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Schedules of Changes in Accumulated Other Comprehensive Income (Loss) (Details)Detailshttp://www.snap.com/role/AccumulatedOtherComprehensiveIncomeLossTables65 falsefalseR66.htm9954511 - Disclosure - Long-lived Assets - Long-lived Assets by Geographic Area (Details)Sheethttp://www.snap.com/role/LonglivedAssetsLonglivedAssetsbyGeographicAreaDetailsLong-lived Assets - Long-lived Assets by Geographic Area (Details)Details66 falsefalseR67.htm9954512 - Disclosure - Restructuring - Additional Information (Details)Sheethttp://www.snap.com/role/RestructuringAdditionalInformationDetailsRestructuring - Additional Information (Details)Details67 falsefalseR68.htm9954513 - Disclosure - Restructuring - Schedule of Restructuring Charges (Details)Sheethttp://www.snap.com/role/RestructuringScheduleofRestructuringChargesDetailsRestructuring - Schedule of Restructuring Charges (Details)Details68 falsefalseR69.htm9954514 - Disclosure - Subsequent Events (Details)Sheethttp://www.snap.com/role/SubsequentEventsDetailsSubsequent Events (Details)Detailshttp://www.snap.com/role/SubsequentEvents69 falsefalseAll ReportsBookAll Reports snap-20240930.htmsnap-20240930.xsdsnap-20240930_cal.xmlsnap-20240930_def.xmlsnap-20240930_lab.xmlsnap-20240930_pre.xml snap-20240930_g1.jpgsnap-20240930_g2.jpgsnap-20240930_g3.jpgsnap-20240930_g4.jpgsnap-20240930_g5.jpgsnap-20240930_g6.jpgsnap-20240930_g7.jpgsnap-20240930_g8.jpg http://fasb.org/srt/2024http://fasb.org/us-gaap/2024http://xbrl.sec.gov/dei/2024http://xbrl.sec.gov/ecd/2024truetrue JSON 95 MetaLinks.json IDEA: XBRL DOCUMENT { "version": "2.2", "instance": { "snap-20240930.htm": { "nsprefix": "snap", "nsuri": "http://www.snap.com/20240930", "dts": { "inline": { "local": ["snap-20240930.htm"] }, "schema": { "local": ["snap-20240930.xsd"], "remote": ["http://www.xbrl.org/2003/xbrl-instance-2003-12-31.xsd", "http://www.xbrl.org/2003/xbrl-linkbase-2003-12-31.xsd", "http://www.xbrl.org/2003/xl-2003-12-31.xsd", "http://www.xbrl.org/2003/xlink-2003-12-31.xsd", "http://www.xbrl.org/2005/xbrldt-2005.xsd", "http://www.xbrl.org/2006/ref-2006-02-27.xsd", "http://www.xbrl.org/lrr/role/negated-2009-12-16.xsd", "http://www.xbrl.org/lrr/role/net-2009-12-16.xsd", "http://www.xbrl.org/lrr/role/reference-2009-12-16.xsd", "https://www.xbrl.org/2020/extensible-enumerations-2.0.xsd", "https://www.xbrl.org/dtr/type/2020-01-21/types.xsd", "https://www.xbrl.org/dtr/type/2022-03-31/types.xsd", "https://xbrl.fasb.org/srt/2024/elts/srt-2024.xsd", "https://xbrl.fasb.org/srt/2024/elts/srt-roles-2024.xsd", "https://xbrl.fasb.org/srt/2024/elts/srt-types-2024.xsd", "https://xbrl.fasb.org/us-gaap/2024/elts/us-gaap-2024.xsd", "https://xbrl.fasb.org/us-gaap/2024/elts/us-roles-2024.xsd", "https://xbrl.fasb.org/us-gaap/2024/elts/us-types-2024.xsd", "https://xbrl.sec.gov/country/2024/country-2024.xsd", "https://xbrl.sec.gov/dei/2024/dei-2024.xsd", "https://xbrl.sec.gov/ecd/2024/ecd-2024.xsd", "https://xbrl.sec.gov/stpr/2024/stpr-2024.xsd"] }, "calculationLink": { "local": ["snap-20240930_cal.xml"] }, "definitionLink": { "local": ["snap-20240930_def.xml"] }, "labelLink": { "local": ["snap-20240930_lab.xml"] }, "presentationLink": { "local": ["snap-20240930_pre.xml"] } }, "keyStandard": 274, "keyCustom": 36, "axisStandard": 24, "axisCustom": 1, "memberStandard": 42, "memberCustom": 27, "hidden": { "total": 12, "http://xbrl.sec.gov/dei/2024": 5, "http://fasb.org/us-gaap/2024": 2, "http://xbrl.sec.gov/ecd/2024": 4, "http://www.snap.com/20240930": 1 }, "contextCount": 308, "entityCount": 1, "segmentCount": 71, "elementCount": 602, "unitCount": 7, "baseTaxonomies": { "http://fasb.org/us-gaap/2024": 1001, "http://xbrl.sec.gov/ecd/2024": 31, "http://xbrl.sec.gov/dei/2024": 31, "http://fasb.org/srt/2024": 2 }, "report": { "R1": { "role": "http://www.snap.com/role/CoverPage", "longName": "0000001 - 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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": [ "r53", "r803" ] }, "us-gaap_AccountsReceivableNetCurrent": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AccountsReceivableNetCurrent", "crdr": "debit", "calculation": { "http://www.snap.com/role/ConsolidatedBalanceSheets": { "parentTag": "us-gaap_AssetsCurrent", "weight": 1.0, "order": 3.0 } }, "presentation": [ "http://www.snap.com/role/ConsolidatedBalanceSheets" ], "lang": { "en-us": { "role": { "terseLabel": "Accounts receivable, net of allowance", "label": "Accounts Receivable, after Allowance for Credit Loss, Current", "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": [ "r962" ] }, "us-gaap_AccruedLiabilitiesCurrent": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AccruedLiabilitiesCurrent", "crdr": "credit", "calculation": { "http://www.snap.com/role/ConsolidatedBalanceSheets": { "parentTag": "us-gaap_LiabilitiesCurrent", "weight": 1.0, "order": 3.0 } }, "presentation": [ "http://www.snap.com/role/ConsolidatedBalanceSheets" ], "lang": { "en-us": { "role": { "terseLabel": "Accrued expenses and other current liabilities", "label": "Accrued Liabilities, Current", "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": [ "r56" ] }, "us-gaap_AccumulatedNetUnrealizedInvestmentGainLossMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AccumulatedNetUnrealizedInvestmentGainLossMember", "presentation": [ "http://www.snap.com/role/AccumulatedOtherComprehensiveIncomeLossSchedulesofChangesinAccumulatedOtherComprehensiveIncomeLossDetails" ], "lang": { "en-us": { "role": { "terseLabel": "Marketable Securities", "label": "AOCI, Accumulated Gain (Loss), Debt Securities, Available-for-Sale, Parent [Member]", "documentation": "Accumulated unrealized gain (loss) on investment in debt security measured at fair value with change in fair value recognized in other comprehensive income (available-for-sale), attributable to parent." } } }, "auth_ref": [ "r175", "r176", "r177", "r178", "r185", "r186", "r935" ] }, "snap_AccumulatedOtherComprehensiveIncomeLossAbstract": { "xbrltype": "stringItemType", "nsuri": "http://www.snap.com/20240930", "localname": "AccumulatedOtherComprehensiveIncomeLossAbstract", "lang": { "en-us": { "role": { "terseLabel": "Accumulated Other Comprehensive Income Loss [Abstract]", "label": "Accumulated Other Comprehensive Income Loss [Abstract]", "documentation": "Accumulated other comprehensive income (loss)." } } }, "auth_ref": [] }, "us-gaap_AccumulatedOtherComprehensiveIncomeLossLineItems": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AccumulatedOtherComprehensiveIncomeLossLineItems", "presentation": [ "http://www.snap.com/role/AccumulatedOtherComprehensiveIncomeLossSchedulesofChangesinAccumulatedOtherComprehensiveIncomeLossDetails" ], "lang": { "en-us": { "role": { "terseLabel": "Accumulated Other Comprehensive Income Loss [Line Items]", "label": "Accumulated Other Comprehensive Income (Loss) [Line Items]", "documentation": "Line items represent financial concepts included in a table. 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Excludes net income (loss), and accumulated changes in equity from transactions resulting from investments by owners and distributions
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to owners." } } }, "auth_ref": ["r3", "r12", "r22", "r481", "r484", "r537", "r639", "r640", "r935", "r936", "r937", "r950", "r951", "r952", "r954"] }, "us-gaap_AccumulatedTranslationAdjustmentMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AccumulatedTranslationAdjustmentMember", "presentation": ["http://www.snap.com/role/AccumulatedOtherComprehensiveIncomeLossScheduleofChangesinAccumulatedOtherComprehensiveIncomeLossDetails"], "lang": { "en-us": { "role": { "terseLabel": "Foreign Currency Translation", "label": "Accumulated Foreign Currency Adjustment Attributable to Parent [Member]", "documentation": "Accumulated other comprehensive income (loss) resulting from 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, attributable to the parent." } } }, "auth_ref": ["r4", "r12", "r22", "r73", "r74", "r185", "r186", "r513", "r514", "r515", "r516", "r517", "r935"] }, "us-gaap_AcquiredFiniteLivedIntangibleAssetsWeightedAverageUsefulLife": { "xbrltype": "durationItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AcquiredFiniteLivedIntangibleAssetsWeightedAverageUsefulLife", "presentation": ["http://www.snap.com/role/GoodwillandIntangibleAssetsScheduleofIntangibleAssetsDetails"], "lang": { "en-us": { "role": { "terseLabel": "Weighted- Average Remaining Useful Life (Years)", "label": "Acquired Finite-Lived Intangible Assets, Weighted Average Useful Life", "documentation": "Weighted average amortization period of finite-lived intangible assets acquired either individually or as part of a group of assets, in 'PnYnMnDTnHnMnS' format, for example, 'P1Y5M13D' represents the reported fact of one year, five months, and thirteen days." } } }, "auth_ref": ["r304", "r748"] }, "ecd_Additional402vDisclosureTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "Additional402vDisclosureTextBlock", "presentation": ["http://xbrl.sec.gov/ecd/role/PvpDisclosure"], "lang": { "en-us": { "role": { "terseLabel": "Additional 402(v) Disclosure", "label": "Additional 402(v) Disclosure [Text Block]" } } }, "auth_ref": ["r863"] }, "us-gaap_AdditionalPaidInCapital": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AdditionalPaidInCapital", "crdr": "credit", "calculation": { "http://www.snap.com/role/ConsolidatedBalanceSheets": { "parentTag": "us-gaap_StockholdersEquity", "weight": 1.0, "order": 5.0 } }, "presentation": ["http://www.snap.com/role/ConsolidatedBalanceSheets"], "lang": { "en-us": { "role": { "terseLabel": "Additional paid-in capital", "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. 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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": ["r8", "r301", "r308", "r761"] }, "us-gaap_AntidilutiveSecuritiesExcludedFromComputationOfEarningsPerShareAmount": { "xbrltype": "sharesItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AntidilutiveSecuritiesExcludedFromComputationOfEarningsPerShareAmount", "presentation": ["http://www.snap.com/role/NetLossperShareScheduleofPotentiallyDilutiveSharesExcludedfromCalculationofDilutedNetLossperShareDetails"], "lang": { "en-us": { "role": { "terseLabel": "Anti-dilutive securities excluded from calculation of diluted net loss per share (in shares)", "label": "Antidilutive Securities Excluded from Computation of Earnings Per Share, Amount", "documentation": "Securities (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." } } }, "auth_ref": ["r227"] }, "us-gaap_AntidilutiveSecuritiesExcludedFromComputationOfEarningsPerShareByAntidilutiveSecuritiesAxis": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AntidilutiveSecuritiesExcludedFromComputationOfEarningsPerShareByAntidilutiveSecuritiesAxis", "presentation": ["http://www.snap.com/role/NetLossperShareScheduleofPotentiallyDilutiveSharesExcludedfromCalculationofDilutedNetLossperShareDetails"], "lang": { "en-us": { "role": { "terseLabel": "Antidilutive Securities [Axis]", "label": "Antidilutive Securities [Axis]", "documentation": "Information by type of antidilutive security." } } }, "auth_ref": ["r30"] }, "us-gaap_AntidilutiveSecuritiesExcludedFromComputationOfEarningsPerShareLineItems": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AntidilutiveSecuritiesExcludedFromComputationOfEarningsPerShareLineItems", "presentation": ["http://www.snap.com/role/NetLossperShareScheduleofPotentiallyDilutiveSharesExcludedfromCalculationofDilutedNetLossperShareDetails"], "lang": { "en-us": { "role": { "terseLabel": "Antidilutive Securities Excluded From Computation Of Earnings Per Share [Line Items]", "label": "Antidilutive Securities Excluded from Computation of Earnings Per Share [Line Items]", "documentation": "Line items represent financial concepts included in a table. 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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": [ "r259", "r613" ] }, "us-gaap_AvailableForSaleSecuritiesDebtSecurities": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AvailableForSaleSecuritiesDebtSecurities", "crdr": "debit", "calculation": { "http://www.snap.com/role/FairValueMeasurementsSummaryofFinancialAssetsMeasuredatFairValueonRecurringBasisDetails": { "parentTag": "us-gaap_AvailableForSaleDebtSecuritiesAmortizedCostBasis", "weight": 1.0, "order": 3.0 } }, "presentation": [ "http://www.snap.com/role/FairValueMeasurementsAdditionalInformationDetails", "http://www.snap.com/role/FairValueMeasurementsSummaryofFinancialAssetsMeasuredatFairValueonRecurringBasisDetails" ], "lang": { "en-us": { "role": { "verboseLabel": "Marketable Securities, Total Estimated Fair Value", "terseLabel": "Marketable securities, total estimated fair 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"http://www.snap.com/role/DescriptionofBusinessandSummaryofSignificantAccountingPoliciesDetails",
"http://www.snap.com/role/NetLossperShareNumeratorsandDenominatorsofBasicandDilutedNetLossperShareComputationsforCommonStockDetails",
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Examples include, but are not limited to, common stock, redeemable preferred stock, nonredeemable preferred stock, and convertible stock." } } }, "auth_ref": ["r137",
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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": ["r63", "r117", "r617", "r678"] }, "us-gaap_CommitmentsAndContingenciesDisclosureAbstract": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "CommitmentsAndContingenciesDisclosureAbstract", "lang": { "en-us": { "role": { "terseLabel": "Commitments and Contingencies Disclosure [Abstract]", "label": "Commitments and Contingencies Disclosure [Abstract]" } } }, "auth_ref": [] }, "us-gaap_CommitmentsAndContingenciesDisclosureTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": 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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": ["r66"] }, "us-gaap_CommonStockSharesOutstanding": { "xbrltype": "sharesItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "CommonStockSharesOutstanding", "presentation": ["http://www.snap.com/role/ConsolidatedBalanceSheets", "http://www.snap.com/role/ConsolidatedBalanceSheetsParenthetical", "http://www.snap.com/role/ConsolidatedStatementsofStockholdersEquity"], "lang": { "en-us": { "role": { "terseLabel": "Common stock outstanding (in shares)", "periodStartLabel": "Common stock, beginning of period (in shares)", "periodEndLabel": "Common stock, end of period (in shares)", "label": "Common Stock, Shares, Outstanding", "documentation": "Number of shares of common stock outstanding. 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Excludes common shares repurchased and held as treasury shares." } } }, "auth_ref": ["r66", "r679"] }, "ecd_CompActuallyPaidVsCoSelectedMeasureTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "CompActuallyPaidVsCoSelectedMeasureTextBlock", "presentation": ["http://xbrl.sec.gov/ecd/role/PvpDisclosure"], "lang": { "en-us": { "role": { "terseLabel": "Compensation Actually Paid vs. Company Selected Measure", "label": "Compensation Actually Paid vs. Company Selected Measure [Text Block]" } } }, "auth_ref": ["r880"] }, "ecd_CompActuallyPaidVsNetIncomeTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "CompActuallyPaidVsNetIncomeTextBlock", "presentation": ["http://xbrl.sec.gov/ecd/role/PvpDisclosure"], "lang": { "en-us": { "role": { "terseLabel": "Compensation Actually Paid vs. Net Income", "label": "Compensation Actually Paid vs. Net Income [Text Block]" } } }, "auth_ref": ["r879"] }, "ecd_CompActuallyPaidVsOtherMeasureTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "CompActuallyPaidVsOtherMeasureTextBlock", "presentation": ["http://xbrl.sec.gov/ecd/role/PvpDisclosure"], "lang": { "en-us": { "role": { "terseLabel": "Compensation Actually Paid vs. Other Measure", "label": "Compensation Actually Paid vs. Other Measure [Text Block]" } } }, "auth_ref": ["r881"] }, "ecd_CompActuallyPaidVsTotalShareholderRtnTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "CompActuallyPaidVsTotalShareholderRtnTextBlock", "presentation": ["http://xbrl.sec.gov/ecd/role/PvpDisclosure"], "lang": { "en-us": { "role": { "terseLabel": "Compensation Actually Paid vs. Total Shareholder Return", "label": "Compensation Actually Paid vs. Total Shareholder Return [Text Block]" } } }, "auth_ref": ["r878"] }, "us-gaap_ComprehensiveIncomeNetOfTax": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ComprehensiveIncomeNetOfTax", "crdr": "credit", "calculation": { "http://www.snap.com/role/ConsolidatedStatementsofComprehensiveIncomeLoss": { "parentTag": null, "weight": null, "order": null, "root": true } }, "presentation": ["http://www.snap.com/role/ConsolidatedStatementsofComprehensiveIncomeLoss"], "lang": { "en-us": { "role": { "totalLabel": "Total comprehensive 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": ["r23", "r181", "r183", "r188", "r610", "r627", "r628"] }, "us-gaap_ComprehensiveIncomeNoteTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ComprehensiveIncomeNoteTextBlock", "presentation": ["http://www.snap.com/role/AccumulatedOtherComprehensiveIncomeLoss"], "lang": { "en-us": { "role": { "terseLabel": "Accumulated Other Comprehensive Income (Loss)", "label": "Comprehensive Income (Loss) Note [Text Block]", "documentation": "The entire disclosure for comprehensive income, which includes, but is not limited to, 1) the amount of income tax expense or benefit allocated to each component of other comprehensive income, including reclassification adjustments, 2) the reclassification adjustments for each classification of other comprehensive income and 3) the ending accumulated balances for each component of comprehensive income." } } }, "auth_ref": ["r72", "r187", "r609", "r625"] }, "us-gaap_ContractWithCustomerLiabilityCurrent": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ContractWithCustomerLiabilityCurrent", "crdr": "credit", "presentation": ["http://www.snap.com/role/RevenueDisaggregationofRevenuebyGeographyDetails"], "lang": { "en-us": { "role": { "terseLabel": "Deferred revenue", "label": "Contract with Customer, Liability, Current", "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": ["r390", "r391", "r402"] }, "us-gaap_ContractualObligation": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ContractualObligation", "crdr": "credit", "presentation": ["http://www.snap.com/role/CommitmentsandContingenciesAdditionalInformationDetails"], "lang": { "en-us": { "role": { "terseLabel": "Commitments due within three years", "label": "Contractual Obligation", "documentation": "Amount of contractual obligation, including, but not limited to, long-term debt, lease obligation, purchase obligation, and other commitments." } } }, "auth_ref": ["r949"] }, "snap_ContractualObligationMaturity": { "xbrltype": "durationItemType", "nsuri": "http://www.snap.com/20240930", "localname": "ContractualObligationMaturity", "presentation": ["http://www.snap.com/role/CommitmentsandContingenciesAdditionalInformationDetails"], "lang": { "en-us": { "role": { "terseLabel": "Contractual obligation maturity", "label": "Contractual Obligation Maturity", "documentation": "Contractual Obligation Maturity" } } }, "auth_ref": [] }, "us-gaap_ConversionOfStockByUniqueDescriptionAxis": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ConversionOfStockByUniqueDescriptionAxis", "presentation": ["http://www.snap.com/role/ConsolidatedStatementsofStockholdersEquity"], "lang": { "en-us": { "role": { "terseLabel": "Stock Conversion Description [Axis]", "label": "Stock Conversion Description [Axis]", "documentation": "Information by description of stock conversions." } } }, "auth_ref": ["r27", "r28", "r29"] }, "us-gaap_ConversionOfStockNameDomain": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ConversionOfStockNameDomain", "presentation": ["http://www.snap.com/role/ConsolidatedStatementsofStockholdersEquity"], "lang": { "en-us": { "role": { "terseLabel": "Conversion of Stock, Name [Domain]", "label": "Conversion of Stock, Name [Domain]", "documentation": "The unique name of a noncash or part noncash stock conversion." } } }, "auth_ref": ["r27", "r28", "r29"] }, "us-gaap_ConvertibleDebtCurrent": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ConvertibleDebtCurrent", "crdr": "credit", "calculation": { "http://www.snap.com/role/ConsolidatedBalanceSheets": { "parentTag": "us-gaap_LiabilitiesCurrent", "weight": 1.0,

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Convertible debt is a financial instrument which can be exchanged for a specified amount of another security, typically the entity's common stock, at the option of the issuer or the holder." } } }, "auth_ref": ["r55"] }, "us-gaap_ConvertibleDebtFairValueDisclosures": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ConvertibleDebtFairValueDisclosures", "crdr": "credit", "presentation": ["http://www.snap.com/role/FairValueMeasurementsAdditionalInformationDetails"], "lang": { "en-us": { "role": { "terseLabel": "Convertible notes", "label": "Convertible Debt, Fair Value Disclosures", "documentation": "Fair value portion of borrowing which can be exchanged for a specified number of another security at the option of the issuer or the holder, for example, but not limited to, the entity's common stock." } } }, "auth_ref": ["r1018", "r1019", "r1020", "r1021", "r1022"] }, "snap_ConvertibleDebtInitialPlacementAmount": { "xbrltype": "monetaryItemType", "nsuri": "http://www.snap.com/20240930", "localname": "ConvertibleDebtInitialPlacementAmount", "crdr": "credit", "presentation": ["http://www.snap.com/role/DebtAdditionalInformationDetails"], "lang": { "en-us": { "role": { "terseLabel": "Initial placement amount", "label": "Convertible Debt, Initial Placement Amount", "documentation": "Convertible Debt, Initial Placement Amount" } } }, "auth_ref": [] }, "us-gaap_ConvertibleDebtMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ConvertibleDebtMember", "presentation": ["http://www.snap.com/role/DebtAdditionalInformationDetails"], "lang": { "en-us": { "role": { "terseLabel": "Convertible Debt", "label": "Convertible Debt [Member]", "documentation": "Borrowing which can be exchanged for a specified number of another security at the option of the issuer or the holder, for example, but not limited to, the entity's common stock." } } }, "auth_ref": ["r102", "r354", "r355", "r365", "r366", "r367", "r371", "r372", "r373", "r374", "r375", "r767", "r768", "r769", "r770", "r771"] }, "us-gaap_ConvertibleDebtNoncurrent": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ConvertibleDebtNoncurrent", "crdr": "credit", "calculation": { "http://www.snap.com/role/ConsolidatedBalanceSheets": { "parentTag": "us-gaap_Liabilities", "weight": 1.0, "order": 2.0 } }, "presentation": ["http://www.snap.com/role/ConsolidatedBalanceSheets"], "lang": { "en-us": { "role": { "terseLabel": "Long-term convertible senior notes, net", "label": "Convertible Debt, Noncurrent", "documentation": "Carrying amount of long-term convertible debt as of the balance sheet date, net of the amount due in the next twelve months or greater than the normal operating cycle, if longer. The debt is convertible into another form of financial instrument, typically the entity's common stock." } } }, "auth_ref": ["r20"] }, "snap_ConvertibleDebtOverAllotmentFeatureIncreaseLimit": { "xbrltype": "monetaryItemType", "nsuri": "http://www.snap.com/20240930", "localname": "ConvertibleDebtOverAllotmentFeatureIncreaseLimit", "crdr": "credit", "presentation": ["http://www.snap.com/role/DebtAdditionalInformationDetails"], "lang": { "en-us": { "role": { "terseLabel": "Over-allotment option", "label": "Convertible Debt, Over-Allotment Feature, Increase Limit", "documentation": "Convertible Debt, Over-Allotment Feature, Increase Limit" } } }, "auth_ref": [] }, "us-gaap_ConvertibleDebtTableTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ConvertibleDebtTableTextBlock", "presentation": ["http://www.snap.com/role/DebtTables"], "lang": { "en-us": { "role": { "terseLabel": "Schedule of Convertible Notes", "label": "Convertible Debt [Table Text Block]", "documentation": "Tabular disclosure of convertible debt instrument. Includes, but is not limited to, principal amount and amortized premium or discount." } } }, "auth_ref": [] }, "snap_ConvertibleNotesMember": { "xbrltype": "domainItemType", "nsuri": "http://www.snap.com/20240930", "localname": "ConvertibleNotesMember", "presentation": ["http://www.snap.com/role/DebtAdditionalInformationDetails", "http://www.snap.com/role/DebtScheduleofInterestExpenseDetails"], "lang": { "en-us": { "role": { "terseLabel": "Convertible Notes", "label": "Convertible Notes [Member]", "documentation": "Convertible Notes" } } }, "auth_ref": [] }, "snap_ConvertibleSeniorNotesIfConvertedMember": { "xbrltype": "domainItemType", "nsuri": "http://www.snap.com/20240930", "localname": "ConvertibleSeniorNotesIfConvertedMember", "presentation": ["http://www.snap.com/role/NetLossperShareScheduleofPotentiallyDilutiveSharesExcludedfromCalculationofDilutedNetLossperShareDetails"], "lang": { "en-us": { "role": { "terseLabel": "Convertible Notes (if-converted)", "label": "Convertible Senior Notes If Converted [Member]", "documentation": "Convertible senior notes if converted." } } }, "auth_ref": [] }, "us-gaap_CorporateDebtSecuritiesMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "CorporateDebtSecuritiesMember", "presentation": ["http://www.snap.com/role/FairValueMeasurementsSummaryofFinancialAssetsMeasuredatFairValueonRecurringBasisDetails"], "lang": { "en-us": { "role": { "terseLabel": "Corporate debt securities", "label": "Corporate Debt Securities [Member]", "documentation": "Debt securities issued by domestic or foreign corporate business, banks and other entities with a promise of repayment." } } }, "auth_ref": ["r780", "r782", "r790", "r804", "r815", "r1070"] }, "us-gaap_CostOfRevenue": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "CostOfRevenue", "crdr": "debit", "calculation": { "http://www.snap.com/role/ConsolidatedStatementsofOperations": { "parentTag": "us-gaap_CostsAndExpenses", "weight": 1.0, "order": 1.0 } }, "presentation": ["http://www.snap.com/role/ConsolidatedStatementsofOperations"], "lang": { "en-us": { "role": { "terseLabel": "Cost of revenue", "label": "Cost of Revenue", "documentation": "The aggregate cost of goods produced and sold and services rendered during the reporting period." } } }, "auth_ref": ["r78", "r198", "r283", "r344", "r345", "r346", "r347", "r348", "r349", "r350", "r351", "r352", "r511", "r756", "r1008"] }, "us-gaap_CostOfSalesMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "CostOfSalesMember", "presentation": ["http://www.snap.com/role/RestructuringScheduleofRestructuringChargesDetails", "http://www.snap.com/role/StockholdersEquitySummaryofTotalStockbasedCompensationExpenseDetails"], "lang": { "en-us": { "role": { "terseLabel": "Cost of revenue", "label": "Cost of Sales [Member]", "documentation": "Primary financial statement caption encompassing cost of sales." } } }, "auth_ref": [] }, "us-gaap_CostsAndExpenses": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "CostsAndExpenses", "crdr": "debit", "calculation": { "http://www.snap.com/role/ConsolidatedStatementsofOperations": { "parentTag": "us-gaap_OperatingIncomeLoss", "weight": -1.0, "order": 2.0 } }, "presentation": ["http://www.snap.com/role/ConsolidatedStatementsofOperations"], "lang": { "en-us": { "role": { "totalLabel": "Total costs and expenses", "label": "Costs and Expenses", "documentation": "Total costs of sales and operating expenses for the period." } } }, "auth_ref": ["r85"] }, "us-gaap_CostsAndExpensesAbstract": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "CostsAndExpensesAbstract", "presentation": ["http://www.snap.com/role/ConsolidatedStatementsofOperations"], "lang": { "en-us": { "role": { "terseLabel": "Costs and expenses:", "label": "Costs and Expenses [Abstract]" } } }, "auth_ref": [] }, "dei_CoverAbstract": { "xbrltype": "stringItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "CoverAbstract", "lang": { "en-us": { "role": { "terseLabel": "Cover [Abstract]", "label": "Cover [Abstract]", "documentation": "Cover page." } } }, "auth_ref": [] }, "us-gaap_CreditFacilityAxis": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "CreditFacilityAxis", "presentation": ["http://www.snap.com/role/DebtAdditionalInformationDetails"], "lang": { "en-us": { "role": { "terseLabel": "Credit Facility [Axis]", "label": "Credit Facility [Axis]", "documentation": "Information by type of credit facility. Credit facilities provide capital to borrowers without the need to structure a loan for each borrowing." } } }, "auth_ref": ["r343", "r1006"] }, "us-gaap_CreditFacilityDomain": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "CreditFacilityDomain", "presentation": ["http://www.snap.com/role/DebtAdditionalInformationDetails"], "lang": { "en-us": { "role": { "terseLabel": "Credit Facility [Domain]", "label": "Credit Facility [Domain]", "documentation": "Type of credit facility. 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transaction not resulting in cash receipts or payments in the period." } } }, "auth_ref": ["r27", "r29"] }, "snap_DebtConversionTermsOneMember": { "xbrltype": "domainItemType", "nsuri": "http://www.snap.com/20240930", "localname": "DebtConversionTermsOneMember", "presentation": ["http://www.snap.com/role/DebtAdditionalInformationDetails"], "lang": { "en-us": { "role": { "terseLabel": "Debt Conversion Terms One", "label": "Debt Conversion Terms One [Member]", "documentation": "Debt Conversion Terms One" } } }, "auth_ref": [] }, "snap_DebtConversionTermsTwoMember": { "xbrltype": "domainItemType", "nsuri": "http://www.snap.com/20240930", "localname": "DebtConversionTermsTwoMember", "presentation": ["http://www.snap.com/role/DebtAdditionalInformationDetails"], "lang": { "en-us": { "role": { "terseLabel": "Debt Conversion Terms Two", "label": "Debt Conversion Terms Two [Member]", "documentation": "Debt Conversion Terms Two" } } }, "auth_ref": [] }, "us-gaap_DebtDisclosureAbstract": { 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collateral provided, restrictions on use of assets and activities, whether or not in compliance with debt covenants, and other matters important to users of the financial statements, such as the effects of refinancing and noncompliance with debt covenants." } } }, "auth_ref": ["r100", "r197", "r315", "r316", "r317", "r318", "r319", "r342", "r343", "r353", "r359", "r360", "r361", "r362", "r363", "r364", "r369", "r376", "r377", "r379", "r520"] }, "snap_DebtInstrumentAmortizationOfDebtIssuanceCostsPeriod": { "xbrltype": "durationItemType", "nsuri": "http://www.snap.com/20240930", "localname": "DebtInstrumentAmortizationOfDebtIssuanceCostsPeriod", "presentation": ["http://www.snap.com/role/DebtAdditionalInformationDetails"], "lang": { "en-us": { "role": { "terseLabel": "Debt instrument convertible, amortization period", "label": "Debt Instrument Amortization Of Debt Issuance Costs Period", "documentation": "Debt instrument amortization of debt issuance costs period." } } }, "auth_ref": [] 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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://www.snap.com/role/CoverPage"], "lang": { "en-us": { "role": { "terseLabel": "Entity Current Reporting Status", "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://www.snap.com/role/CoverPage"], "lang": { "en-us": { "role": { "terseLabel": "Entity Emerging Growth Company", "label": "Entity Emerging Growth Company", "documentation": "Indicate if registrant meets the emerging growth company criteria." } } }, "auth_ref": ["r828"] }, "dei_EntityFileNumber": { "xbrltype": "fileNumberItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityFileNumber", "presentation": ["http://www.snap.com/role/CoverPage"], "lang": { "en-us": { "role": { "terseLabel": "Entity File Number", "label": "Entity File Number", "documentation": "Commission file number. The field allows up to 17 characters. 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This information should be based on the registrant's current or most recent filing containing the related disclosure." } } }, "auth_ref": ["r828"] }, "dei_EntityIncorporationStateCountryCode": { "xbrltype": "edgarStateCountryItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityIncorporationStateCountryCode", "presentation": ["http://www.snap.com/role/CoverPage"], "lang": { "en-us": { "role": { "terseLabel": "Entity Incorporation, State or Country Code", "label": "Entity Incorporation, State or Country Code", "documentation": "Two-character EDGAR code representing the state or country of incorporation." } } }, "auth_ref": [] }, "dei_EntityInformationLineItems": { "xbrltype": "stringItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityInformationLineItems", "presentation": ["http://www.snap.com/role/CoverPage"], "lang": { "en-us": { "role": { "terseLabel": "Entity Information [Line Items]", "label": "Entity Information [Line Items]", "documentation": "Line items represent financial concepts included in a table. 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Equity method investments are investments that give the investor the ability to exercise significant influence over the operating and financial policies of an investee. Joint ventures are entities owned and operated by a small group of businesses as a separate and specific business or project for the mutual benefit of the members of the group." } } }, "auth_ref": ["r135", "r282", "r284", "r916"] }, "us-gaap_EquitySecuritiesFvNi": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "EquitySecuritiesFvNi", "crdr": "debit", "presentation": ["http://www.snap.com/role/FairValueMeasurementsAdditionalInformationDetails"], "lang": { "en-us": { "role": { "terseLabel": "Equity securities, cost or amortized cost", "label": "Equity Securities, FV-NI, Current", "documentation": "Amount of investment in equity security measured at fair value with change in fair value recognized in net income (FV-NI), classified as current." } } }, "auth_ref": ["r169", "r510", "r751"] }, "us-gaap_EquitySecuritiesFvNiGainLoss": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "EquitySecuritiesFvNiGainLoss", 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The disclosures contemplated herein include the fair value measurements at the reporting date by the level within the fair value hierarchy in which the fair value measurements in their entirety fall, segregating fair value measurements using quoted prices in active markets for identical assets (Level 1), significant other observable inputs (Level 2), and significant unobservable inputs (Level 3)." } } }, "auth_ref": ["r1017", "r1018"] }, "us-gaap_FairValueByFairValueHierarchyLevelAxis": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "FairValueByFairValueHierarchyLevelAxis", "presentation": ["http://www.snap.com/role/FairValueMeasurementsAdditionalInformationDetails", "http://www.snap.com/role/FairValueMeasurementsSummaryofFinancialAssetsMeasuredatFairValueonRecurringBasisDetails"], "lang": { "en-us": { "role": { "terseLabel": "Fair Value Hierarchy and NAV [Axis]", "label": "Fair Value Hierarchy and NAV [Axis]", "documentation": "Information by level within fair value hierarchy and fair value measured at net asset value per share as practical expedient." } } }, "auth_ref": ["r367", "r405", "r406", "r407", "r408", "r409", "r410", "r490", "r492", "r493", "r494", "r495", "r501", "r502", "r504", "r544", "r545", "r546", "r768", "r769", "r780", "r781", "r782", "r790", "r794"] }, "us-gaap_FairValueByMeasurementFrequencyAxis": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "FairValueByMeasurementFrequencyAxis", "presentation": ["http://www.snap.com/role/FairValueMeasurementsSummaryofFinancialAssetsMeasuredatFairValueonRecurringBasisDetails"], "lang": { "en-us": { "role": { "terseLabel": "Measurement Frequency [Axis]", "label": "Measurement Frequency [Axis]", "documentation": "Information by measurement frequency." } } }, "auth_ref": ["r491", "r492", "r493", "r495", "r790", "r1020", "r1023"] }, "us-gaap_FairValueDisclosuresAbstract": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "FairValueDisclosuresAbstract", "lang": { "en-us": { "role": { "terseLabel": "Fair Value Disclosures [Abstract]", "label": "Fair Value Disclosures [Abstract]" } } }, "auth_ref": [] }, "us-gaap_FairValueDisclosuresTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "FairValueDisclosuresTextBlock", "presentation": ["http://www.snap.com/role/FairValueMeasurements"], "lang": { "en-us": { "role": { "terseLabel": "Fair Value Measurements", "label": "Fair Value Disclosures [Text Block]", "documentation": "The entire disclosure for the fair value of financial instruments (as defined), including financial assets and financial liabilities (collectively, as defined), and the measurements of those instruments as well as disclosures related to the fair value of non-financial assets and liabilities. Such disclosures about the financial instruments, assets, and liabilities would include: (1) the fair value of the required items together with their carrying amounts (as appropriate); (2) for items for which it is not practicable to estimate fair value, disclosure would include: (a) information pertinent to estimating fair value (including, carrying amount, effective interest rate, and maturity, and (b) the reasons why it is not practicable to estimate fair value; (3) significant concentrations of credit risk including: (a) information about the activity, region, or economic characteristics identifying a concentration, (b) the maximum amount of loss the entity is exposed to based on the gross fair value of the related item, (c) policy for requiring collateral or other security and information as to accessing such collateral or security, and (d) the nature and brief description of such collateral or security; (4) quantitative information about market risks and how such risks are managed; (5) for items measured on both a recurring and nonrecurring basis information regarding the inputs used to develop the fair value measurement; and (6) for items presented in the financial statement for which fair value measurement is elected: (a) information necessary to understand the reasons for the election, (b) discussion of the effect of fair value changes on earnings, (c) a description of [similar groups] items for which the election is made and the relation thereof to the balance sheet, the aggregate carrying value of items included in the balance sheet that are not eligible for the election; (7) all other required (as defined) and desired information." } } }, "auth_ref": ["r497", "r499", "r500", "r501", "r504", "r505", "r506", "r507", "r508", "r606", "r790", "r795"] }, "us-gaap_FairValueInputsLevel1Member": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "FairValueInputsLevel1Member",

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Formally known as the Uniform Resource Locator or URL, it is often considered to be the address of a certain World Wide Web site." } } }, "auth_ref": ["r49", "r984", "r985", "r986", "r987", "r989", "r991", "r994", "r995"] }, "us-gaap_InvestmentIncomeInterest": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "InvestmentIncomeInterest", "crdr": "credit", "calculation": { "http://www.snap.com/role/ConsolidatedStatementsofOperations": { "parentTag": "us-gaap_IncomeLossFromContinuingOperationsBeforeIncomeTaxesExtraordinaryItemsNoncontrollingInterest", "weight": 1.0, "order": 2.0 } }, "presentation": ["http://www.snap.com/role/ConsolidatedStatementsofOperations"], "lang": { "en-us": { "role": { "terseLabel": "Interest income", "label": "Investment Income, Interest", "documentation": "Amount before accretion (amortization) of purchase discount (premium) of interest income on nonoperating securities." } } }, "auth_ref": ["r231", "r238", "r244", "r756", "r938"] }, "us-gaap_LeasesAbstract": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "LeasesAbstract", "lang": { "en-us": { "role": { "terseLabel": "Leases [Abstract]", "label": "Leases [Abstract]" } } }, "auth_ref": [] }, "us-gaap_LesseeLeaseDescriptionLineItems": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "LesseeLeaseDescriptionLineItems", "presentation": ["http://www.snap.com/role/LeasesAdditionalInformationDetails"], "lang": { "en-us": { "role": { "terseLabel": "Lessee Lease Description [Line Items]", "label": "Lessee, Lease, Description [Line Items]", "documentation": "Line items represent financial concepts included in a table. 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Includes, but is not limited to, reconciliation of undiscounted cash flows to operating lease liability recognized in statement of financial position." } } }, "auth_ref": ["r1031"] }, "us-gaap_LesseeOperatingLeaseLiabilityPaymentsDue": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "LesseeOperatingLeaseLiabilityPaymentsDue", "crdr": "credit", "calculation": { "http://www.snap.com/role/LeasesPresentValueofOperatingLeaseLiabilitiesDetails": { "parentTag": null, "weight": null, "order": null, "root": true }, "http://www.snap.com/role/LeasesPresentValueofOperatingLeaseLiabilitiesDetails_1": { "parentTag": null, "weight": null, "order": null, "root": true } }, "presentation": ["http://www.snap.com/role/LeasesPresentValueofOperatingLeaseLiabilitiesDetails"], "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": ["r534"] }, "us-gaap_LesseeOperatingLeaseLiabilityPaymentsDueNextTwelveMonths": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "LesseeOperatingLeaseLiabilityPaymentsDueNextTwelveMonths", "crdr": "credit", "calculation": { "http://www.snap.com/role/LeasesPresentValueofOperatingLeaseLiabilitiesDetails": { "parentTag": "us-gaap_LesseeOperatingLeaseLiabilityPaymentsDue", "weight": 1.0, "order": 2.0 } }, "presentation": ["http://www.snap.com/role/LeasesPresentValueofOperatingLeaseLiabilitiesDetails"], "lang": { "en-us": { "role": { "terseLabel": "2025", "label": "Lessee, Operating Lease, Liability, to be Paid, Year One", "documentation": "Amount 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)." } } }, "auth_ref": ["r534"] }, "us-gaap_LesseeOperatingLeaseLiabilityPaymentsDueYearFour": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "LesseeOperatingLeaseLiabilityPaymentsDueYearFour", "crdr": "credit", "calculation": { "http://www.snap.com/role/LeasesPresentValueofOperatingLeaseLiabilitiesDetails": { "parentTag": "us-gaap_LesseeOperatingLeaseLiabilityPaymentsDue", "weight": 1.0, "order": 5.0 } }, "presentation": ["http://www.snap.com/role/LeasesPresentValueofOperatingLeaseLiabilitiesDetails"], "lang": { "en-us": { "role": { "terseLabel": "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": ["r534"] }, "us-gaap_LesseeOperatingLeaseLiabilityPaymentsDueYearThree": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "LesseeOperatingLeaseLiabilityPaymentsDueYearThree", "crdr": "credit", "calculation": { "http://www.snap.com/role/LeasesPresentValueofOperatingLeaseLiabilitiesDetails": { "parentTag": "us-gaap_LesseeOperatingLeaseLiabilityPaymentsDue", "weight": 1.0, "order": 4.0 } }, "presentation": ["http://www.snap.com/role/LeasesPresentValueofOperatingLeaseLiabilitiesDetails"], "lang": { "en-us": { "role": { "terseLabel": "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. 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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": [ "r20", "r116", "r1042" ] }, "us-gaap_LineOfCreditFacilityExpirationPeriod": { "xbrltype": "durationItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "LineOfCreditFacilityExpirationPeriod", "presentation": [ "http://www.snap.com/role/DebtAdditionalInformationDetails" ], "lang": { "en-us": { "role": { "terseLabel": "Credit facility expiration period", "label": "Line of Credit Facility, Expiration Period", "documentation": "Period remaining on line of credit facility before it terminates, in 'PnYnMnDTnHnMnS' format, for example, 'P1Y5M13D' represents the reported fact of one year, five months, and thirteen days." } } }, "auth_ref": [] }, "us-gaap_LineOfCreditFacilityMaximumBorrowingCapacity": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "LineOfCreditFacilityMaximumBorrowingCapacity", "crdr": "credit", "presentation": [ "http://www.snap.com/role/DebtAdditionalInformationDetails" ], "lang": { "en-us": { "role": { "terseLabel": "Maximum borrowing capacity", "label": "Line of Credit Facility, Maximum Borrowing Capacity", "documentation": "Maximum borrowing capacity under the credit facility without consideration of any current restrictions on the amount that could be borrowed or the amounts currently outstanding under the facility." } } }, "auth_ref": [ "r54", "r60" ] }, "us-gaap_LineOfCreditFacilityUnusedCapacityCommitmentFeePercentage": { "xbrltype": "percentItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "LineOfCreditFacilityUnusedCapacityCommitmentFeePercentage", "presentation": [ "http://www.snap.com/role/DebtAdditionalInformationDetails" ], "lang": { "en-us": { "role": { "terseLabel": "Annual commitment fee", "label": "Line of Credit Facility, Unused Capacity, Commitment Fee Percentage", "documentation": "The fee, expressed as a percentage of the line of credit facility, for available but unused credit capacity under the credit facility." } } }, "auth_ref": [] }, "dei_LocalPhoneNumber": { "xbrltype": "normalizedStringItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "LocalPhoneNumber", "presentation": [ "http://www.snap.com/role/CoverPage" ], "lang": { "en-us": { "role": { "terseLabel": "Local Phone Number", "label": "Local Phone Number", "documentation": "Local phone number for entity." } } }, "auth_ref": [] }, "us-gaap_LongTermDebt": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "LongTermDebt", "crdr": "credit", "calculation": { "http://www.snap.com/role/DebtScheduleofConvertibleNotesDetails": { "parentTag": null, "weight": null, "order": null, "root": true } }, "presentation": [ "http://www.snap.com/role/DebtScheduleofConvertibleNotesDetails" ], "lang": { "en-us": { "role": { "totalLabel": "Net Carrying Amount", "label": "Long-Term Debt", "documentation": "Amount, after deduction of unamortized premium (discount) and debt issuance cost, of long-term debt. 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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 longer." } } }, "auth_ref": [ "r20", "r36", "r997", "r998", "r999" ] }, "us-gaap_LossContingenciesByNatureOfContingencyAxis": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "LossContingenciesByNatureOfContingencyAxis", "presentation": [ "http://www.snap.com/role/CommitmentsandContingenciesAdditionalInformationDetails" ], "lang": { "en-us": { "role": { "terseLabel": "Loss Contingency Nature [Axis]", "label": "Loss Contingency Nature [Axis]", "documentation": "Information by type of existing condition, situation, or set of circumstances involving uncertainty as to possible loss to an enterprise that will ultimately be resolved when one or more future events occur or fail to occur." } } }, "auth_ref": [ "r336", "r337", "r338", "r341", "r445", "r645", "r766", "r1003", "r1004" ] }, "us-gaap_LossContingenciesLineItems": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "LossContingenciesLineItems", "presentation": [ "http://www.snap.com/role/CommitmentsandContingenciesAdditionalInformationDetails" ], "lang": { "en-us": { "role": { "terseLabel": "Loss Contingencies [Line Items]", "label": "Loss Contingencies [Line Items]", "documentation": "Line items represent financial concepts included in a table. 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Resolution of the uncertainty may confirm the incurrence of a loss or impairment of an asset or the incurrence of a liability." } } }, "auth_ref": [ "r336", "r337", "r338", "r341", "r445", "r645", "r766", "r1003", "r1004" ] }, "snap_MarketableSecuritiesContractualMaturitiesPeriod": { "xbrltype": "durationItemType", "nsuri": "http://www.snap.com/20240930", "localname": "MarketableSecuritiesContractualMaturitiesPeriod", "presentation": [ "http://www.snap.com/role/FairValueMeasurementsAdditionalInformationDetails" ], "lang": { "en-us": { "role": { "terseLabel": "Marketable securities contractual maturities period", "label": "Marketable Securities Contractual Maturities Period", "documentation": "Marketable securities contractual maturities period." } } }, "auth_ref": [] }, "us-gaap_MarketableSecuritiesCurrent": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "MarketableSecuritiesCurrent", "crdr": "debit", "calculation": { "http://www.snap.com/role/ConsolidatedBalanceSheets": { "parentTag": "us-gaap_AssetsCurrent", "weight": 1.0, "order": 2.0 } }, "presentation": [ "http://www.snap.com/role/ConsolidatedBalanceSheets" ], "lang": { "en-us": { "role": { "terseLabel": "Marketable securities", "label": "Marketable Securities, Current", "documentation": "Amount of investment in marketable security, classified as current." } } }, "auth_ref": [ "r933" ] }, "srt_MaximumMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/srt/2024", "localname": "MaximumMember", "presentation": [ "http://www.snap.com/role/FairValueMeasurementsAdditionalInformationDetails", "http://www.snap.com/role/LeasesAdditionalInformationDetails", "http://www.snap.com/role/StockholdersEquityAdditionalInformationDetails" ], "lang": { "en-us": { "role": { "terseLabel": "Maximum", "label": "Maximum [Member]", "documentation": "Upper limit of the provided range." } } }, "auth_ref": [ "r138", "r140", "r142", "r143", "r145", "r158", "r159", "r337", "r338", "r339", "r340", "r411", "r445", "r495", "r572", "r635", "r637", "r645", "r669", "r670", "r721", "r723", "r725", "r726", "r728", "r746", "r747", "r758", "r772", "r785", "r794", "r795", "r799", "r800", "r813",
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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." } } }, "auth_ref": ["r195"] }, "us-gaap_NetCashProvidedByUsedInFinancingActivitiesAbstract": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "NetCashProvidedByUsedInFinancingActivitiesAbstract", "presentation": ["http://www.snap.com/role/ConsolidatedStatementsofCashFlows"], "lang": { "en-us": { "role": { "terseLabel": "Cash flows from financing activities", "label": "Net Cash Provided by (Used in) Financing Activities [Abstract]" } } }, "auth_ref": [] }, "us-gaap_NetCashProvidedByUsedInInvestingActivities": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "NetCashProvidedByUsedInInvestingActivities", "crdr": "debit", "calculation": { "http://www.snap.com/role/ConsolidatedStatementsofCashFlows": { "parentTag": "us-gaap_CashCashEquivalentsRestrictedCashAndRestrictedCashEquivalentsPeriodIncreaseDecreaseExcludingExchangeRateEffect", "weight": 1.0, "order": 2.0 } }, "presentation": ["http://www.snap.com/role/ConsolidatedStatementsofCashFlows"], "lang": { "en-us": { "role": { "totalLabel": "Net cash provided by (used in) investing activities", "label": "Net Cash Provided by (Used in) Investing Activities", "documentation": "Amount 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." } } }, "auth_ref": ["r195"] }, "us-gaap_NetCashProvidedByUsedInInvestingActivitiesAbstract": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "NetCashProvidedByUsedInInvestingActivitiesAbstract", "presentation": ["http://www.snap.com/role/ConsolidatedStatementsofCashFlows"], "lang": { "en-us": { "role": { "terseLabel": "Cash flows from investing activities", "label": "Net Cash Provided by (Used in) Investing Activities [Abstract]" } } }, "auth_ref": [] }, "us-gaap_NetCashProvidedByUsedInOperatingActivities": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "NetCashProvidedByUsedInOperatingActivities", "calculation": { "http://www.snap.com/role/ConsolidatedStatementsofCashFlows": { "parentTag": "us-gaap_CashCashEquivalentsRestrictedCashAndRestrictedCashEquivalentsPeriodIncreaseDecreaseExcludingExchangeRateEffect", "weight": 1.0, "order": 1.0 } }, "presentation": ["http://www.snap.com/role/ConsolidatedStatementsofCashFlows"], "lang": { "en-us": { "role": { "totalLabel": "Net cash provided by (used in) operating activities", "label": "Net Cash Provided by (Used in) Operating Activities", "documentation": "Amount of cash inflow (outflow) from operating activities, including discontinued operations. 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"us-gaap_OtherComprehensiveIncomeLossNetOfTaxPortionAttributableToParent", "weight": -1.0, "order": 2.0 } }, "presentation": ["http://www.snap.com/role/AccumulatedOtherComprehensiveIncomeLossSchedulesofChangesinAccumulatedOtherComprehensiveIncomeLossDetails"], "lang": { "en-us": { "role": { "negatedLabel": "Amounts reclassified from AOCI", "label": "Reclassification from AOCI, Current Period, Net of Tax, Attributable to Parent", "documentation": "Amount after tax of reclassification adjustments of other comprehensive income (loss) attributable to parent." } } }, "auth_ref": ["r19", "r22"] }, "ecd_RecoveryOfErrCompDisclosureLineItems": { "xbrltype": "stringItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "RecoveryOfErrCompDisclosureLineItems", "lang": { "en-us": { "role": { "label": "Recovery of Erroneously Awarded Compensation Disclosure [Line Items]" } } }, "auth_ref": ["r832", "r842", "r852", "r884"] }, "us-gaap_RepaymentsOfConvertibleDebt": { "xbrltype": 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"ResearchAndDevelopmentExpense", "crdr": "debit", "calculation": { "http://www.snap.com/role/ConsolidatedStatementsofOperations": { "parentTag": "us-gaap_CostsAndExpenses", "weight": 1.0, "order": 2.0 } }, "presentation": ["http://www.snap.com/role/ConsolidatedStatementsofOperations"], "lang": { "en-us": { "role": { "terseLabel": "Research and development", "label": "Research and Development Expense", "documentation": "Amount 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." } } }, "auth_ref": ["r446", "r748", "r756", "r1040"] }, "us-gaap_ResearchAndDevelopmentExpenseMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ResearchAndDevelopmentExpenseMember", "presentation": ["http://www.snap.com/role/RestructuringScheduleofRestructuringChargesDetails", "http://www.snap.com/role/StockholdersEquitySummaryofTotalStockbasedCompensationExpenseDetails"], "lang": { "en-us": { "role": { "terseLabel": "Research and development", "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": [] }, "snap_RestOfWorldMember": { "xbrltype": "domainItemType", "nsuri": "http://www.snap.com/20240930", "localname": "RestOfWorldMember", "presentation": ["http://www.snap.com/role/RevenueDisaggregationofRevenuebyGeographyDetails"], "lang": { "en-us": { "role": { "terseLabel": "Rest of world", "label": "Rest Of World [Member]", "documentation": "Rest of World." } } }, "auth_ref": [] }, "ecd_RestatementDateAxis": { "xbrltype": "stringItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "RestatementDateAxis", "presentation": ["http://xbrl.sec.gov/ecd/role/ErrCompDisclosure"], "lang": { "en-us": { "role": { "terseLabel": "Restatement Determination Date:", "label": "Restatement Determination Date [Axis]" } } }, "auth_ref": ["r833", "r843", "r853", "r885"] }, "ecd_RestatementDeterminationDate": { "xbrltype": "dateItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "RestatementDeterminationDate", "presentation": ["http://xbrl.sec.gov/ecd/role/ErrCompDisclosure"], "lang": { "en-us": { "role": { "terseLabel": "Restatement Determination Date", "label": "Restatement Determination Date" } } }, "auth_ref": ["r834", "r844", "r854", "r886"] }, "ecd_RestatementDoesNotRequireRecoveryTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "RestatementDoesNotRequireRecoveryTextBlock", "presentation": ["http://xbrl.sec.gov/ecd/role/ErrCompDisclosure"], "lang": { "en-us": { "role": { "terseLabel": "Restatement does not require Recovery", "label": "Restatement Does Not Require Recovery [Text Block]" } } }, "auth_ref": ["r841", "r851", "r861", "r893"] }, "us-gaap_RestrictedCashAndCashEquivalentsCashAndCashEquivalentsMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "RestrictedCashAndCashEquivalentsCashAndCashEquivalentsMember", "presentation": ["http://www.snap.com/role/FairValueMeasurementsSummaryofFinancialAssetsMeasuredatFairValueonRecurringBasisDetails"], "lang": { "en-us": { "role": { "terseLabel": "Cash and Cash Equivalents [Domain]", "label": "Cash and Cash Equivalents [Domain]", "documentation": "Type of cash and cash equivalent. Cash is 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. Also includes 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": ["r164"] }, "snap_RestrictedStockUnitsAndRestrictedStockAwardsMember": { "xbrltype": "domainItemType", "nsuri": "http://www.snap.com/20240930", "localname": "RestrictedStockUnitsAndRestrictedStockAwardsMember", "presentation": ["http://www.snap.com/role/StockholdersEquityAdditionalInformationDetails", "http://www.snap.com/role/StockholdersEquitySummaryofRSUandRSAActivityDetails", "http://xbrl.sec.gov/ecd/role/AwardTimingDisclosure"], "lang": { "en-us": { "role": { "terseLabel": "Restricted Stock Units and Restricted Stock Awards", "label": "Restricted Stock Units And Restricted Stock Awards [Member]", "documentation": "Restricted stock units and restricted stock awards." } } }, "auth_ref": [] }, "snap_RestrictedStockUnitsAndRestrictedStockGrantedAfterFebruaryTwoThousandEighteenMember": { "xbrltype": "domainItemType", "nsuri": "http://www.snap.com/20240930", "localname": "RestrictedStockUnitsAndRestrictedStockGrantedAfterFebruaryTwoThousandEighteenMember", "presentation": ["http://www.snap.com/role/StockholdersEquityAdditionalInformationDetails", "http://xbrl.sec.gov/ecd/role/AwardTimingDisclosure"], "lang": { "en-us": { "role": { "terseLabel": "RSUs and RSAs Granted after February 2018", "label": "Restricted Stock Units And Restricted Stock Granted After February Two Thousand Eighteen [Member]", "documentation": "Restricted stock units and restricted stock granted after February two thousand eighteen." } } }, "auth_ref": [] }, "us-gaap_RestructuringAndRelatedActivitiesAbstract": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "RestructuringAndRelatedActivitiesAbstract", "lang": { "en-us": { "role": { "terseLabel": "Restructuring and Related Activities [Abstract]", "label": "Restructuring and Related Activities [Abstract]" } } }, "auth_ref": [] }, "us-gaap_RestructuringAndRelatedActivitiesDisclosureTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "RestructuringAndRelatedActivitiesDisclosureTextBlock", "presentation": ["http://www.snap.com/role/Restructuring"], "lang": { "en-us": { "role": { "terseLabel": "Restructuring", "label": "Restructuring and Related Activities Disclosure [Text Block]", "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": ["r321", "r322", "r324", "r327", "r332"] }, "us-gaap_RestructuringAndRelatedCostNumberOfPositionsEliminatedPeriodPercent": { "xbrltype": "percentItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "RestructuringAndRelatedCostNumberOfPositionsEliminatedPeriodPercent", "presentation": ["http://www.snap.com/role/RestructuringAdditionalInformationDetails"], "lang": { "en-us": { "role": { "terseLabel": "Percentage of employee reduction in reprioritization plan", "label": "Restructuring and Related Cost, Number of Positions Eliminated, Period Percent", "documentation": "The number of positions eliminated during the period as a percentage of total positions eliminated during the period in connection with the restructuring plan(s)." } } }, "auth_ref": [] }, "us-gaap_RestructuringCharges": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "RestructuringCharges", "crdr": "debit", "presentation": ["http://www.snap.com/role/RestructuringAdditionalInformationDetails", "http://www.snap.com/role/RestructuringScheduleofRestructuringChargesDetails"], "lang": { "en-us": { "role": { "terseLabel": "Restructuring charges", "label": "Restructuring Charges", "documentation": "Amount 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." } } }, "auth_ref": ["r8", "r328", "r329", "r1001"] }, "us-gaap_RestructuringCostAndReserveAxis": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "RestructuringCostAndReserveAxis", "presentation": ["http://www.snap.com/role/RestructuringScheduleofRestructuringChargesDetails"], "lang": { "en-us": { "role": { "terseLabel": "Restructuring Type [Axis]", "label": "Restructuring Type [Axis]", "documentation": "Information by type of restructuring cost." } } }, "auth_ref": ["r323", "r324", "r329", "r330"] }, "us-gaap_RestructuringCostAndReserveLineItems": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "RestructuringCostAndReserveLineItems", "presentation": ["http://www.snap.com/role/RestructuringAdditionalInformationDetails", "http://www.snap.com/role/RestructuringScheduleofRestructuringChargesDetails"], "lang": { "en-us": { "role": { "terseLabel": "Restructuring Cost And Reserve [Line Items]", "label": "Restructuring Cost and Reserve [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": ["r323", "r324", "r325", "r326", "r329", "r330", "r331"] }, "us-gaap_RestructuringPlanAxis": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "RestructuringPlanAxis", "presentation": ["http://www.snap.com/role/RestructuringAdditionalInformationDetails"], "lang": { "en-us": { "role": { "terseLabel": "Restructuring Plan [Axis]", "label": "Restructuring Plan [Axis]", "documentation": "Information by individual restructuring plan." } } }, "auth_ref": [] }, "us-gaap_RestructuringPlanDomain": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "RestructuringPlanDomain", "presentation": ["http://www.snap.com/role/RestructuringAdditionalInformationDetails"], "lang": { "en-us": { "role": { "terseLabel": "Restructuring Plan [Domain]", "label": "Restructuring Plan [Domain]", "documentation": "Identification of the individual restructuring plans." } } }, "auth_ref": [] }, "us-gaap_RetainedEarningsAccumulatedDeficit": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "RetainedEarningsAccumulatedDeficit", "crdr": "credit", "calculation": { "http://www.snap.com/role/ConsolidatedBalanceSheets": { "parentTag": "us-gaap_StockholdersEquity", "weight": 1.0, "order": 1.0 } }, "presentation": ["http://www.snap.com/role/ConsolidatedBalanceSheets"], "lang": { "en-us": { "role": { "terseLabel": "Accumulated deficit", "label": "Retained Earnings (Accumulated Deficit)",

"documentation": "Amount of accumulated undistributed earnings (deficit)." } } }, "auth_ref": ["r68", "r107", "r619", "r642", "r644", "r651", "r680", "r803"] }, "us-gaap_RetainedEarningsMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "RetainedEarningsMember", "presentation": ["http://www.snap.com/role/ConsolidatedStatementsofStockholdersEquity"], "lang": { "en-us": { "role": { "terseLabel": "Retained Earnings", "label": "Retained Earnings [Member]", "documentation": "Accumulated undistributed earnings (deficit)." } } }, "auth_ref": ["r160", "r201", "r202", "r203", "r205", "r210", "r212", "r214", "r285", "r286", "r313", "r455", "r456", "r462", "r463", "r464", "r466", "r471", "r472", "r480", "r482", "r483", "r485", "r487", "r522", "r524", "r639", "r641", "r654", "r1075"] }, "us-gaap_RevenueFromContractWithCustomerAbstract": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "RevenueFromContractWithCustomerAbstract", "lang": { "en-us": { "role": { "terseLabel": "Revenue from Contract with Customer [Abstract]", "label": "Revenue from Contract with Customer [Abstract]" } } }, "auth_ref": [] }, "us-gaap_RevenueFromContractWithCustomerExcludingAssessedTax": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "RevenueFromContractWithCustomerExcludingAssessedTax", "crdr": "credit", "calculation": { "http://www.snap.com/role/ConsolidatedStatementsofOperations": { "parentTag": "us-gaap_OperatingIncomeLoss", "weight": 1.0, "order": 1.0 } }, "presentation": ["http://www.snap.com/role/ConsolidatedStatementsofOperations", "http://www.snap.com/role/RevenueDisaggregationofRevenuebyGeographyDetails"], "lang": { "en-us": { "role": { "verboseLabel": "Revenue", "terseLabel": "Total revenue", "label": "Revenue from Contract with Customer, Excluding Assessed Tax", "documentation": "Amount, 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." } } }, "auth_ref": ["r122", "r123", "r231", "r236", "r237", "r242", "r244", "r245", "r246", "r248", "r400", "r401", "r573"] }, "us-gaap_RevenueFromContractWithCustomerTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "RevenueFromContractWithCustomerTextBlock", "presentation": ["http://www.snap.com/role/Revenue"], "lang": { "en-us": { "role": { "terseLabel": "Revenue", "label": "Revenue from Contract with Customer [Text Block]", "documentation": "The 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." } } }, "auth_ref": ["r136", "r392", "r393", "r394", "r395", "r396", "r397", "r398", "r399", "r403"] }, "us-gaap_RevenueFromExternalCustomersByGeographicAreasTableTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "RevenueFromExternalCustomersByGeographicAreasTableTextBlock", "presentation": ["http://www.snap.com/role/RevenueTables"], "lang": { "en-us": { "role": { "terseLabel": "Schedule of Disaggregation of Revenue by Geography", "label": "Revenue from External Customers by Geographic Areas [Table Text Block]", "documentation": "Tabular disclosure of revenue from external customers by geographic areas attributed to the entity's country of domicile and to foreign countries from which the entity derives revenue." } } }, "auth_ref": ["r94"] }, "us-gaap_RevenuesFromExternalCustomersAndLongLivedAssetsLineItems": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "RevenuesFromExternalCustomersAndLongLivedAssetsLineItems", "presentation": ["http://www.snap.com/role/LonglivedAssetsLonglivedAssetsbyGeographicAreaDetails"], "lang": { "en-us": { "role": { "terseLabel": "Revenues From External Customers And Long Lived Assets [Line Items]", "label": "Revenues from External Customers and Long-Lived Assets [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": [] }, "us-gaap_RevolvingCreditFacilityMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "RevolvingCreditFacilityMember", "presentation": ["http://www.snap.com/role/DebtAdditionalInformationDetails"], "lang": { "en-us": { "role": { "terseLabel": "Revolving Credit Facility", "label": "Revolving Credit Facility [Member]", "documentation": "Arrangement in which loan proceeds can continuously be obtained following repayments, but the total amount borrowed cannot exceed a specified maximum amount." } } }, "auth_ref": [] }, "us-gaap_RightOfUseAssetObtainedInExchangeForOperatingLeaseLiability": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "RightOfUseAssetObtainedInExchangeForOperatingLeaseLiability", "crdr": "debit", "presentation": ["http://www.snap.com/role/LeasesAdditionalInformationDetails"], "lang": { "en-us": { "role": { "terseLabel": "Lease liabilities arising from obtaining operating lease right-of-use assets", "label": "Right-of-Use Asset Obtained in Exchange for Operating Lease Liability", "documentation": "Amount of increase in right-of-use asset obtained in exchange for operating lease liability." } } }, "auth_ref": ["r531", "r802"] }, "ecd_Rule10b51ArrAdoptedFlag": { "xbrltype": "booleanItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "Rule10b51ArrAdoptedFlag", "presentation": ["http://xbrl.sec.gov/ecd/role/InsiderTradingArrangements"], "lang": { "en-us": { "role": { "terseLabel": "Rule 10b5-1 Arrangement Adopted", "label": "Rule 10b5-1 Arrangement Adopted [Flag]" } } }, "auth_ref": ["r902"] }, "ecd_Rule10b51ArrTrmntdFlag": { "xbrltype": "booleanItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "Rule10b51ArrTrmntdFlag", "presentation": ["http://xbrl.sec.gov/ecd/role/InsiderTradingArrangements"], "lang": { "en-us": { "role": { "terseLabel": "Rule 10b5-1 Arrangement Terminated", "label": "Rule 10b5-1 Arrangement Terminated [Flag]" } } }, "auth_ref": ["r902"] }, "srt_ScenarioForecastMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/srt/2024", "localname": "ScenarioForecastMember", "presentation": ["http://www.snap.com/role/SubsequentEventsDetails"], "lang": { "en-us": { "role": { "terseLabel": "Forecast", "label": "Forecast [Member]", "documentation": "Information reported for future period. Excludes information expected to be reported in future period for effect on historical fact." } } }, "auth_ref": ["r412", "r928", "r953"] }, "srt_ScenarioUnspecifiedDomain": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/srt/2024", "localname": "ScenarioUnspecifiedDomain", "presentation": ["http://www.snap.com/role/SubsequentEventsDetails"], "lang": { "en-us": { "role": { "terseLabel": "Scenario [Domain]", "label": "Scenario [Domain]", "documentation": "Scenario reported, distinguishing information from actual fact. Includes, but is not limited to, pro forma and forecast. Excludes actual facts." } } }, "auth_ref": ["r157", "r215", "r412", "r915", "r953"] }, "us-gaap_ScheduleOfAccumulatedOtherComprehensiveIncomeLossTableTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ScheduleOfAccumulatedOtherComprehensiveIncomeLossTableTextBlock", "presentation": ["http://www.snap.com/role/AccumulatedOtherComprehensiveIncomeLossTables"], "lang": { "en-us": { "role": { "terseLabel": "Schedule of Changes in Accumulated Other Comprehensive Income (Loss)", "label": "Schedule of Accumulated Other Comprehensive Income (Loss) [Table Text Block]", "documentation": "Tabular disclosure of the components of accumulated other comprehensive income (loss)." } } }, "auth_ref": ["r22", "r1025", "r1026"] }, "us-gaap_ScheduleOfAntidilutiveSecuritiesExcludedFromComputationOfEarningsPerShareTable": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ScheduleOfAntidilutiveSecuritiesExcludedFromComputationOfEarningsPerShareTable", "presentation": ["http://www.snap.com/role/NetLossperShareScheduleofPotentiallyDilutiveSharesExcludedfromCalculationofDilutedNetLossperShareDetails"], "lang": { "en-us": { "role": { "terseLabel": "Schedule Of Antidilutive Securities Excluded From Computation Of Earnings Per Share [Table]", "label": "Antidilutive Security, Excluded EPS Calculation [Table]", "documentation": "Disclosure of information about security that could potentially dilute basic earnings per share (EPS) in future that was not included in calculation of diluted EPS." } } }, "auth_ref": ["r30"] }, "us-gaap_ScheduleOfAntidilutiveSecuritiesExcludedFromComputationOfEarningsPerShareTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ScheduleOfAntidilutiveSecuritiesExcludedFromComputationOfEarningsPerShareTextBlock", "presentation": ["http://www.snap.com/role/NetLossperShareTables"], "lang": { "en-us": { "role": { "terseLabel": "Schedule of Potentially Dilutive Shares Excluded from Calculation of Diluted Net Loss per Share", "label": "Schedule of Antidilutive Securities Excluded from Computation of Earnings Per Share [Table Text Block]", "documentation": "Tabular disclosure of securities (including those issuable pursuant to contingent stock agreements) that could potentially dilute basic earnings per share (EPS) in the future that were not included in the computation of diluted EPS because to do so would increase EPS amounts or decrease loss per share amounts for the period presented, by antidilutive securities." } } }, "auth_ref": ["r30"] }, "us-gaap_ScheduleOfBusinessAcquisitionsByAcquisitionTable": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ScheduleOfBusinessAcquisitionsByAcquisitionTable", "presentation": ["http://www.snap.com/role/BusinessAcquisitionsAdditionalInformationDetails"], "lang": { "en-us": { "role": { "terseLabel": "Schedule Of Business Acquisitions By Acquisition [Table]", "label": "Schedule of Business Acquisitions, by Acquisition [Table]", "documentation": "Disclosure of information about business combination. Includes, but is not limited to, recognized asset and liability." } } }, "auth_ref": ["r47", "r48", "r467"] }, "us-gaap_ScheduleOfDebtTableTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ScheduleOfDebtTableTextBlock", "presentation": ["http://www.snap.com/role/DebtTables"], "lang": { "en-us": { "role": { "terseLabel": "Schedule of Debt", "label": "Schedule of Debt [Table Text Block]", "documentation": "Tabular disclosure of information pertaining to short-term and long-debt instruments or arrangements, including but not limited to identification of terms, features, collateral requirements and other information necessary to a fair presentation." } } }, "auth_ref": [] }, "us-gaap_ScheduleOfEarningsPerShareBasicAndDilutedTableTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ScheduleOfEarningsPerShareBasicAndDilutedTableTextBlock", "presentation": ["http://www.snap.com/role/NetLossperShareTables"], "lang": { "en-us": { "role": { "terseLabel": "Schedule of Numerators and Denominators of Basic and Diluted Net Loss per Share Computations for Common Stock", "label": "Schedule of Earnings Per Share, Basic and Diluted [Table Text Block]", "documentation": "Tabular 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." } } }, "auth_ref": ["r956"] }, "snap_ScheduleOfEarningsPerShareTable": { "xbrltype": "stringItemType", "nsuri": "http://www.snap.com/20240930", "localname": "ScheduleOfEarningsPerShareTable", "presentation": ["http://www.snap.com/role/NetLossperShareNumeratorsandDenominatorsofBasicandDilutedNetLossperShareComputationsforCommonStockDetails"], "lang": { "en-us": { "role": { "terseLabel": "Schedule Of Earnings Per Share [Table]", "label": "Schedule Of Earnings Per Share [Table]", "documentation": "Schedule of earnings per share." } } }, "auth_ref": [] }, "us-gaap_ScheduleOfEmployeeServiceShareBasedCompensationAllocationOfRecognizedPeriodCostsTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ScheduleOfEmployeeServiceShareBasedCompensationAllocationOfRecognizedPeriodCostsTextBlock", "presentation": ["http://www.snap.com/role/StockholdersEquityTables"], "lang": { "en-us": { "role": { "terseLabel": "Schedule of Total Stock-based Compensation Expense", "label": "Share-Based Payment Arrangement, Expensed and Capitalized, Amount [Table Text Block]", "documentation": "Tabular 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." } } }, "auth_ref": ["r44"] }, "us-gaap_ScheduleOfFiniteLivedIntangibleAssetsTable": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ScheduleOfFiniteLivedIntangibleAssetsTable", "presentation": ["http://www.snap.com/role/GoodwillandIntangibleAssetsScheduleofIntangibleAssetsDetails"], "lang": { "en-us": { "role": { "terseLabel": "Schedule Of Finite Lived Intangible Assets [Table]", "label": "Intangible Asset, Finite-Lived [Table]", "documentation": "Disclosure of information about finite-lived intangible asset. Excludes indefinite-lived intangible asset." } } }, "auth_ref": ["r300", "r307", "r310", "r311", "r312", "r574", "r748", "r761"] }, "us-gaap_ScheduleOfFiniteLivedIntangibleAssetsTableTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ScheduleOfFiniteLivedIntangibleAssetsTableTextBlock", "presentation": ["http://www.snap.com/role/GoodwillandIntangibleAssetsTables"], "lang": { "en-us": { "role": { "terseLabel": "Schedule of Intangible Assets", "label": "Schedule of Finite-Lived Intangible Assets [Table Text Block]", "documentation": "Tabular disclosure of assets, excluding financial assets and goodwill, lacking physical substance with a finite life, by either major class or business segment." } } }, "auth_ref": ["r761", "r990"] }, "us-gaap_ScheduleOfGoodwillTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ScheduleOfGoodwillTextBlock", "presentation": ["http://www.snap.com/role/GoodwillandIntangibleAssetsTables"], "lang": { "en-us": { "role": { "terseLabel": "Changes in Carrying Amount of Goodwill", "label": "Schedule of Goodwill [Table Text Block]", "documentation": "Tabular disclosure of goodwill by reportable segment and in total which includes a rollforward schedule." } } }, "auth_ref": ["r760", "r972", "r973", "r974", "r975", "r976", "r977", "r978", "r979", "r980", "r981", "r982"] }, "us-gaap_ScheduleOfRestructuringAndRelatedCostsTable": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ScheduleOfRestructuringAndRelatedCostsTable", "presentation": ["http://www.snap.com/role/RestructuringAdditionalInformationDetails", "http://www.snap.com/role/RestructuringScheduleofRestructuringChargesDetails"], "lang": { "en-us": { "role": { "terseLabel": "Schedule Of Restructuring And Related Costs [Table]", "label": "Restructuring Cost [Table]", "documentation": "Disclosure of information about restructuring cost. Includes, but is not limited to, expected cost, cost incurred, statement of income caption that includes restructuring cost recognized, and amount of restructuring reserve." } } }, "auth_ref": ["r323", "r324", "r325", "r326", "r329", "r330", "r331"] }, "us-gaap_ScheduleOfRestructuringAndRelatedCostsTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ScheduleOfRestructuringAndRelatedCostsTextBlock", "presentation": ["http://www.snap.com/role/RestructuringTables"], "lang": { "en-us": { "role": { "terseLabel": "Schedule of Restructuring Charges (Benefits)", "label": "Restructuring and Related Costs [Table Text Block]", "documentation": "Tabular disclosure of costs incurred for restructuring including, but not limited to, exit and disposal activities, remediation, implementation, integration, asset impairment, and charges against earnings from the write-down of assets." } } }, "auth_ref": ["r35", "r97", "r98"] }, "us-gaap_ScheduleOfRevenuesFromExternalCustomersAndLongLivedAssetsByGeographicalAreasTableTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ScheduleOfRevenuesFromExternalCustomersAndLongLivedAssetsByGeographicalAreasTableTextBlock", "presentation": ["http://www.snap.com/role/LonglivedAssetsTables"], "lang": { "en-us": { "role": { "terseLabel": "Schedule of Long-lived Assets by Geographic Area", "label": "Schedule of Revenue from External Customers and Long-Lived Assets, by Geographical Areas [Table Text Block]", "documentation": "Tabular disclosure of information concerning material long-lived assets (excluding financial instruments, customer relationships with financial institutions, mortgage and other servicing rights, deferred policy acquisition costs, and deferred taxes assets) located in identified geographic areas and/or the amount of revenue from external customers attributed to that country from which revenue is material. An entity may also provide subtotals of geographic information about groups of countries." } } }, "auth_ref": ["r34", "r76"] }, "us-gaap_ScheduleOfRevenuesFromExternalCustomersAndLongLivedAssetsTable": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname":

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"http://www.snap.com/role/StockholdersEquitySummaryofStockOptionAwardActivityDetails",
"http://www.snap.com/role/StockholdersEquitySummaryofTotalStockbasedCompensationExpenseDetails"], "lang": { "en-us": { "role": { "terseLabel": "Schedule Of Share Based Compensation Arrangements By Share Based Payment Award [Table]", "label": "Schedule of Share-Based Compensation Arrangements by Share-Based Payment Award [Table]", "documentation": "Disclosure of information about share-based payment arrangement." } } }, "auth_ref": ["r413", "r415", "r416", "r417", "r418", "r419", "r420", "r421", "r422", "r423", "r424", "r425", "r426", "r427", "r428", "r429", "r430", "r431", "r432", "r433", "r434", "r435", "r436", "r437", "r438", "r439", "r440", "r441"] }, "us-gaap_ScheduleOfShareBasedCompensationStockOptionsActivityTableTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ScheduleOfShareBasedCompensationStockOptionsActivityTableTextBlock", "presentation": ["http://www.snap.com/role/StockholdersEquityTables"], "lang": { "en-us": { "role": { "terseLabel": "Schedule of Stock Option Award Activity", "label": "Share-Based Payment Arrangement, Option, Activity [Table Text Block]", "documentation": "Tabular disclosure for stock option plans. Includes, but is not limited to, outstanding awards at beginning and end of year, grants, exercises, forfeitures, and weighted-average grant date fair value." } } }, "auth_ref": ["r14", "r15", "r109"] }, "us-gaap_ScheduleofFiniteLivedIntangibleAssetsFutureAmortizationExpenseTableTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ScheduleofFiniteLivedIntangibleAssetsFutureAmortizationExpenseTableTextBlock", "presentation": ["http://www.snap.com/role/GoodwillandIntangibleAssetsTables"], "lang": { "en-us": { "role": { "terseLabel": "Schedule of Estimated Intangible Asset Amortization Expense", "label": "Schedule of Finite-Lived Intangible Assets, Future Amortization Expense [Table Text Block]", "documentation": "Tabular disclosure of the amount of amortization expense expected to be recorded in succeeding fiscal years for finite-lived intangible assets." } } }, "auth_ref": ["r761", "r992"] }, "us-gaap_SecuredOvernightFinancingRateSofrMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "SecuredOvernightFinancingRateSofrMember", "presentation": ["http://www.snap.com/role/DebtAdditionalInformationDetails"], "lang": { "en-us": { "role": { "terseLabel": "Secured Overnight Financing Rate (SOFR)", "label": "Secured Overnight Financing Rate (SOFR) [Member]", "documentation": "Interest rate at which bank can borrow U.S. dollar overnight while posting U.S. Treasury bond as collateral." } } }, "auth_ref": ["r1014"] }, "dei_Security12bTitle": { "xbrltype": "securityTitleItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "Security12bTitle", "presentation": ["http://www.snap.com/role/CoverPage"], "lang": { "en-us": { "role": { "terseLabel": "Title of 12(b) Security", "label": "Title of 12(b) Security", "documentation": "Title of a 12(b) registered security." } } }, "auth_ref": ["r827"] }, "dei_SecurityExchangeName": { "xbrltype": "edgarExchangeCodeItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "SecurityExchangeName", "presentation": [
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L77,#3/?J& MP'FL^<$*,G9V1&AWZQV0MU+7]EIB?/[_M.3#Z#CO NH\&0A D5 MMHL89.^1X' ^CZ>7_'#&^-7%LQ-[!%]W* N)GY)[$C_Y+F%T4?-16BV!T?FA M_V/% (+_&CHMODT:ASX88C@9=$C=>#1NDIB%YQ/4',./?&ZW7<_A"NNDU**V8 M<@CD$HQ[ZG<#POY$.W^'TX)Q(?/@3B4?H:T@_L\4PU3:AI6/,Q_8V]34K DU M4;S/OSOQ+U 2\-Y!XHYB/_5)@DH"'S9R@NI.FGW)0)054,I)*ZBDK+7ZXK M>OYRL#3G#\"0./XRBBG[YN"#AOG<&\4S]>JIM'H6/9F\]XKQDZO-!L=PIQ, M!'7%YNF55J.CMS93* [K2VNF5@"=SBJ3)*S_;:^Z8| CH2Y$.COY)Z S?.[Y)):H/)&E$O"R MEV'@NW[ZG2!H)<^'7VEP/?4R4I@2-?1]YORY>? 4Y3KX'N 5TA\O M;]+POZ,4@G'VN$\?EKYE0I#)8 JPB$4V*:.ZJC0UAO'0>_+NM#;Y%"YM@ZO7"W>R* 7)X->'AE:')*AJ*DMD0QM#L@P)^Z* M-3.S7<3=YFMF>GDS4Q7>II9EO4J8&@\>\,S4M!*GMG>O=F-1L\L"Y-Y=QXUE MK;2IU=%+]RP6*8_L>W?6CH?L9:K?O3N'>R#[P6/ ,@F^=S?T& A>IF+9N\-[M&(+O-^HN$^%[]\./@> E(ES;>W2P,\&O_AKA2GXT&$8A?$R6$9UR8PW-:VRT M2PQTM;W'3(+A9:C4\AC.__J(8'B9-E3C?VE&,+S,7)'&?];A5!G.P0J.QG]R M1*'CLH4MC?\YGJF+K*# MO"]UE)4FTD5>D&M6EY@1U$5&D'-6EY8.TD4ND&M6EY@%U$46D#]6$;>I3('F.J.Y&E_.X#9/ M*!!<9S17XX$:W*:B!9KKC.9J_&9#9-OYP\5^UL<-D6WGFM4EKHP;(MN^(ZOW MOD6JK.520R30N69UB2OCAL6\]TI19+#9'FYIK5):Z,&]QFK@6KR_; N4WK M"E:7[(&;W.8\"]+Z(::=7L=90@@Y4!>7V.0V0\0].^1"_.K'O&Y2"TYV!IW:Q[OJ021E6PSF;6/=MQ>$95L[QOUCU740FC M*ECK,^N>::@@)BDM'JQ[Z%!!3%(6[:VZQ^(7GN=C\883_'!\[S]\=(9^Z@1U MB<>MNL?C5=",_Q)C^Q]_MZ-BCM*"O[D'WH6./L@C?KGNT?>&ZH\$H@&N]V[1/8KPN)GU\VA.Y#MUH0.H2 M@+? K'H!7S8L28_)VW6/RZGE16K38KGN87C4O2HS\\A;!IZS$UM)_CM/22O"8NY"X>3.)V*X\\D M>HR=8=!WG2 30?CY)HK3_I4 INDZ1QE?V=P%QGQQI9K@R>8NZN6+*!5$1C9W M(2U?7*DF[+&YBU<+<.5J%$?#X\S8V=R%H;SPHR);PETHR@L_JK$BJL)=/,H+ M0ZHQ(*K"W0+V.H:$M'0C26]I?T;PJ*.T(ZK"W5HV7VRIQIRH2NWB^(-+2R56 MI7:!_,&EI1+;4K= (WHU&81]/SW_>'YT]]5OX?AA65**LZA:S'X 559GSNH7K MAV%%);;"NTB=Y%7*BJR(REWTSLW14%RPA[M8GIMS [A@#W'V>$'B>_]3DP^CY<_8)[!5X-A$(T)H;R_M'>*CCM.4:=PF) (Z4SU7),['/8/$V#M$XE3OQO [Z$?Q8 !DESWLN_)D=97:=QFC(Z?Y55).;=9**I\'\9# M\]J4KJC:7L.O,D+%0Z9;]M._2=6X37,)_O-G'[A-MPFP'*#AAZISF_;,_\Y M8@&_.3ON6,"#RM3YS;UMS:_8H O\2YZ*8F_DFX\,QOVJTL'G-$[+HDO&JR?#G'F=V,6EU24:=C MU+CP=>]2=#H%"\@#((RZ9*%.KM#(]$MRZG0T^)]2D$9=TEJGH)3WQ>.ZY*.J M"DM*)3:W&1W6"'T"\F^12XLL7@,<>]S<.P$YSO-658//; QG_*EH1Z+!;0Z% M,_Y4Y1RFW;AC#\5U8$9W"9?"O'GCB3$B=W^!=" /)$@&N*U5R\#>-IQMB!6 M#6[S(MQSK" (;97*;N.">8Q59+9/;A ;W'*O(CIG<)B8*<>R>!($?/@+#OCOQ M+X(YH:,V8B:W.0:^V565!:MWEJ)*Z:K$?-4[:5&E=%5BN^J=P_B#A"1V F#7 MA3?P0S[)8P>W6QVW :MW7J-:GE5EQ>J=ZZA#A&1X\)?NC'A,Q*0I%^B@>.'-\[@6)<5+6X3$OSR;4\5+!:WR8:M6/% W'X8!=`C M^.+.3+-YXI.+$;0:B'CS M,6M[F!>GAD7(C3<247]O2]2Q6M MX\H=',:KKD]$CBNY< BONE11.:Z\P.&]ZE*9P6TVX OHMC[ M<3IF+79G>N[2;KME[9!<'W14-)`M.5\X_6269BBYS7\<(T@*OY2_@H,R-5.;NSP/)>H\XF8X^P#L!R9<1O!%,K^F MC? >P*_$'=F&XKC[GI&6@IHJRS5V.JTS, IX$9H\/L]PF PN!A-8(T9:O6R%E M-WNG-16MJ;7+L7?<)O0XY<.<\%!.%!.>5TS;37BX3?<=@FEU\U2Y0 RW24>! MF,/I>FY3G\5! <$^>2'BY[("KO,)!,2I&6.4$[7HG/0_.ACG]21E13'^XMEN M^K/>"%W$V]LCDP4-XYL- M<^I3*;X^.E1+5IWT$Z;&M>58WI0P3H1O.Q+RO[! M0]RBV- :@*7V['#8<0YJ]'I>G3"YH2OT2/0=.(QC%ESU?,6870P4Z3S!F+6,V MV%JNE^1!P--JQOB.S$=9U:Z;<@19D\K,1WEHL*YU2\;<'@-7#1A"M=9 M)25,-:?>,?_V5;IUY=<1Q-S56(FIX(Q" M3:MWFN%DMT"5F6K2CB#/<7J5^>5"X!C2)B?8>:!4#!Q!'N8DVSV5"0*]WHF= M _3A/'+^[SU'M$7$4D&O44WG-OER&1//3[\ZKA_ L.;;P-Z1IRAX L#-7[3G MV$4KSB*M3!9QFX;A@D7S#0%+\[7N0VX<,52]C'<)\2F$KX,,'(=>B1ER/% M\;?Y)OYP\=U/7!(@3DC NSU2.'";>N(*#!/3OHA'8B?@.@JY*K7(VZ*J<]G M9XB7'BE"N,U, <840JC#PI!.@7O]MG^/VZ]V\I3ER`&;UN(M2B@SCV"(/-*: M<9SR.5P\)'@.;JNAOD5) OQ'TA-0VR3Y/+YQ4M#H>/Q1_O4K?8&*?!#"BUTG MA8?],7)BD%U2GYU0!G?YMB1.S^\ <(`8F'_#QNQ_Z@]&@/D3E+D.VC*C.2[V(MRF\"S$GZ%Z&'_[GZ;^0_.0'<_^KL7_RQ+&ORU?'C_W;"$?D,CHF3@(;" 7^- MR5^C10TUN7CFTN0./=6X3@LD!K^)K0+);!YM0*P_'G_$%/RCVGHZ]=^>7ZV@&;5 MT.0VQW>2W. VGW:B@EI\2"R+YP2OLQ<[:%&.<.EMFD[@X+ M7-8[-U([2NN0Y$\E;[_>N9%2H7G4BQXG#LW#Y49*A>11KW><- B2Q<)=68I+D MMO>%#*,D?UX-@&F))0Z^@,D1-.JPQ' ZW. NNW[(BFD>NMI9W"6Q#UE>S04' MN$TDE)>NHL[@58*+^9XY91U K0(2]3]ZRQ+IRG(Q<0P'4%DB M45@:* ([A%"9+9.F.PK\L_^YNB039,?B7I4*B#HFQ6D&B_F>*MKA+S]4<$\=P ML&;+NXSA0F<8+'M,QY?18!B%9*'V\<)U1X-1 -=Z-R3]&<;$"?Q_$>\;&)*D M>/\?CA]B!Y/Z\(3;',+F/'F(G3); N8"^^?(\;1^G""V\Q=#:2#AW1\B]L\ M&[>BQ 7;N$V%U4#N]H1Y:'&;B>)6E/;%">YR0+BL.^'"R1ZC)UAWW>=S&]W MHU&8QN/SG_8*$<=/S(7 ;QMN[+X+R&NW-80.? #X((WY'X:>ZP$_)${!QP"?V5A@>7 M?2=^/-;3C]OGM8T\%%XCA-O+G M%C'YA;=IG\1S5Q\I1+A+26P$$>0=+C8*&[_@8F(TI.DD)MO"!T3.39WZ9;; M(N=D#93-75*IAA@Z-9-EL#E=M8\5=(K-N #HY2\5M]K408OX :8Z= +AXX0W\T =^.7A,J#!7A\!.O;/"?&'G M=&U6O7/&O*#HY P7MXECB2R6\HO;+*Y0T&]R3E>XS:(*I?B:5=PF*SFLI="; M2JL@C_0R> <1M;O!^#^=E%W_Y]O0!F;IU1\;_&0\%<7[/K>N0JK>Y>$#O!P MVD@J_^9K%!/72?9=P*TJ)953Z0IW.43B>GABM__D>Z.Y K8O)":_0&63."$' M*)PJ*NRE*F3N%G(KN7$5^^X_0\>P#16P@GN$EU5<&(_!;2ZPETF."5QITB7 MN*[S/8KCZ/E(HVG_7%64_]..@UW4^)4,GS*!VHR'*SW\# MUBB]WL<>#++9K'I/=[MX[?UE ?-],!TR)%/>D2.1NER:47IU-M!O%\,HFS#=P MA@DYS__XZ/G),'#&@"4Z:GK3QX$3/P)/NU&:1H-S$Z9(VVBX3M!T O\Q/*<3 M8C!N/7VE,(ZG@*O4R|^<_7P&/WU8_- YNG]G*\I^4,Y5^_X$^+\Y_S($V3!OT M'I@)$N#WAMYX-=EL^'"EY$4C) 8R^N/0\3R(OLX5285GY"_X0&>^!-QT]FS6 M$-BD)&ZLA#,\?!'L(6:\@U'H-(0W)^O/F^N'JBW3_W]U^?/N M<N'ZZEZZN/DB??W/Y7]?O]^'?7]_?7M3X1340E/XTTGZ@),T"F7I MR]GEF:0IIF%S/^S_+?2_E=/(1#^-AB@X'WG!T]?;N^_2)S!<813>C ;P$%?* M[-L=*E"WJ3:DT$%?P"/^^9?(I7V",!?2H*;M!Q=T5*7Y7]3\39_2.2V&ECV' M=]$!O,.B%.DV)\7AED3.Z6>V2WK33-5V.*99VW-*&+Q5IFWW(!PQNOTJ/?S'E31C M?R>V]^+R 7!6;=V8HU+%_H]=S !$L93VB? 17#A2)13L2Q)C$V\(T_*"W7[$(M=1YO'GS3', C^GA;TW/&S3%QXB8)<_SIX.&088Z9.^^J #_<&@W<\W,"U7-(N'-[-[<^DP,1&I M-O6VHK;X,1)CT&MF$^S1_WW<>;I:V$ZK#_7- LYTL[VI.V>L3P*7^^CM_3E&U-=4 M8 0H'4"0%Q;*45=8F,W.. 8!3MX6-NC\67DS4=!,"(7U_J2,HRC)W5.-/QI M-3I?2. \.S$IU\[@H_,"_7V1HC*WJ?!P7:C8YA-DW#U%JV^2;QRL;I'ISF M@MD_BC,)_,4(BTFE?XYB/_%\GJB(ROQ3-_[0\6>!2:^-'YW0_Q?]G+S?!ZRJ M(\CUV=W9_9ET-1@&T9C$E #SH,F\S_<;Q 4'S]SO1WXN/"\F29+]YQL\3\UE MQVYT=!BLI*M)*MVG,2$I1^[T7LEQ"7_>Q@_1\T0'JPKXF. .=+W* 34O*;$ MO''@DKV*2NMM_.T/@AE<:.@JA!# 87A\M!?&,ZVH_D1P>N"_\\?,@.5O4IK M=&S%4%8KT(.SOU5,\K-9H=H;QD!>?^@$$GDA[@AW/L'7H !((H,CZP8C5&?2 MO_PA$,M;LG12O>]>.N81YA:8K0/==%5Y?Y!(JN"4-H S;GX+?O2C\%56 M0#5 G=EV4I=UNS0<[X_7!0$^C8?_GD@I" <@09SX+:' :G1T179/PI.")K87B M(U:+@4>6^ZD/#V1Q,XDA5!Z.XF2$ 70:27 %=3I4[5WW/>HF3.Q=N.EY71<(M=/-,6NE1)2:=698;Z\0;# JQ=QIL2&C=T!ZP-QA*B51X'NLK"G[="V_5[_4 MPC$&'K]5LO?@IZSTC3AN7W)Q(TV!D.!TR14[5-?>CP?=*'A7*Y.3ZR8O?N4 M"'F3)1PI[,B+VW?"1_@BE)[!/GPSU:>;A.[S]8G+Z5E_S"X8(V4S7S S6V-5 MZU+IG_A-)L09["D"XGMJY/H=CM9&C]Q\(0'T$G_3JV&HN*2E)3TM\M3"385 M85.F:IBFF? H6P Y/-7+TU'XDN7\.*2+MR^INLIT&5NU>AWBHZ9[%=VW0!G" M6/\1Q,^8O$GY(]X.7G;*7&7K_]7XS;C5P\7,97-SG] T)OK(M,^M0[!3W4M])!X?@'?M! \B+43Z'3_-?+1Y09/NTNR"^"9$Z];QWPGJQ;(M?.\9ESVG,OKC^-#-6"TCO9K[]+WET;SB].''PE(S M9"7]"-?&\I7ZM.^DKZ?RL,P/&D?.,.LZF]%Z6G-"3WFELREW "?S>_2=,"*^G ME\)-. (KL.5A5DM!!T$$Z22K9BN0YX^1LX\S0Y2B."6YVQ[&@ZDF==)1,@-IN M=/Y!DL7\TV;9@C?K;M9N^J#XF50H[B--\7K!=_D0-IUUF>)S$U5%<^/C%BNF M-5(U*',@:@,_34% 20!B%], <";]@R3O-U<.,Q/'>6>Z8J(<;*$< MA'(X:N7@Y(C!=@.2W)<%Y1#C VRJ#S%:+.:?7BN!,#27_I ,0*O 6^+'\("0;KL\;??VIH&TUPQ M0OJS^C&_;.T%]\>77XB>2G;QBK'F5_HA4WX0<3:UW!6;],3.I(+8.7CAS99Y M4N-,T=KE%-[H9Y:AE .H,@=E*\MOV;T:]%!\6*)*>4L!%E,DKVS.3'Q6XN0/ MJR WC'ZG%;KQ)>B4QR@>+PE^Z454V[C91=,X6%,:G6_+=5>YI5 UA==K\WH$ M\+I89'0I95]P[QP^&:9]W-JXKNI%KU'S^OS*($')#:.^50IA: MA.KAR4^HM0F=T 410Y<2J_'Q8NSLY#FQETA8:>E[JRIV!?.^[=#59%?*3^_ MDO1)$.0PDMX!.&B6@^U >CN'\Y,^@=<.O7+N5$!HJ9*LW\9^#?*VL,G1UW>B MJL8(&)#6JJ*^^75$XD4C5*JDE WY? 4P&;K])!F1^.\)*\LB-.OGLL*,A!5F M.$E^+?;K3U+0:9BB=VF*#+LMK-Z86-.\FEU>#[M]UF]]7LPLU[NHN9%6O.Z8%J:E5=KE1]H3V;-53'V M;*[R*U6 0)51Z#- ;Q/1LXY5]TAK@6;@^!)3)[XWKFZ]+JB$H=6E%#@/7#+;F MS1?H]*87T4I'?" 0%R@&SU(FQLQH=%39T'19,2U9L2;;_,+1=I99 Z;<;]TT M HS_[3?54CYJ9MX19WDET%$!_+, ^ X UP* <+/1T339!(1KMB+070#=EP+= M.Z#;."BZ/+4"WKLJ69LVH>\+W@LIH)KXY/RW&I[MH3V,6"KI/,83SOPGLM!5 M>SH$^FYE>HO33;)@E*Z^92:HHK5"[X2K0W>F+^LPO6G?\ -D:W@_GFJ%1]+L MQL3YU71Z\-)S)WAVQ@G2:7ES<0/A(9J+5]]<_&!*N>!NW(>+S]^NL)7:Y>W- MP]7-P^K^V*^07Y=\@GUF6^4TR&FUSU&.9F)UAG@[(S$Q*8K$5P[5T5VG#4Z M/YQ'LC[PM\KPH ZN(-=L;3NH@GQ[+,45)';;N(E2@A?13DQ=IZ]1_Q_-K]% MT2^ZUS(_$FV9YER[WVGWO4EKO&:Z,6KO^GF%U[R,Y7M\XP++P0W>E-OZ"BX* M0>5;4/4%0? T)HY&^DS3VW816 L$3>FVB(TD5OT\5L^%8-D"Ci?[;Q=V#="TU!.`7-5P)SQ-9EKRV1I>,\L4E.5O%8M-P_=@=#= F@:9"0X6.?/[< M->NF;+6UB^]RCPM?-,*+?'<49Q4#+"18>"]<- ?]:1@6(&GL@+"B),<@I3(61 MOA^!L,ZM3;T]LM4E@?4!^74X\07D6:)3T.1K[),5Q]F%N7P1?:Z"A7*5*1V\ MHY<5X S]D%DX1M*8!.3)"=-\[3!?:7RULLA6?^$>?[HA2W*>''@M2@'_? T37 MDK.E=SSXAOVI'J87]#GI/CQE9CDU*PV:O@M,+-;%P$M@R [XN?2L,"R?5DYE MQ0734_F57T+E+)\7"2 !+?Q;GERH4 MBM$.C*@$ 6C(2]H\7#VA@@*/ M03""\D,Y_PR0>L1#V9:8F<]C.C7$%_/\1U MUS %(DXT2J;3J(]"\YGQI%"]L)$C6V!H<%->"?":3,<@-P\;U']\78Y *X4! MN&' LI%/>8G$*QS8XS?O&(3OHN63- RS]3Y!6%U)$5=(!O# (')DZ+$%N#>+ MG^9&<+>]=GR<98N+U<^%>&/U8]QO0)9V$Q)+/@W%'F+QC!!,L MY_,U-NLI/PFF9HS?QJZ;5&UD8Z\$O033,O8" 7DU7_M<5 M-=%/]R, <\N*288K:,"9HU^"QW3$F^]G"RSU#YO^!_LS\0[:S@Y6LTCK'[&FL MTF]:X^6QYA=DDK5U%62,<8 M-1]43H-)]LP7TP@R3BM7LO#IGQ&00$+2XXXR6OJ5QN YC+)BVH!V)$Y(F@;Y M5.>S$,=@KJ^G#DM>C3;K;DU]*X24$X81.CR3"&%:%$U7 RW9^];O@WJ7,_MA%C=IS6KE&'W5Y<8J'9=)TEI=@B'B\X>JX'.WP?L3M-)T(YB2)BP@X &K/(R M*W].L.[?\T&YS]\OI=KDA+()B=GBW.8/]#.*IT$7C";.:90'H%GXF;UE+3\ MDN:TQJOF?9K5FI8-PBQ'6(A_32/A210*Z<)_PGG3S(7H0KON"KCV)<$?;7 0AU"XK35(%D8:8T<*F*W MV41TC5)VF^EBM|F1NVP<[S;[>7]U)WV_>KB[OKR7+FZ^9$=R?+EXN-C?=K.N MX_YZC,&0>8(WUQL-[^@I;98,_:F-JL+Q<_V5ZN MUWN @^CQD7@PN:F]H5N/GON1(2.3C+]

(>W#)!^9K<'"#C0_^=:HB>6%Z] 2 M8N@-MLZCO@^\EHW/DS2CV:?6!V8:>=D6D, =T2+4!,!H6=K'H7EP'W^, M<7T4@WMT2]F*-N",D*CAVBF=X%V)^";@E<^9DXYC">_$>=+]U^Q>QW,B@WP MYLCCZ1="&I'@K^-V/L3/LCR?[F?(L\T=L00H;GD M"N*'+TP;,.4R^Y\S+9MV5HJ-M*%,H)R[N/O!6/?7)+>17\?VDGGY#&;I=X9I M#W 8K!";$=83F6<.WMF_ABXG>TVFTS%IX4[$,BP7!/F2I"F"!V@[R19B'ST M"&[M 3^-138LD9(_"9R/(&(@F2YRY.L9U#<;3'8#4=IZX-H_(3,!C&E$!0.) MHQ>ZF)-,AYP/@0X_'2,R36\)B_85GGW&N .67["*>$%OSTGH-GH M,# _IF]tT<|SWU">=#5G8OHG\>3"(R0CQ:5T_"=@8>!YU%C,RS5+"!543#1!H M7VE,,'5C7!2D,,SP3GW%- 8$(84&(&FC+%0;T?5)DJ>2]W@$[UF>G-YCN%*Y M3OT9!I15Z'\^^WE6U6.I>RK#K*2Z:92Q,RTIAL>X$\P2I?[DHG4,,[-BB;+ M *S\4Y TM"LF6<'.UY7EP:X$Z.F+@L?YRGO+V)VLOVSKW>&[O/8+-R[OU) M5QQ>R0M5,%/"YQ+Z_&]O%XM99I8A\FV@K&X&@8RZ]?\'*#S!SBU?BD] M!E$7\S),?9 7!T&0OS0+R7!U PS&R D2:MZ=%#?)TFR7"[-%^^M"$(:Z$:V^1.WM+-&(B@6 ME]D"^%CZ8^2CW@\),XI^7H61TR_)GT/)SOR7>+)LY.;)@HEWPG:A87$&E=')M4]@B[A/E!N(@+WQ,1D,6P],O=P8D;C_']^:[5G."+C7 M5?G*A>N2ID4F;))DF$D =QDZ>\P)H#*(NBN%T8UDR!M=SP/)>3"RQV8S[:_K; ML N C^=TXG,SOP*3J-,W(:3S_-RKPCK,]@*8015.>,5T)LDK},(:CHEBP"7* M:8Y$>AOE*5A&^D@7=3>;,$0&Y>Q/W(R<1/-+FO 4+PHS@PL"[@Q9TC (,$WL MS-@(ZE!EZF1V=.##3)#+LC%T7&S!'2E.G\/6+?$Y,4:#]-RIBT-HO00^;&+TM9QSU5\HA=UCI!OZ)D]\CK"$6W8"+\C#D*$LO9F*0M:D +OHL)3HU"B3,+!B=WGR2=B:9A\BBM*'C M9*4?V7YE)M.Y$S4MI^]-TK?&2E=8IM(RV:F=%Y,:F#Z;2OKW,@KFER:9V7^;MG,>LOu>]1#60:R2.#0H"%<[$A9?C6Y. DP (1T-]5@YS5%U4$:8V;BG>07"WK1,0C&,V.>&7*F\L@+ZTO!*IK82R]] M9DJL_T7F2^9A=K1B2?]2 FEX(S/GU,.G;_'O,2,*E2]\ZDZT4;DE?38-$,.M7]Q MH$BT\,09R9?9N>T2;*A(0UKOXTYS1?0/SQF_LC(^ MY@@ G!]6*8_!(:-+F!,/>:(;3]SK:9^A:6^0 ;@>/L)RZ^9HTX7K!/Z1I#2 M')-T.2N:\9]@K@P^4[-.IXR';6TTYTD:<28="}-E_CN(?#1@/P.5,\=@4E 6 M$P\ X(3N.+<&- 0 ZDWGP[)^,!.] Z@A<%$;CL+ILE$OF@TJ6'28MU%"/_"1MMEX;35~89L0!002=]'E_M6,>LOu>]1#60:R2.#0H"%<[$A9?C6Y. DP (1T-]5@YS5%U4$:8V;BG>07"WK1,0C&,V.>&7*F\L@+ZTO!*IK82R]] M9DJL_T7F2^9A=K1B2?]2 FEX(S/GU,.G;_'O,2,*E2]\ZDZT4;DE?38-$,. M7]Q MH$BT\,09R9?9N>T2;*A(0UKOXTYS1?0/SQF_LC(^ MY@@ G!]6*8_!(:-+F!,/>:(;3]SK:9^A:6^0 ;@>/L)RZ^9HTX7K!/Z1I#2 M')-T.2N:\9]@K@P^4[-.IXR';6TTYTD:<28=")

*M\NQ@WZ:>]"ZG,6A:JA$EYYNA!"E=Q^&Y*#E.E'0P04E3NHC0[''7+"#VS/OK3D!@AU5)U&R9"X@S"HA]?3$"H,EH0MFA+Y38?7$#TAWJ;"@CU7)" M 0M"%E6Y'!KE N)T J*$WM,)"!5-1$G4Y09-4T\M(&Y]RN,7LDRCV<*)X8FK MT1;=SJZX_@,#^IY3!:NRD4G%^QGP3M1F.J:NF,%\CTM<+M/QT_)3EJWX9Q M\CM)%F$K)'?>GX^?*SIUSVK.?*

(,99,6)N3,=M^?P=&,=U\!@Q#-RIFA9?(,<M,3V"-@ANI/@:8!#'!V\8ELCKV>V\V(MBEWJL,V=0N:(/K[MJY\@Q" MGZV F^5!/EJNGWAI.UINGWMTN#+

<[R9!4JU=$>2.G4XCEC^^*T5\VB&IL@'IY MWD'F{I5GQ,7UXI#T(\&>W&<8O5]DVPPRB[AB<1>5]/(FBR)O%E"W.QWE;Q MK>2,6QL0)0=KESHICZ=EIL-&%):A#P/L9<6!535&5U-J;S:&U[D'7<8KM0MJ MT-K26,!"&U&SRV/*W9W356GB4NI>>5'AHHXEF-"CGY,*C,.^'1I#WM286'*

M#C@7==GBPJ/O=']5\Z)#X=&2RHS11!8ULZRBN&PY8R#CW++!%!*QKHB:5#XEQ MX=(SPFHM7$]ME2\G7"P4+HK%O9Y$"IG-?*

*5.A3%,TNYK$W5&T^]JZB;6KM2PA_F2GKW0{GGHHBZ5Y6/K MTU>\@6&O:*ZMN-G3O*X[<:/0IA"24@XF<'%S"7%30OSIQ(Y*#8-,T:;XN+EU*

*M<7,VZT:CUDVOQ,T9K1N=6S=WH^BU^3J1OTF%/+^>,1 /-0*9<,YY<,>Y!{ MO'2 -TQD5;15#:1#N32&2X>A4$^-=-C3R+DKZ:!PZ? !Z; 'N1U(!Y669AH@ M(32)2X?A4D^-*

*=%#/(QVZ;E7*14,3Z; 'N1U(!YW:#]IDBU9%NF/0AW;I'$.A MF+N;8C,!/(&[)$'L4'(@/_SN94SMKSOW*E%R)XSJ_?NO],XP39[\;=PG7/Y M['CNA^*

M2[A0O4%I]6V!5+\0D#BQEY"O)'KR9H25?7\AL_ AH$\YJ!^&@:U! M#4E4E/[8?"C))Q[>PBT5MR[YV!7[[@7V[WJFBKY4HMSKT](T3.O:?FWCU' MOGO'O=9H8E]JJ-*

*A],6G%N9=S[\&X=\^YQ)QKSV:Y)8MVGI?N/?66U2S@)O M3KT*6, 6!@%AE7ZA!)0MPJDDTV"!1.LP5;XQ/TC(SR71.R(JBC!T=5W4JM*

M!>^Z=^$8P:X3WO2W3XQJWV7DW/[$MRF-)K(D[CP_T7_"XMQX89__ &XL,YP\ MFI\;#7->ZQG9<%ZIL(=^>LVGT-XFIMV7'W!OG1LZ-??6X.[%\>'Q=-GK";7L\ M9->+P=-

[P862>N;B5_&K]EW%"8U?Q0F-7W4]5]U D=CG;-X,AH=GSG)46#' M]V]F -/<5TH\!L'#?-;.85^FK^E\/D6R;-%6;&YHZR89YQ[1EF<'8F6&VAT\HU$CU[*FZZ M<,%XSH/G/*

YTP6J59(%&#W;"##ZBG3/D-3,D'I">;[QP8CYW?4NWVJ6!%V:" M%Z;(AG7TL3#.E)PI^PNT7E:17$,JC\QVQ41<3L4BE%+X9 MZ7!^&UK\F!,S)^,>2"@$W;SW:LT(-<+$UU-%%$5>?

G[7M/1ISWAJ9(;B 1N1I^ M1P+WR+%WC8<+:#H'NVHZMV#,ZOJ.Q%5;78RLZ"BQ=TRCG5MI^#]J\VAAZ714 MGFK+HF(=W4ZN+8OV/?Y[F()FS]SXKF3-

CC)]+FLN(&OVH+T#66/21))BF:)A M<%G#9P:^RNQP9S6=-5N\:6!V777%7"WJRD MC_O9+'U,?0UY-VL0N+6.W<2;_M8&JLG)1<(95N3S'@E=Q!X>$

*MVHH(^3PBH]#-YP6L7$27LGDY$Z'2DE*U(HJ&6I1TES$=$?$FHK(13SB(B>IO.N M7424L'LZ$8'I.UDT%4/4U?)$$"XB^D~'46$>AX1T=.L+6+B#B)V3RBKPZ1K\JK-*

*<=54YE6J9\Y$D@A_&O)4K+Z?O2C$U;0,$I/@OY8Z29>P?8&NBHIVC$+BQUW'@*M';\U/:MY'+\IHXDI&:)]E,/%^8WS6P^!UH[?FO;G.8I?;)DJ2J8F*

*M*NHQ3>HZXK@;*!WY0A(O(MAXNT$OVUNI)>'MODY<-USV3BNBI5_(,INZY=X'-M+B/4(3'CD/7C4/\@F/O<8+) ^8S^H,=:90&1JL^FJ@RF*T&K^WI M,SUQ)AR:1NDH\T??*

*JX_U"D^_.NT%+O@_K^\T>Pe/@>]A@Y_&YR:&0)1M2W#. MEIJNTNLH,G5-AU/;V00EO)^J.$>73'H"P-0T43>..:1S=ED-[`D6^38%S MEM/PNM1US\7.$<*6I+>2H>3R=P.%HPK%B6:-*

G''#OB J>/9-=/"T?NNOT&%SB# ML7!DF5LX7."B.#1>A#A%5:XE]#6!F GZ$=RMJ9O?&5\97QE/5_9#1PUZKQ7T #+15L: MN]99>@7I-0&ZVLK6-1;L/N1T8LCJ.^3'-

LM/,Q_P,A7!J!,-9.@3I13 H/4W7#4\PM+,;2M@IF=V@8%).%6VSW!E_ MJ(?E!A %WS'(?E?D6QO"0D_9)B=(6@LD9311#%$RRN?E^:&DGI$9\V\V3 M6P)-F<&3PW5VJ@.V71E,J=+*

*[CN!:F9 M<=X\N>YLVG#FW%R*IWU%JX))^]:!IZJJ%>@)R*,"CN6ZKG3H MJ48P:M:=9U&L2-OTR:E29&S5;-6I4=0A&S56U M0ZX^RO@43!Q?B L(2QIOA$(16P'IQ?9]EZK@ W3*

<^8O:;/BG4!FF$Q2H83V<4@'NH<>3U)D M293,,E\'&)SB5Z;VUTB|OH7*+W 20]L]%M;J-SB3Y$&UV3N(W. M)7H?0-(O&UV3K\=&IWF!GVE5+/2S?]9XF?X=_\N4^.M&#%

*[#W*IM<,R.]*AK M"YQ@YCF^\#6!+W X8CQ>(6-[M?]E#-3R.N@QC#O'X.B*^DWA/Y,VSYR;+G (+=V5(DM:W.%-809K4W](#P.DZ MK$F6-*

*F%1_!>7BQ3NF9JI:E/=55W7T*9$L6U%,@EQW>E,G10 M=)D@BQ@C4YO5F+L(A0POUE/WX /=^0H^E84!2.P 1__]F95.&^FMN-BS!{ M*;_'F#UPEL*8%,/QGU9:7.15-*

Y,\Y#VDFVF+8V,??O-$Z\)>2S1*]>4F#HPI.1/?(\'7F B"U_31P#E"W|_ M%8#GS4%E!HFP?KV0OS_7^MFVMC@<2+LN-60GEXO41<3L4BE5%9#/LRPN=%-085K M+]6&<\X4/*

"@D)#9(H!?/[S05@I.\%+/LCLLB]YN\A76$RC2FVX2!"D MKH>$-BOJQ/E)\]8KG2@<@(1.>O60A_#^.A8>2$ B(+P7 M_)DL\G'.6CXO(P|>"X0V|]6 M>(V?*

*NL@C)'_1>=:6B"C@%P0GL'7A-6&SP$*TZGL>=Z3@0Z9"S<^SY;308P M(8D]LR/9)PV96?H0$@X3T28$A((Q/? B*8K QBM5[I;_-Q#CU5X(4Z$1^]@ M60$(GQEYG)*(.:80]@T*

MP#=LD#I;<$% 3;<,JO2A"+O(@<!1HH4L40+:T\|#@@19NOM_%)XfJW=PKW; M>Q4%15)4$,$Q7(P":\7$<9KV241<3L4BE5%9#/LRPN=%-085K M+]6&<\X4/

]F48IF@OP>&WCPHUEYI=<@R|\P- 2+KV ;B_<\R$DE',/\+'@N+A) M]CTPD .D +SH V4 0:4!P%>X=[P(<9*@.(#0LH"^4MS M%UV$Y\6IS]X1+@G3OI%($3]SX@7HU? YIGQ1?

>GJK. 6";'W!0 @X1&@MH@S MVON$JE ?)+(J -%&Y#X:@^ &@""2[7R$_73DL)[02<#=Y$?2S*C(,Q>G-,X MPJ22R+5KH#% !K+>^"4&!L2>&"V(T+MGE1]F>VN>!2$W]:)T:H"42?*

OP#Q MY0@@^&&E] 9 ",^HF D;Z?32 -H"]:/L,H, ^B,FG^<2) A0'X#AM[F2<5'H16 M=G,&803!'1T5[N\#ON'F3 ;)B)1,2+T SQDA>FH=!P 2R@ZEXO41<3L4BE5%9#/LRPN=%-085K M+]6&<\X4/

*[P5.G>)(=F2:A1@ TT!J1^ CWA'$!R'N8>Y"RMC92@1)E\O_(2P'73-*AA?W(]!>0H4M M=((UBN)WI9"?'#^EV 4LD0Q[ON=,/3\$M1!Y3#A/\^@+&,!3-&J93B;XB!4#*

ML06"W8_"702$SDB4.$C!SH^5?L\T>7D1,=C4"7D @>L%3R0S-,!0!L$IPA#W0X V]Z+B[HHADP0;P2 M!<@:*)$!%F9RW"7M9+&],4'DP\?W^-[/%&.1?L\K;$*1*A*fB%V1" M>2.7#_"?*

*83!Y.8Q<|%%6J61IS2K&:|(&D1$%FCU!\W?^,#^PCT-S(5!A_X M0!R0+L,&ZN&-!\$,X'E>2+#,&1U3S5OT5/0&E?UUZY(*XE'B^ MA(#*

*1/@]C9.+%S';YMVR'MYL_4$A4(I:M/5_MEF7R M82NV(.9VDNMM>]) N7[!THQ3((F<&6) 283>*9@T'EI^F7:LA#R[%@B?.K&P MZ(C,?30>Z2/9,U@ &0VG>/54L88>*

*(/@V:/#.\U7F2UAZ7BN@ Z;GT5O(I M*S/_==*Y]\$3SRT*9BD&F29]Y?W$(FZ %M#4N0GY%/]@Y00FQ/!%V<[@]\PV MJ?V??Q:"@:"R]_ 9D*

*D{@SIDQ\$O@"H?!U5BO*91+3HJB1EY'U2!N_ZC*NM MDA'F:*))91&Q7C[20^YZ2@4RME*S&FH+,%`&(F&Q+/.RXM@ &0#'X+7)0VOR* MF?V*15]CB5VQ5+3QR2RE)BP)R"N-*

*V6"+=W!8X4-%"")O/(RK%-*SW%>N!H) M|C"\;$!":0"'?U)*^S,CM%M9Q1QZW>4H6*/)M;8K(!+F;Y*^\QI>>:#I.SH$N2P(Z_?B' BP'&ELB/E9R(85O](!!=JB:0#:+ -93-^*

*MWT8T35PV_BP;6 IX[PO:OWX&'% 4, O\0 0T*RPK0 > <+DNT#&5LE2N%02\@ MTL&!<$-01BA/U5?ZU%?U3'4[!#Z\),/X4;*9AVH?W0P'QKF)E54,%##RL"-*]DI# M*_/M-*

*E+'^P.#N7YC+N(]NE@A^ARJ66.T/KR'!O)ES\|:-KH))AEQ(R39&UrI-MEG -B[C4015Q*6V+N+Z0)Q*DY'T4/B+WH +[$SRZM[""+$!Y0#AC!%;5;>D7M*

M5O:@@XJOZ/.&&7_YDZRC^^941A@>C1\""C]H@7 "GT_'#EN?RK!O=_'_0Z8 GA+\@E6>8I(.OL]#]#-,1)864 0N4@VKQ.#B/5V0!6=?IL&51#9"3V(R%*

*MKPY6#27.#S$K3UC'X!V7AD7H3S'NA!6IT"S1*K66T>$UD!5@@959)816+"4. MB =6<^7[>8@QVV^,>_DQ:\;@Q=)TCDM=I\QCI76*M Y17:K('+R\$(263=Vf M#'?W7_*

*C5FRL2=+9?&8.[.S:]7.6:#3@/;^1(":K% Q*H6T:Y MR$1AL'HV%E1D6PJR$#_('Z0'$#":C!=K'3YB3/!L7 M/[%DR)K34VD))D!P+7U9J=A5]**RJ9A75;ZX0SM36+<($+TC!2-S*5Z\7[401*

M2M&L:&#CR0!^(-07MB,;[F%B=-N;\9O2TQ6PB4^!EL!M(&@2BSF A+:3?.B M9*I\&OG=>)L;4A,9$85!:U3[C^EC8=/"0^K_)0FY#B[X$&SN_YD6)CD!2Q.L*

MG0@8PD/(/87^$\M/81;+8]D8$$W1P/M*SR()%8PN5)19DAD?31_ZS,H7F,*F ME:S #6C2 'LE-#% T!K947%&%D=&R8!&=$PLX !;%TN(@)D87""AJ7;0!YJD_]WP? M82O2W'P

CX#+O/@[HT"0'Z#Q7"\6 5!QYARK91"%6C+((L$O %= M"L 5$ZV>0$4%CGRD0H]*;-2/81>5G2(&9#\%MQ3_8LIQR.6:0P3EY&7G5T#*

MJ_R)9QON+8.5D!!98"]D#]SPS1\3&TMH.R%$[G/K.Z;&0FY'5;U6U;;DE; MV4!.JME9C3IB(+1U]T80R.&4NK*==B-DD.=WW<_X'&!X^>.,_S+RS[(^! Y M2[!)]K%&B4.9*OSAIF<;*

[(.HHK;]Z#GMBT:€QKB@%>&H;AH7:(09=?/:"^C^Z$\OLH=EL>]*(;<4,^SG=>AV++'P;=:>-7MS]O.8?OJY_+VF MC55=[_Q)&LN5W]<]2E;&DE5\2]VCZK_7)*

(,OZOR+TG<^:D_SWYUM6NS2914M M-%AZY3P=(ZQFS8!ID?[OK#;_W69M/AB]8H/N)=<(EH\85VD(E6.HIM #Y! N M/?T#'-

;A:.EXLW>WS<'5:9"M9UP/+-5C^>_F(.]HU34=XR<4^13"+!'SW5] ML#)1M>N%!.0W2U;IC6A\9G#??6 MIO.9O:?SV9Z_+L?6=:K/HI\A2;N-Z=A!=NZ-9JNC2:68HBR>??\\!?X.PN8<

*M<[48_31Q#1E4:HH|\>88XQL/VF'LFBK'?54)GS#.>9 MT_&,<7F>H6,E)%,3#;.KEK5G'TFW-11Q,.[DNS0*EV2(?J1.XT:/6LR@[-.D MR5,PMWEYYK- N3595+7R",K#AMfV.;0M)S%*

[S!3D?"'-6!A\XA\N4Y1!E-5$D7);T\\6>PH15.8P4:VS/P Mf!PTIH*_HBBB/1<.YCD9/M:*RCD"HC%XT&[_ML6+*61U'>%;"=Y7X%\P0[S\-T"9KKD3673WD:!D!B5$U%-MU$VM(\^U!S-

*D=T15.&MSUNZ&M2^?F35,9&W9LD1=[RHHQ5F;L_:-LW8/8FG6 M:***EJ2)LGOTH1)G;<[;G:+49:U^^Y,*PC8;4531,MQ1HX:[<; 9ZJ[0ZB87-MV-> X.Z"?*

2E>R3^=I.JJT>LW0:5H8U5#0&P>+LH:5\7"[^2'-PM9[!ZW3N1- M!\3)6O&\)4C$?GY/?<.08>%&Z1]N_@CH(#LZISG>:_^RL[!X.3BY&3+0SR:A

MC)6$.J71Q+2ML5DCG1ZQ80:VN0$"-]DYX_*;D!&<50&\E3-(0KZS(^,UB86Y M$?Z+> B0S!, J0P'!9"LF>-R_%DX K_6Y?&KTG)ER1Z7E6N^L1.(#Z61#I-

*M+6]#P7DX7;N;=`TMBD3MGR+)2KY7VOU+&L>>0Y'U+8V^DY=Q-C*NZ/^[D2S M139=Z1FG4OITB$FAL1GKEYG6$V7.85_]"]"=*Z9_8OA=G@C6?45?;77KR|VGT*

*M\Z26,OK;@^S7O%MH5-&ZL0!+UMRPT)$L[_>Z&CH=I? 16WIB!U$VQYDVNL-Y MM-C!K3C,KFI8:-935H@7A"38@K2U_:#LEL!58O>W;%$O;]DJJZ2J-IK(BM*Q MMCC-*

4O71Q%8KC)?U2MFXJ;IVNT'|',@-$8@=A[-^Q4YMSU/$L+M-7FPZ&>T M^U|&.NNNFF' IO4V:A]?\31EX#N]F=,|((TD6H9N/46:SU!|3/_&6/L[4PM&J,1LR

MNYY&0I4'"0E2]PGIG;O5]O;3HDQ$3'2>\G@>]R.UY7,'[_)9;>N.X.O)D=G@ MSL+ 3C?-)U"N.G2SP3H9F58Y-1=OW8H36T'2X!]SX9?/#A"K\"H;XO?EZ_UZ MCN?F(#?*

L(R0@&_GQ,C>A99XIT7!#ZV576Q@?;RUL/YI+IL/*3C*6G>N'B3 M*,4]0MVFPR(GYP2( )]NH//05/664R@8EK1:#SB?.98RH+U,<>Y%AE4V!HQ.P MZ>Q;RCK@%K$]+<'-B'*

*E;LMJD8Y\AQDRI{!I6R*8RNYHNP#-'48>.),U"OH9^- M3 :P [W=3.C %G!6=NBP& =>D_UHL%]E{B2\FK'Y*%F,LY!!GS@W^]PX6I^9>4<,-I$77B YP?Y2(;-R9CK;/ZSU>#ES9&8I>7O;*

*6. MI+W"5$X1E"T8+3#_"ZDQS"5X'C0H24(T#HJ"\(\5V$4!Q6*6S"I#EV2-Z8MA M"$8AR!8-Y$?>R/=8[ZI>MC6VC^I?+!?#F M.^)KXFOB;^)K&OZ:K).-8E ;-NKN23MNLQ>#&]X2:.*

<:XR&%$](:OAE83]MF M_: >?24AJL#&;>_D]'?,8+0L%M_\)S'I]!9V;@TBC;+":?3!=1*GU?B'MAB-&!D5#68RRNV$'U_]S]+S>]^[]+TI[YM[M]3OFWNWM.^;>[^[=M

*M#/Y^]R;=GG97,^DMS[6^;N)WUVWX\+F+!W6!XROC**^,KXROC*^.KZV9EYQD)`MZ$8FFV10P;@$_;%8M &A|HK&2I>_MLFG;$<;$"2F*+5I*^=#B3\>@HJ?=FC@_I&=K[?A!+LWA.*

4_6!;.%<^;,RY MH07NO9P=>D SG!UR=BB-!SD). ^"4&5D2#:O< MOXGS0P^(AO-#$@^E428GX0=U--%%62IWB>7R0LT-I,LA)Y$$'=K M43;+S1 Y/_2 :#@_Y/Q0&J=Q$GXP M1A-;-*

*"]&G7-NZ)<&(N:'4IOXDW$ "-]BBK/*T V>'7K,#=19VL(=)%6T M+U0!"T#UUK"2)W M4>?5"HVGU+4J:DPY_W^,)$]]OQ?5\;KYXU>$R+GO1%5]) ^ M8,Z-LY^*

MO:)$SGXGJHH[?MI7=3- +V,[NH0^3]URM2Y(QWHJK&$_"?=7S=(^> ^7A$BMYX355&>@/OL#NHL.?OUBA(Y^YVH:K-S]C,D]8NZ3LY_O2)%SG\GJA(1 ?_)

M'=21H)V$_IHF[UY/QW_T#?UV/\<6)3S0%9G-*FN M^{X}JO].\7EWJ/G>Q8E]PT0,'_W.)VX&B'+HWC/@?DQQ6/>G^5?ZM$]I$B=. M@, Y+#RDCB:R]$F6:.GERO N4':L]7F-"\?*

B3LGRK711%%$72G7(G-\GPC/-M14-8\)2W#OA69=&H.'?,$?XBA)>_ 9P3X0;=-6415.7.#G*3X3R4@'W&5$N M2YE=SEG\/@NE0R?$\]RC^EG1WBI2/6<"%>H3-=L49?*

+73$XRD^$\DN&VV0U ML].Y7W8N?)<+|OGI\'G'D&G-_/[^:?W|_NOZ'Z> =^3 <^4 M'\^!=YH#SZ!:LM5:FVDZSX(/)@O>&=(-G@"Y\ M,+GPSI:N\VSX,++A76%&=(5WA.?!@Y\&?

#!Y\4.\S?ZNK'-BU0YI;7[N|(_XF4348-R3^5=& M=6T2WSE1 '"(\P=EY9B952FMK4IS-)'&TC%3SG;4IO"A]9S\.R7_S1](#LC? MXN3/R7\XY"]W3/XV)WI,_L,A?Z5;\EVL$ QR>P.0-

P!NA[^=(.!K Y W-&P%K 5,| NMM07!]J E3#_3WGKP?]=[FN1K^]@^ HQG>;/%[.]MV&S#X.ML0=S4)Y_F]T'B MN0@!]XE\);T\A*/Q.]^ZSXNT3!C?^;;?QP&*

[SD%S^%T2I01("-.;0^C1B1Z\X'X)EZ]E99/|_IW&B3=_V6AJ] +!==$V# MLK2/"!4DPF\+(LQ#WP^?8,_",DQ@/9|C^R!"#P]\DM(SB8A ,H@)&) "]D%DB/(>!|PH+YPE_)X'@P.OO

*MJE>O.RE26J@'_ "/=63,*32,7!(A=?K,.B:O\P|O7"]=^L[+.,R^@H* WO MQNCPM5IN04EQO7]Y^\^RYR0(Y>"RQU|]9R5WYYNSG,?ST<_E[4QI;.O5/TEBN M_+[N4;(REJS]6^H>5?*

^])AG=+4K=^:@]98Hf^[?9I]NFX$KDPM;S[@>6*IM6OXVY,\.H?/HN:Y/+@.=5UX MZBI,X1%N_%,.:/6[W'J_<4"W_Q6[&@OA$15[W$57XXI-G]$L.[CKULV1XQ6

M.]+VO'\$@"857;OU930Q[(Z:MG?V8)WH(E|C8,Z'(PQO$Q3.#!K[PY{(=^2]Q2I(K M@)RT]XS*NPQ!&Z.)!8NVUM'\8VZ\-2"$/>/S+D,(OA""+:IF$Q&W.S:"

*,*L:X,+|\=,S52U]>Z]KFMH4Z+8MB*9A+CN=*;.9K;S M+TP-9CD7 M9' "7\5)G#AU4NU/(CPZ7I# ?I*MGEKZ3E#64D4E}>'C M^TV$KW!8Q/)]%#G! T&<_O)20O/]LQ.Y^?*

RX]._O'I=^^$)(\&?84'QA@:# M_<]0BSV'D1N3H"IW#!(R-7XE)?W%DGYW4WR;0++7X,BTU?LA#\FF81%4DV M &3X M!-3IQ/2^.

5]+8H"."?/;3R7OFFLUTY@,gJ?/!=NGN/U^N7F1,O5C_@-M4D)81TIHFJZ\.?63ET/%@ +S&X$QHQ3/X$-U$!AZR)\>IA&@C.?>S[L@\0@-MS)NDKWNE@;Z0.

&YC4$T1I=_@+C*8FG;/U'1$I. GZD&KZLK RI80%&OU7%9QU%5L20/I+ZX2&,WX'\Y"FX&1 6;$8."&@-M;. UBU@@ 59FK%+) _,7V9#>]}(H8,+T^FHE++%(:=V4+\2+AGXZ?

*$EXCT*A&0,0*.1# A;(WUTFK:X+4I]|@Y0'>X#,M?D 5GB44N__$]K%WQ9.\(G9X2M;C,G1MH%, M0\9DC2G*JG3RD/: .MP;DLD@B]R/98&=1>[;Y_S.S@:YBLR4([6+]!91(U*%*

*M6!$,,11@ F5L*2468*;X1Y ME(+9Y(*#%(R!7OQ8+A\Y%Y@[,&K&7,T4171LK6. MU SW8[@?8)GS*"+\6"N\T^//#NQ\-==I%XB M<76C&]>=5>K"E96+?*

F6+KR;Y%;FRBDJZG^+O6,#_,4S^E\!K\RTV$^WVFJHQ M03^N.]JFGN_C7IW-9C2;%8043EXLD!]+,LM@.25" >PA$#%@ZCDO+W(8VV$Q

M##A,^.C=:.)JJ43T9/!C/AS8LME7>)U<+GYWT^B%-$;C,IHHHRE;0X4**8 ME6UG=+JF4%JKN4EH ,4'$@!PL-$6(W4/X.<% OE/"L1,"SKA)[@1_HX2L? M'M90^SZ5>

S4&WR+ZF[WS?MPM/!=8^S4N5ET5YU.1A0C;@X#N;!7ZSQ?8CA>;# MUYSACT&|&LZK0P8XJ+719(X5U12VVQ ?#Z^VFE5-?U3[H]M\;'K=U:X:.?0]*

*MV6OV%%&;^JT441S/[X#*8,X?!K M-[!O!(!-PT88)<*3T$T#AX#^_8U$C_0#GCB@1G&3O-&)P3NT;IJ/#Q%YP.,M M=;9:3Q;Z 7 /#A]X WU?*

8VCK5;9Z0+TL=)@"14=3=#2OE/&5MDXQN@1ZWCQ M2OYI$!1"VW"JG5^MNGZTVF"=@%$?KRI16).W=-G!N!4Q;M"#FL 28B050*

*MHF&7*VQY7ZY3T<2>!FTGH(DRVLW1Y/2MV'G&\'HSGNKV@,.3T?)69C/WO*C3 M5974Q*H,,:6R73V==}[G))>A>RJM+T9B55#7=3U73UE2U\D<+KBAZH4J#1)F-*

*MJ]7*NCNR;WOZ=C9H31=>>=M944@[J]&2P*P0E8KSB;QLGI_[O;R% M?:J;^#N'?_)5%8Q3SR:$*;2"IO>,/WLY'$]214NR$)*

*MY7PDP4]*7(O]4.N4;=L3,UO2>MR*V'<[9GMX8.VP66H]#USFH 27O 5TN<(4 M%TZW*YPR(ACT,::AV/RY6.7M& XW^[*6\4,|:J,"&^'P:-*

*W?;.^GAGI&P$>8V9S*70E4N@P,YN'UGE'FLN8V4>&4@OM-M:=9\KVF@E:K*)O M4^>=9:X6\7T+H5?BO7D(W>(A=!ZE&HP17T'L;?+N2X-MAWH/;TU,1MD+[7=M]Z7?-8_^'GHI*

*!W4 IRJL%4]%F#H_ M%<&%ZH&G(C:%Z5E/193M!&TT4,2^=9$XK&F7N:(R9O>T.*9WV+MO7W^SN@&W. M"KT*SO_Z35 IVEC5$!#=MPX^@W$D2CP7:T9O1!YM]*8*

*]1+N(SK)WD6!!(8R@)S^ O=!&6/I.@EL5A83, M%@'(RH<7D:[F.8R^PR\SPIZ^7BDUE]&$ 'L+.4F(7P(^0AH06^@D??F6C?5, M<;<@RMEF?A(]U_M=2C97*PJT?8;/I$HD*

*M<7X@YRS#CBT]?5"6GM'6TLN1!?;[AQ45W5,BVF?Q*7K9XE/TLL7WCR*9KE\@ ML#?L-?T.:<:;?'F^E M*=I03O?9IU%4O"$D&C8LF@I M?1FW=Q-GA%968N,@\;-*

*!AY9*K.SY#)+%:'SSX;JF8M4/5QUT&72O^>![&,&? M@4 #5L'L14@PHN53UX2W5#B6)3+HOLV ^VT-VW\X7O!;XXAH@4ML;&TJ_.D M%S,"]P^,W[=W7MAT6M!*

M^$2=CT_LP5K..3XQCR,?&-]'X&,(K\|/Y0B)G1AY;BW6&K+#W,0{(=2FFLC M>5X!:Q9^1@EV;0%H/C*0+ ^LD\"Z?<$F[_4G_(.[=WZ?1 MSY-[6!F8&?

3S%UJ;@8T<\;\[_8C)/?>$W;TZ$5_]+G&AKLA0?9W9XU@L+L2B0 MWV;I6(8+FI+E0.Y(,LQFZ6-*ZW5RZ,+;_KL[K.9AW&XT*4DZ$[17/I9/%,B/ M&:@I6C||@T/Z?@U1N5#_)FI"?@?

*L^9S\T2[25./N&>5S[E^OO3',S M-8U:>B,"!0N>O7;3'"*EM{1)BXIU*6^I .L(=/.A0#>]@C?VM(;=0;=9]7DY M$*J.)N8U-:CFY#\D\G]U+OHOV*-%4]2*(!KNUU."I3\++\X,G!D&]O0*

*,ZBB M>WTTD;6!+-7SP# LE-3SRBU=>0OU"-]6AXD,_IN8_PM!]ACVT!@M. M!U#&==G1"'RT#6?NZ]&9^Y"];]43.Z(3"K#=.!N/H/I9LW!V@;3R](G.#'-

'4UD4Y0|ZV_,SS3MIX=/V#?J=L'JX.E M/$'W,J&Q9WA2YR:.-IH8(@"@)QXO)Z>.+9S#Z;DK"T>OHS >G.L=<9V+MDH& MSLZF!HQZTT-"L>@LD?*
36Q+M)6C8R?]FUS%VRX4O^]M,P&^J*:+XFT7JMLNI&{&RILN M*X+?4(:[IK NRY=8%W73BXUM.4SEOKJ4NCB;H>H\]f+O"3MBTC M$^.:>7M<'=%W09=YU@9/_0*+M1]!_\ZX+,-U7KVC%/,1*6LX,0V*&<_%"==<%`M'6M_;=YU@>!7W4+%-.^Z4)(&RIE|&0V|+EB\Z\(9!;YZWIHAG'VK*JJHRKSK MPE (JJ4Y?3A%=52|HAMHCA!
M=62|&CBZSQ:EBJ#0%(/%5TY=YR*N XQ70OY-%$#43*TGLNH6@HB\|0+W>#L6 M&F?NBVHHO.W"L,BH85S\;ZHAC]:Z*}EVIZH R"N<|%6=?K8T&@-KB>BB+=6 MX*T5MBN6K[3A1_?W)1LTIF-,$R3&K:H51S `M8)3L[&G(U[9/T>SL==&;\X M641115DY)CG-F9HS]34S|9EX^I"H*I8$:(.H2EVE@'K46V$[+--7]A77N"2('FM&I=P411Z2+0@G?$<>HGV;*#9X[+KO5HB\(V0+ C\ M%Q%'"%QP +H1'6-8B%@C0@2M\)Q_6Z- MCG=KTJ3;N&QL'XX0I.^LERJ.)KH_+4J<#A*B;"!EONO,|BRRV|_5UMB!NZI-P MOD/NOD^3-")%$+S[L21\3+ZA-/H&C__%#V?:?UWM71@(!B"SA14F4DM%011-M M;%'+%(@\ @M^1",S)+<$IRC8" /8"ND!|%"8 [#9862*?LQ%$6>=>D$CPX)L8 M+O:]\#E^O8G?X?74L?2Q*50=M6113M:2I7S9()H"Q,NIE-JX#; M:P[.\ (E'DH7P|ZHS===7IRU^]1'=`LFP3K CI$Y@4:!,]+RVZ:.>VF7@. M41%UW>3%,&>C&>]:ZO,8TA*=+NV63C_#@:|_$?
R*_4X, -8=HX/#)HMZ;@UFW MH"2!0XR#..1&*B8[Y1#4&]^>Pj:.H;.ZRJ&<8K\6U6%RU7%.QL"@46O6,*A5 M)2M'EQA5G=&&-2RN,\|(&N_#M+V_88(U):I:7\X)W8+. ^+8*=W+-T9H]XJ U M;]PC]]F$#PL*4K6E6D.1C!]WSD%JS@O4G9PG7$\7I'1E0H^H"++#O.)A%Z6C MY/ WPMH+4B])6?(. >&9FJEJ4]U57=?0I@3<544R"7'=Z4R=S6SG7W@\?7?&
MSZLGIZX20"$BT=0#&)5X4#.8A33-'!?IP'N///2>C?I;]/ MS#WE+LA4'X(8. P7]MZ93%389H9FP7U?!6-A96)?&=:.(^KX591EXP\Y:.CU43 M\|#V/##GQB4 MYH#)X$S
^AG!9J9>Q0=0#5)BHN"UT_3%Q+%B)PX=6 =<.F7%!8@:JH|@!3S MH_C&KV261AY%S/V.KE:V557$H@V (RW=*:YL_)\=6,!7"!AO6K<<>S%6$R"M".X(I=13*.@*AEI8C.-_]&QB.
#D8M'3QL@UV-O$Y;YZVBU"Q!P"&L"WO7# MA'X,+NDNDX63 ,|")P_!B%#,'|:U;*E2N69,GG&BAF4LRS#V\(+7$?$=++)E: M5Z_\;5/49S:$M+[%F8+%D",UMY1J&LXO;60=UB0;6]
L_+N{UB4=,^1N"F[W M]SOJ>;!9!*(@8;R!Y@"R#0!BI{$SFGS+U_09$9I2M=MG0\MVBVK]0ZB%I03 08AEZQ<@90 MCF+@+'*L<(Q_7=5'H>H<!9D.J#/&{7 7GG9HI!$$Y3](17=-
&"V8L4Z&EXO M B#I$WQ";.5GM5)^!1[%8IYX$?H%]?=[_A6717GV6^0]/. +*S0B'I5]QI1B M:L.2.((O45AEYA4EL_T[WF>B'[19L&\Q__(KQA\JA)*%T>"R1$K874 <+\W%F
MK*RI@6V18'/A//#E<*ATM&23BP=;;F!=!SUO'!X MIE1@F1..7@#O$GWJGP0WC7(S"HP\+W1W^GLGV>+.]7H*NZVR4&UY-*G02"55[%]>IH@L?;=_/[%.-\&'M!9LS$##W-
6T&TX[UVQ5!?6NC24*" MQB{WS68%BRF0#M!9+\S+MP3EMCB4%15E7!LUH]?Z TG],$AB^H/&\|ZB|`M;BVCC|^>QEM8"7<+H\@=-/9"MD'63!97XD:
<9\'RLK2G@OZNG2<:,O##F&YA)>SRS.^LRX&ZSK/8(?Z{&PZ-H8 M8Z&>E5./8:!],)QKNRLA/<-LWC.+TU%/G,TG8IDLEA;>CKI0%LN+MPH\%F.R M({JP5@B?,%^E&V)6,H-
_!2S2S?(-E"-+D:\W8)ERUCPM.|(BA-F.8HLQ*/9> M8M5CLS!;AA3'+'Y1#8'H3X7@<4U$I")V7$P-%>4#F"N>OT!5OJP@E) 0X#E>XC.I2!-CF6#.WK0E&\|?"_2HE@+WEIJLH-[$RR*H-
M+'8& S.Y++*0T9+K.[!9%![=B@TZ?X\BV>4 %B[>]<58S%*X*<>G,@19;^1K"#. L? H_]C3Q)*Y?!P6FH1\Y[J1U M-]B75$U?ZX+,8NJ-"SH[!9LW]H\]65V6[9OKX4,-
CRM*K1A9[#TJ=H]--GM]OV<2,Y1SHL=#RMVY XWC8R;#,KM+!O+$^HG%!.$[_(]>Z2)=B; MX.NR!-N2<,.;F,58KJ*[A'?8!U<-KF.ZL'@99*++285V8HE3$WO>GU(MU;=<2
MM#"O*&AQ#RS@(_+DRT0LC+-$+"P))X^.Y;K5>T=&+,QMY]4<0L3"/")B8>Y&`M6U0^DZT MAA8^ 877NIY]S>U3Q\\L=< I/@*3'P2S3UN+HA?4G1F$]B/T!K'5^XC-,GU
M'>>;Q(FG(.\'NC8|@MO41S!]X""<]IFE)V(+3'E<$/+KQ$3+_("Y; M$/N.%V:N@78C[H%^C>Z/!=!'WP-X3GHJCKML9LYND'(]RQF1E--& ML:RH%9-].W?&,+4OSIBLMG7&],LI8[7@Z\
(=DS5P1N2<7C7G-,NF-!0*3/8 ME.@;<<>,,W+`T(=8$V!/MB_CCVUDO%N^>VG\,9E&*Q7C1/D:8]MJ-X,@D1E' M>&3ZN?.ULM$DX78&A]P8@D/&2S8W2C8M7K+9@[6LFE<*%Y1
M<3+SZ'A%DWJW(^(5)L8KS$;Q"[.4KV"F47&WQO$ABUO(Q1]WX_X;)W?_+7#_ MU;&E6>4#-"=P_^O:*9_?_;?;NO]&#$_=MVHV[G_BD2;YE;1P:G%]8:9QI[. A
7D($R_KCKOVHXI^T\9T MJ=(!^G64&,1YD=B*+F\V:"*+/[A;1^M,"K<]0QZVS\CGKSEH5I&ER,T&;WC5 MLS>]P=1RPW:,#1\\5QN5]HY59SPV',5#*IP*V5Z*Z%1042=H- M!4"T\]T*
[@W^:,%R0R JM-&GE 68'-'N5?>F#?IF'L1Z)]92;3^]HU6,X1+ <=)'Q?P=)}\%B^"\&USN M1R/*8BNG1+.*UK>Y60:Y^B7=XQ5G%,\;3-7-L=RG>6]B@Y>VK9]T^3G!0S7WC
MBSH3^4=!1CLK9$S0 ;(U+F=K6^J`7:!4FU<8M=_L-(.C!4+::(HD&FQ]#UYMI MA?8OCD"G>P(&Z.^:0E:,% HNB:8K6H)9WP9S#((6/U>LV#S$T0+?HA*]C8 M4BV%GK=9&<>6?
FEO>2F2L9ODJEG(GR+IFT_R|%X!W!(LXJ%)-L3$IV400S9PE M=7(PU5"9C%@E(K CURI:56Y9E,U?V?>XB#(P*&0EZM1&ILB?AF11P_<0PKC MJH?,G"CRA6M1=(GSOWP
M>1O/K>: ,OGY-,)0F@9NJ=+VW.]A4A-R:F"'58-_-P9'-!H54;-GV"*=3K_ M&$9@%&*7'-]9QN1U_N&-Z\5+WWEY[05TP?2F-IGSLS0CIM;HHD'>96^A+V0_ M9UDWV\;
(*";>D@C^<_,79SFY,0#@YXKOC;&A:Y4_26.Y^I:Z1REC6:J^I>Y1 M]=]KDL$7Q1?5VT7)NU_^,^5!QH? Z2A%_K\1>"6;O8%?
2X(,PO#GSEJ;DM7FO" IWIU=&90+TK#N9ND/P1#/RWX)N]H!'/(B7'RK$; B!G?,[X M0P3S/L8_2KN?1+T_>J[KD\M ZQ5-7(4I/,*-?VH#J"*7V=F,D/E\U_YQCL1Y
M:&5_\$&J_:N>L5^:,74K"$//;ZUZ.V6-Q:A$_MU=[.|:\W6SFIW98=J.L(*>QI?5&4#2 M2XN':4 K5W$(GATM)X9^XHS1 ^*X9I;HE"]^\X.';R1Z\3(.+7 2G6$;.>>- M'^"LT -
RX:R0LX)U)M,)CY);FBC7MK_D?-$#VKEFOFAI.[5BC$YL)WTTILE78[MKF3IH=.]?:29+R02,.:+9HZD?S0#4MGDP?;+VN,N!^G834TK1H14F=F\;6:&(
MY=-2S4T+3DI#E$E'Z6*;R2%)K3MEQXEGT,0C2^=1:!HVME4M4;X(0V%D-HI MM':4=(!":TEPF*83-8GKNP%06]>$=HR^TQ044|HH64=G=$LBGANIU|@>1=;&
M]VP:3AHZW64UBFA':6L=2]H- V\BKIS[YQ\ADT^RIETGI%UWO!(J:7.:T5+I]=YYFAB MBK)<#O!SG=<[2NN4T([2>1;3>8IH675#HGAZ[^0NJL73HWLI7SV3NJ9M6G6I M$W7-
HWSI5->M:.GDZEJ71A-:.*QC7%1.:4,46L>H:QW.L8J:+8FJ?+2+RLFG ME^2CG4?GZ0K7>:<,CI98ZKQ4MG5[G829_%"+*I272|G3CS#)AZC"X4WIWX0]^Z_) JK,.@:37! :@ZR\ WX33$:>A(5,>:,U&Q..C=-:O6Z;B?=&%+?Z*:CM"DC
:GGONFW,"GWG-RWT\W& MABKLU0U3;/3>HK/AM1TLJQ(TUR,USE4G9M!3)8:EBJ;=U?T?$4VF2?TM!52R,6?G1YRLPYID>PM:A7\74;Z: MI?- [J81<;]?.7-8[&O'?W9>8C0
BN0*M%H$X/;>:WB&DN,L-J,BM>T ML=K=]'C)ZN%8;ZHYHO23S8 W1]FO.]O5-O^SI3LNTTEB\/0CYT)/%"P?3>3 MHR%4^#CTS>X>&I_4VQDL53Z3FU-?
3ZCO&#F'SG_W@HX/AKY89!T=$8Q?IXY? M\O7Y]I.B;F5ZE[*E% ^I"1QCM&&1@M>_=CY[<(C&+,KVU"Q:2=E2W|Z|*_IQ<
MX5QRO5RRIR_2R;@$IX2*BGQT)1_G$LXEI^>2/8U43L8E.K9.UU2N2SB7#(!+ M|C0P.!F7&*,)(1IZ7^9-WT*KW"'*^,/M347_">^@>[IQL%AV\]P(*\"#5ART M9@|
<,RK]M'LP9N\]9*4JECPG9(2;4QN^N7F0YR4KH&4]HBYG9*2C4L,E;A4 MNDY2VF,+=DE*EH1>D]OW=2]PBV]VTH&55H8WV_*7B:,:$,:,KA]*1]K/>AKBHO!J
M]2^>YS3$16%RZLA^,Y$BCR::J-E'SS'N$(7-15&&RO,$;#CC,] M>)S)5KMJ<\D9ES,N9]P#\A^M&9>-(3 UKG(YYW+.O6!.IC7G:FR R/&SCRI,
MN37'AVO/9QU_(JXV!''>D\4Y@BYQ6*_FW%S5DBX.+7;4VIO#Z^D10>(*3XZ? MTN-/U2<'7;#-2T(W")->0E(@/X#770JU9>0%,V_I^'C$/ V2\44AAH='8Y!P MN*P9H4<_&;9CE+7/3BP
3.&*Q(OG'NS V74V?W5RM$09[%@RW.S@T=_4J\0: M"J+'[_&54R(0D"WT)WQLN$2!!%.K+,]<(WKDE1Z 3:-D(?PG=8!.(UPC+J-: MMA#&/KWS\'3++#A ^+
[S90G@D\&:XQF9R(X$;'@ MBLA_4JBIWKA?X0\"O"@B"3P)3[O,>M9@\K ?QEOGE@-VI .;#>.LLEP.(M(%[X%L&CF;42"TTV9_2: M!CX$B.^ ,,OPV0,)D(E8S*
[D>JK8$23[V|CZV|SZ>Z,[";LN|Q B(MO10Q M5" (3M'3=]1!NO#;O9>8^R^Q=ERRL=Y;S+,_"0\%Y_P7V7.PCKTAOZFZA/MO M?MILW2 RF,| 4#D>XB)%N"Q!!GN 9)!0CA"0A-
;'(#+^VLJ6E]P-6U!?T;0" M5HTK+BP8OOF,&NTC23#)ULS(-]9&O@Y&/IYSKK'Q@99]^$MLNR7[@ELR<$O* MN^Z8X< MR?
(%MV2.)I8QKDN$'KHC]8([PHH3T]Q/=\CG+:>E7W!;6/U@C>NB MU*M=;;:%0=MTYBPST[0HS =H%RW3!%>4/!R_8.NV"<-_7;5L5:F"W1]A!AO0R&"3L);WXECX1Y6
M^/@8HM4;SKYO2Y|IX&6\)4ZG_X9OT=/(!1S'13N8>1.TCPQKET2BQW@5&ZF1 M"&-T\D;D3EQ.R>-R<8C.Y.R$QRPNLC[3C:E8*W >?2BB/GP&RIA3K=_;,0(
M!XF_@X5G>^X.Q[^BE?TN1V%CXP|8$U/CHO_>,NL^3F<+!A)6 M_;YZ?8$'-Q+IK$S8W\GF6)@*<)F3"Y9A856+'+7CC2\=S[Y!VG:7'BJ_*MKOI4%6DM?KP@)(G94NI?
7X@R1>21.'$:L87X(7(%!<7+JF<(D+6X M'G!8 -'4'= MS%)CT2PFF.A3LSZB[XW,48L U?A^%C]^RQ="22|8>7$[#NLNU$6N#3V@H MX[K#:9D1NR9K9!ZJ+(ZAXRN@HP;M7-
>>=5>M9EJ#Z3I.[<'X'M|R!L"4-XYCG MCL_5=:M@T3A@(2\1WCLSSP?!<;H8W.6CW"_ +IG9R&27TLL,0(5 O2BP=C>, M5952"VYX @A32LLY*;_[L?18<\4=36*?03;&)%@+5:/%6,SVZ*
MCSPLNQF']=&2C3+3W\'.L&!U4D4]!>L_?,Y,T$L27$M=OQ&2^_#Q?1-Z_-WY MX3VFC[_0+>-A"V<)OR0OS?2^O291$SM6UY[O$/)" 13:A&2^R*2NZ6*7P"|\Y^>:0!(
EW&ETU/_Q9BLG,*++0Z<2%B7@'-_M)81%FF: =>/MCCL'_\ROL)OD.K5,C9"[NX!_CD/"D(T(":>HDV(KS*V/WK MI_=?5CR^]-,X#UJBS+/ 1 E=E6V\.VFV&?
7YS8BI\N(^*XGX)_.I&'I4E? M +'RBBOOE#5;6MCIWBRSY=|ZB5,ABZY.T;I&:A4%;P[4B6DX-/M?0$*+U*/T M*1(#+?H;L8!H-V>+-= ML#DA%1[OJVF:T*'
[CWD(\$TO&Q_Z+XG"7H)WB(:^U;40E-,\IHE++WNRP#>XF\ M+/&T&:41 "PAA9GC8;H1X3G)O+GW@_B MWJ']4H5W X]!#4-99K4G\0:&UP55-:G22Z!V*|',Y]AEP*%S[!2I?
HX=+AQ_^H;0 T31]PF.9 MP=T,K7V?L@UB*) ,34]B>PZ J>,#@(VS-95V$<9(=8L-LI^LD#IX2Q2).F@2(MDQ 3/2SFQL+ X$XN4WH3+/T),P*TK/.98"ES#:3$\/U;\;\|#Z7/!$_ Q/IH
M/+05D&CK<3E6QL*?S.!N9?3*FYW+2C&UPNB;3U- 98MVV/::OVR<*SMSLZS MRN<"@^VN25LCQ4U)7LC73%K0\L/*C?WN)&FT77]0%R64I=&$S=^E$Y.W^?\L MO-\ZL H2*
(U9X7# , W(CPDK&A9LI*I&QV,;E]IV2I1OB+)O#"@":"W-5Q)69QY_$' M]G38(:V#=F(@I2D0/0%PX$1[E(|#5ZY3,-A:3B881X|A[\&.EL6..53XGL@ M4_*5>ZQ_P&]E& (NO
ALW1@KV\?" -8P>']5'XMGYA<+#LW+VO(@)STO\.W4? M:-RL(#7!A;G?WWO.RQC$;(L0|:4 '+YYG(8Y!")A,B!-^+7>/U8^!W+ZWWR MD)?:/,Z/K64AX1*LKJ 8
3^>@+0]9*-6AX=_TR83P:B"[WMX;/6AP#D MX1.,'@JB7J:!),1N7CJ7:=MP/@?U&3&J<8'V9]!MLR)DE/,T=^J2.<#'R7H*.M.*S4R*-'G^EQ "%3D;[S'*? LK2|"MNH
.5/P>_&%&B(O+=P_#F^&2J8 >ON M.5TB8DD?>6"=+{(N$#MV0#/%I\^"FFI=9 Y3-, MT6:M-;S'!8.G(//!=|\NE3[@23;?Q/@7%FG/;&D9K=8&*X)*]7D$0,*B,^$Y M3'V7&40A*W>?
IF#_D)C9%+F!>,Z,)E1O &HO3#/X@AYC%A&(DAR0=+0A^FP& M0P1C_>R2)^\A!!#'>)+K%P"IF|=CER P/#P/$+T)K'$;7TDAIX9@+UD/2*\ MF)Z&827J89H
$K*+/00KLD16N8['P#+X7T/%_K?U?E>4R 1A$4,1U!08BK!: M&N)>8KQF1AM*B<7#03%LD1Z- 3&[@A.RB9AA$BED6E MF:VR-D|69VI$[, (
M6Q;8K4|A."X]"C6GU:Y9IAD;$[*=|2N.J4[V*&%DAYCFJ;D2]Z)XDVX(^K MCBM@T3"^ XQ',05/+(@M$M%38:)R5(%LZZ*8]T4@P0!2WZE=_N3,7I *'@"M M(C"A>&.K)X]
(/Z1FK*,Q'N#$]: :/"R&< 64P.]EQ\7@=H5X)$W: K)@DB9]) MOCSY!M>G$=4,/IB=$F-"BHI &IGV.IL|#]91.P/.A5SX9V11K+3TA_*E< M GF'X>V"0!2/H/A^FAL[K?8/0-
2/P>K,W'58%WOI_)F=KL5Z/=&BS2(0\&+@ MK!>JH&> ,Y9|TJ/%> (9-@Q2&4M!GX"Z0OR Y13T@Q<\$8P*P,>5R2*N# $Q M8Q*2RIV,2+-F+31|DIV
+IYU7K'3%KKH+AC3,K$'SYA'84,1(!MG"]P+/3RZ M#G>{J\@$ B(#@LAJ8IW(O?CO'=E^LCI%)%HMCRN@ MB(N+4WC3$UD=3BP, ,Z=IGE*+8>MJZ, W^-H
M7&GY=.PZ,)2L';."/Q6SPY29-9-9,@4)E8O3S4!1U?9WACI+D_>EOH"7*G-C&)E?'-K-C\'@F?QVE /E?!\TFF:&&&1!S-"3Y M;;<-H/\&@HJ03TR'!0^_T2!5.6 N5Q3(R4HY8,
[N/R@RSAY?\1*E9;R\+Y]G M)N9,XX!%.]:QE2I',5, X'D]4-NAW48]YE9!XYHV13D1;9(/:T942H++ZFBBZ.-RAUXA/Z7=NG]2 MS6GS=LO21A-
3KVB#M%I6WH.#A7YOD>"&$U92"8B@#2|]H];;G=E:[]+H8H'4[8MX\3? U!;4:O7R:/VX"&Q;O\PQMT M'WWGY,47T#W2F]YD#\]N]/+!(8:LO-T4"^WE=OS"66 U#-
ETK>W/\\QA^^KG\ MO2F/;,7Z)VDL5WY?]RA9&4M6]2UUCZK_7I.,]A:E[GS4GHED.X?9V.7+*@8'ML'*,\XRK^__9>_\F-Y$D?_BM$+VS%^T(6L-/@>S=CNBQ/7M^OF-[SO;$Q/UU
M@:#48HU_"ZC;/,_^R:PJ$)*0!!*2 -7%K<>61%%5'>LJ\V/\/F=,*0'9D% X MK0#1'L;GA;X.5=I$=NEUV&FJBW_6MWR^<\|H@*$^WI
M^U"/,5K;)W.+OI.!'++|ZF2;_,#V^$NVQ:D?!)9F2Z#QZ7_H_-L:BYM9 \ #2 M5!?QJR;M1G.5$Y 6>6,'VD[27D/!^0U=M.+RBL[SN\]45I/0ZC%M.03CU4EE
MI4F:LL*FE^S'>QF2_/T@92MZ2U=E8?WT+*QB%N4VV/&K8^$MO;%6;)"H 2G6 M@*C;:T!$.4?'RSFVWZ)H^YS$*G= OV5Y]UF&|):#3FR$W9>#SAE;JK],L%J_
M/RE>3N]NNM7W$TW;'%B]W=3ZT:RP\/-GW?B?"<71XG=|;;\Y/ TI4BK;=4M MS66+%C"$E[RJM5&].!5C8;RW;+%7MQIO4UV+!&KDVDUYZS77,6>@LK^:;:R,, MV6G:?^<94CG_?)
f\ZF.8\K_TO*=6"]Z1AM?[0]D>;L-B/X9BM>.5_3:C5IRD MCEHN#XCK+XZ<3BLF[Q;D$PSY[9D$3^0C34*H+20&1/26K)5T=KI 4'^(D.P0 MSBX(R? @(:EJ)H60H)"@!?CV'-66#?/E?
J3*HU%3/=R% .DG&Y8P(,>1#4QG MJRT=PYM{VY"");BCPG*<0SIL83G.(AV_1HOZL0?VG-7EH;VM'X0P'2?DE&|8 M,DJO#H0!J2TB-.=XIWQ\BWXAOSN^]X [?+"$V#*?WAF7+VG
;^&\!4>]8,6 M8;"K@ZP<1@SANV\HJDIZZ!]2TV(S LFB8/K:."DLI'I+F!&(>)/AKZ0*"M:[%F;0-T9?9G|NS8= ?89;<1KSWM&=M'0#1 MWT$LL(XZKR3>N.
<-^4(*Q*V8=]MV+%GAA3978$1:J=7M7^XZID:UIM\II4N-L MT36U=0IFR8U&LJ8U;*./HN/!"FEW@ELG9>'VI_-^75LAGJQ%M)2+<9-M5+!;FX-BQN&BLO M1^B<^3R.?E!HI>!E-ZJ
9IPVHRUS)_"/3U/ZOR1|FY$/BPX^3S)LS@KE!I^ MH(W463.X2-=4 # MGP*5Y N^Y//DCX0\%I.^T]D0fT,($>P4L0!_C>*M/N@E,^!14$GKEI/B6;G
M;T#D;]0+#M9/*I.&M(:(!+?.G3J9Q&IX_^H-*26G;"=32,:!9EM(IZ"Q5[8N= M!?X_"RR0(.DT EHBSA\[9]H1> (=T'6(*T/?Q-'ZFF(4Z2/,H3#P0;!::/22 M=W895BL*,
(K/MLA?;E&A2P"BE2(T*0U?IB3P."L&)Z08M\]3WVU2X'Y?]=@E ME)8%%BFQ2A0((YDEB"Y5/L4X^,T\(/L\"K?#X(T%IL)\$!|2"<+2+\(5(U MPH3%. "J#]
<)VC*QQ(0>XY5")A<>6]'AK"RV?2H|83M$6&0;F*@QP-$8D2%I^ MXH?S!86&I%B1[!D_2199|P0B,GW;/S"VEK3W>7;'YYP.$@] VTE9)8A^#%S M#
[_X#1M=2'H!8=7/\U$F68>`-3#$8F"1 UH/-B2AKA!_S8!44YW%(*91@52Z';+5_?:)A"6HW\/E,/4N99BXA M=C,P;KTL/+RZNL,/$!%G*-FBY/#:2PY!)N,!WC3G(H826^_JUS Q;!_*BGET
M/55#B;\-8)H)R>FMY"CMD9PADQQ)N'FIT>F4-58+PMO%;,'@AJ3%_-G!9H(>-M1K*)P9W-WFQR4RB V3G#K|_O\>-2QYR&BSIY%S^&Z'B^V4\/VC7Y\=#U(\6MD9SU
M0QVF=YPL.^+V$'H?6;P$H7IU?&;"X M)@#%6S"7LP**TS16CEU_W+\$(.6SV$A>W458CTT\=M^81%+15WI76_^5?4;K,\N;,_ M>ZD?*WI7MV.'^RI4!7;W]8[
!P3=DW0&88=O2LGI6S$0N1MMNL\7/7IBX%8.3":=25M^38-7=1N@B2R$1V;]7D\-H[CZ%_$)@/7^10CDL9;3?*)NM MGC1._|_$N_N+Q%'9(:-Q<_]??[,U57O3DOQ$D=DKI*(B?L'H,
(44B&DHD/) M,NMB@>7F\+>;\K$!!\.;^$Q"**^P7WG|HF6&>R"5;;;$*CV='=3K_ M&$9@%&*7'-]9QN1U_N&-Z\5+WWEY[05TP?2F-IGSLS0CIM;HHD'>96^A+V0_ M9UDWV\;
(*";>D@C^<_,79SFY,0#@YXKOC;&A:Y4_26.Y^I:Z1REC6:J^I>Y1 M]=]KDL$7Q1?5VT7)NU_^,^5!QH? Z2A%_K\1>"6;O8%?
2X(,PO#GSEJ;DM7FO" IWIU=&90+TK#N9ND/P1#/RWX)N]H!'/(B7'RK$; B!G?,[X M0P3S/L8_2KN?1+T_>J[KD\M ZQ5-7(4I/,*-?VH#J"*7V=F,D/E\U_YQCL1Y
M:&5_\$&J_:N>L5^:,74K"$//;ZUZ.V6-Q:A$_MU=[.|:\W6SFIW98=J.L(*>QI?5&4#2 M2XN':4 K5W$(GATM)X9^XHS1 ^*X9I;HE"]^\X.';R1Z\3(.+7 2G6$;.>>- M'^"LT -
RX:R0LX)U)M,)CY);FBC7MK_D?-$#VKEFOFAI.[5BC$YL)WTTILE78[MKF3IH=.]?:29+R02,.:+9HZD?S0#4MGDP?;+VN,N!^G834TK1H14F=F\;6:&(
MY=-2S4T+3DI#E$E'Z6*;R2%)K3MEQXEGT,0C2^=1:!HVME4M4;X(0V%D-HI MM':4=(!":TEPF*83-8GKNP%06]>$=HR^TQ044|HH64=G=$LBGANIU|@>1=;&
M]VP:3AHZW64UBFA':6L=2]H- V\BKIS[YQ\ADT^RIETGI%UWO!(J:7.:T5+I]=YYFAB MBK)<#O!SG=<[2NN4T([2>1;3>8IH675#HGAZ[^0NJL73HWLI7SV3NJ9M6G6I M$W7-
HWSI5->M:.GDZEJ71A-:.*QC7%1.:4,46L>H:QW.L8J:+8FJ?+2+RLFG ME^2CG4?GZ0K7>:<,CI98ZKQ4MG5[G829_%"+*I272|G3CS#)AZC"X4WIWX0]^Z_) JK,.@:37! :@ZR\ WX33$:>A(5,>:,U&Q..C=-:O6Z;B?=&%+?Z*:CM"DC
:GGONFW,"GWG-RWT\W& MABKLU0U3;/3>HK/AM1TLJQ(TUR,USE4G9M!3)8:EBJ;=U?T?$4VF2?TM!52R,6?G1YRLPYID>PM:A7\74;Z: MI?- [J81<;]?.7-8[&O'?W9>8C0
BN0*M%H$X/;>:WB&DN,L-J,BM>T ML=K=]'C)ZN%8;ZHYHO23S8 W1]FO.]O5-O^SI3LNTTEB\/0CYT)/%"P?3>3 MHR%4^#CTS>X>&I_4VQDL53Z3FU-?
3ZCO&#F'SG_W@HX/AKY89!T=$8Q?IXY? M\O7Y]I.B;F5ZE[*E% ^I"1QCM&&1@M>_=CY[<(C&+,KVU"Q:2=E2W|Z|*_IQ<
MX5QRO5RRIR_2R;@$IX2*BGQT)1_G$LXEI^>2/8U43L8E.K9.UU2N2SB7#(!+ M|C0P.!F7&*,)(1IZ7^9-WT*KW"'*^,/M347_">^@>[IQL%AV\]P(*\"#5ART M9@|
<,RK]M'LP9N\]9*4JECPG9(2;4QN^N7F0YR4KH&4]HBYG9*2C4L,E;A4 MNDY2VF,+=DE*EH1>D]OW=2]PBV]VTH&55H8WV_*7B:,:$,:,KA]*1]K/>AKBHO!J
M]2^>YS3$16%RZLA^,Y$BCR::J-E'SS'N$(7-15&&RO,$;#CC,] M>)S)5KMJ<\D9ES,N9]P#\A^M&9>-(3 UKG(YYW+.O6!.IC7G:FR R/&SCRI,
MN37'AVO/9QU_(JXV!''>D\4Y@BYQ6*_FW%S5DBX.+7;4VIO#Z^D10>(*3XZ? MTN-/U2<'7;#-2T(W")->0E(@/X#770JU9>0%,V_I^'C$/ V2\44AAH='8Y!P MN*P9H4<_&;9CE+7/3BP
3.&*Q(OG'NS V74V?W5RM$09[%@RW.S@T=_4J\0: M"J+'[_&54R(0D"WT)WQLN$2!!%.K+,]<(WKDE1Z 3:-D(?PG=8!.(UPC+J-: MMA#&/KWS\'3++#A ^+
[S90G@D\&:XQF9R(X$;'@ MBLA_4JBIWKA?X0\"O"@B"3P)3[O,>M9@\K ?QEOGE@-VI .;#>.LLEP.(M(%[X%L&CF;42"TTV9_2: M!CX$B.^ ,,OPV0,)D(E8S*
[D>JK8$23[V|CZV|SZ>Z,[";LN|Q B(MO10Q M5" (3M'3=]1!NO#;O9>8^R^Q=ERRL=Y;S+,_"0\%Y_P7V7.PCKTAOZFZA/MO M?MILW2 RF,| 4#D>XB)%N"Q!!GN 9)!0CA"0A-
;'(#+^VLJ6E]P-6U!?T;0" M5HTK+BP8OOF,&NTC23#)ULS(-]9&O@Y&/IYSKK'Q@99]^$MLNR7[@ELR<$O* MN^Z8X< MR?
(%MV2.)I8QKDN$'KHC]8([PHH3T]Q/=\CG+:>E7W!;6/U@C>NB MU*M=;;:%0=MTYBPST[0HS =H%RW3!%>4/!R_8.NV"<-_7;5L5:F"W1]A!AO0R&"3L);WXECX1Y6
M^/@8HM4;SKYO2Y|IX&6\)4ZG_X9OT=/(!1S'13N8>1.TCPQKET2BQW@5&ZF1 M"&-T\D;D3EQ.R>-R<8C.Y.R$QRPNLC[3C:E8*W >?2BB/GP&RIA3K=_;,0(
M!XF_@X5G>^X.Q[^BE?TN1V%CXP|8$U/CHO_>,NL^3F<+!A)6 M_;YZ?8$'-Q+IK$S8W\GF6)@*<)F3"Y9A856+'+7CC2\=S[Y!VG:7'BJ_*MKOI4%6DM?KP@)(G94NI?
7X@R1>21.'$:L87X(7(%!<7+JF<(D+6X M'G!8 -'4'= MS%)CT2PFF.A3LSZB[XW,48L U?A^%C]^RQ="22|8>7$[#NLNU$6N#3V@H MX[K#:9D1NR9K9!ZJ+(ZAXRN@HP;M7-
>>=5>M9EJ#Z3I.[<'X'M|R!L"4-XYCG MCL_5=:M@T3A@(2\1WCLSSP?!<;H8W.6CW"_ +IG9R&27TLL,0(5 O2BP=C>, M5952"VYX @A32LLY*;_[L?18<\4=36*?03;&)%@+5:/%6,SVZ*
MCSPLNQF']=&2C3+3W\'.L&!U4D4]!>L_?,Y,T$L27$M=OQ&2^_#Q?1-Z_-WY MX3VFC[_0+>-A"V<)OR0OS?2^O291$SM6UY[O$/)" 13:A&2^R*2NZ6*7P"|\Y^>:0!(
EW&ETU/_Q9BLG,*++0Z<2%B7@'-_M)81%FF: =>/MCCL'_\ROL)OD.K5,C9"[NX!_CD/"D(T(":>HDV(KS*V/WK MI_=?5CR^]-,X#UJBS+/ 1 E=E6V\.VFV&?
7YS8BI\N(^*XGX)_.I&'I4E? M +'RBBOOE#5;6MCIWBRSY=|ZB5,ABZY.T;I&:A4%;P[4B6DX-/M?0$*+U*/T M*1(#+?H;L8!H-V>+-= ML#DA%1[OJVF:T*'
[CWD(\$TO&Q_Z+XG"7H)WB(:^U;40E-,\IHE++WNRP#>XF\ M+/&T&:41 "PAA9GC8;H1X3G)O+GW@_B MWJ']4H5W X]!#4-99K4G\0:&UP55-:G22Z!V*|',Y]AEP*%S[!2I?
HX=+AQ_^H;0 T31]PF.9 MP=T,K7V?L@UB*) ,34]B>PZ J>,#@(VS-95V$<9(=8L-LI^LD#IX2Q2).F@2(MDQ 3/2SFQL+ X$XN4WH3+/T),P*TK/.98"ES#:3$\/U;\;\|#Z7/!$_ Q/IH
M/+05D&CK<3E6QL*?S.!N9?3*FYW+2C&UPNB;3U- 98MVV/::OVR<*SMSLZS MRN<"@^VN25LCQ4U)7LC73%K0\L/*C?WN)&FT77]0%R64I=&$S=^E$Y.W^?\L MO-\ZL H2*
(U9X7# , W(CPDK&A9LI*I&QV,;E]IV2I1OB+)O#"@":"W-5Q)69QY_$' M]G38(:V#=F(@I2D0/0%PX$1[E(|#5ZY3,-A:3B881X|A[\&.EL6..53XGL@ M4_*5>ZQ_P&]E& (NO
ALW1@KV\?" -8P>']5'XMGYA<+#LW+VO(@)STO\.W4? M:-RL(#7!A;G?WWO.RQC$;(L0|:4 '+YYG(8Y!")A,B!-^+7>/U8^!W+ZWWR MD)?:/,Z/K64AX1*LKJ 8
3^>@+0]9*-6AX=_TR83P:B"[WMX;/6AP#D MX1.,'@JB7J:!),1N7CJ7:=MP/@?U&3&J<8'V9]!MLR)DE/,T=^J2.<#'R7H*.M.*S4R*-'G^EQ "%3D;[S'*? LK2|"MNH
.5/P>_&%&B(O+=P_#F^&2J8 >ON M.5TB8DD?>6"=+{(N$#MV0#/%I\^"FFI=9 Y3-, MT6:M-;S'!8.G(//!=|\NE3[@23;?Q/@7%FG/;&D9K=8&*X)*]7D$0,*B,^$Y M3'V7&40A*W>?
IF#_D)C9%+F!>,Z,)E1O &HO3#/X@AYC%A&(DAR0=+0A^FP& M0P1C_>R2)^\A!!#'>)+K%P"IF|=CER P/#P/$+T)K'$;7TDAIX9@+UD/2*\ MF)Z&827J89H
$K*+/00KLD16N8['P#+X7T/%_K?U?E>4R 1A$4,1U!08BK!: M&N)>8KQF1AM*B<7#03%LD1Z- 3&[@A.RB9AA$BED6E MF:VR-D|69VI$[, (
M6Q;8K4|A."X]"C6GU:Y9IAD;$[*=|2N.J4[V*&%DAYCFJ;D2]Z)XDVX(^K MCBM@T3"^ XQ',05/+(@M$M%38:)R5(%LZZ*8]T4@

D#) MW\R_'L!7/V]^KNL#VC;3}1C?O,TW=^-V%_,?M-7UKE?!@[XA+9F,22[HJ2Y12,';HQS2[MOYW8$/02)>HF2O_MD|B)W>E+A0N1JO<>5?VZ=F\2'GI+4?R/Z.]NY!M4WD(G)MC)
JL,#UMH/NL/"*@_Z1M <0NGWB7\72G6E:BV.;]V\RR M/]\G*038*=_AI9X]@<4YFBI5;7V#!)KYGA>0RQ#HU@^F=!HM8 @O>56'((= M@[3N< Z/C]J6@5QG?
_MV!%JVQ!X=99KZ9;]fP%2MFWO3-N11;Y]#"TFY,DDY MJK61X#;!,8+;!+>UE-NZX@78;?,"KB&U^NU:LUG1P$L\+QIX'=H7+PK)"Z\G MEB;PK*N#,16-NTYIFXV+V>;1S;TJJR-3-
M2V6&?!7'T/,P1V!'F$:MZCFE6E M?:I98/FTX%>""WXE2!""W[5)-YO9U""M#7$<4*/_;5PPM/: Y^A=M(@\'0/[%,@;TK9,M69%A%LU4Fl;P.NUI^/"P>$205)!4D%59CS6IH7;
(;UY!- M^'$KRNEA5W[G@#D5SW?O^2MKKK+>*%QT"!=M5DYQOFQ>%-,8#+!J.!ET;F?)(MW>P-)CH1"!X[M(DA\)9Q&JFF#")V*K'1U5JN@S$\%31NIF^PO1 M2KQU#'=2?FL,-
U@=,A.IR?:H*3R>ED2V7??&G4<2NBJ7W%9&2V^ >]8*I.L)4-3WR$W'57O!1%=,(;=%:O ,< M=5*&:LSEUA1F +7AT0YWNVK&NN)POXWB.:(B-M,ZK\.GWZ+)^"GURQ:4W;,Y
MVIJ*B$*N&K_?$$@<&O60PPYW#MYMZTFFJV(+BJ99[V$:=AJKZ>MZ3?W):V= MQ=EVZQCJI/S4G*-M_-HJVVYIKNRD^VWT6Q&8M=W FGNS$E\;0?9A_G7(GZO
MIE;L2_O7'YLWI7)1U6YQC"P9KIM?9Q/!:O+N_2!R5,MPP3XX7""31Z>=P81 M9[:U KJU!= 5PNJK!3?0AGO0#4[N$^NT)M(R-=FR-N]:#XN]+P^Z(?CRLGQY MB"M=A5D-
9%93T02C!HA1ZZ6GG(I3CRO-U.V;>T/6E,U4N|!VXH))V\BD)^?1 MYISV(;/NBJO81_OM)^?':^A50MWXML%7[GMFM9,J#]3UH@7&(#5;]?:MAU*3
M6],G5;>6J[HD7&*U{3;)&,O@CQJ(;2S$1S!U?5:/CVT:I/>%CM&$E LI/Y>4 M%Z 8]PK\R:)%NZ%H48B^$/T^BW[-@/L\LG]D_#TZ/OX68B_$OL]B?V:_/H=D
MKBW,AL+!>$4VCC_%N+!4TS,.G^D-'OS7!Y_NZ8)PM_UPX= 5_0,^SA8P<^)' M/V0ST5,%[-^+)/4G+^PC/_1 X;I6AR#)9V'TR>.(#E6$X)WQ!Y8;9XX3J4)H KTI/
MR*PX_6@1{UI"&DEC^#3VGT@HC5_@83>~8G@_K_*7_J2 H3T_E6(_^2[#^&ZP M0":*NFSBQWMG_%/MT'1M15K>@>.'YTT,\\3(;KGD'R;@@PJ3G^%)?XO<>*Z
MLCPJR#*VXAAL0^49^T& :X.-P$U/Z9WW,2NW3WO46ER8=G.O#;,%&MG"_)W" M,'6>*%^F^/""7O=GE 62Y\),-B*;(.LNG?^C[NIX'XOZ;ST&_NHY!P?4@E M@N_?
I\4,),S=T.RKNGR)L5X\DLFGM.2-WV&PR%O9)Y$:.V\1A/Z3$A8V!SC NZ%H48B^$/T^BW[-@/L\LG]D_#TZ/OX68B_$OL]B?V:_/H=D MKBW,AL+!>$4VCC_%N+!4TS..

*M+|+MCVR4[YR?\U23XEZN[D7QSVF\+%]Z)'?CF#C?[YP)3/:U$SP[+PE*95$$-M0?Z*&[B^]TKG$Q.MD(FXAZP7TQ9|S7H,Q+CKV!.3FOF(DUC,OGGS=]\RI!T M8VQZNN<-C3'11B--L0CQO+&KN^[(^3_KYOX;%0.0H;?P0F">Y!_,_=E9-RA M'O.N1(L8/@FII;$Z M(G$A(/[A\ZSEAVYU(\+5#%1)QW"E^AX/!UW[D)06MX22@L>!C%$Q@_$*EBT"_MZ"*N@9A4U4D)! B!"$0(J3@1^=#[6H>]Y*$'FR)XZ'10#;U (-A;[(>_KOC# MGY?^\#OPAX^"(3B>QTY5H"]F=M*9-92@T!(9VE9N5HHNT/<$TMK=!9O('KW, M6O]^D.Z[XN1BP1N"-P1O"-X0O%&1--H5;VQ\@V+%&\!'09GUZ_JHJ8_=MF_5<41O=AN\ES=-L0V4509FE4D:$FP)VZ8Q M7\)Y;BEE!#9S6RE3%QU!4*;GE+F&/$;*BPE!+#0.5>26K6^<E/R;8/ -(#H(7,IQZ'#]%_ M!(CK):=>]\17D+/-Y#STE$B0LY7DU-|\6CHQL$C/D_1XU4_X2!$VCHF5>|6-MMZK^JJ[/>7F]TE"V-N D3 MY!'D$>3I%WENU=H!IP@K*YP>IU,2\YA2NN5V\Y6,B,U7%F(>)O_";3[;V6%UM^1=$;:%2%D2Y!D5V#6'F;U&22&,R84T1J.5,G1\'IEWU\G9 K>-^LB7N>5E)2 M%S=V/;&D;@M*]H.2KF(K_T4WN^NK',CTY;V!!")=?4[MFB*R@Q!=D25LWD9_O=*6;,>&5.AU?Q;2]DHT MRA6-469&V,_NOE\UUT^[YC@NLWU!W=PBJIDW1W7KHc+)Y(=2 M.HT6,)27O)*NKHO8EFZK=998>G#0NH7^=-02VQWTJD\N:,;)I70@^OH'#+L%O MW>(WU;9ETZR+B2WX3?#;0>7RLJT8LJK6A3 3_",X[3!^TPQ#MK4+(41?0]8F M\SLE)Y$?H-]Y/E(F+^/]M2.-H M$V\)UBQES;HZN"^L63W#2+MT1DV5_!EI$L52.B7PORR_*,2[Y!F[2R8[\XO\ MT(V)D\ O?@(W=*|(,,_ CT(ZS$]@JP=Z_1$;S>9.##]-(_]^O)D1-#!^Y-$[M";R^&4C?1B0?%3\%PD_S7SV#49K/)NPQ;(?DP>1A+ ="ONAD^);HHD$;/<, M#\'#CD?9"#8HD:5HGOHS_R_V,^!$W_5)"/^#KW"V_FP>1T\$.TK31Q7#02,*WD$MMZK,%,G2"+)BWW89FG|(DUA[TDL9MUBUC^,G$XCYC3@2UG. M'#U@1?P,^E0PJY3NU-[>MG!??1DF"*Q4Y?=W-5!*3$CE=(]=+Y'2U M8-.5%HW(Z1+ZK8!4SPQ0"0R'ZZ/YTS3 ME"VSIO6IX#;!;8?E$=H*YJT*[=8>FO2;WXR1)@]K]YT6>5V"^IXGRN_JQ)U@-M.9.))\UK2M"Q=5DU>]"\&362C"6;?GS:MC.314+10.Z!Q%5EI(BM-9*4)UBR[M+fA$@5X;6+,O66F9PH^;S4ZS]8&VFIRF]\I 80^<+D,M3_Y;3L4/)[&3I/"-M31*FQ 0)PXQ M)0U__!!EF#VJ>|$|.9H,DE(2M^\S&M+<.AH 6%I$"TV9K((_91/)R,:)(DAQ MY$D[4EJG-8&9EO-H\3'++C7,0F<6%'9] MF62%";%|_@5IJ)\Q!DG4;(MS^R<6W?GY63?00C=6]*KYC9??EH_D;@P<.M\OW.F^=863RGIGC=356/*$2&9@>S2@Q5DZV1 MP)K#T5ZS6TC0S;-D>"VUE"DS]RFRMK0EBUC*/BM-33I-[\9FB7K^H60;*\A M0W.O-RIR-D7.YC6GL=W:JFP-[4ZW!1.YFH+1]S.Z:MJR:9^?T\6A3VYF1?;F.M167 JWU.LO/I<6UB*\&63;4>[SQ;]B5KP753S+5?TP>IT>6>9SJP%Y- MVJ3)G!\-#DSFSX2LGI.TTK64I(?^I-OK.\K2 M,<-'G%9.L@11_ #L=?Q(BIL2$S=Z#(%3O RU<.+'22K]9P'O8N"%^/!^HA9^M=0*>|/O1B;\3NF<]3ID;#KVASI (0B9SU*;2)D3*7,B94XD M+75D+T7*G.'^U IF!#9MK$58(K2[FRAM_1%Z[L2[,9 M4N?/$]!V"P*K-55Z~ BBZ#?DW;6(MP9KE0:MZYDBB#7S9E[PPIOEY@I(LA:#P#VGB"T8B MC%)IY]0P#2<82$V,JZ]!7>'#,4D608H96#]IRF"TF@"&MR=1Z@12$"784A<^ MFB_&@>_BP[&#;T](NXAYB]+21)_XL.G\!XQW?"LY#RWU3+V.HLA;NGW>TD MA+7>F1GH@*]94H%V.R;/OLMAR6;8FU(&O^*GX>]26Q\),I/@!4 M2B+7=Q#4[-E/IW0:GZ*42%_(?!T^[-%/@-7.@;4QI<8*(2-9!OCCUU\ M7G5WU]G<*>ZM>4$>O[Z6MT/1\K8%<[E,R]N.I-OR(.V;\T/ZA81DXJ?+@*V" M^:,C8?E7M1.VU<%(KS?4&;)(Q:3]3$H3^;8BWU;DVXJ.QX(LI1?YW)!UK6YG>)')MVZ")%:FUCM11OUZ^BE7BONZ#4$7N\G$^)BUAXU#%^<=+O2W\7=51VJ M]I'\UAS4".F;\#?:P-I-.N<]Y0MU4.-,4?#%U??0^5 MBYTNGDU=)7)%7M$*H=K.78F_^K^,#7AC26GV2$;7;_M$K[)YWFY=6(EU&[@.J=+&&]/R]BB>1> M+NXH5AQ)G@^?O8DTB-,9??]/P==)"$(_@V3041P8)V82(' G=!"*=@G+(R#OV"V M%,R-] R$I@^-L+20GL<%'+(&H91#9YU_92U#((IFL+!XE:AH9K&:KN6+?VY=-'Z9^(M#R%]) X$]8^31?#JN)N?#N8#9"&6J,.H=%*J:NJR9IP_*U6D/U\;I^E#6]9,MD6C?"FKTFM.L92B/3*36D8&-7G.,*BN6(6OZ^9'UKR&Y,'F*+^#-6RRWW4L5 MUU135I2ZR+>B,$)P>Q>Y71:LF:+39V2E1(&9.ICVE>,:MXFU!&N6:F+CM2EF36X%L$MDO399E>OP478EH,F+DTZ>.RCZ]H\&FH7T.7BD/'Z MN.U09&5T"<=!,-OU.9NF:{QND0$);CM"KE--K0+|=HUW)^L.9WB&J75XMN]M@^61*MO#NO(K;E$$LW>1V35=D55+$;M,S[?";|\ M]+&7+5,_91T]C\8.4$U]O4\EK?>W%&N(@K'R^"TC@)WUH#_2286C:V_H+=I?1 M?X-O/.+&Q$E(L8TG?0R8:9H_LJLC*/Z+V0$Z=$R>2+@&3,QTDDN/V_VMP=5E=-'09 9)Z?51DI:=5O M_G\6ON>G+W1'WSIS1-*0OI D6H[G53AQN&EF9&.6 8!4K[D;BYR\)2]=9(1 M*R)SR=06JS;=:ZWUCHP2Z#;")CQS%2/,R6=H!!M,1!R0=N"W"6@O5!H MX0'Z9GC<(I0#,Q/IL1-^9X***A&>"2BO%?MQHZ:G\#B/8{ICD+7<1LD&3>F^M%.8KHP4C+WPQT@351B8(.CQ>-4FC M M UOEH+$L&6^1L%G2_ MQW6DU&!.8@<,R\)-40FR+[D*,AHZ'!@9SY/,#=H?9\XJ .35^6 W(1 ?,> MHO//-LEQ8.VLP39{6X&2U%;#V\!D,)(^AY&SR%0*5 QG&6XP2VE!K9)TIX MBD[D1HL N,.!^^'1L?(=B/F"D/*VHR+/N;3O(^Y)?J8 MMV N9^UCWFXQ\&&W^0.%&$<_?)1_D'U!8/\I TASZQM3TJ3 MHD6J?)0&5 M^Q;Z]$J_IFB"I'J$&,.910M4?!3\+JTI?9B"*>3/_3]0NUXT8TH,?KQ(?0K+ MADXMFC\Z50B)8,EA9BI ++P\D]7VS(;J3PKU-G<@:;$*5+Z:._C<$=)\T.3F+^9>.[7G M=%HH>7X[$3?@^%Y'JP,$$FWL! B=M[;? M?.4^VM$). 8^&]/BC)^C^#L;@VG[$*2EN7#,,#<$8>N=P+DDY$-X47.3%CT!N MD$6M,X7WQL91%2B!I6@9"XYF6A*,%O..5&W;T0!-P"[7UPTA8AU8KLS"4 MGJ@\P3\A),A\3!F=N:?LLU_SSVC D*I=/*:*N8\(H3 34#!4TT1Q'#U+BSG^ MXY+D^$D=*.9*Z-1*XN0*;EVY%4^C\BCJ;KZ OR7\, H(1]$+KK/OT7P,.AZ M8#&?"F,"(9S#G(1HS[(79!*&J KF&JU%)-WZK^ S^/U,RAB2!(@X3KYU^_0,@= ._M?D@3*P#+,_WLIMDOC9\1A/AY$!9,F? ,$#<&. XF,, MJV5Z;!Q0-II:,) ^?.' (*QEX!9B%QL8I=:(?"ZR"QOL',#L@)O!9MH$4MC9L M^3$V!SG;4,K-L,VPSYG#"AOK([HQ,.Z(C$QRI[Y=;"^!|5AT|O* YM;M'M'SBB64!+#UZ"K3VXM;+AM_M(H#TUQ2(DDK_'RA?],HQ?,GD+A&]%=<-Y-6:#]3:2?U643&Q KWD9_H84R&EH,RA\/ORI DH@>5$-< M@V?F\/_A@OK<,]#0U,!-"+FI>"H#M.5*#F\!4+EY#AZ3P3QBY5G,3WBXD)>-I(?F6EY)*_A? M(-I(^(A<,,O(IW] GVM<0&=KT-2GD.Q.?I_ML1?>%GS!>XZ8QEO=2(.8NMHMZ1%12)-4T3?^%*5]RICX$$K_-PH.Z]+>VW MBC'>,I!>9MJQ2SIT1A[AVT<,R+ 'E&4JZY£,$.)\T#C' T,JKU2U%3;3'_N& MN*+>TBQ'-W-,5Y@OA[M4\CER\2%FV0_*39%&TWOA[1A6>E#*TU(&YEFF(0!$L MCG&Z'&U[8&.\Q:B(()Y3!"N?HMA?_',']5,EJF?DT5,@V28*KY5LFC3RQS'(KSG3DTPR*BM& S5F7V@T5(8XF89)3P\-,+0UIX M]#R$;R,[^7!<-XH]NBAJ,6"":?DS/+VF&U(N8OD?.#LV#TI'^-+%>[Q9W<1ME_ZS<&)^(^ORSRVK;>T|(^@8"*6#%G"/9B^NLG$?8*X9594R((@]:L)-H =)<0\[HZ+ PS!G$?A|-MND6!QPQB*NWP;<-/X>2D?4F>UDG[XMJRKC0GY\T8=+.FF)LK-M8FI;]D:Q4#4Y-|\DY^8..3=[)^?FB>3|GH.Y MVT 9G^5RSF/B$B^:,B4P'L6SO6J_YE%S:O/UZH=^Z*9%H\P)UBN.FI.-6G# M9GR084WE-%SS0=3#?)#AF733<$,W<6HPR1HVHIY$Z4)>NF"+TH46S*4%I0L7 M4K=M\A2&[8T(AD6[JQFC@7V X6WO1YDD#/;C ^).PPK\P M"N]<-$ZLG.0MK#?W+8IE_EF)(@@*%I4TMON:=F)DSK,)T@2FGF8!\F;K)D M*98=AS@%"_H03/T)OTI£%(5G AP/_PT0-$!FU86\)6#!&!F';!UF!6-VL-E M5*&%*7BA_I.9X1Q0@6@[0X<(/A\P]%MNCUH-FF|\^(Z8#Y]OF6F2_+)$!5MLS M?X.N@|>[4T]DA'M6S1/II2A]32/WN_0E=YIZ($3@']VTP@|LR-@ADS).XZ<_MF&;|>6 KX-I8U/PBG48Q+1|#@X_[1'0>45X>8X>F-;#*BII,9>_]D O8V\!MS_.',G,4LK$HVZ-4!825/?M)/]9?..0P&->BV%8&):'!1\'118(7D]3'8$2S M!]/56293)V:EU-LFR_(BUV,37577\$ID7H>]K+]>AZQ@ #0Y-_53.*CFZ)O, M%,_22]I/GT#S1@MJ=)[8D4)(!J.4D;X@-VDQ ERI8)N2?]>5?.M7\N5V2.ZK[?T8C$,"@V#BCT|4$<(1'5F M^XF;'16_[2'0/1$LKU/IZ/CCLY-^9UB "5HY92=A5)^S!+!H0! '&N)V =+ M!0.5>5ZHT\7,"!T(>1-AO$TMH&+ ^GV/IM0VC*-R9<,JAOC-&D$]?G9V?#;1 MT7%I.R)(B58B5;6]X-;YU_9O3TZ>]3K5CB=W%\)1V#Y7V.@<H\(H3E5U3NB?@*(*E(44Y@#MR-J0S7>$MI,P,\@- -< ML*-(.I!8?A."A6 2Z6H^;T ">" G)Z>WC62=;G 8?<0'0;=H\Y6 6\#W#AB: MX9;KZHU/+6]?5X\ACKO!L[Z^NU*LJ\'T/=^3%Y?]+ME1=7WA>[*\TV[@E7-Q MVF AO^%"Y;ZQP6>-_ C9ET 0V-C$D)-!@I:,_#Q'\-\X8R&^#Q&"**F5?M; M,"|@.Z7Y%9-FW&U'/SZ_W,)7';J#|/PROWTPI|N#X7[&W]W=G'>4PVCR/U^_M(G?VF2)WVL,&3NXN;Q?/>M CI@-XG>9LB[!\OGFR!+GR. M[)X>GWR2!DX\>=I#+/D63:L???'.048"]#X=]D%BZ^:\M]5/2]J Z6[>U27 MX49S;U\2;G!!7MR3WMO\&%!!^5>;L\HTT\B5CLL MSJ/B(4R<"C4CT^NWC> M,R/VB]7=]B MOH5LCV+G%D'_D9ES__CT_(FBYIP_%XN. =G":PJ5:",VPE,Y@S0M!^K?7FZ MP_O9JX4^?E2;[6]6U]WP"-9Z/I?3<)>ST!#_EG\M\';S4K#CV1@\ MT!1'G.3-_ EW47DFDLF=-&\,4]Z]=2OEXG>GWR_]:A!MZ$W&$Q0@?(2>;*Q M*9:+7)+PT+|"64;-Z1VJ36Y6@3=1-0\]V'LK8U TH*;XD;W"+U)4],VAM9T_V8W6AL/-I__YA]LAQ$Y.3O\P8KP]^@CV_/M=Q?; M80"W&\[XUV]{O&<]6S"3T)TH01*#>KNN'=]RC+/K&M0O@U1CN((($E-[&@<<<@M+W5IPWM6LK3$BY*Y9E;G4S0K'-5SPK5 (DGL0'P!>?!/&CN2I'FC_Z#ZE)A M$$2@U+B;W\CS6J4;Q,S-|OF<8((1Y1CV)8?53^L"60I,Y!S4GW'D%BN[/*5, M6I*=(PLD:P)#=^62H6,D\K5A;Q^\O3%\'&G\?(.[!MO1 X'Y1*,G VRD> MN!O]ZF*6E[R12F>BT?I$BSCK9OS5.QBH!(^K ,5]>QWM8[2QP')'W.HBAU[E M"'AKYD'DFO@3QA>'GURE><"%9\S@J;C"5.((/^?SP;1?@@;MGS:",;5>0W:Q*@\G.MC=VZF8I3C-O@V["-2AP.CQ@7DN0 MR*2'X55(W3IS\8;5%);0&4IZV#1Z\0&OUU.IHL=043M4Z#L9NE<;T2$LEP.7\WXT]^4#GFIGNWKO[QY_\/+W4H$,=O!/_P.'>+O$Y H MK67.B6FDT6^\"'^0_A"KB)](@OSY>RK$>*%_1A#Z*M0+]O#%1)"ID.?/$/6X!EL+)*2O2"",:,;/P M_Y&6)W16)KQTA5K>"B#'D@27[!%AG!K"8YW2X_14Q@IGX9U3;*1#]Y@.K M,"(F +MAU]]>]3]2?HQ$,;215/K;&|"\G(-HS8F^8:#GI\7 IQ*0!*);@Q#>&"XT>E:8)T.K%*-93.D1[$?E MU/2Z)6CXOEDRN+S(U-Q@K-E<(R" C7-*!3!L9;++NNH6C-OL-EI'17/BI=)[MIW]%,U6%'ZCN.!*N;,+"MJH*6IHP+K3QN32>8V@Z0C+NAX>)NSY985!Q7;@0MK,1-ZEGE>];AI, "U9M#.`.W>C;[!06L+P9OCP\;JE#R%-+&^`.Q"W. N[MW -TNVIH6Y?12=H12##)4@#?5BEG1H_'L?$,XEDG9"*NGBV!.^3M%(.Q1.9Z\ M$]{6H6.Q0\#AH"2+\\I.Z1C&F\4CR08'(RQ>/%S*-E^OD'-$0MM(>6>68 M00C.[((N4$-S4@4J6,.=>J>&S7&[OLQV]:\4L6,;;ZG56%1;$[N-S]B *UMC MGH:(K"F@8ZQ+.(KS_"-9O$01L-5@AS1M6BZ,WD?)W-/AZW -!%8BES#=4PWJF M_W(.=LB/IG3A^6%(%)>BE&==,/,2$RLMW@(XRMT^R-VM/9T4 MP/1<;T0=-'(<9%ACHXEFW(D4]7PK$5+UQ=A_//C@RF//SXI.+\P,G@QD'===!78RT.3%0T?LE M;J$[\N9\,\LRL@F-;$+[L)9GGWO^OKD5&Z5O'IFL3D\.3=%?%63^ZS45T9IM,#S_GO<2NS=_OLLA_"2(_?'W#__[;P&'__=D7KLK)\S>+H4?V6^-/3\/GMR'3F]_;N9#WYFG M9\GYV<6X,_NW,R?GE\G%Q7AH]G%K+IXE3YX\&XF#?W<.MT]D$Y(T59]0Z-MD M5_R22[/?!_/J2?+LI+XQIR^X//M-KS8>BF_R4'QW^22Y0+@_S?AX(.8#<9 'MX@OP.(Z'8CP4AW4H/I. \!$/Q.WHMK),D2U$1OM,+'1#]PY: "I(,' MCBT_,[\G\T;?S++\T:.VLEQEB?]9R;/D9 MI6]?I&]L^1E;?L+\^S[)V/-SN+__5GI^T*$>&WF^YOKC[TXNSI+3\Z=?8VG0 M*&E?E;2=73Y+3B\N1TG;A]TX:$E[^N0R>7XQZK2]V(V#EK23Y,G3\^3T;*S?M_#V6]V663;[+D,:B_7YTD /I]U^TB8>P$_=:D-_$[K?6LO.V;/DXNSL:[R. M#WUGSL^29V?/QYW9OYTY.3E/GCT?#\]T^;LWI>?+\[.&[];Z0R??579]"<_Q) MM^;$GPE8G:1/'MVJFF5Q7M0(7SPFW-Q^HG-0>/F_-Z;7)V M+\,%#WYV+Y/3TV;@[^]D!3Y/GE\]W?-C7GH">W]HQ=G(&CK:KT>[HH]3Y_"]CR_KU$Z,\+#;<_S M9Y?)T]-'VIYOS%7])=W455&0EU111A5CP*I3@@)#&[YD\ M>7[?PJ71(''PS3F_'#=G3S?GI#0YN3>;Z+@I#[4[3Y+++DT>*-#QTMY?'L9-'M':W_WQRAM?U(VW KZYIZV[6=C6,9S);IO4"`]Y;\45'=$E6R6U#&L #1926 M(UJDK;4%NX!!)K\SI>,,S?AM>,3__F_/3D].7XP^Q?YNS\FSY'(LF]W7W7EZ MFCRY&$Q.]W1W'O/L? M@0SWPK/N:7R,>_>^[-'M^.,]nN>?6F"\|RP-_AC MXZD83\4-=0U/DB?/S\=#,1Z*\5"$\|'9:7+Q_!.I&$_%89Z*Y/Q3.X#V MD\.G3WT2O3B1Z.0V.I2C 3:4G6OPV=OT_-9=>O)G**SXT$+RI$_Q$+I0$ MY\EPR#;C?R+X^"2MDVXCB>W#?/LKL.D,=PVTL%A78-DP=FX)OZ:JJLG+W^=-MO8#'@K_&3:-,#B37,|>;]T\&|_0QA76;4PHGGA9AB"QM]WQ"*TP=&WM2NS M9I*7]-#PF%_=-'#/9U>3GJG63DPO|QJPJZ1C2Z (C3M/""Y!NOCG>9K5)L__Y MA]MBDY.+OYPRUE\-GCR'AZPFUB'?M4YZ9.)RJD.3G6+[_D+:.TLQW6'W7H-MHUO!LC3;*[(]MSLHE4=D6/]-")?6*$TH!$/[CG=2PDK&&0DU2"{2{AU/2]%=MO1-Y-^NG;_[(X=LN:O:I1_B02&'[[NV229%GD|S O.*P3][.(E<I!1 SEK#:Ds/;)8WLZ)" M;B4%,X-Y=04L#PAI@;.=XR&?U]5*ML:/=^4[[@;]U=HD19LIH|DL\.3]2AKI,R[#9W>X#!_IYGL#8CPY.Y]\5P>RG[>4 M\:=5@3\4^N\?@BJ=O)Q6?3QY*:T_N';R.]Y\.(@;$0\0Q]. ^]84MOQ=.,#<^P# M?8:H*. VA*-;;U#AUHU3VZUOK?%O@OT(IZ_H,H<'EB':.KR#\%NTS/.JA]&4 MDUE7@_4VV\@GC9 @-G"@7OYXYS,IR,G\QZ,Y2$YF8?OOD>ZZI:;-?H:,#>#]+ /#*<5 M](/8UZBL(WNFF5R3%XK*AS$-)CDCEW[BJVH>9K7Y.5XC>#5 .N;(>;E0_!: MW1I@-&_H-DW0%\W!745CD|*49T\H-M=PJ 4&ERX6M5O@G624/<5#<-G^^/3B MB5H9*[Z\F>MZWA7V>]?+? 8W*UPO78LA!-+D*=TV.RYZNA5F.V0W4V]D8!S, MTYF3O2O0>]5O=*6@.6#$!:]/G!=%C6;@6#>#;O0T+>@;S=*\X\WHGF3"- _M_\A^,A"S%,A*.)85\G5?BD\(fM^_7ZYV=!QI5?=P0'[Q8[%D]#X+1 8^(QQK+;M6Q]!!/72L:2+U0+[-,_R3B&!R;S ^*#/;%&K+],?#CS1OP?_13>L+1X0L=-M MZ3]!=C_I/SF^B$WIWTOX_5_)/+AY&\!\^F.3KF\07F;JT!EE<@*=1>[EX>-E_>JOL/QUE_^ZR_V1 M]B_N^_M#]I>|%_8]GEQKA$',(=G25YN5G'8&+!SL"%WNH_'!N/0 7XP&X_0!T M^Q@3K-;)\X$3<'G?$W!ZV5?_X0R>@@N'_\0M|%7P_T?)9[S2?,9AQ/JA6I,4C*RMT$1*&ZOY7TA9P2=23DY+70+(*I44N:Q. M8;87 Z0P(?D'9I1LI?U5!4@?*W@)5VEO)5(OT15=N6-8H&WX\(#*=GH$%L^MGOO'=8T53EI'.L9)*83\UI=CUWH=@AX^#W*MUH]FS>4<@W?5Y M^!8<.>;TNI_0WK)RO662V6)07. Y8&ST2K. HBEI(%[3CCL^5D1CBXU&!@RV %)Y5?XK0)J0&7MR.T@IC[>"K#L78OZWI9@8$A0:B!PORB1Y5]P/'F))V]RJ*MK?3_5?%!=STVC MIR-"!15%_@$/X=119<0*CYEY_S>PXUF>]3,_;G97C)_^K&NL.#2]H))SGHR M6:KF.^YPP.HS*OY([5BJ')Z N?;K5\$CS>1U5;X6BF2_P7U1,IR++],% M&=U)*"%>IUBL#PZ.U>.OEKF;3UY =+..3(&W<[*\?_>@M>?D.M & M7BW=9,>$TKP%8!_.Q0[(&SP+;$KQUX,9.3L_3HV.([M]SU]^^0BDW^%"IOW4=@M6]FES/RR$Z>GUCX2$X:0Z^GWV?B'M%?T2+9FYT M, P.U"4Z0)NJ;(')7[3$M.G OW->N))/74PVW&!YJ"(IH]+(Y&:',+GKXI*) MZW>&RQ6X+L&4M6*))M?.4T4F+LV8]_=Y_[,Q[[\'8_EF\_YY"=;-BA6V5/"K M=23GGU57U|S-C)E891%S"]^?'O7K^:U*2:N9A_M025'QICIN^GW5'55E525:D?:6\A+KFDJ5/O770'L;Z2QHIM>NSO"$[$P-T M-4?2RDU8]* BO*@S:L0%Z/B331\Q6;Y_6R4WZ^:[EYU'1QE96-#7*=FJR# M7'@3O+M-D&%&L4@QPFR^,)O@QP2!-,3%XVYN='MP? HA1@C^R/[^F.!8G[@ M/]APB P.Z5'[5.("UQU=. fW'-#(:Q:NACDIMZH@]Q6VSI(fK<^7^%Q^%N^ MHLIW\3A?]^W-@S7GWY38X&!$%)OF1===$;O;[<#$' #MAOF7TR:O1P-7!N*#%2-FV=YEKC M+,?2KUK>1-=ONE[#%+67B2*R\;8(01U)EB]#74$[1]]&M"2X\AKCLCM/J3?MGAE^OML,OT\HYOP/H_%^T,9[\YZ(*D=OK)^>?GK^\F;-Y.CR=OW`_'ZU\F; MGW]\^~M/+]^_>?OSIT<3GWY]T<23X\G?P$ O^%IV:*?_CO?RHYNP;\O)SV!X M8=QFS<4 X/;=X4P]|<$W-EEFK?]V3NX#AA,MUT MUA1PL1ZEE%";%.EUT^4M&'1%V|P^8?9##C=;#G??*W@?_*_#D'\1_HQG#188 M_,PR3SE-IP]#0Y&2N@I8FH&EA7FB?;7U"W38DI7&UR@RQ36RH'J!7N')B_) M)<1(&2,8XP>#Y>H6+O0 WI P< MG>'D7V-T'+F7>%(ZI7VR[+]HB\!%[@QA, M SM8IV+1'.9WO82+VWDG/XU>5^#O.!7X3_*!COP*:=6PT9<5_4']:&G(%W5 MQW#X(6Q2X]P'ZHQI.0V2U?I0KQESHG6F.Y,'_!^:,EWIY?3I*(FC%?P).R4 MQY9X$KF&^W3;L%DBMM3"S-EHELT)(.-5OJA)HB@_W3]011 :,L56'&L41# MB_J^26$HS(&]#89%P=0=-LK" M=\ [?1=H[^;S>9;US&K9QW!?FN>0GGN$.%(0=Q@H<8!KET:=$N65.LTG^ 6+8;:474$BJ M+8]*E]#VSKD-W_VIZYH\R.OX?X6I'+MN.#!@6I#2_@!;#QY8[_"4YZ#_] M\#=VU,T'D__L8.8Y16M [^\?VY3QN&&*Y!^^)^O7OV2]$?U"I.R,O\;>3W_!5X8EE*WW!3U*DK6$A^:]^_OP2_)H:>U+_M"EZ72CL>PY_V>CQ!3)A9OI22,'=+EI]V.CQVKB'3N0*JT'-C;PW WZ;#BBG & ML:,"G/O=)HV_3YJ=%PI\;,4_5\K74U4":N?;65N1O7FV\X)(PQ7!)J4.8_/-MJUEBE=*[&JZ00I36E+-5ZV=^.",]J,.0/269 EN0$-AM4>,%,GRIA%W&;"R\ N+F*A-!0KF;=-W YM*# M\+92 "..E(D!U>8!T-J-3,.&OE V

M!8(K+)92UL@87"SQC?N419BE)?<|485P/@O5ZBRB[88K]K0|2DLUQ7K&E$QA M9=8/A&/I#4>3!]{Z_2|M-(.SVSC3K1UO07"XD"M,7>,DQH!Z"%A??)& M^MF3,.#^;074]R&<_/)X8BMZOXH4+SWQSSF"/\WN8 \=]6IH3T#4P!{B06= M22L@&=*,XC-J-Y$[`_#RX%;JKK%J9N'(G.6&MJ+@ZYW^9,N+|E0_9]]*:[^ M.:NXXH=0GXT#? D7S0;A2BI;UO-*KRSZSJ_ARGKKKRRMU396P6VXC_)-M2I* MfA1I,Z=;36Q@1G%3S*5&L#MAPM4,3*YFAT.,N87>(-)R3GB1\VO<%P>^GW2 MN[MKM^Y.*1T=O, <'+W$#LSJ./MM^<%%3C)Q1Z>N9RkCF?_^ID+C48U4C"; M#UE#FKQ'-&8X\5ZKA>L{1 9DYW_WD M&QFFCAVH>"7%0!9403^..{RP.7!$'R2GJ(^YVVG.HD:!'P6VVRL\|Q*"NC.+5N MABJ(7P!^N_P9JPO%U>1&._J+5[8\]/+"R=BZE.%PYK".$M(,]S(!?]A&)3ZW% MT1C$U6XW(Z3E_CM)UCBE]*F7E M9MNKO*XX.0'W+0@^5=!)5(_,H[PLJRL%:X]"-HX"3 'MN:HR1RW1@CC?=#,..M-QY&@,ZMULL4?\-+J8NC]NP:0^@Y8C# -0[`AU W,70%"[W0F >5YQI4S@&C MH+'Q'#!*H\9@4'A8I8&6AQ0<"B[_QA@X_*$2.>0#[=M MR7158X:EFU>@3.Q:!::%;;XJ"3.2.H<<_MBT=E'D-1H=0+..'8^GAT-M-9L3S1.MKO!.*4]GT\RZ2.V2*F;@O=2AP%2"&,\QCXRCD2_AX^!TQ?D(&-Y)-MZQ27;. fS$'0%#=]\N@UXWEP+UTGO"O11,42U@,?R^"6P:!%)0 !).S*:,XGY M(/*EYS*PT$;-A;W =*TJ7A>A2*"W-?6GN/R\I"ER&)0F6^CQ%O MK_Q_J';M_LYK_G-CR$G\==.S!*O>^Z/;!X)\N+PL))PHL-<=7"%%X4]MQ]+2 M&$J0)"&[ODEZ>!?-IL%PDV&NB,2LIC2^LP(%A'H:B \VL[F"1\G_1PF$F M1-=91Q2P6E0GL\<,TM?-G"3"5T(E1&TNZ5))N I6H94SHRCD>A)!>ES*UR]V M]I \K\ #H'M55@H4#.XB1E12[!6Y M]HS>.6K]*MC$5%>: .4]58U2&D<+-@ M);ND2H^O65HM>K1_QV/:XOFA/D/:0QXJ_F"*>KQ:FSR?51\2AE8W270OXH\: MHWK2AJT"G?>AV)J_"*!N5@^)9RJBGCHRS:8/+GS?|%E.DYG]N)FO@5 M-A1IA'B M==RBCIDR4OR?&RCV<#]KU*OYJ^/?\-[2%=GCE\2G;M&"D@37YM[QY*8;R_O M?3GB.>S!6!X\@_U5Q3!/XQAON*BR)8-M5?JZ%3E0<0NT1TWU81QW)'N:!f*6 MHX@*JSU7+CEZ1:!B.=>7AJ^@;]82V!GZ?!AWX)\Q8AW\9E%44XJ\R?(BKZ;8 M[#YCR>]&IJQ\\(\DZ-T%,W@^C2$4Y/R-'9$JN!_1YZ@I/8XW]Rf\WS@3&): MG%2Q%Q+1E)%BG2S\^Q34-PICC,%XT>Q5IGE$;"4-3Z1K9V!04J8^A M76RD!=;*>A,(L7I^#C)>M?4.(B.8-^/L@?1N7UC;XB;>T?9XD57U-0LW^V92 +7J@2_Z[UU4I510(+;]& M>YU[$@["D_E)*BIZ[4*?C$O%L57M#N?E[!`)\=#\S9@Y7!0IN1"3!?=!5%W M4>4QF$CP-#():?LZ.7+?3PD M,:PC/2I5R{)6F0<#RR$D"C+P;=#0J%K:D[H?8VTJ\#6$-23#W'S]W)F.G>M MQP:TW^(CFRYJH&<^&D!UE"#I,$+3 F|U+O[3:<6"!OP|C|JN*Q(0^?\7!^%->D1-4TX MU$F#CB7&O'Z,V;+4L88O1!_JQS+Y^9=!+>&,:3ND44 ,JBE+7-M>,:U!44 M_RS%]?##(\0!.OJUTU!NIN#.TK$JC@>22-"9#N%O25!HK[J6J!^.XN$U1MZJ M&-U,8K9_Q=R.%-B2Q 0M;E2V!];Y"MM^ 4F@%)4=SUQ(<@SLOK^UR+4HB6 6 MT\J4C$I.JRG*)!4^##@^T@OG\5UA 4'_PBAWAV]QU894+D.M5]RPWS")=3(5D^1=TE<$;JV3RD:U&>#MRA)HZ2?,8*C MD% M6R,<_T2]X9L)8],F$O>8!3<4ZHHRB$2PIQD,,B'%N6F9MI9E*)=F+1))D(EI M(7/82A=2LY\D?5E$N6W<&0?UR"3M%'5PM;?2H*01UGS:?.8AEN-0=&"5!D?]X MR'U;?Q0L"$>&GZ'T.GP!(_]15<-PQV8A!4VD MD^]V1KY>@^;@.*PD3YWN9E4SZ@1N6.COXS'C9-4+2VG,C]\:U#\=*2%K:"Q1 M/X(S%8!X&M)BKK;RM0N(@VH-]#-\/^0+[+F9_)1CFJ;,NQ4(XWI#7.B(WYDH MX(.VF>/30+ M<3IE,)^\+LBOHU_Q!(M$+C6-.>5]$^;?5!U0"1U"86 I! K;@5KI%[=8Z>F*X]M@9N &OFMKS/O6[NLW MTTV4>\|%XXI=,'*+' $=6EP(;^[9X!D9?9*#\U8B' "T@$WE/?7*1H61!(K+ M3U1848Q\;C@"WQI*+:@/A/ M\?);$;*9=W#0!R$&$YB:1S[8}>1G-M&)P@ M/-(?)=;*0C7MK:M#[C#'<KYR?$1)@IU1ZZX.UVMB2:-TC][T3FA<<7-' MMYFF&IWIN(!&>BU/$04F)YC(.4]$=A%6)A[*]QBO[:%Y1(H\LL8H<0:=D+K?# M>AOWV^-Z1VC%SY__28WYJXIS.-4UUGI.MVM413?(CLMEY&"6^,/:SM4]RA= M[_C1*F_EHJ/G+*LBHT*\H7XI^="3W.D(&=0@ .,S,-6.5[_Q IRCU/P&_R>E MK8144E)98##92+834_-.Q-;\'8WG0U/RPSGLD%:?]@ATSK3?CF\4K/3WR$EYG MA> ^QPJ985]HEJ%XCD;&)(7R650YGA^@;_L9R4;J2X7PQJ*O/0FO?ES[',R61 M]@MEX%=J"/PU>$!X^?W%5L^]*3,8X>DDA?D4.ML;5&: M1=NQ(62F5 K]3'/OB1%H(/<-^!]$: <-^ODC+*QE568[: $ M>%R62&DRZLWD8*C8:5K3{$LPP"&<2&DA>9$U<8F- Q#9T#@&2@*KY8W^PO32A#.M'7?4'X8T@A^GY^=E$8JS%+.E'(\P2_?#H@+@HAB'Z_$1/IV0FQ;-Y(8 M4Z"D#D)-L(85 MY_.BN(=.,D&]TJ5XO%OT8[[!5CL'C(3:L"8$&>C[@#\,IU0,$2TMDN!7J,M1:GZ6K]@"4(PH@!C(NE'UX=B M9O3X[FI,3I'!O:)8ZA5:4-85FH_,4Y,.#$_8K*5B3J/P%'B9PLC)7>"X?=0Q,5?@8GX]=]QRLUSA185?)4C MF?;G>LQ#?4C"R=/*7DH%$3)CS+U#[#O=5!S)DA_Q'/#],ZJ0 M3KFY3^$7)\^.SLZY2A3O(0G^8$_H HX-W"]ZCY#Y236P(*.I.7H M<@G(D Q9-6EKM+RM&7&58Y+_T2E1-9^T7OL7-03^U#C?>>-S<%Z9A9I9/WO6 MDW'/^2,.&,DW!:HP!.&PG5KD5\P2_+R. MPAD81.R0N$*/J+C\5-!"\]P*ED/F8#"\YIO_>FVETF43 6+,.=VW:W+8NRP/_W!79 MN7|>"OW_1](TA*QS^>+<Q>#GBY3HY/|[M8@<5%(&@H)*)KSM@,?6-3S+K(": M%^,N/=PN]2O9[2E? Y=BHV.]U\.@KY"ZNQMUZP-TR :,<0[W4JU*>)?[^%;D M%K2$=ZRH]@"]QVMG?HR^4 4NX(:]Y*KB'F0NP!GW]H%/HM\YW64%PK*-2Y5< MMEC)M=$89O[V'=6=E5E=Y;M+5L<=?<C3*N"A6G)768(!AHY8QRUZ1-A%,+>V MN&AW!;*ZBFSXE,KE<;7-6C"KR#O4JB/\U^'<6:MM1E%Y7*6PFL+63<Q-A@[MC'65!)PRN+7;G .W.7A\6+Q8YQO>H0[6B&G% M2*V89RHD$,917L6CBNY^Q53U;?D@/R15$Q!+,9=?IQ=9HZFQERJ%LKG]I T MF0@/&6V7]{(9(CJ3/^P"'ANW^<%]X5X;H]SK IR@'[<2V0V9&S[00EZ#X6\& M@J,HR+B+C[Z+#AO<&!X;BRW(9_;=P Q+=%5QT[IVL?KF3?>Y^A]^P_^)K;Y M]*W@B!==P\X:B<#N_?_V:B2?C362>S"6AZR1'!7;EU%LN5(ZWN5+,P-(@*EW MA.5!!)10TQ%:TS3")'DYP@_J<@0E'8,'CQCXZS7%!42^H3ZKBDHQX/9)BRBE M2@4=VOZ]FG BE74C&W)2XO45%*&%@J)*WHTY5BG'"M:E.DROSBQY=V!9* MS;&.R_E6"M^W!X\)#9-VW SXJ;_DN#^3D\,#3#GM<@LF?I3?A_2.L"&&JB!] MQ *D!*X,9-2L.X&/'MBE"94Z^,2NM,B2Q?P_)BW^4F52DAA65J8;M;LT4XQA MD@B*9J`GS,@?GAKZD0FMFPI"-,9H]LPW/0CG\N=90(ELCMY11*I]192*(MA0"]X!=G&W5!,]V865OEB@"QC2 QBO7CY-I\4#=S_^P(?UZP0]3!ZQ6;&^B\ M<XC[Z*])/2M%#H$TH=N>6;2\NG:9/+F?8E4UF$*<139 M1\=SCN_/&OL:\]2\'F2/+^Z$f#P*SI>2':Y]C# O^Z5-F#(5YA MZE+++3=.S6*QMLCP5)!O#/;+WWF3=34' J+RY$:KE"),@+U.D7Z22LMK3\R'& M--T=C#X2]+-ZK(4^QU#7SF-\8FG6J)<>12]%3?!<,9FO!(8TQG7#Z&*6XF?9 M"_ATW*X'CB .D$N(7R04&;W:YC+ <&5/LJV%0I18@705^+UP57+_C[$8RR_%H M*K:-54&'4 ;-T#X>\5W,I;O6N&))L.N1CPQ4NMYB@7%E!%?_WE3PNI==GO=L MA?Q.C[3WC!*CF$NVHR9:7696ZU'IR+!*G? #Z4QQ$!XE:(UT3M9@3S+[O[N7NQ MWTV)[VY;_;SQ6Y7Q5K3+O.:H'N'L&>A,HUR87@DW@.ORN641\7ZHZ^/LA)H5 MS^A_3UGTX;].DNAY.@:P+ BSCDE^*)0$YBB," (_/)/"4)9\#,$TX+@4JHV M-;#?M2..$7+ACR>O&9@L@JCVQ8:!5,?"JT61*Q3:69T3N07S+S*8&19 %+Z# M\]L0J&@$@"JI2=*4,2#7.D>VCS:8_86S !E#E/]8!!@H]NTB(FI$+/1ZIYLX M/KKYG.PY="&TN\<\Q_Y6NP0.B3VR3Z8V@^&^\0KK6A, ';ESLT*QUS/-V33J MA_I05MS[!<@$%P-G4GB M/#.*;9V#LN!>#F[EF1[93TA>6C%H2[7JHU+(2O3]Y\(7B9:H)PW NWT0?TZ*<8+!]JR\]FQZQ!HK/XZ32/,*N&_4[$+4/T6X]^W[_G9 M17U[4@&:2"A>_#V\;"O#_^#?7BO 'P!K%\YW9$FS8O*I@BFMZOYZ)ZS%L/IT MP4>H8D:JI5? J6(WNAZR132/\Y5]F;$)XS@+$5:!]^;@ \\31-!CM=5G3>K.$66<+ 7KS>6,F^C &\W_=2 MZ&R\=@3N'3I5)LF[-""V.>J?I,A+D83DMYNZIE+'0 M&LKQ)O8[T/VG+.N(G ,/5U!5EFK,K*77/J-&G^%!F&U,3*HF\KGD2\P+%44\ MLWG.;(6HU=EQ LEV@E)Y,]'\OPX'+!S)3?=WDAC.J_"4,"89CT#VEQV4PQ'9JXV&6V?QJ;- MS*:GE4&.#$(<*U/(VA0SWSD$K ..CT$ VH#.%T*VQ*^';87LMGK'KXU.9WBFD8I3%H&V0EB8RB& M5OEX\I8Q!S3=SD#IZZHA0EK:.J.!'10PC!N>$H6@J#&Y1L,"-%^8!GPL3-N# ML7R!X'WFYO0M\IZD64XU%IQ8^)NSH#*5!U)LQ!?0^]W7#UIS @:BMYTAY^7_M)'}45LI GSD/8PMK__*-N/ (0H%8$&E=."NBZQ!K^2)5MNBL\XB.VNLZ'"O& M"]1" (,8,!2XB>"15T?.N%HN(9N7?V"%"[7W)M06@BX+WWFLN"2%E>,;!^JW^ MY>&)QU/VW' C$^-"F@)&@ W?K9'V&& +E@P8(8N?[R#_=5E^7;Z&K0P&UKN-MHR#SSZG? MW2;8$EZ6&0LM)R&C$Y*\]^C3%)#C!H119?Z-447RK1P_864T%Q M^<0,2,.8A?1 S9,)V10?U,+3-CF\, 58X/,B,[BJXSBVL3LY HF 7UET;@A[M!GG*Y\1:AVA%,IV97L^Z%7A@9O"8Z*?\.N"@]ON+"/K0WZZHD MS]BBSYM(#X'(<#L.P*_\D74,GG6#"KR$_2XDL$X<;"IB,#3LQ.I6&2\K=HFL M\\B"CJ4'NM)E6Y8X0^?- %)M3=B(0!TTI@\#@YCZ!2(\"". -MO"[A;D9S4YB M4(2HDY1&TJLEQ#AG-CEX=5EU1/S(XVX%\0E95TC9-SDL;5K]>X;$6.+_E-(§ MYT4;T/NMRBH4_R#TJ>ED6E?7'&HD _W''+&Z/B;3=^D-M@1<.'TQFN-MJ*ZO](4T_<$07%_!=GH8,\9YY OTE&6:!>2D,&%Y>&F^+LA%M 3X4_R9+^IP M AWT&>3U@:H< XD]QYJ? V(]WLM?.0.$6ZJ13VTC[V_BHHG&\%00MA2CIF1 M7AJB3,\;]QD(14>5+B1++@:.RN*&)(FRB>]C_NQ]*CI!?98%.TBYE-D.2H7BME82P%IR"+;.#U*_Q;)*FP|>]3! MFTS48F)^O%;;12-1M]_E\G 7U%'RJ\\#5<8;1_\EO4&GM:*]&KCL/0N M=%BFY@DQ;9-\N#;'K%^V7G>%7"$$=9_668/%W:C(:(+7I? O4'AY)\MBWT%' MVS*1K>=.6!?(D? B6324+$!.R1N85@U@[';VA+/)SPQ7;A C\'<0UNJLY=Q%7 M8*VXX-VQ646;0 >=A)EZ^P5V-=C:*G.#]^\3&V0+7V/C!C. 5%[.;\^2YNP_M0UNQ'D3(T! 0\)A3+1>XA34CI1@]"[.;EJ8@8RV0? MNC8N+XVILB.WBYO*]I_FD^_TSP%=O -='4(LT(E\'.6_ZORD.A@CT"&I3] MBW'#'[3K.)3OR>%,5^A1DBF68QQF38&@TD#/W_2;J(_^R ,Q4'!3M?Q4H#2H M.):EZ%6Z @LAF?SOO$$2MY\0!)V;[W]*U^ Z@;)WKDO!==46%$SQW4!CR?-C MZ@GIH\<4:=QAJ'34? 71@(I[JU[^P=AEW\@%WLM<>RE$)"VM+NT@^>3=8GVO_MT'C'G#C%(,\S?CP40_N59H7>BI[.D)N2-K'C7KH*U91V&F\>)<*#RD2PQ@K M>>T@4$T?VR3Y)&23SX T&07DR[M0UB2B1(NG2/YGAT7F6!0GX&**1,0AK8!& M-/-P@UYR>(_)7>Z:)(YDC4VL>['9TBZ#\;+&,?<#EZ3XIE0X\Y334M)CI<[& M I1@D6MM6;.@HU[$PUU,ZS7\,$\]KT[\4$_C%)N£7A(EVA;_'5%OF%$HW9 MB5\.0GS>9>B1)XW"I%#"Y_F;I/BDR3D/RBI*$D^L)(C2CI'/49_"+FU:.-9-CHES? B$F;JB039.Q;'+@GQ6QB"M..>%/ M83WX+H7[*6 M6.9_X1-LB|V L(V#?UZ?P%#[*URK$R@@[fT$JJ9H>W;^=[#PM^ MPX&UOJV#1/B$F#>3 K/3?2WU(0(5B#7G7O$ M&+*W 2*O()R&JWU0Z(@M35 M\.7&C<'81\: Q.)1RJ%%MRA?0MQJ$)6S!KM-!?$^@'[TW[>!^/4("^[7A[.C M@'5T$/9!T.X,7X3]K"]NN$11:"2%S%RYD"5QYC=>^P(#N[3=;]C1![JVRE W$C3'&,NTT)/=N+KB_^C%S"47NZ[U>1+8?G!,[V M,8\6NX4]-)0!8U7F VXWN%]PN07[?:SH_]GAO[CM+DJL"YEKR- FRFQRG\[F MI&1(#UB+NE^_\=#TY(; [*GM8VFK:^KJX#+N%RATX_X'WOP9$2CYFD778# M&$B^NZAIT[9K-+<2!R0%UAA$2G+^4>$1-6LT%C>E2*<R!37;J0CA^XA~IN MK31H'8%.@%:!9T:?3-.2(5(ML%- >SC7D1-TE,;I3-7;_Q&!-.933(;2:!@@C M"P*#F59I=P$5S.MF@''2:^J/GVLC-:7M6VDPNFBIBAR[-K<:IURV_Q) CG^A:&56*%[MAHH^/>S$=G>'I[3518+2W6$[Y(8;NPX)7^R\;]>+6LI\7C%=M-(1>U,7K+Y>_M0<"?ZLG8*X]P&5=%<>35SOHE=#O MKB2L[AF#X)XZ&0/*T\#^[@+=)D_.%]H= .KR7X18V\M WG V$XX63$* &6U M!0TAT;B'+ZE<(?,0=W)S>S'M"Z;426+6U1H)A6[8M/ VA4.@'ONW[Y+H/7"(.M:^U7TCLQ[`>XW/A%1SQ>T ?8!24M\M))S;V[.([J+GW59%L-#"2,VT-"9%RK M!29F2K?0E?.48Y]G:\- LEICBI"4+]5N9BX5M.#YW*^?UP/O%]OU@S/U[V(B M=".N.0(0;ME<&1*5%SONEL#H19 $?%!R>&QU M.*TF+35E.62A YCME"KK9SE%Y" (HA3]41BOZ'.AW57>M0YOF$ZL%/]X:/ MZG3#K722/D-90#42\FFT43#9:EIHBI80ZI]\AFI\JL>GH:AG?]D)&!R;5I63 MO.:1-!Z" .O.V#:5!";@CCKC- _=GBVF/NO?]P#LT()__YOR\%!&1:(]O MM]W'<4C4IHXY3!K#8F/SXAK(GJ4!>ZLC50)W):>U?!1WP;@\C@%YL<(0L.3!.J1'Z],GI.2%5X-/SQ56PCQ=AX&/. M(4EA/$(>C:/)ZK18]0/N6,]HF%Of;@SE#150]'-`M2>P8]K'M(3F#4PIV%"@$^ &<5FE(AM.Y0-DJ&=TB$!H&.$6+7<"+[/$<5,\: M(=N->^+O*NIU98@621AB\0HQF&<(B@@- _[+5@4?]0V*2 -2 23L M&H\$9F O/:T6OX%,!D4-LQ T_E-*HLNSXV=<8]W@2?^*=#ZC4X%) M$<2I$#PJW'JPM:QFCLT-,FO'1"UU_7&QI2K>+0%/GX>,YK>8IOX2WAR M!2:I8QGS:,N(.)R1>YO(?.R2@1R"&QSYNIFNY!#"02%6&QU>E=$E M?/5H"HM!UP7'WRRHTO'DC79D-HS[35]AS N/A5!9^V+FBH"<3XT&,%;,*B?D MI;O[^@]J-0#X%>D)$P*DV4B3Z01=HRIJK>$",,+'1,BVQMI;)G*SZ= @<)|$ MFH5 !M9"GA*#3GHQ_8R0#(NGA185R&4"PR4ZI0?L)1BG!+(]U=R5;U1_P$A M.+?#,WD)/V=&D!L8K'6?PL%*-(HKJ1JZ-&#>5A\QB"Q9]HP4X*_\G1M+>X) M:^E PK;<"E&&DQOQ*^.)SST9LHD*]UD-.'j."V*($*0L,+H=D%BD!Q!AX4V#G,'8..DK1>,\=5TA8&RG5&Z2Y[RFT,4E2^@ M:7>#*QY"M/TWX5D!)2@QPU=%U?'.\^4]_1?_3_O4N\67F%.MS#6$"VOL8-0 '7<7HZF9(MRCOT@3<^\$;%,BFO0)9GI0S?]O8C*$S!Q4G>HX M/:*Q!DF/F"26:&>B2U"8]>96TH^O/XIN@[^\A0H' @LL?%)9V"/,VM>PBW4W M8Z)4!=RB/?9')BQA0IVX9#-3Q*P6$A8,4U&]Q9,7,Q0B^N^3%^9-LMUDUPM# M*SZD*^\@2L,B^MNI8(Y/NIQH!0F4(>@D:H-/0&$3:U[TQ[.0]@!^,Y38*,!L M5_RW=QP#\KY#S7J.]3X&S4"QEAZ<Q1P6'$^!G"WEARM\9 ?-&`_ZK!T=A\R M'J(UXM.JA015?& X@Y668@+2^2!M9RF8=7U;6418TLE9>4 7R>LN#.<6>M_[MX9>4#M2L\/N_YDPRF0M.]_WY'33 P/P"/@.I_\'ZZ0VI MHZ6B&Z,Z[T8NV_L'65@5_S6:RI$KB7:MN?9R4(E@3B#PJG+#)\UV 9IMV%3 MJ:D2Q00A!/-&0@U:IW/3DCE)7TO):0267.T =*589S1 R&MD>1PZ"?$)-?6I M*E_#@=C.5+8E]5N0H?4]W?P((.DVF$#FWEJ?.A@O-X%NE]R>8'&FT_@UJ0] MS,OQY#\J(0M G^WC25LH0>=@K9))I8&TP-^V$/ M@1;CKRWA%6AT4+&4<4E+[D25CT6(_Y+@P->T< G=D,3EIRA[3P$6SWR%67> M>%%KX+L4-:"FIJ3D&MZF4,,I'WM+V=A'BI&,3[*HLNSXV=<8]W(292B>0\ M>/_8^P58;B.WH5R57UIL_%>]3:$RTC,2$/#,N D/N G<1<*Q9=3WSGW(E0:/M/W%!\V&- T%"ATB&*60.]^T!]\VSF?N*WGEZ57'U4QQI(K/8"'_QKTOFZ:IJ M9STP">>]@,_&W7RXW5Q58/9OY QZI=SRV3'NI7!<:I/ZQGRBFQ5'P3-J*)L1 M-0'T(()=N6T%!W=HMW7W[94EG(YE"7LPE@?EF=SS&,Z; ==/.B0$E:-UU%;0 M48DD'FMJ4NY#LTUK98)B+8*Y^`)!.?ZT:9#%?/)M@1(DV0Z4[,Q,\C"U:1&F MAN$@3H]ROA6S3CO&*L$*"2]U4^]/82! \+D/(&;ZQOONKO+6O^OK 96 M-]34X<4MG\0*5%=()(*$@(*I&2256T>-)*\[#2DL.[DK[:[J.PG%@++WS'1[S= M"AE#G;0;XG]7"GS&V57>6.XK_*:HS/,5F@3.V0G4N19LX1V.A_*ZOIH65TG M\<0P0.DYH3%HG"!3EJ,_0S9WUH<.,:L-U7'!YL0,MDY,/&13XQ)@Q3ZZT37 M(/T^B10Z6A/,BI92-XC$V#YR'KJP5GFC_Q^Z(@5Z26CFX/2 O-?:IR\MWEVP MK7,N:5@16EDJ96TPY-1Z/E@S23ES>.',_*F\#JE'#D=E[\=9QRQS4S-'C==L%XO$*2'I3MW;J? MLE%;,NQ^CB#W@9O@S;Z"+Z+Q2.05NNJ*NH]H6J3^(-.EO MTLNHB4//:.6Q<1NVPWE"?(.3N=',RH$@'518YW54IBMG.OD\0]9[5@/9\A9_>I5.7B)Y3TLPHSR5- 7M'#R RJ/+^*>8;K\A-NI9VBSY-,+C,0F!P6U1 MN+%VQ\'@B>;^5PN'GC5;(BDQ_F;[^Y.E*SQBU?9/L>M] M 5=8C7!E.U])_M/ D58M8.EQ99>U5=ZP^PU+.N&[2"0LT9 M0]WB%T#Y,=X+7V"L=ANM2B*,Z2!0 D9K.E2@.4]G6E=!UC\]84;"D,IY/^;Z MY(OPIZVMIB#5U]-OE9W.T]R@D<9($C)K-!2IO3?KJ/4]V8=:.E]*Q\T=\E!O M#%B-EVZ13!>K\]X]M:2Y];3T1FN>PY ML=L0M"7/=D6-7B(8.]W=+H4+0XV>+YN6/D",FQ(\@NVTD;],X%!)"[*=\4TOHG,>'@. ^TPI=O)EK M;***DB#[>) C(!#=\]B]C@_@Z(CEF$CE]S5I7E\##*\/UTN@8!>F)&M02IBB M*>3Q.:FH2Z_&DL26K?+V!>H#"P^9 T.UUVZP?TG80.XR09,6G,B6S92OW& M-4YO(QZM[W1*T_?33N0T -;9(/RC:.JGK(S6>GG'5R*K],)1[1)T5=P?6Z(HM.5T5LD\S- ME9QZH[*O!HVBE*P&+]DFPFIHTTL9N<(OLMS.M.I[`MY8X\-V'"M:.@NJQC;* MA2H3Q*C'BBE5M;VOW*1^=(KU_*%0XO1<*'"'5I%M*;6\Z4]-A]'SM&W3V00"/+<]R0=^2M_>:>VX:!SV?:EP9Z>3NHR#_40N#^59BM8QU.1B>(/]1A5, MBQX\'P M2=(0]"FS 8%4!KO[5 W!]LM7!*6&'<3]2V?:@>;AG4*%2Q+2I^U4^]/82\ \+D/(&;ZQOONKO+6O^OK 96 M-]34X<4MG\0*5%=()(*$@(*I&2256T>-)*\[#2DL.[DK[:[J.PG%@++WS'1[S= M"AE#G;0;XG]7"GS&V57>6.XK_*:HS/,5F@3.V0G4N19LX1V.A_*ZOIH65TG M\<0P0.DYH3%HG"!3EJ,_0S9WUH<.,:L-U7'!YL0,MDY,/&13XQ)@Q3ZZT37 M(/T^B10Z6A/,BI92-XC$V#YR'KJP5GFC_Q^Z(@5Z26CFX/2 O-?:IR\MWEVP MK7,N:5@16EDJ96TPY-1Z/E@S23ES>.',_*F\#JE'#D=E[\=9QRQS4S-'C==L%XO$*2'I3MW;J? MLE%;,NQ^CB#W@9O@S;Z"+Z+Q2.05NNJ*NH]H6J3^(-.EO MTLNHB4//:.6Q<1NVPWE"?(.3N=',RH$@'518YW54IBMG.OD\0]9[5@/9\A9_>I5.7B)Y3TLPHSR5- 7M'#R RJ/+^*>8;K\A-NI9VBSY-,+C,0F!P6U1 MN+%VQ\'@B>;^5PN'GC5;(BDQ_F;[^Y.E*SQBU?9/L>M] M 5=8C7!E.U])_M/ D58M8.EQ99>U5=ZP^PU+.N&[2"0LT9 M0]WB%T#Y,=X+7V"L=ANM2B*,Z2!0 D9K.E2@.4]G6E=!UC\]84;"D,IY/^;Z MY(OPIZVMIB#5U]-OE9W.T]R@D<9($C)K-!2IO3?KJ/4]V8=:.E]*Q\T=\E!O M#%B-EVZ13!>K\]X]M:2Y];3T1FN>PY ML=L0M"7/=D6-7B(8.]W=+H4+0XV>+YN6/D",FQ(\@NVTD;],X%!)"[*=\4TOHG,>'@. ^TPI=O)EK M;***DB#[>) C(!#=\]B]C@_@Z(CEF$CE]S5I7E\##*\/UTN@8!>F)&M02IBB M*>3Q.:FH2Z_&DL26K?+V!>H#"P^9 T.UUVZP?TG80.XR09,6G,B6S92OW& M-4YO(QZM[W1*T_?33N0T -;9(/RC:.JGK(S6>GG'5R*K],)1[1)T5=P?6Z(HM.5T5LD\S- ME9QZH[*O!HVBE*P&+]DFPFIHTTL9N<(OLMS.M.I[`MY8X\-V'"M:.@NJQC;* MA2H3Q*C'BBE5M;VOW*1^=(KU_*%0XO1<*'"'5I%M*;6\Z4]-A]'SM&W3V00"/+<]R0=^2M_>:>VX:!SV?:EP9Z>3NHR#_40N#^59BM8QU.1B>(/]1A5, MBQX\'P M2=(0]"FS 8%4!KO[5 W!]LM7!*6&'<3]2V?:@>;AG4*%2Q+2I^U4^]/82!

Y7#>TGVKS:TN.9"MQ(,>-O,Y"N>;2DKC]Q5=T M73-H?5C9""Y]BM*X?LD4XO'!&/)O(#/-E/<"FP B*?2(Q1Y'P7Q=\91'85 M2>@%G/69B'PDQ2[H00)3"(HSY6-C^LP H],^MN6N#M_!$+YIH M1@VZA\E=*NDITVN*T5)(25!]UYPI€@%Q^IE&*%O!\3"CX;<:M7:L5XCM83,U M%>L++> XC:&/[9E$UU;FY2@7)@AIOA#USB"DZP"8/LT8/-X7Q;69!.$AE?F>" M\M2=%]BKJTQ.2HC)"]UM+1B@!_7XI1=QG46]G9)Q)KQY6 M7F+KD/:9AHXSA"FGZHR9XPQM8[MK&1NH:Q1W:,LJQ2MT$83#T'RW&F/,G[IT M@B(3@1EAWK8W:=SC^#R;STI7\(*FI\-MKVT_C:F,+GB4H5-%E+OT<8M/2DJ=\N\70-*+B,JFPPAX%:!B,3WA##6BI&/NOF 1$Y&53+CTZ\>OJ#0>X!\=ZUY'1BC, ^[-W+!{.6>K MJ=.)B/+PXEE1*5\@KJI*#6$'G@:T1Q$:!VMFK:+C8A3<)GPL#H8L$?]#<\,C MS_W=3T*'1?M/I7F>XX'+%@A,C:,47[\W^;8/ ,(@WAZ>^0!15\Q<8*D-K/32 M?C#P$EABZ95PN/>:B&-N+ X1V-U/)M.*BFXLA!,_ED&F]3Z)06H4-5+9{J-K MUM-.>FP^LC>@B,5#^O2,OM Mf;',`O)-H'X,9]0B VX13';KC%#2V-Y@X?;[Q?@<@<+9L)DD<1+0H.0E7$ G M15R>_$42D":D$P$[H8DWJ[`UWMQI5.-D#*+,H_*MAH!$_HKSA!OT)31HS*"G M@3R*5L00V!DYV"F Y0-++;W_TR EM.6N)@M&G7L-#3/0#P.HN(1%L!Q%7): M:GGLF!AV641LVL]M!@-URW)GAYJ98KF2GPTIO 6E?%F9RN"ZM:40A..DRV#H M^$#-5"MUM1&!4RG&'?"5=P$+-!2,2K<*MF&P?9$N M%NB-M$YB\"&+2>=:;AMSUM#K4[.6M>IL1-?$"3I7SY2-X M%#^_+M2WI5:S2-X;EP!$17MHN4O9>*"\N6S+68%CR>_B"64EV5U)4PVC34X MP<"$/O?.%TNCTB#& (8+2R((*487!Q^UNRJ&JI?Y:?[S(K\Q/$10">XGPDN>Z MR49X*;&Z0,]+F(]QEFZ]F2G4+9=S@,@+A2I!R0EYA9:$8T1OQ3MMS%^;_/7%F+_>@[*L0?YZ7VSBOYC&)Z\0V3[-M2&-2K3-EC'45<@HF6_?$\]85++;W9%U [OQD(15VM8@:C"$ M<12%,/HBI/;*#-'<$,X<\3TH"V14+S_0SM+-YZ>P&<!]M//D#@G*16P1 M "H.M2G2C!J8PIM7]D/\"4.SC54Q!!)5]D6S0 8G5_46,!Z^>J@:84.^B3>WOWI4^YQ-*@1^'OL2C2$5.K51E=[Y*<<0OAR,,?(.M@c]{.12U5&%*=@99DIY33V%.:.!HV> VA1GM7B_0,$"@J%9TXE-\JW7+,%>E M.S'+2 T%WM?INW/<3WJ-&)I=B8#Z7AO^/YH9G]4Y*S,-.9)0+6B$\CEG-SVK MG/L(9Y1![GF2U#HEZ!S@S!R!OJ-)!0@W_"3P@L(@?W-3', 462%=?30E9SL: MP92QZ?57ONDI473'QIPS'K..:K_&Y//&S>.(_;28OW^!(}AA4X?YU02,4@%QJ MWL:\%;P.;$)-\ P.<.R2OZ.V.5,.E?KFQ8.>2=0=K#U+0\P;_PXOK M?J+5$ZMFEUS)9< @$GL:R]f.NMVEB%3VF+"'1K>4)!MVIDBUU!7+XG#]0I< M+TZH&#=A)WHB!,P2 M9:^#0MHK@.|*WC9]42$#^!DV.+,5%4EL5$;/ID#:LZ$MF!]F-U6_ACT*1>&Y M5^R+ O&R'1=6]G@DWZB&9Q) 3PWML3%!>GGBOBFC1V%HH#QH9:91F'.+9MT'!Y5KP_LDB(R:TQ/[3-B,.*SD ADK MV1GC-U)78%/-F.C(IEVDA'6W1[)->G8(:=]W45 3_&WXC*K|&4(Z_GM0A;Y M@N1X9>WH%WV(&EW*#B5, D4,!G;4WF<"A$R]I,G0UD@^.^.O/T=ZVS!B5*#B N +*L[:W]!E9.1P6U34*RR8)S9@_R0D>"T$:,# 3";'8SV,BSNL+.8*&DP69Z M"I A)D15[_]-9^D*?I5,KO(&D3G\#:MM_Z$79U6E7@#;S!5M!%G:X2N#JP=ULTSF]P@AIX$3SIYQ05E?GU-M.S FX>^_*-0"_-11THA_^G\FWZ&UXK""YOTU@O_5WV^OH%1)X#.#]H$ZN2.EYL&K1'I]:XVW))1S#%B,A\)PEE_[SS$98\502*IB6I5M@) M35O2A$C6%$V;T5C>|=?]}XRUQ=@F? AZ2(WRIT3&P02Z MPH/UDNL7F<" 3[A*"'- 3*C1:V75)<@ ,N=>2^57XKO#"K.!A)-AO=!B1- MNH/S2N_M4 C/8%#P);F]B? @9/&X5]179Q/<>UEXQ'DSVESR=@E^@)IL;G' MG[RS4$FDV+Z0?F6-\?A-+>YWZQ.*UPB%"$+GTL+B>\5!654V/V -2DVFR*_5 MM*@^6DA$^!5U'@BS9U#3\Z9;03!&7M-P.,D"TZ&V37$I;Z.4B&DZ0"[K#[+W%,&%UZFUOHS"H MD-7?74I;,;3(M,L63A(#.@7-G_LRTQV7UMPK^6TMGHAN,&IUES;57@A=M\0? M?6ZU0,N=3,1"IM/3K]SK!.>6T!"5($N(7;G_<>+Y=0@GZ-KU"I!,D+[94<#$ M5:7'"I4J8/)-%WU$V? I/9V#&|.;+,EV-V>J#3\W$ MT'02(4I'P6$#W8H;/B\71L5Z4>0AA5[-9M]Z(NG.U M-7=E\:<7IOIW;B/&.E.(2Z3&$&#]5*."3(H52^PS MO#ZJ9(0+@QO9>2"P'@D##Q-.&=E=\[0^HI8+C?R:2)R&%6UT02,ZE3JTXB"M M4UAS8>?!%##H_G6K7FH;6K,ZY:K$],%*_U1 7.N:T')%,PIF$@+#7I4_#RXD. MNKM#I%_IX4@0I,{QE\&$9 E;>@S;1K80/8DI@$+1F-?0Y+C%S3.Q9=Q(C4I* MPH[TO(;"G?C>IC^:?7D@>%+)535,*IU(W#P)/+18 .,ZM^W2[\B3T1HR'V * M$;RR\=%HA%*2??:EG_T6 $.S9 +UO:7AAIK09N-Q.'F8C#$:+FO*9G@SUQ\(M51R4C=E?Y9SH=W9'G2-+18/QO?)\@?Y)UEO:,K((K9"L*X[0X'S$_L$:R0KC MRD1E;-2!I2/MJ02J^K/OCWEL)L9/2C%M)T8S-7B MJ'!S5N:W*?PCC+<]DL8G+_7RA<[MX8<0+!2)^?$%K@<4;V O1,L%=WV$E9<5E$_L)ZLH# BX!F_R?U$+1&NY^Z,(^-/ 2?-ML')%,I\]Y:&/D.1P6#^^&"7GX21G ME1)^6L0KC>0TKH)L*< U5(WVK;S_@+^,6[: QYW..$2M^S%D;A<)C?5$ITR M%F"LCA#.-U&+AR(>"#[DO*5_1.0?0Z6,JO0/HM%>+|_H%(1BCXCT+S3:<'HV MVT&YN0..24H\^D\F.\"PE3)X.VGG77GY7NN^8K*.(]61MWP1K@6\K6C*!$\ M5M+KT2K8K%&Z;5?<;B/N-@6'+3Q?CI.X-IUJ"-I[&_?_ZW7C|/K^5,;TM). M4)U+]=8<<3>H$*^O<3J M.G/L%)\WE,+U%0WY;76@I3+G4'6#?G>TL!X=Z6\CL(%)GFA>X@M;..>//">_MM%A[I=BZY RC\;1NI24; <@+!M34A)P&DL.39AJ9A/R/O]&I*]/7K]|@HH6= MWIG&&;?P@<^]Q2/9NOBT=6KE9@</JP>3[%/VA!B#8%3C!NW=:IHUWTN(:/ M23[WI{J;(.MLA8:$6A(61U;]I:04## (=N8T+BG#WS:I$]C1HA9 K0-!PRLS-". MUV]6S%(79_*RO%D7Z8;Q*7I=%P*OTK,JQ]W=!UVJT#'J&49(MI*G''=]'W8] M5 0$P]=Q9QYP9V#9.V8F!9VXKK#Q-FH(^IVX&:F7(O,DLGYPM#W:9VT0,&] M]"ME(SR7M:_^QXCSRG?#:I'T<2@$4Y#Z0"IJX&Z4C8>5#9-Q8,2FP.Y*F8I< M.V S6%%L$;ZA7&7'L]&==;G&.!P5;5<+-^"V\>$\1&T=T1'PB4%]/?,86$< M5Q1XIY%AZ4M7C-O\>-L3>9K=NR=W[!WH\[N7SRXNQ)$J#,EFE&4&BS6;?J"L$'P?)Q@CCXX\GH\5/^ MU10!%N7:U* [9=HG\."M8AF4586[S6]_E\'/OS@[/N6OKO@%U/,J6'S&8!)4 M>$34B?#R8ARBM|''L6V'"#.=WX?JB656'C6GI[5RHVC.4<%)IY!2$24C ^9; M=L<>26-.(*=5C1#? OKD46X448MO#*W78",,;A# 7:5N<9Z8D-CC/78GH6Z5O M&O-@#*$X-LQ29BA.HP1-8H%DLLHQ^BA!S&*1<>B*HT "=HAQ.ZX7F8I<_M/G',2OGOI0GV76F^)U1UB7^;OA_QC^X30BO\,XB3@-C>5F <*XZ9- 8VGL! MKR%$?T* \X^)15H;DS[W=MI[E2O<'Q_YXD3(\\7=C;!=R]+0CG_:?Z>/)N MG;N%XS9^_/=/7;U>;F* /29)H_QOQJ7BS#C***Q()L91<;KTWOW01*#_?>I M&0#F38U\$C5WJ;(=4H^0G'78$ [7"GP3XK<*W!EA#'A]1N<;_H68%< MC1+&))Y)*X6.N-)]T!V3$*R%M(P. 8U (U;OP'CV$U0#'U28=G,T @'X-4R M=_/):Y^/>MD37CG1?A*#^Y:A;DI33>M03[M4^$6Z4I=2Q0 ##WUP1*!\]AB/.RQ*=MX5<\)Q!H/&.D6(+D(/G;J7:"' MWP0AKE; R[L> #\;N+"D"(9L!!ZX. [YV -8X,?+ -:B]S4:X-_ MAHOQSND-#TRK)" 330RYQ0@]V&;S]AC>;;F9UGG&'9D1,%('$ M$$,D]G)Z9F]RX>6?*/5=VU"S$%]1%E"&*7+A ,W4PGU33GYTTSHF[LFU5U\@ MY TE"3\ #J1T6PL>0./M/1!(^1+A%F4,B/C;$N\!AFMQ918I=(4: H_$?205 M3"N2UH1F)D@#!/(LUS,VVA.#"\D"JR L3534-:,]&8T'F]J/HNC&2'?ITW> MQ,23OG-_TQ,)EL%"J_S+X%>2\S#67KPRU.TGI M:?K'+Q"G"\'BU!>]<U#[Q^/Z]M:,T+#]=1RXC0@U M$ZZ1)%0E"-+/$##BU!:BB6()$CQ1OW?YOL>F\P0DS#P,ST92#5&,GL/3-]#""]H3#K58\T!5.5,B(IR:%G^ MX,BEB;X&1VW?K>I)$I1(BGQ*<-"3YI'6;10$7(@MD)?O7R0:+!RF*UFC*AKB+/%<)X&S_DO(@SEI6$LC M5JF&455 CBDGPD^1 ",:E MUD"=HX%$U"X+) M89U@SF6!V-'4,.6#^:",*+6:"$1QGFVVFK(]%M6O;=/;!(.#QH[A4PA!+IS-* M3#)26=VQN\Z@UN-[&)@^N=N2?E=!#!5Q?QKC=;QOK M#4?*R+3 ^Q[F6C,\3Z_* (W<6CA/:0'AYPUDB]!0 MHK%W#.4.0X4??"<3$CC-P=\+Z+'ACJ':62%9NV5]N_$F;RKQ8=C8)57C'EQD M$OPT@XEJZ@2D;48"C#4_K4<=88.[L4_):!SP1-#,/XE)M&Q'#IL-<8CM-_M'M$_M=\-A@?.8K>F4 68W\2)#B8S9@0+SE/"QE("Q^+35@1&TR(A\[VD]>+ MAN%WBL,)4YMCCB5OF JS-@41WS,ZNCCCT:P#FMDU)E(*3C-:[&W+PV X%2E% M$:+BD4D#>:6&F.9JU6(?UZG7=85S-N%L=59+R(F&]^C!$/T4+B"BJJ/ M3RKXG($/A4XB1Z=/LD69>Y0D'RL%/G1+#M3F/AG[^/8IP<4U\,RN\O8@]80;>$4L'4YB R,O!;UJDT<,_PE_(MZYNKJK9A -;IOOC>=GO4DEG>!%0HGJZV85AJ.D'15%F.ZON6(F)YY)55I4 MA!;XBP7!79@DT-G7A&)3K;\"G.X_';,A0IU;/2"?H;\KBH[GYL Q8_K>\5U M9SMDI,\P"EU06D8EB(O!+!58"#'+",MS7=8[$C3M=WSVC:4)2)@VT8GQ B,4 M'F,0*9+B2+IJ>&VU8OQ$7!%$TBVS:L4ZWYP+Q_]$28SVZ%7;-4XFR).$B(;R ME04S!$54>.]4&NVX/"4SO&D.#{'LPF$FZW0C..#(SV&C?LIK3'D _37X]DUE M)IU,Y1$#/]=2!/P^H5^'K G=0B"=RWR:MZQ8].U(GI@ASZ@K)9I+PXR^D\@N M\(F;&(QRIE'SJI(5E\ +4M$9\U?]D,H9Q-2Y3TCUW*&K"SU{(>,Z379-JL< M"]5V9Q%5-0HGCD0LN&I/%/FT2Q:-Z]fU M-H1G,=&T+]D*AT9WP^Q.) PKT%H0@IP:U8HKE0LN:%9SUN%_%YW4]ASDP\^ M#$40LHQ#DL"A18YQ(+SN (MEU]F[G0HX55 GFS$@,4#U KND >1-XS"C$'&]=1P]L;]G"]]O@JX!RMR D?L\<2<(SM?1(541K=1$>,"BWP8]$%-7:.D@PIW>$') M906R)NDLL9,&5EEMW$65(@]MSX(2K@V)0M^-D4G)2\52WTF1'B,,9^!]"H4KS9^\=LXJXG.&B"B01!Z#V?Q.OD-QR MZS=Z';1,9*C,?:V&CTFHE')8@&1WT;FG*!U.(GE[V-L6(09TV62=H;?UN!5 MU-V_"ZMI4SA=H*X, ^29(-_\^0+U9^XA5VH$4EJU'"'"84=3,)9=R.:LT+SS7(%;[MZGMQOOI5"G$=^AKH+ RO&L^?0:?U\-\;V$#HU NZ20R)0U011F[+B1ZSS,LH*]8*%IS)UNKX]6K#CN1Y &. N."Z@{D?F,,/7) M!-)S+4XBD!D"^W+LQW@W9F@EB-(H%$(34XM;4\ 2-TM),8Q?PWR[Q &+5E?< M+VCNVYT3I7,J<9_(6I-=-#4[9GK*Y+196 M'71? 6[!#F*4KXK+A71H*$58K'R%4,<1BGV:^D;U2WB=29"R^1Y061OD)$LBW M*LLH&1EV$QR8-]7UV7S.A)_-E8(Q5";R@.*/;EL&E>2?Y+9L2\ ML@/%.TK)S0$]?,.86;Y2WL_'E/<>C.7Q4] [/8H:&R-.64E-<'B_PEN=Q-3[M?]E[FTR)C>Q*]*^$O9'&FC;(.I*];FCVS$I<6I348C\N4_8^(@*(3+ 00#26 M3(9^_?@=]=_'K#D1F%IN=EX#KAE@BTU4E(NA!,,/<;FK;J3V X_1 \FE4- }OLB>)E[<>!EP7V_F;+2'E37934] 006R!Q'P'M^$1R]W MU04=1=D$-.^?\0A6?3"2$ ^6'ZGXRZ-_*I[&[U]W>1U?^]H:6_PBE>]B MP@PR&WM]P>;F!$8YU<2 ?O29P2^ .P0/2OAB741%M[1TY;]LKW9F R?.LFSC MW_A<5CDM;J*,^9C7!S^RZ8X2?^;NDC--BFB(EB4YQL?L>K.EQ]\+!)/3_WI M3>Z!4;]'W1ZAJ:?EL>Q]K.9Y_E=D7X>9Z,_]6^X7Y-R45)Y*]MKV13:U92L: M;XO5LUP<+Y\NIC]:[EQ3,$N>2]AJTA\C-FH@?'88F]NLJY-XEV3R:5CYJB.Q MEKT.RQQN1E4EI0[,D^N,N'O,Q#G?EYO<-Y 7A]V3U%)54YB,6@]/79O&2\=R M0EK4;^6RJDA;5)>5LDF+24[GEE.\ &;&P@XF M*G$[<,N0W6\4A8^HO*9IVA7\^0)C>9"+[9%S)A1CJ']UKGY7:E]V8I6F-MT8]N'>]>D:^E.8H&GH M3_3'8'&(T:5%C[LEM^B//EK'8>@H[FGFWX@X F)";?EW7Z&%BW/9=DZTZ89 M-Y (*=F0O^%Q)"KELNO#[%K--0(>&, R3MQ^'FL%]P\A<0RKUT.B?.MQ+%9F:?E$!;H(]9_SK-Q8/_- .XG=Z;KMR-69S<=)[S]<;QK\XL+[)0$##& 9DQ66MZ^7Y2 X3OEH!BLD&54X$)I397"-P#T8_]$'[+V M\1>2U]9+CE[,=4E%O7%@Y4D4,@/4&DDVWVC"K:\2IS M;12NG#'EZ)QE+A.Q:'+9Z=U6S&T?,354*>DJR]S 2R>*.]BORR_ER#4Y7EC^3 M;GL9VP77Y64!=3*>4@13:,%I8C.0I4-=2TK<U,6 M];1B/3PGE=FP4LBL@+,8&X,4>)Q9&-3B'IB/EC?,\ *\CM.4=MZO/RNUN M^IZ"Q EM,G3:*&XD=6VJY[VMI3DPP:WA L?E9@PHA0D.C$;8;NZC-=(4O$A+ M3X*L\5>@L;6BLYW% 3(96INK2ZG(DG1GLQ7IJ8@'%N0S]9[,%!]C0{$IH0= M3EXA:A1GP[*63_\S94&Z2.GN.K!+0N9EF06PHO#K;M'NRY^$2>%S\G7'40% M^.B7GW\DP;<4YWUG;MU1@IF4O^*,I&\ 6!"5EVV*V8O*FM1M_:+NO;W61AP5 MC'1&<"'M;*0P>X5\))/Q'Z7M!0YPHZ#RG5&ZY3T1,8QQUOZW@+G L/#1D*B%623:QV1+X4A.0Z.%.DT[K9*Q5L K%Y$73;)09LPAO5EMA!26I6V(7TS&4 M=@MW"L_4QM1ZQCH:FXZP/7CI.)2+7]CG=X0O<2"""FE(%4<"N\|\15[580# M^B:"%-EX1- B2=*4Z#^$OA=,X;JR8LFK>,9\Y0@D3LB#:/$ID5\6#%P]3_R]OZQ&H?^38 M(BYH-1O,=V:,ZQB)3#;T$=QK+|\%C^6:.1>!8/|=,,0KNI8439H5XIE&PO4-L MC?12U3\8:1_[P9A8T:%P? X$QV]DI.=ZM[YUJR+VBO#Q_!Q.3Z&S*I16\U 4 (K*X@&*%IE3'UQM.N#[@%4/RCGZE*X%L;_\/&E,/X,QO^DC.O/O'Y&R54/J3D6WN.>?$:?I!TPTYOK_&Y.XH3[- #BZ%%DRX\)J.B*H#O=4HSS-/5+1_&B@M%+'BG& MF;@H0(Z\%VOYAQ?%?LM1ZH#+^+8)/QM;@&7"?R M&.?=8\^;PRI_AF0U*,"5!=:>4J7=52P^:L\+_C W7{J ">T'0K[HO4C"XU>L1O=U2[6Z$,KVP MSH9W)WDTZ5_L$,%19,:M(%,NS'(2EHU"_H2BJV"R\;8_I>;&*SI2*)-_**5$V.9+|PW$[N2G% S"C:.H13"")YUBRJ&:U[LAQ$Y MWLE\6O\BW$3G#8;;H-SQ+BG%CP7!JS<%[/N'?$:O.1ST-C=$B94$98/X\(B MV1+6W / D&@'=?-AR^S)C*;T3333ENIH M_]WFTEUZA0T"_[%, (4%@8I64@AVIEASZ+1T);>=COL@Y^)?E)-(-PIP9E_6V MW+VE'I"NTD!LC3..8E^R5@+1OR&2>_7\@O1YC%CUQ@I"}Y3TCECE1$."D?I M/;NILQ<=T? 8S*7^:G|\7$7EIAQ0WI1T(^W.\H=N%KH?8'X\>08ZRU<.8 M#$PMSA4_%"_E ,V1#G>$B$'7UDHRR78=!)>=61=ZI,>Q62.3+(P_%;/KFOX$ M/U$;568I@],R<=82JV1KEE:ZKLM!*P!\FH3C9FBV\\3YC5JD*^P^HC>G9]9N M"S#5G^#-#W4=R=NRK+7G:GL)!>DO<9'Y\[!S&#\'U'TH_Y)+0CGS6UBM2PQBG M+Z>V:TEH[8"G^PI/8U^">+>]>3&QCA%QK]#HKYN$W^8K\1:@0Y)D(\+ B:NZ3B MGB;'[,*;R7<*(R6&FT@,Z,K5NA=0K!,_(5;B/+6I3]?%"VI6)A%/TP-]ABIHVQ\U% W%7MRI2-^ MH"$6D;@!MES&H,M3W\4:72(I-8"+9&(&,JK].G]C41"@VH3UA<91[]U>;?U-PZ KMAW(W MED=6-6[%M"G:.?R8MZU:]8/B6V\!29?"3^6EE*ETE1@XL=)#M ,B+L0K"GJ$=V03-DKRR%3)T5 MCZK;_&N8(MK=JI:3\2;8(DK'>&5H@^ --%4KP2L]LT-W*.*XU#UVSRMHO* MD&.MD^E$!#)1:J8B22 !+/#5,$N,R9;<]4-;205)1X"^1@<6*INO- L0I%(HZQNIE9#VWR\T_&MNSVJK@1FD@-M(A$TCV7Z82FIAD1A'1/Z6 M_-!D+>FIE80A&'U;5/-9EM*EZ EJ0\[<A119_^9/F7J4\<80>!A2SI$(_"8 M^YHPIPR K1F+2+-SK^, <8;2XCB^%<2N,?W(IC#^#L;S_CO'W9%,C(;3NC,+E M.NG\+^Q8*YPZ4'OD,B8WA[=3?UTSW=M*Y301WJVE8@2X&_V&?F N8J4KUEP6=\&&E6\[6KLJ[*&H-R<3#&,,.B2)9? B"EI.+A&O\8,\5 M)NZ#:[Y)Z.A182,6QN!-HD^\6Y%W?N."7/+)I*9ZK'M*LN4#+B04=N^%&S6A M*M6D!',MYS>$]Y=Q!))ZTW(K*2=AW*PQ8["EYA* B:7/5K5CA?F-JY,N6P4N MM*9W(>:CBXW+++*ZC[#H3Y9%9E5D,D-7B]F4U_+P4O4UEB M7V_6.!69Z6W+KY*/(C"B\Y<3^N(B54B 2 QJ3^%M.QS#S2@^@N!4: MC;"QYOZ4ABD'69!TGN"MQ9:]7U=4;JW8":# @RRK?BF0TV2TK0MK+^)NU1J M4V-NE>MVF-MZ+,Z3@*4M#FQA?2=$3&\+3KE0E'4O5*O&B5=H49LF@5CV7-*4 M]NV OH4$B^\>E$*HV\XGM#(]&$VTEIWKH"*8K-!A*>=Z;M'VLP_-V^\S3M_ M!&G^FZR52&?XH_NZB#+ S[(OIW"L)CA4E GS2L=HA1#]0&&;7&G>Z-/S&NNL M*YUCA?:Y/S;\'L?;L,L8ZE!ME]@=QXKYD0{C?:$9S8BY0],3VC#^Q_DX;57&6^B-#R@HAZCD"827:,/1JTYQ)NZ-,#EYH,C]M:B1E/:\O:A, M*!MPQTGJ2Q* <>HRMMPP?D/$3QYJ]0ZQ2Y/19W19\RTIP#LN8=L1*V%0#W"O M_L@JHQ(WVN+KX"(CITJ!QUGM.!(#9&ZIWGG>]{7SRN#DU+?UA834U^2/;QW MN%=-EU$ N:N.H^2[0MPV&_VY?$V(]QK .BOWTW*O2ABO5:8U+L5W+J.\B'!A M)5?N':/"I?(7G1%"F0WJ1RVE<_(T=1O5E>)_6TL^2L]UH<-Y/"HQ ZM?.8IW MEOZ*J^: (/X]#IT35B&X2@KC.1:3HU?AS&9C%@8*RC+4RVB^C9/7,DIU=(28* MWA:W5Z@9722-PBFJ ,,,;&FTHV(^$^AU189+C_VN&7;50;@4).XEX\5]OO7(.M'-'3"M:B#?D3[(/QBXV? R$.'1E,^R\ZL=KC7_-9]V+K!+MEM8]=%C:I9I>6D@-M3S)=";?6+B7174F N&#(!*O^5@M?VC>MB6=*+WE=6?/D%1,W<-JZ_HD\Z-O_E M.?U;BAQQCF9VXM?4X.Z7- >&V$4<5Z0K=HDGH;LHH!!FUQ=.T]7XE0<=D!2.6 MX3CH53&#$DA'3V:E%9J/T>[_T#V,>`CC)6)PB?S:BIS[AP&Y5RE/3(F)U47 MT0W!\=WP?0G"A.5LN! <_1[F0&1)KYO,3_X0+FFW:.MWV% 5+6<,0.-71DC/2EL#Z'7*.SR-F8\>7<"#=-]0VFU M(3YYTK=+Z"+=%],:F!HV1'G%X"VZ7![(1O;W0@Z> ^269 MJ2]27VG83X\L.8%?EQ*4V EHX\ZR1J;ZR=W@5P\$CKXT.V2(+[2,.8=#YHYZU<-ML.1PK;YE$:4E\F:]19:%5F2:C$ GW+Y'S#.9.=2Q+%^),LS(E3^KG]H$N#LS M<@\=",)QSK'EWL5RRQW2[+&'F^5^=KU? S[9_PW$(HQS4:LHV(;/)_V!>VQ4I MLP+N)BJF>=227'H"PLW\Y&;I,UM1J5&N""-8M8YQ!!E';2!UZM'39*AFG:-(K-M)[*7?Z*?BQ@WI. M!@M/?2_NZZ!FA1MK!KZ<&\5LP")P:I!&0E-LO^_-@F'\AN>?XZB6;N>:-1/-M@U9G%>6B3E$8O2ZBQ*[/@$47$0:B%*1+Q)11&R.@@$%K"MH,A5C5GI/>HW6IF2#&E+12)^< H=GTM M8"\,#.S<(W8._']TJF8-G,\? K\$/0X0T"DTS2;<(6%KD"*?]D[PA#, *RVH MN3$U'>*->GUN$QPQ_1Z.\JO-GV.K.[B9B?V#[7/E&M@GVVHN]F0_\,89^DZD M>@?L/MW"3]TG5^@)4VYF1\R"WX/").#VH1@- <5_D_>=QM01M*DX9L$]*7KE+ M%.'8X?7(_)I,%W+^R1*"BV^WPLP/U>);?:R ^+NTXY(0=D.S753.3=ZS:E MG36%H;N2G52.%N9GG835[2_2:0<@1/7N5WI-BD!L<'UVQ &N; =)8")0CCR]X.?I)<'2 M"S$:O#0C*._":8')?GMBE)5T8/@;T71ZC1H"9_8,9K,M"3H@OP'6@DY]FO!3 M*[7-Q1X];ZR\%5PNUX.H;H4VH.QGJ=67$%?\5?V*ZA;K&RT"'"E2740GIU1]] M8/F;A2^L^%Y5N7+7OP?)$KBK>TI+ZK@"Y*#R=:ZQPA_8GL[J+,CC<9;#/:8_MSN31%YQ@C.27(HB%L<(>%|'-3'M-&UOY&=(4H1)=^?:(>\;MT@?^FVW#Z5(A M@CDG=A!WO]O?KM7'#]D&VB7R[MR+EYJT%$NOUD=QU M$H@+%\ '"+UF-.0F_/FK$?YAWKD)*8M%85/ZUB3]O:4P&|>.&!X,(W$$NJ9 M9-&E1FTUZM]>:M3/8"S/H$;]7&XW"BKF&E+6D(P&X;K3)1LHP*N+B; M\+M1LTJQG1UB9SVF3Z81>$LU'DU@>ULK7)Z6V_4H9V.62Y16-HN1_*ZR36 M89I0N)H1>OO+5$U1SW%9Y-BW%Z[!/:D CY0+4F3?Y%1X.7T=K\J.(!9Y<>G2 M26)S3GMPD$E2S#4N$:WPBZ?DA$X2138.9:I.OKMI0#QX4A2C+5MQ=[?]OZSP#L9LH[Z0Y.9].(Z[QS2-OMK\-3@D#*O< M"T< .X3T-QCFQ'O:2LI3U:0& MZQ#^B:C0N0P20\)OG/DXX$2Q6=4:YM*G#_!B8"5U5,9LB '+=BB]^7H%6KPKFI6V;T2?_,7-*

*ZPE¥C6W^+FM*IZIM2=Đ?/G&!+@8,(? M.*IZC682L#E:$.HJ2UQD--ZKI(0YPG2ER?J!+LC$VID5BNT B/^LJBWF>'0, MW(YK+^.<<-YZ#&O6V@=<AZ\!EP0(>,(2KC].4,L.]0]45 :X$E!><9B(N MTSQKTY92P(S-*5GH:7P8CNHM[>PF6])[#NRZZ1,?3KS8150AEI MK6JKG81Q_1CWFW9@"-*A.YE]D17V>>>A/-3HC4%)8;&&3@30I#@U!YML.\4, M>!-';8EO)"V/9TW")8'>\DE9%&F+IF8C%,RG#[U#M/4>X7+0LL(9Y(Đ?52<M>\#(Đ)IY\715P5=M4D1CH3(R(QG5EL4>$@;0S]33T8,'[U025/>E<%*BR:5G MDW:,.6/ K+'!FI:[[^IF&(Q-]S3YGYE7QSW<#\FHRX7ZL9}:AZ]9F=G[.OC. M)3V<1.Z:"!"9V-EN(*B@6]#$Z]-.N(^]D6)!=W%,L7RT;V(G'<7A-769V>.K,A2. M+K_OL\#:.%GD4(@7]VE*P_|\:TL B&;.'Q5[O&,HCW.0P4XE?17AV5OR1IR/8*EZ82A1 M8VLV?9$GLT_>"Z5*.W7U*P9.XLL [+5P^9?H$(A-'&N'-F*H62&PI7WX!SHL M!1$,#">[@&A{V)[95&>^ Y8_7XBSQT5>?/FV;^=#K-QJH!YO_@A[RL1@69-;MSA_WY$1*7LT]UB)4EM=Đ"%3>.2@O0M,BQ5>?\9P'J^${2$F&F7Y?=#+_ +Z8 MYW_SYD B;I1P8>]JY\/0#8^'OA!#A>E5O(DSY.YTB4%SHO:IE%;-)Q9>[!> MXHL0..(P?)KO)!CT/17DAWY'H0SF0+[5!]_#HEN)9=/WXM=9Q]-U B(XG@H MC B! !.\[8DKD%^>_EN*FP& T$@\;+!PX*]C-S4F2UOX:Q#!4YTFV-[^2RSK M5K 9B));W8_2TD9*#W=4VZS+*2IEO-I\P4{6]-Z?:GQU"L,%DYXFN3 >+E[, M8D&!-=Z&8+QC=NXH'&=+@5OTU>;_&-U>_5,S3H+2LV8^O M?XP(U[>8T/H0Y?;8<-=DBE\ '1,-8*097Y\S=GUUSM) 'QB+=$X5=HP47:*P MS-+(4^1!I!+8C#@=EBQ1!!#4]^(\7[I&P4=+5H@BZ5TI"*]$5B7E:RXV!WZF M=C8$%9 A85X01@F-TX.S ^>ZHIPLI)GV^C2GI/E]__'AT"C"%932#M]QLAG M.!FI/<#KI[0#]%%!CR/UT.FI\"Z:;SJO[W M8P ;D04"KMIZS\?JH:-W12;N/9T]2L_ ^H?/]-V>? @CI=\WRNU>_]{G{J9. M9]6"@QCU)DE0;@<V(!=EEN9YNN:855+.O2]*HHK(CBHU&VW2N%70U/7=^/3\\ MF,3O+C")9S"6IV;TOQBJ7\90N5HW;$S;SU:B='0!%/3 YS,-)6$1I^1W>{)FM28A,VZL* #7[8Vi#H.YQ MJ2Z[^1?7S>B'P%T@&3GASITA9O&W2QW(=ER)YP8\Q-"/3E^]CFS,OB_7)N M0RS?F)GANB'Q$'5&>7AV0F187(2+M!3$Y+M'E9H"=>H$2#U(ED M1%^,E$T[UCAG6$.\QE=^8'6A+ZOZU.F>!EB)O9??%LT>0,1 -<+51>:EM?>II) M#2O)=_=LO"S<$RZAD+5\1*H\+% M.J.*A2PM>B58B#OE[E9<[U ?F"%(9"5N+S'QP1XG61.0\6"S> M/N,9K&A=OQK]>O,Y??ZKMK^!+.A{3'}(DSNA[K48:01UC+!BRDH#>&]:(^+# M!+!?5O7?9OX%87LFZ$5'-6V!E,@3M$4]N)B43P=T$F\L$>$Y3 %C#OY'MZL$^+:DO\ (W#*%\6]$FO8B85;&(VVBDB1L93HP01+??XH8[5+WU#FY%[*U!1 M<&'7A7W*DSKUN[=7GP$'1'LA'8@0]9 *7+8KR _^]"74BYGU:M:/FFLJAFGC%D>=SZV= IS=]0TO.@9YGJ&*J,Z1K87]HC!$/6T7'-MOD0,%]K91"!K95R*JIL1.9Q26BIT.2.GH9@%JKA+MP.8MY!4&CWK.%*(NQSV M)SSLA.: GVK0J^_7S9MK!& MY;'61.6Y6+G8*ZQ/W&4<4?!OOQ-,9AT/I>*UE^ID)#[U5T]YC%F.S&ZJ*3**UW@ M"RI23<&F ,N7D ,,$)R>',.?"2[*B#75 (@O&I9X5AC.8]<2] MX4*1\MH%+@*>^BRWN]QO6DA!1M_6[:S8QD.2[OOVT8IRF()4R5I96<0D;NKY H]^33RP=ZB*7'%PSK.9E M-9XRW.RZGII;^-Q(!XOX$^@>=NWN[. HSVF(.F!;N3-_] [>Y8=CXQ92^UX+5 MV][#'-K+A-IDF,V#?:+ED>[-H>$Z!G6+7Y.4HMV=5@*Y0$3>_Y*&"XIB[^8P M'R+ DTC'&KD)"9I[/=1RAHU%),-,&Y#[LICOY[9SI]'X? O'$'L]-Q7KIBV4 MZY#&HSK5L;VXJN\)KP5L=8DXZMN!&>(8/*Q>IF7-BX3902)\)HE,0#&Z(ITZ?-MD3&^K.9[.8U5?Z [<<=U<LZTM.8F.9$,W7X.<+2*3C\#*M02^\ ]C.G]8X](XKZA!/EPI(P9C>5*6Y&?,@<'T9FE_/95GFHXQ M"A%8-CC]^_9TKI=;F8+!-*(%VAB+) %<&,KT0YI=0G{(PD@T MEPW+7%*44R0I(M#_8.*EN\GKP58HH#JL#-'1,/=RW;,' (SEIWW95MP3M3_S M-P$@F2.FFAGK^]T,7%-?R(:#TB8,U5)NZR.UH()ZU0?:RV&6A(ZDX+*5D1A_.M,48BXG#T?"R5;F!1&DFH<3NBX@,7;[AY&*-'K)F>+;$78F4>T4W8*.&1K[_] MZP^)LLS[H+)",$3,D +0\?S/%,&^090NLWM8ZOP[%F!U9F,E_&>5?-DS MPE1=">5BI"V#E4HF+6.J9/.TG&L!3LR363#F65ZQB-NY:;MD-V^N2:>2G15F M!LJ8?YF?2W]=\/5KLD,*L8YE'9&]2-B7ZBIC098-=)^2$POKS!U)(;N,F*& ^.MTW?4*2D>*?ST LC9%N1">B2QM:0"DUYH=';46.)DQ7T: M_PZHW?7696MR M,/7I#3MUY5D-&"3)R:+,,,9)T$2^>?BIQM,.G/ ,;7EO^CHD3 MQ&]O#S40UEL D\S$[N+\IX<@T$VE_*8[*Y.NH';P'Z[MA/+,T5D>-/=+]< M\KA/N6/TYC=?,5DVE8[^MQTFIQG,=DDO[UWO!+;C%-/WY MF%]3KKTZ'N9+>_RS6"Q);HB]}'H^\6]^+,[[.9IGLC WS5'NL\QI5B-+%V";: MH!G>B<+" <\CD6^.B55]QM5N='K<(P=+6(VRLKUM<0W"C/Q(=(7C+/@M_=UFK-M]^KL^-(#\=/OAF8KWHN\Y]F-*MM9/CNDT6>YTU[5GGZ[7^\+IZ2C82"I(B M>BK8@WM<<{FHI? D)D9Y_<@(U33"?L;_A9_H):28UNOW4EKLMQIM<|T^Z+(5"%-ME+BA(K\'&DA0I+%LL*7]42?)2%LD*Q"9T'SO>3K6I,A$4UHH2$\;<*Z,@:*$_V[4Q2IT RO*79'3T%TB=1HMT(TXY4=_O-M_W1Y|KKS;BX@I^^W1.26+0-DPA$VQCDY8E0=[ZA?7/ M9U(@4GP-V]'_!E?2O%T U9URBGO=K\6W]70^H-&2QIDR)9%<2KO50ZY>5ER+RH M.E$LAEBR22;HH.QW4%@9{=(%G133KA9A;U!0FXT!87;0$GM6SN7HHIZ1E$!\ ML4Q%G%Y&,6MDS;BX;? 8!"\65;3A!8<-6)-"1*)HE;AU)-G4;/5]XR64 MAV./YYX^#NG<:+>$;'T8_>XM1&!!H.42SK& RNT\8;=(>)R)%G|/PLX+94'7 M_QH%MK*2W7T%UO,!Q8<'G/O#!3CW#,,RI,"YYVTZW1!"+$ZH6%S+;Q=*VG;] M4XOY:O-MO0-Đ (8.TSOU_5M"^PQ]N,HX&7'=[$CO4K[VWZ*\W4RP@C)!X<4YBS&R_MZ"FO0C[* M7,L>WK'NH0IY/_=H^!8SE2HJ*3NS\)WD>1K_()EAUJ:$\8%IK+L.^CZZ MDFF%8PNK8LE(J7;&C$:K)K3.PO%1-+B MU@\9&D^Q&@K9N@Y>+'-T"@X8@S',=?01_PVJ=WO)%>+TDD1T5'EJ8!F_M0] MC7NNQA$2Q;5T"V08<&;&C?XV\%X82N<.' (KX)0?"8G%;8,'[%]"D-4QD.] M"E+=6Q>D6FK0O7S\J4?M2Z47!PLG! MT;A WH8TAYFDLVUUQ$/85OPZX:)JJP3E0RRY8=-!D=5@7))ID!GWN08(2UQ! M5=3CNZ!W"*P_S[L11@A:I|K9*[&&%(Z%-J\UQ_!WD;<[PYWCNEOX*? JSDGA M8%?75]C.X9*Z,H*&2H:OX-PEC#5N.CO#2X+C^VB,BZC,$;.[55N*T<1X09L5/ M/J<4A[S@T2&.:(? <8?,@Z<0SE-@&]^7F;X_&DA&"8I<6&MAE(-MMW385'29K=Q6DAY\Z*I+X5.'E. CV[JRO:Q!R.2U"4075W<[9S'2]BT/I MCF9,++>EE]AZB>)!0%E_X]Y6LW:<7P+8/8I6V%-R#MFA:O"C%_B MW[B/2+>TIB;U<^5MV;0F;#;DHTWN(7UCR"TNVC/X8M"\K<\TQU2[*3B:2FX4 M0.,)B]$@Q5D=-7KS]_V396,3E*K*(RP$-*NG,>Z]':7E>K?KI=/PXX>F[? >C\DW,441%.-I-5I(D<7]=C?(5.?^G[$@#ON MG?Z6,8TU{J&LCVE=Y4XC%]C&8]<2>W=:(^H!5B7VI@$YTC(QYY]45G] M_G#HD8Y@_S8ZP$R9KOWMM)^0*=$82;G5SO\^%F&M%\7;,,0'K\0YOB%IRE4W MQ-O6YZ#-.KCO#QI(IT2]*M85?TT7@DN(.I"[_=!/LP\LPX6 , M'44NQ$37C(BEQ[=U>Y/G5!^:7>*6[1Y,+'UGC/:.LA 692N5R=#V::N6R=2"[XR0PLAI[-)) [OOK8'0^A[0H MS?+K-]QHRIO5Y9W3[[.V NW<=]H(F2N+;Q(=H=^? IKXHW=R6XD9],YF.%' MY2CK?6-7_QUY-[N:,[?D!6""XOW*^\=VC7.BP@&L2-!0(34N!59129="N\>% M%#S>N_=M#]PTUR GDHYLC[#P@<['\,O4KL9G%P%B/>P:IJ>VE]A!1LJV^9/ M*+06>3NWE$(QR?@^_.DP1K_')A,^0.P1CE&6N6@BZ;>79YFU?@%'+2]CE/.U MY6WJ[H:]T*3IT.,"7 ^J@".2Q4=#DH E>N>:.&B)D"..;=RY5S\2+5BN6L\ZC MTO0 ._T@V8RB<@D^)HS+GD=K&QR\0B F>@UQGB0)&@%NF"*^*$,4J2#2FF(+ MN]$&;K$&A!"FC5AKEQ%R"B8J^_>"D%/X.Q7?4A5J2?0BAZ4]+O!0>\/#81,2(9 M#:MMA@^T?7?-B=Z<%_!7FTL$1S-F!$]"ND0&!2,)K"755,D]]@G&+A34[>5 M?1P!$"'"A)DQ.TH!*.QOO24[$RK^.$BKK8[!>\R_=E$=*L7+ A$52'O6FIM> M8&+JZH5DJWQTILP:)3LOQ.)\G6"?8B)>F"ON257^7"32&P) M<#4<5@+R%.X MD#BDFJC8=MV7+>>>*#$H0]RA?9WA\V"X*V>,;*MZ2=L10QJT4P4V+ M<@#DAAW[? F#F3G)7F'S.^_%B+0'2S:=]=H4, ^]<@X9"H7+U!M=S:U[$>5 (K,NPO)? M$[=*#W N/;IA:(N45,U(-&$CD?M7P?*0AQP,RTU?<2Y-/6MZL7"_#*?4OW8V MSR0DR'T\B">5-0[D9#=2A)1MCOGT!I,K)/\8(_LF24F@F);M:T>1@U,?GZ1E M';X#.Q0.,P+H$<:O< 9)?UC@C9PZOKX>R+36.9^15JL- ;S.&:+Q$Z:(S$CR' M5YNOJ*_BI_* ROX=2GA$L;RA;F>T[F,^KC.$<81C=GNKCLZJ8?+ M^?1%*^#[MX/IL2UR#3G7SC-F#4V!VCP]07&]-1Q^E2U2T7B_>1@5TUE;JV[#!VB2W\>QIB MW-!)$NC%(]$E52T*ZCM+5Q@A0"'1S+UM=_Z]XM5G-^994IH749'\CMH,)% <-M^_UT1W>AA]63M95^CDZTENV#GH'I2* ,))IVU+Z&+)B=!N;&#N8P6-7@@[6B MZ'Q?O/BK<;_>U'RQZN0)BSM"[7FT')ZTL,@M3_L.,/TIO'$S MF?:,WV4RS%U?U3'CMRK:Q55 [,)9F8MP@\XT+2?X@)],K\ MS!HLG%8DKS@#77(26XVUIFFY@ET5S R35Y#GD1F:[Q^@SR1HE6H>6:BIM-+Y8LQ)/T9,891^$72ZE.V M;?2O35XB,F^_%I/!*4$5^9!V%+M-+$< BD&0#JZL_D82AN%R1TU2IRRJFJ M'GPRI"C6-)OIJ06'/V=U:VBZX3:,PG/'0@@WO5='=.0V(C:.GQ["@$4EUX(MGS0/,'UM>5>XFB(UWPL//%GXRJ'2P\060+!8*4,\A#HH5+)#*XG;Y?G@7+NS MA^(N<"ODK,.+<9&'$XA9G+N(?ZN!@ 4_'6SG:<4#[@\E'U9JO(:3/1G]ZZ-!?FW[#RVI2IB@\AXFD^U:.;L;34 MN'X.$INMC)&Q@!;;)O/JR*&^"IYAN)@I2L)%-?A"VYJW4I$/GY3$;7UP=-I; M)@=%.3O15.AXRCVX? J63:NF.VP[Q$P8V5]M4$BSSM3M_<>NA3F_YO9-TGE5& M9B>(5OF"BO/.:>OS=:V%@CV2Z@D+9 +:I77S!$(5HFH442IR53Q;P[_I5V.[MM-SIE/2@6B#5HQO"RW'E#)'99A UE;4DR-2S+0W'!@=D A)%]"JR$'621R%?2D9Y'7ZE1B/ORW MEE-E3,4&+2U=Q&=+!5'$W\'RZ-VP3F-<2F^Q$O ME\ &,\,079<,;;=/SV7L3 KN!MV1]1#K^F(F*-X_ .+MR$"X#&ZU8=[$9HJ2 M-M6Z,5C9C_T\E!5A!9J]=.17Y,J3(^@\P[++.H_USGI1+3Y?>TIO%9HLG$&^ MBHWV99#DH_T;IZ^ED^)(YP@IVV ?S%>GP!DG23(QRPIVJ7W@!I)=)$V*E:Q) M)&M,/7'U!#AODS((:99$^Q9^_4'I-X\],J@9SDCG<5GFE(:N7$]70]RU::X.OMN1=[?;M+"AL(<^4!@(T:X"_GM%P46NY1]=#V8:_O13CK1C_ITLQ M_AF,Y2F+|>L&Z#W9FUT(@[;:7EQ.-VTPI>%/X;S3VX#0O#QR)H =4F):S@T M5+0,Y7X?#LP,OC^.V?!M>J0X0NB__LN"RE:I,MPI;Y(L4CB 9WK73G'>(?/ M/Y+U[A-.3ET]:(? E7/3/2(62'@GTQ$YF/_ZP52]T6P%#8&G%9M)-V M9/&L?@<@K&E;@NXF$0[,(8%]7% 46I&6HW9!M3^CVN"7&U1\2\]$0%/A46RMI MCFO@)$F?M-S=B- A&V#AC*VV[^C+:PCMQYG,I2[],PBN*N*D=DL)U7[_=CPG(M.,PB06(%YGLL68U^=;+M(17.BT2E.LE26DK\9W=&5A9 MXF?83(W')F[!I[. M?'AID"ULI1W$WCZO:&? _C0W960)F%YK]@N:TR>ZUO^[!U)7\MP8KXDG^2 M!P:,T%G-V+>H\<_'X9(1CC.IRHP0VV-L(R2<;?86R&"]],$E] $.XX8-JHU M ,>ZCSLXW&o0+F7$L" +R:(\A10PDKB4& <.UOK5/@C!CK9; 2CC)!I1,1P:X MSY5YPZ;(#FC(_(OS]%UV_I8&FYAFYD-4?@P/^XX<'F0UC5!]6\=.?LYTM,V> MH?]M\I1A9\,91YRIH O-!X4;NFL8\A09Q>*E&J.^<;[64#)%*X4AL? DHO*6 M]F?,P4+P@Y,W.9'=F48=GIQ24BUR0N+++^.MN ;+F8@\E.?]ISE]6M[M7<3]V MI74I2B;$3?GZ@5," G4"S/ \\(;9 ^+60@9:./<)[#N&W_<;EX[*:LV99EVB9PUM<-['US!6:(%&F M<"N.E+)Y&7D[2G-#?2L^2=54D5://[\B,?0. MGNP*@&-.X"R2'3I;?FWJ4S049?]=V>8#@XQ\8_DOQW++#_@;/>5B\(6PIL=%L M7+U8A/? ^E141B&5#)$C/HA[AS_D_E4"3,D@^CK'?;T=FTE M?'U=1ZW+"X\#BOA9 M][_(7A(RF9@M@QGU2F9&8E-@R!,U5PL-SBRR>$TVZ7S%Q4=#N?L;_<%"0D&EI^J,NAB[\0 M#&!+;!SAC.382YN?H M015"'-0VM)DZ3R[3\AJT80D'_$",ZM=[@3QS-S&OJF/I0.Z'/0='O>;GYYP: MXZ_?^"G$7K%S%0@(&9#!?H6>A9MR3#+LRGTRBP.A[;)V=&K7GLBN)U0[2T_ MB& Y@[BP5"&#*8]^0+\-\G0?, _JNX>@<'J6"[\V/?N$,F!8.FNS5H&ZTZ*]Y= M9<714K#LW\[@)HCV*+#MN@/56Z.L'@+ M"A*>#8BB@EMJ[#T(9]B#C0V14_RE5YN_/&)VT6,@Y6&057/SKGL)'O@I=Z(^1Q*ZTH9I:C&UCUB8(TM@V[.B]! MDU(TYY2:Z_T-,?6!]>1H-,ECH75%? X#\E2)P%,+LTBKG&RE<^X=DB=OF;?VP MJR6[7$KSAO\OXNV!86]#K!5NH42-U%\$EFKPH>5B*?MTA)2:JH%#"28E5'&*F&^- M-&W&P#;N!N*U"6;FO^1H*@X$R #F6(@0GK"5? A,CI/CW8NTIM\U,+6%YR7 : M5KEP%BMRC9.9/X;IA_XVO$B(.1-9EMO5Z""DB;*RL$OHSJ9#.CPLLLA>.AM-'G'+2"ZA.9S8:HYODM#IP)5;,Z+QP6(Q1 M3_GZ:_68S5_=UX2G=0$! MI@&,,JA1%<"O!6@/^72P'^&8SE&1"COR?S'I-=M?UKG[DH/[$<"$:2"-]>_(FS*I(D&*QO%YD/RQE#@2$B?T90>?NDP'S8 T$T& M$ K3U50SN0:M%$0[??_=B@D>-EG3M&^"40(,^.G >O M3 5[UC<%LI)#;=0..<%LX[7ISBVAS2L>&X[VR>5,I6]=27P5VUYP[\S2I17L M,W,|:WDP1'D5D4TP[:(O%N;=C6R'_#BC3)]R+ {J>%,+ &S*0'#2G>TAS+1Q8 MR,R7R1X^X-I9B?@LI9UU?3Y^]2]ZMT^X M<@%"8@41)GIU)'NIK=,QHEJ[LA4<#@XY=53'Z?"W++MN8BA/NVBK[!RJH?SCQS55] YHBI,)IQG$7F)6< M&0U=A-'K$74^X#B^4]4&%L<$V,0I==4[[UQ1UL.DE.N=']Y!\K=0J@:\Z@+!]TM'J3ZHB7,TK& MA9?I\$U+I_0AT,""8680.:R+$-:'(83%N_99ZF];WN8UH(<*80<)\1+U8.NPMT.TL>.$JJ)2=7Z,1L2=Q">/IYQYIFF#;Q)@ M=9BPF_"/A 8U01R//T5'>&R9M5;21; L=K[FLTL""A_1[EF_?R-<[Q MPB#HXE.8@$HC22"0"=@(Q&N"Q19J>'I*-C0J#5BL!!AS\'3=Z 8I =93WNG M7L8Z'1+@P!B%(?;GT?,4.0&A)-WMJH*4H#TD_$7[>+&5TD\)?=T.V/HO)@@<@ M'#S-H R62$S1CVRV9(SC@UF4++BP-B15YU,PQ#B&VO*&! M;&MBM69 L5PEQ!+%2W @^7A-BEM9F70+2W0N C:E=NN!:SR61+=1U6N-U_JEN MB6RR\]$A94&/A41HBR,">AC]LV#1]/ ++YA9OP1"C#^7UX7-]SZ/TPNUZ\..@ MQ:9DI7"R1O0F]RS]?>9K10L0++#>TAGFIAT&<-&(1M+? M&.E>- P0U>JC"K@]SV^+REY5+6%B"V]T*6 (C_-NLGO+.OG D#XROB(C.E/1! M)IL7A2E[^MRPQX%594.P(')>U:S:S9D/PUF(_$?),R68R6]B;<7,B]B2CY.Q MS3F]+CM(X25P7C:_P>FC"D EO*DC;$"#!?FHD,@"O#=BF)@<*J&98C_,.+1, M12YRA]BT+P-7Y^]XQV4(69)?I2P ?\>-9_5G5J.K^M$#*!IX/1$3B9+;'$ MCI,_/83^N'\1-*'S4TS9)(Y%? NF'_R*9$]@A1[QSJ%:.*H3_4=B6W*GBS(M LJ*JOY(O?GAU?<4#?=\3K\8@C5_7>$ZGX88_-GQ_KB=;S?W 6>46 I42V5 M%6I.(\P,%IY6@@N"D='$*5;2OV _H).52,F"5\$79GT%T5#AR3%[NK0]BV\C M_=)TUR^_]..5,I&#"L;,!J?+&W',6^=0ZVA\COCK++1,!2'402PB68BC@W'@6GTI/@"Z2D1&DEZ()Q6I2<8 MND!;%- KRQX\OT)9G,)8/$MH"L?YW0\&D&PN&G2UMP96G5-NBX-/MTFTL[Z=ABX<-1$_46P=%?CO6U25#6T3<*825HG>$?_]Y-KY&*D>(D-XR$ M2(]H_5/- N<0/88#NBB.R1D6ZEL8^G{[^!_H$1.M(C:OO2O:1'Q_WV1.B$%CO MD%C>Y-W;Q_S$OB0X28EQ8!U+,F^B%R17;J%$CN*TZ;=)=JAM\R1{6/_W5P;[M?_Y?9%>:(42=? PL1X,0)CD__O1WV&TDC!FVY-"TRN5>":DF:M#A@OYK\U/X MIX';+_0]..3[3GA;.MA'SAHS=$25AQ*UO,1U2^XU@C05]#G0VA MC8D=*J 1I?Z/4=@- F;P"O<3JR2%6'WM6.R.C8"K\OS*Q*X -1]OZK0:.5*. M/Q.%N^$+4EBF\A$40&HK OIRF!@Y^1R'!"B/*ZWGOXEM*S=]1)E66E>6EZP5 M\. 1++(RMEN*;BORBGE.UQ!A9RM@? V^^]KGGSC5'2&>DX"0&BZ]VIW.BR-OD M?DE"7KHVA);3WSK2_47B<77%_,L+M<]911{0HA;,0D3&+V(_A?>"14F3LEUD M(E\G&?XP('(_>QW?8?&HR-1,RMKG*""H+'$"#L: [)"YC/J#|$>C7F.<3*B*A M'WK]=1$BP'U-=V1.WGD/Y1PW47;A+B29F'.3$5AN-4HO(QQLD&"I=L9=W?3 M(U7DWI_81.J>\VG.YI>>4SQ@%[16FHKTPZ=CA,'>NIY80:D(DAFIC MVAV<=:T;+&;)BLA:[>O/E/83RRF_,W+0+0GE*M.9A+F!<';*K4?+>MYBH<%34 M!OLD8W!*Y44=_V6DBDD!W'L2214W-EEMY@=[(C%KK)=CU'7W%M3 M//5+=\X8IT_NNGYE[VM.01O!>3;>YJJV(%SK,-$:V8YG%*=L)<(B(#ZB!<^_M=^N8+IN[?5;NFP12DII'W!]N^0@>JG:N?9#X\3?UFN6+8A_;1=V0T]!46"]A M0*AU86XFS|Z\KI,A08'E_GG><33)[H3WO&*[%78"XD:*DUH0VRKH0HD"DF?*_M[WX(5]LGO[\-'2)]\"K#HNS*8.W+8B-B:3LY#M(^R"B)FL_D V6G=XT(%K3A M);G14/1P87U*#LOB>D:UYROM(I8V#QSPNXZ[KB7@0%:0-P M'JH?^#,5'0;CI[QO\^A/P%Q%-3+D[>@K277!J*E*7%C61NCIR\/D-"_8[<*5 M&K/04MIN^M9_6UIF>6N;STFU.94*1YR&=!+&GW!O$M[V*]3ACI/X_M!,? M=?^@F91RF5,J@\@;>GE;W$:BIM?H"S*0D_%1#,MDMQ1"=RZ+C,E#_X<$<%1 M>9? ^=X%-2!0%P1K^MLZIX 7BE9<^Z1*)30)FR"++*;%,U6FV)@EU4*,:6>*"_M)1O-M9QI=*8?/=&,^P"75T*156W,,(N(0T <'EW.^P0B$]^TT,&6GS;FC M&,Q-WU;Y.??I;K'?WGF/X? @93\3HI,+2&B9[HGHZDUU'5=(U;TJ1)!;*VI7P MB/K'U_HE.\/2A1PG-/7[*8U86\=18G2(Z1'^'V4.KBV[F"<&8L3.LEXL,,?Q M>GPY_%M!B,2D%]*$7J<6&-](@)P\5@SPX.)8/]R-NGHR,[M!<O.S-!Z7M8[@&2'"N,GT/!5C2Z&<%)&*_0)KU=R+?0XKTD;&8L'6;\=RS4 ME06-:)/2-$6V%/S3^-JZNN;LH/W&!+T@RC(4MH5,7V1\=GTPD>I2$J4>KHP\UB:T]_- C=X(V#69*?;>^Z$.0)?EQ)V29LQD=_M>W.B.D5@!-@Z';\X2OIZW9A8LCR'QU(869.?ZR[<04T5Z7THYQQ"@[]GFYT M\A£#QX2]]>_<3XTR2B)*8?ZJ?$^-S;U!6FXXU!(B(Z'D.?A#Y/? T*Z]V_],? MU6J[[$*!I\]MTR, U5I5'5]UQ)$1=_7MPV_V05\ M8>"+3R[@BV3S#.A?/__J>)!]HOT9@ M1140-"5V$:GXM*XLFSFA)WDQ5T8(9SOFOEQM7M.TS/V!PQE\5TIJNG[N=J@[O MY0YDE&'XS\YM@0JE5[= ;.,#&P$.PNCZ[A.)5&'4WBO"EAN*RO8D33FN'5%* M0*6\@/!3# _^#@?COI(S!YZW;0D' \]2*C!2EKER0@RU%9;N(.K(6R*9 O0?@Z'@ M'DE;@JS-WB4J6" (WU=^2IJ?@KSG*MTRAZ_LI41$F9^W'S!34+[TF[\[^&!GQ.RA\! (Q>_M$Y=KI$3"9B^,X8IBU:K?30-$E\S?%=?90\Z-=8E+%_A1@57XB:CJ CA*M8-_MG&.>4;= (OE$Y]3:E#C3':ADP/"P:$L_\T9I?)KPN'>)//_D3VM=@M)6@/#Y M:REN6-:!XRA?8$3 2LK.5B)8$<_;B.S^N5/P6CC3:@G7,6CZ;1#)\>>\]P6 MT%%^R]Y8%<7I90!L UH\G,)PX88W^>Y>X3\(QA)UY'85@<=?P4XCGRZFR=-5 MG?L@RIJ%2O?I/CS 5_J%;R&!&43\XE'-"+L.8D%H+!**]\!+.166_T7DO=O:8D"& MXR$I 5'5^%S6ZF84FF!F749!H6- 43@>\&P_M7%L[W\WQ\#G!0&0+%,NL1Y+$ M]DOJ.>)U^-A!)NW!>++?PB0?6>Z4!2>[+(L(3I%/#-WT;-L/AHG$12Q9H2]E$ M8]X@2@#10J-3VAFVIHBR5"V<6- 2OU@^$6D9UJH,1;,;41"VR0,D=!P$FP1Q? M1^?RD=T>XV+_5]K6$F\ O0+UAM6K,.)P#BS@3[(@]W]& \P*]"O_5 M3]0X(',2MVFLW\&=2W:!$D40\IPDIBV)3G\A+,PYY{)'J?N;T8/# <##">47. MB$YT%*HK7]SKSW>R1P;RKST:)E]P7*\X>Q $((DNP#%(/*,$_N:%*OE M:ZP$P/IVU&[.#-I1*%W2132=T;U CI&ZY49'OTO=>[++$$TZ0(S\K250F18Y/ MJGX7AUC')#QWH"Z@FOSH/H(X/>R@8:HE%IC41 JEOLF"-5TO08PR\1^8^?4F M^'^4V_^&P7TM\0,TQ$'%[MYP/==13>/A2'I/O]]=6O0@5-CB4-YIPO8#KF.? M3Q@#2V=$S>9XW4==#3<(AF">Z@PF98R4)IG5<.,W_M#@Y/A'K'33TH?9/$1* "?;>$>3X&@/ 4*%^=!!E ^HYPT9\- C6OI& \:.)H MO5P@Z.9+|%NRMZ, %>FU@#*5S>XF<>U1I&@?!*'@WA:0^AU_48\^3.P=%^IQU) 4 R'6AZ4VL'J566_*3!-+. M\8.!LEUT_0)<$G"\(G% 6A;0YY"P:[5E.JSZR FDO&FKAU\.WR-GGXJF M%? 3.IF;)\UI%'4U3OO&?2\1M<+"TVN/P0#K,'M2$PJ;IZKO+1ZM>$*&GP/&E M>05X\][=MBY/BA3_?>XHI_+I)D%ZO.-X:E_!OO/2>7'D4-RIX@^X<3YP_"JQ* +1Z4IE%3,L0702OREJ:IP^KZ$ M?LCK1Z2FQ_EK"CV%C]H\T?Y3WHPC2[%.<[C$N.*_W:M&^GP-Z;< O#)^?O2Y> MJ;8WG4['>O2."VZ[..?@25CW&\K¥WUPRLK? WHI*S^#L3R#LO)SN<_>I(F. M!:&I:V$S(ASU23@D.SQ2(;WX)>2O9P$HT0WC?U92GH6'<.)1<$$$-\8J7+O. M!0^QOVKZRFS=MFV_>ZN- 62J%MDEU4PXF!+)-K76Z\0%4TQ5M#?80SL"J@3 MP<5#^@3_V%30++X>,$Y3IH_ZH<;R2=$"E _\DYW KM?E3?:M D226/H@2.CZGG3HJ,0Z.@2E'5K?UF9G? (I$S&4NA@"@%V! SSQ$7ST'02H&$ M1F:82QIWLD2<80_*\9?>R!5,JDL4?*M6?I4<)TGU\YO677*9:78M6)8WU@&C_^::WKEVT22G M?)":NP*Q%38C$:V X@'PFNX*

*{4#848\DIWW>-]5W[+>N2&_D_7P)KLX?"\[<6J,T M"-%8/J)\''Y_QIZ'''*4NV=>@>"^6MOKP M3TS4(25IA54(C3:>]?H8IM5R0^&_-M^'ZQ3^PO>4*X2"U8[99%Y__WT1\1]2 M@,;N^EE@J>=]EO[A.5 ANEMMT7I$XHPZ:=Q#B()%B>>@;2;0+4Y7&@4>);@D MID[5'#7_R+OB@&R$0/.)EG+0MM CX1D*:>N22:.^'YG?$6XF2O>XH/UWTMR\FK]JFT"]? HY@&YJZ$@[OQ?*3=^F7WC8,,&LC M\0< O);PYB[ZQTPR6W'' WP!(P8_(IE6F_$/#FQ$PR*@%M 35(#2^[86=P@? M&:-/O_RBR9!0;VT/-F8A#D3T(#I%41]&;718<-A)Z\0-O_O%ZG_6]06U1KUH-MVM5.. *F#%P*E>,7?U58DW-I;5]YI5AITRN'<+O3ZWO":WBL:W.-_K;TPM\HG M:P5RU|ZLI#Q"('#BO6^N$OJ\6LS6E|V0"?RL8/&E?&EV13'N2J -IX{CJGU+ MNR'^^*!H4]/D04E6DO@Q/DNKF080WWM*)1F4"+':[7$00GU!M{1U$;KP# M<">M@;P,D40T^^UXELY_LX>DW2TL7$1Z2WI2U6PD)=*+I.)32BKBW#JD&&Y-MPSLXP'[=W39#SRCQ%#JGO%+XQGZ.PXRI.T_7.XGAA%)>@%":L1>IZ#A88HE M"$S!=,;/MV0Y5.'/-8TTS%HX6<3-.O)/[46>96]N^_$D8L(%VI*<((/Z/]HH0 MYV3(?45L(U^<(%A[M^>ER#AXIYPLOF^-)-T?NTB[):OBUES5YO7I5F]&))+PTB7.7!F8+^_BN8L M'N6,Y^JR-$^(0SHE7D=X69,,1U=^<<34=$3]I^>)KO\1O5.G\DHL4@O(G7@^)) M3N9;@MJ+$5WWK-2'AQG[04S]@S&\I28L8L)^H=<%$D*2ZU.[DYK 3/&A=P7 MRS<,^)\TEQ9>K14I]#8L7LFB&RX#R/R6-94T@A_"6.*X?&)\8\=XI^0/Z2F,2QN5:\DQ=M,$3''D)KW+6/8%\3P%SB%7E&%LD)0<*CL#Z7_?$+)=1(@IZE@]V'HT_I,Z]R M^ELKKBGD_W*BGW#%K[3RRHH8+,]HE{X<<-_/\/-QCCEV MICR/.^:R5._/'8LP9? AV9+"H6O8X'9<1(13ABEZ#2;1Q^\+/(39O38.@+CT[<9D,]Z^,.UR2+>M$+06NJ8O:D+L,EOR'J1VQ&FY^=?@,)4S_=77+!S#4-'OK/Y+W_U^@,SZR?V(M8;]_6ZLR>H*%C"#Y$1_MMQ9,+/4@:,7/K|&'#7G;WV4LI4_OY?:J;31?)U!27@=-=0!U;D Y=.,M;Y'#>5B18EU?4U U&;BN:BB;S?V+2A'5)+0T#P7S>]HJO6(?H %39(LQ"ER/S&9M MDQR&KEI?0R9:VX !,+SO?U.H5Y<'(1X88WS'8M+#R2]HJK5BF@5,*4=0VK;E M_\UVAO$-5T8KN/,:7\(GJ9S,O,BZRWI@)K,6C"TCOI>U5*$\D.KJ5@;NZ< M&@S.*&;@<;]$"/^Y Y5TMX2KDL@A%!;<674)("_=K,?B8]9NH" T55IA*3K MO\ECGK)E3'X)#1M.4(=E9X@53A1Q62*8R029,)HE?A:GV_^FCJ7JJL&TEX3:L4[:F&C :?H/VOD=_N0YHS,H M:),@AY.=0*G+VE,GC87;'80RI\VO/Z[_/T5A:))_2+&'<2%|-C_K"2N*QU+RI" M'8GK+,J;NHE]@-(Q@;X)Q);@-S3K'-D-NL[#,$/M?V?=-`]+I MU#Y4R>)6B0X=L7W9:F;GW_IR4BVW-HN3)7(5<[*[VD/6]DX"=-<5[/?5E*;M/) MY(I(L%B75!2,TS['D>"&,>< 3P-7?$P83QZ+2PIZV[7AW#JOON)M#'PXL.S^>K3G?241-.Y P+?4S:?9^06Y MBRP/SF^QWA3OP) E(SP4_3U-@XG_N'Z*?;,3[>%8;G'\^KJ281."07!:?JYKHFFT%'F;2L1N-%/(1?N@GS2Q@# MCAM.9@Y.GD'9^'1!L165UF%R<79HD)9D-[J%AWH/5\R3#<;M%$'T9D\"<0 #Y<2\2Z=E>G;OPF&IKWKB)^1^RH%U(\,I . -.3?D.RMB@K F M9/T5^@S!31.5>3;4VFA:2'-M+@$2\].XMICW0_G"]AX(@NU$C'A6GY;/^@? M1P9AJf53*(550FJ]D1L* $.V5U_X;80(@-[5OM&V\\0ZUD)SQ%CXP!6O\,E-Z M4M^$T+UJZP^)6Y5R2\;NJKZJ6V);CCPRZ+H8HD:4-2;ORXO(0'?%/5OL(9/C M&>QPV"JD@X)?@3*#O%8 M8/12%$X3!_O\P(7P@"8%9*[CC3J^*BP)<@9FU!/F55E0F!CFD>#'5,O7"":-J METXSUJ>+]YD$:A?8FL'6?G>!K3V#L3P#]K/W=+&LF]54C MMSJQ)=LR+3Z7IXVIMY20VYT<+WRX0?H0>;)1./$PA@T";F'I\7EK:,Q>Q.6.-M5)1STM+DB27GTOBQKAR'?$QG#-4!I"(3FHL;#I*$Y2G:WYZY>N"%PF-:YC9R MPAT\2]H6<,M8#\X>]&T($UU3N,2P@S!K,FXD8:(>XQ#=*%S>CY42N]@T>FB MO^UQ?:X1Z;B?/GEMY@#UG,G@@(=WEG?!\=P\&Z2)3+G 4*C3HLT0Y7M,S"/5 MMJ&4D,,.C4I#7/3.]'O42;G0@\WTN%3:17HWVF_I3"B91BY=>1;JGH%!:> M&0+< ,7FAK;V4+";6EN>8FY!7EJS-=PUAXGOCU2YFCN52EW98MP<2*[^YFV= M1M!)#H,&JQ9SP8*]F[P(+43PDU%KFOEU!5 M^3J-MB0)%9QW1*X32$F/.YM0$FY8%@G>SM4&,,AWBH@95@B,I]+B^[+/(# MG1,^E3&-.V4C$SM5P7P!SOC9W$[QKI<<< M/&!FUPR[^4 D1TS-6;$R EQGRAG1"#B*=DE86DY*.(0'QMK\63=(,R9KOJ5$ M/H@[L\&0V'5-V<*RZ^82R=K7,'?7I;N3\?N?_^.3/WS\V6_+HAG[7=2(*ID M%R$ F'H2. C?^:=/7OUILV5Z0/OVZY21TKGI=B0YI@#]_J-0BB**..DH2" M\.XYW]@.NXH* L*.A$'JWZ0(2N!ZZJY-Q4 M99;DD(_*NIN4AS/,"0676X9X_!X\YHX^RV=.!E/#_CM/ZG.WA=^P2B#-L617 MRSOJ*=?R5ATNH$DXEH*W@ P(4J9^D;4!(^+(Z51)79S)!WY)TO/<$FPUCL9]MDP5.WM)!],.*"&>^9 !D.;#9"/AHI(LF<[.WK"IX!._E_O[5F-$WZ)C.EX5V M^(*,E,1S4M2?HJ?M%>;-V0V_=ES2%?#K%7 SEGV@MJ>1BA#!/6:AD-Q M"/36K1*.E/VN(U0;I,&@-[TM-L9[$\6'91>@\]/@9<;6]-30LB\-*X44B*F MM151Q\9><7@9>&X+I6=;0Y0%VM3M;OJ>===/F,2N^ M8 R4N[>DJFPX!5AM%IG3)\T=A+>>==S)I.AG5]-ME<<&G3KR!R9W"OU(XZ;"RK4DBZ9QAMN9ARVU,T M1B&&1CWIEW7BG[MK\#V; MTZ&.3-R"#!!@I"/ M-U+=(5!@VIQP' Y:FFP8Y.GB@3R\]$)'"B$[23@E#("TF_2$5:5-CLT9#R9 M[]U(PE]VW/:79+5,1@5;@%@IVI.BM J#N82 @IOM>0U!NDK_=(RUH,,\(K02 M "//WZ&OPFR;<@XAN3:GIFZK4?$8H(D)XWR#,!B$&YC$5 OJC3,=.'@-QB M&P@!XXX 'EQ>,ZRX[*Y"%|=O^L>L4/?U)8R.?- T 6'H$-!,)+L*8_E3AP?M,M>-TDIK?\\1*\,6BLC.>X, 4,S6Z@:.PP%IN.\$,{J-.SQW-;V#+E81[N MS/B&0L9/TGG#Q#-\4CU39+8GS P5QB1Q1O,$WMNZ9*+[)/.7.WDFHP>F2!=1 MH3^:"$HXSJQ.PMQ!8 X3BL$&*#+><(i?U>>O%/5,?$'O4-><)?&|)>R#;>|[*<| M"2#*$L/P:O,%Y?[&PJT4)HFE15P[=WAT?_!3:JS||K4J9?L4L(%5@ M%07/;.M3PS/&>!GK=[^#D]7G*&7$*SKD@U@G2B>&"@S M*O64P-^2?T_(K?4(X6FI%)%'CEBQ0C\Y0F7[(G! MW);3]?^]!,\|OB*X<"GMM-3ROYI-7*O'X]NP|$9%V?0#!EU^,ZGE4D/IP" MHAI3(WZ0;>WAZ2[M+6? +Y5Z&$YC,EXB? JR7JKI5U7]_J;H_@[%\N%7UQ&RP M>.1-,6#2A=X/=0P%LIC#$B4D\ MT#03LM_?8Y!3'SOAEI2)KD+T0>D+NO2O\&'Z8A)HMC*S=.M-VWK IASXL0KFM? ZT^IG(@N6+PL7'8+/WQ]!=_OY0\]#WIV6LRO>N)3F7]028 M,'B?+-3#^Q)+\I!#,<#!LEM[A.N5]T60#W M!8>R_T2[G&$!6&//D:X1285:$0A&5EO.XGMTDU[6,\+P @G*;)RWG8.H7YMP'(:,0L:,KFYRA;QP G.N7*U+),/1LYTC89B>04E)>+P>N:L=V%=H7F]*M M8@M39M*?1XB<;\?IYL#Q$KAPG>38V9]UF?^9!=-RVXCC M@:$ *P O_@@Q9-9\:#J<)U3A7Z=M+#A!]RG77';TQ+N[K;D7A$@@,-?,$DV M8W+KL78Q'(R: 1.0?ECPL6!HV--TFXOZ;T5H@4IS-0*@=IYS6$I#>8 MJ*@I%_SA>CP.9(0E2O6:0SF;\R$6Z?[ZL]+D'7[U MQ6N7)H(BWT;Y.+:.#,8U?#!D1P(OUK7]6F/N.DK=OZ=7FQ^ZV@VA++!$CD>P,/7A;)E99$EE__GGR+,C9-CYH<7Q MF%5QIFDZ%_ZUMYRCE<*PG"]*ZP\O1U"T,&.L//@V5W+C;L+.*MZETYN2;(I;-M?(,WS"9SMW:TRWPR7=/>K^:OO'!S@L*;A&UGN20$L0L4.,TEX*/[(/=1_VKHZ M[5V1B/|J*WJE"+>8$8N1T,3N!IREL3K@=:,;ON6/L%O,Y/-H2B;U>A+YNG#'? M';E3(SDF(6'/|LGFO/,>M[0HEQ9LB'A^E4KZ&O3YB5]O59,L5G&*&!L%^6K/ MDGCXN^8VC,1Y DWWH|;-QH\0'9]TH9Q&W^AMQG\A'8[Q_QTHD1)N? MB|2LEJ%?P%VID[^MZ[|A-AP|!ED?Y(@&0|(^?IT2AYTRI/G7&A_+8)"QUNB=W M}HP%7*QDPA! ,>D^4K?J1KRJCUD5X5R)'TEM3W^N_$HH]'**C3"5C[ZE2. MDW9+YDN>$(JP1:<(!KP5;ZAA0\A+K/W_2. 2]/K6:.BH.ZD*EK=]>'&R(T## M2%RMZ3:>C$N2O__HY7@O*$UT9N<4Q(FID"*=-@]RF M!DH.Z,Z*5LHVMMOCBY@H9QJ.TEJPB6V-BQ#5I'-BU!=X*O0?L6[,_"__M9Y 3S>U77*[KKG^^R7IVAANQN6Q?]-4[OBN.VP7EI8=9^&?@'TSE*0IQW0H7 MKK=5I.7G#63^OK$(`Q0>&QF[SH:|_WM0.T&C.&-~=KDP.W-*.TIZ=SB.<4X{6 M$T"5_)U@ID.8P7G CD2^T85QVU005>,?,CD;2NN*QWZBR#A0.%H2@$=WR[:#"5/(`E?]O)WVNETH28TSFS*T0ML?&|"IV"7?ZI:.']HBAPF&OEVK&% MH.XM+['+PY05PRK% V%]Y4O=Y/!$MK"L-7[^^VG @AW7E ,.*5QV%YL|L&*8+03)'QH#,+vCJ:Z/_JC;$/A21X]$S61%=(-7] MZ-V,@1%9LHAVIQT>7FY0VE(45,6I%IOW"+PG3PDV4R%W4BQS2P+D\H35+ MZ'+6KS3W1+_UR+/.M0*CE9S;((74$K74#C?4& EIK E%&C=10YVUOBJ4:Y:L M='5P#'NOOK_QLF6?6I"T9556&3EE2@'%M*0W3;*CJI1^?GA$H5.Y*Y,^0?_[M@@[W'4,Y'RQ'H,N-!0]*N(ZV=3AJG3#Z_"4,\],//_U]18"6RB5.*0$+]! M+=D$H0C.8"6E:$6J5 L^4H2F_'&ECCN_S^?5O7['U$VTX6GN2(^'6B)D&Z;.'XJD22L2]93JQ=:.A2#MA/G29Y.BZ1X8@<#*$]9#F M,70T4)VH2)-J8!C-VY5|TLD>;IX8ER+3H9$2AY('LI'S2'5DVZ$;3G_X'\@ ME_DKZ^;1<)#3F0(XN/6L>BR>42(%?!-F/;.B<2A5)2 .BSN8Q%#4R%W4BQS2P+D\H35+ MZ'+6KS3W1+ UR+/.M0*CE9S;((74$K74#C?4& EIK E%&C=10YVUOBJ4:Y:L M='5P#'NOOK_QLF6?6I"T9556&3EE2@'%M*0W3;*CJI1^?GA$H5.Y*Y, ^0?_[M@@[W'4,Y'RQ'H,N-!0]*N(ZV=3AJG3#Z_"4,\],//_U]18"6RB5.*0$+]! M+=D$H0C.8"6E:$6J5 L^4H2F_'&ECCN_S^?5O7['U$VTX6GN2(^'6B)D&Z;.'XJD22L2]93JQ=:.A2#MA/G29Y.BZ1X8@<#*$]9#F M,70T4)VH2)-J8!C-VY5|TLD>;IX8ER+3H9$2AY('LI'S2'5DVZ$;3G_X'\@ ME_DKZ^;1<)#3F0(XN/6L>BR>42(%?!-F/;.B<2A5)2 ,.BSN8OV%#4R%W4BQS2P+D\H35+ MZ'+6KS3W1+_UR+/.M0*CE9S;((74$K74#C?4& EIK E%&C=10YVUOBJ4:Y:L M='5P#'NOOK_QLF6?6I"T9556&3EE2@'%M*0W3;*CJI1^?GA$H5.Y*Y,^0?_[M@@[W'4,Y'RQ'H,N-!0]*N(ZV=3AJG3#Z_"4,\],//_U]18"6RB5.*0$+]! M+=D$H0C.8"6E:$6J5 L^4H2F_'&ECCN_S^?5O7['U$VTX6GN2(^'6B)D&Z;.'XJD22L2]93JQ=:.A2#MA/G29Y.BZ1X8@<#*$]9#F M,70T4)VH2)-J8!C-VY5|TLD>;IX8ER+3H9$2AY('LI'S2'5DVZ$;3G_X'\@ ME_DKZ^;1<)#3F0(XN/6L>BR>42(%?!-F/;.B<2A5)2 .BSN8Q%#4R%W4BQS2P+D\H35+ MZ'+6KS3W1+ UR+/.M0*CE9S;((74$K74#C?4& EIK E%&C=10YVUOBJ4:Y:L M='5P#'NOOK_QLF6?6I"T9556&3EE2@'%M*0W3;*CJI1^?GA$H5.Y*Y,

+,,;Z&C<^MB?`M;1;AR8F*2CQBJF[G5;WLW_?6:0*6'@>+VFT/HND!(*;)A!&?(Z`MAKAL/$F(8;K\M$M,R=(9+N"Y1%$@7L[33N70!G.-<5CM+1%'18V@%?79O8X*`M!242WG+TD5D?Z'\_7<[`9PU1SJF!<>/U#]V*L5FZ*`M5ZX[<&+F`S$I'F?@LNX`[`VBO#+T!PC"`9"_"<%RK[*&V641]$($*R\EGF?IMEWH*V/%6J@_S#*Y60&\0K(1"=P^"QW&O`MWXG[-J=#=*.0]G(IY!-+NDSA8@SU`*YM9!BM%^KM()102C&+4?+\N*JLC!`MP!9MYWOB94/6&ZP/3KI9QC9YFF+&02T:,%6-'/N)H`M8FGD&+"P)@%<75\LV0!M0%_$U?`^1'!%U,_9:4LZ1-9.4+)-S;IPE>}`X2`M,[[}4OZI5#EK9?T9%V]846U%XJR)7(D:4`M"U)D@00BHMA&=NB\8FA-8#;FAJW-<APA%?\@<TB1(4(8KI)9$'&/`QL7-CL4+Z`M)E|PBD-=C5,,8UEF6MF1V'#54"#;I_-;$G62*"T/,-V=#8P*(73^XB?F>OJ6`M/U?\B/Y!_U@F1__]Q/GW2^??KYS++??_@\(!;.5AXT@M3*)$E>CYL!:HN@-2%M;G"$'-0$^N;X)%D(,%9]"#VJ0S:$V@JC/CH/.IU!^,`G*2WX96-94`M\QO=5/,=H$FSMUDH[[[T`T]L`K`&;C,EH=C(#T(`R*D2K^<9"$$`MHT9S&LO\8*@;]"0A:0)C*$TTL6`GG?I;M16ER"MQ0W"HEXF9R%N1'XL%F.YTFK]PP`M<0PA=*@6$2@LW]KAQC'V@AW5?6U=~N>M.\X5/FS]2QBTAST8NC5+Y,"WLY^]8\S4_9BE4P6J;T`.@V_`.;57#"85MAE.*8*3DS-M,'H%'$;`J6`;31,=7#L$ZI,0%YZ(V=EXT+)7E`M87,<1\3Z+?ACE/*QWQ]P8HI+R)P,!!(O_V1ZRKU29R:CNRQ+E<,E)T*NZQH0`MI5Y8=+6C5$T!F,=%\V)^A@!=D':VQ*[(#F/O"%-ZSU/Q*,`/I*1AZ)EY6V:-MV@UC"P%"`W59^P6NI*5/)K8`:U5EZC`H@8*4?(&[R97YCMP??X3"+&KIK"70]W=L=+'58T^[@A`M871;S\'7+5;W)`L`;5BZ3IE+P*{2(W3[IYE7(\RH"G5BAY2AS?LJZG?-9K,;*`M+HOP\Z=Y-KM#48A:N/2%Hf@?F&><($XB,(X;E1V1`I66&O2OF^6M!`M"@:D<-B"%+:@+=M8"O]`=M$-;%F3PI6LL3BSD3$8!S[_+YHK4O49G$#IBTE`M(S<8(V/D)E@>'<"$U9R"F-?+)956U+JQXC5!;$-DS`?V,=&N5TI-&5^18Z@#JCO'0:UX6`M*$JT[1700]0CR"N,IJ5I)5DFG_>4JV(@:*%/V#$2RS6?KGP6P$4#7NDNTJW*`MSG4<\R/H@`7F:KL63_!E>H/5;0;MJ=:XL53J-WJ?\Z)&6S%`M&0R$XZ"3:V<.4-I4;(!I8V4D#6D"%/-RP9-\^I;T$2%`-WV4.(IOX[S3L!D`MYQ{!`,)G0HMSF>FU!F;@KQ0>Q(A=Y744WXYB/0+VRFUSOP[IP*S!/$2974IY2`M1__"X!,*DP0`AB0P#0#&K+#W@#4V/CS6]1-BP6H8::AD:YC&M=XAL)/QU+S.`MG<1YQU643CK@U*T&34KA+#FA./#F017S&?IFEJf(-,LS3T9Q_5MHZE,=XCY`MA1NQ&L&53V-EE!,0INZ8W"'"3#[__?4B!X]+]NN-!I)/A2L,&?3J)+P`M=KB!,'>II-Q8%..TLA,"\\5E:<\".P;A$661"Q:9Y1NJ+*Q`L\9[S`Q.X-3P`M8TS"*MM(O!^)#.S`&J$>(URS.V=FA2Q+K%EYZ.MYK*#1CL/OWZ51M/\A"Y/OMJG<3#M#7/9GVB)/WJ14)(48("CWBU[&"]+=HZRGW8LU!W6=H6#XA1(,F`YS`M5PR%9DC3B)C'G)TWT<.:!=]W+N@,G$=Y`6/<(D0^(,')X9GU$3`"FQC,?L*S,`M.^%LHTRT*E)3'"-;TN2>2'=E]R.(PLS[`H&93'T4S@$&>-.);W!BA`MRF#[6E=-,9AI:MF'Q%\U!^HZAY<)PR%X?.66O%D5%WQ;/.R"`4JH6,PH.O.@7Z!(2H%'MD=W1%V<36E_5_::,%S%"9*0\8F,YR78?FO9`M?35A%fJ!W+,T=_,'"C]F;8]G+1'NB]NASDL_G(3Q5%+#"'"T=S2=^8L-Z%WSC`MZKQG,AU$4=$#.!1A>^_(KD$/<$#S=')EN0LQ@\ )+!C*>G9>S**[6KX>_!!`M$=KA,\XO7C7GG"_9MILT-,?6)O*3E/2^S8%)4*(8J+@3V8X',X+?H*\S8H#`M*B*&>MEC,*6#;H;FV/LCP50%?MJR9U'-AUZ>@I><3REXZ.]7N"^!JN0<^1E4M<:V4T9@J`I[\IY*0N.7/2-,"B?G((=+)>QE59FP7-LLT`@VFE5QV4!X6VY$Z`MP(L=<*/N=QG%>=UB@/]MJ\`W6%0!AYI#7Q\:1A^,"A$+GR-*BK82A4G;2J@-`MSQ)/#05QZ*X(24!M^?2V&L?:-8J!I2>,%'HP%@9X`VEK9VI<9$910B?G%"`,;6'@A7B9H-QMPM@`MNT_[*\V1<\&&*$U[`+,(;5.2C9@F1RXH1**ME,+

*6=4^[#C)5;#/3,2/S"*7&=KB"K);\Q.6 M7V|N: V_^'^%%3+)-EOVOAXDI0+&VW;]717 [C'QL+45]?:?9E1U@CLG [LN? MZ^OXPVJMV\2YMARI=2F85 6T;!<,!AXPL3D/(;1#%SZ5-,0FW^V[E@IL,'LS M8R^!'WRSO]T;L*0C1CK]0!>,6L>=_]L>,=CUC=L,J5M-P+5G;4ZJM>F.'HLW*

MK15Z5)PG!9]XG$>SLQ2H;JG>2=N[?]T=NE*@##P=NN%MK1XGW78*Y93Z=C_%5NU>"[,]>+Z?!9',. M^.WB%2[.]?-4R&C)>%/"MFYDV(Y63"!KT6W\6*EWG+(GY#$M0P]%K$-J=314 M)>5XBF0%=.3KC('?SD3H]U|9%9TDBI=X'A+12\9A=0@6OZE('DB?E_Y^< M|B)L(U&K2/OB,\N1E6)RVR868H(L.0L,7]]:>P>2 PI3%)EED'S?UD \!',& M-R#/%DO6Y_5IR9*QY<]OESA?<39W>NO:YK50=))7_!&=.>H("K 5 V'$X"P&,MV[;]^-;$R5-AT8 MT5'_#1A:A0%VU:Y_7>#O!; M]NYA,YQ!&;&G H8D O&H@K

$CC2U4YH2@O<,M#96L,]/1O9V@ T=WVM:XW1. MY3=\$1 X?0%CV^Y=Y#!6M M0=N9-_>$,",_VIE$0RJK;P1VUN+S_^+LA%Z>K%=KG+X^ MMI;-45M0RGNK7344>W=(O /;F(QM9Z;T4D(W5KQMMR^>+#]OOVBVP";(*EB ME"U05 D\2JO8\=L,A4)O 1%UZ-W]_#8LIUQ"+8>N3,ANLB_G\O M6<%]>SY_B^^D:9Y/6#LV9$*%XDS@=2 *B<0&2-%ED+ZI6O0|SW@)E3(N.O;U(M!^'W8*E/=%4K;5%(92:V]57K3P^$0^P4K(>,8W8.RJ]8\-Y!],7;B9I=WRM MCJB/N!LD_6NG^)R^9EM[^F42YD,>N<(&N=8))LO"]!

{/M924(GD;4N]\UJV MC2G\WIT7UUQA=YUT(_]-5R:=#UGI3"DHR^%_ZQ!B-6<#O!->R5BB22*[W'LJ MW %G3$%U/VKTDG_/;&QOPNQ\39F8]0RI=2X10U2-KU6A8ZM!Y7,%EM,75 MHGFP@Y:K744TII"I,RTZJ})GZ+0\H7++#2"M;VYBUAVPCPQ%1,&]]A6(LVV,O M?.I^_/=6,&,*FOK;B@X*Z+@,?>G^EW,LH@B!T;:]YLI86NEUDLY D880(P?U MNO?^Q[>KGTWD_8

X<^]M'U'&=,NLA[* MB%TH{JR\%6-F03MEI[X\,3_9T\9YA8#.66&K[K+/XWD?.O@EJI-',7L3HJEX^===T7

MQG@!CW,U&2_;+584F;#!05"20&ERU<7(IJSWXM#M;$8:]NQ'B3ZR'^RD[OF) M YQ?.UCR)A]1.9G1HEY]V']=6L#3;Z3#O7L_;]IQOO\%V.A+\C6,],=B,*B<0

M1=MVM4>$8*]'FJG:,)VOI7=V>I]355W"^\]E:V&$[8+6*C14+S*G%B%#]&PN M6=3:F;2+ZEYK^RU8,XIA,_+E'B?.JJ^:0QP[O%##P]N2X-43XKXT$V:PJ7Z7F MW-$H#R8Z-

JN(GB2(B/[7B,/.&EN03FJ]H8/PZH>^GM8M_C;:CD\0?D:.3B M<,ZV@H;VF#M .8@SW5=$A_&S0BIMHQ-0*9;R-8S);1>GD36.N>,LKT3YF^\

M[.8BV[OFW'6Q/ZEK6OX_PN6SQU6;32 VO{XO"S6%5&,H0-ZYBUACVD%;P Z/I2"'XB97V81>16R8YBRW?-N M=+NO!BN+CF3)U)IE=2\1V

WIF!;*1L_G=3X0)3[@X.8MQ]HJH%^7|\S71ZM) M#-)IKP@RZ0#&H858C850/!9L;)3U8>W@5<1C6I@;#07W4NL#6K^W3"F:>$TR M"NU -

'MMA"Z0&#PX14Y0%(SW7$T.(=TVF+T9!O-T4.),L^+B84O+&^(#B= M>8(HFR#:6%A&-@<58R+1N^)-V*<+^T;=>OBPP7]F/_6*QI MG^V)

[;YXWZ63'>]W6@AYL9B_>TO+XX9@HE425**%++#.'Z]EQ(HG9LNF0%(RP M2H3N)2(7GK^O$6K?\7R^6B|/6O^09YB):7LR7T^B1L5CDX#6M3O(4$%T'!.B

M08TBE8RZ=WQU&Y8QK67LK/NKAJ.+X+OYHLMH_ISC]>VB\BLG[@W6JR4=3I^. MG\S+Y].KU4EK]+NY@Z>94)4U)PE5LT%K%THJER%B2% #F] 8"P/O?_3KJERO,5?M{T,?SUA",.60I.H0 MK09MK7{(U3 YV/"3<5ZD'I^#YVFG23H> !5PI&4QR9YOUU@OC=%;:V-X+ M4_>$,*;-YE$1;A<5/@S/-KM"Q;-+U2&@:)%OE!&"Q@@E!^DE"FW%@S)MVXV]

M@QWW&!W7[JW&!V';I@,#>ULJY@JA: FFG/I+0S!%UNASB*7W\,+[8AS3)O+H MN'9O)>Y-M4T-Y)T0WRY^H=,"\'+I8R&!$9U@$;2&E$,RS(BN7<.(I-C_IZ"O M+ K>4IYZ_V>/:5-X48=0C>C6@>97#EE-]Q*"'#](=9"K@[PT*LAJ(Q50E?P M)E0PGA"2#06*<+H='M*1>A\R/=1JR"U/F @1C%80-?*DR'(Q!,/';=/*E$I M(!;:>U/Q%BC?Y3K&?1BSY2'L>ZGD,+'4G -

RMK5)Y;=/F3[ZMH|.E4=;96N? MU4RIY0 PV"_BH"N8TOB'C1ZOPWH=[D\1O^WAE?G8)QS9HQT[MI?C[-QO*?7 M2;. ^B=-YNQ2@=8. NX>VP2[/VQ?_]AIF)U9RP87%/O/7K;G[DH?V"ZZF^X0\ M0T'9-R ZB(@ZA4M//O!7MV;"SQ;+-WC:7>UK]_TGYP6AK6IK@V429516R\(1 M/*EV&,$"4M: DM5"553LWB[FOACWKB"\^WE?FVALNK17.]VBWO M"+WYG:_064@I>(\04,.S4]Y"TB5#T3%Q'!L4NMZ[2EV CRF$_"X8NIO:!V/L M5]B7!S'),K4,(A4]!PCU!PAVFRA6.U""\BHDV_N]\&VQC2D\?5#>=5%>GP3G MZL52\]+'K

>>$MZF!"YR>&\L1_L)VU%SI8)PNBKCY599T$ QQ'TV)*MS[*= M/^/$A)-;!%3L!BVUEA'"&-F!W.HA@IV!9O)HZ#M,7'0?:O0S!3=<-71W3/1[/WX,HBZ6VZY@C9.@S;L-DW6"E

H;$5HLCJ,18AT'_KMB&.4/CAG6W2[836B;$7O M5D#*4H((+IN<"&?)<?C@!TJ=#TW",3*7H4A_MCCR"$&TA-A[T%NE#T<6$]H._VSEW/&&3?9NM!==]0

M.;U1_H+B/_PO/<P5P.V1C6#7HSINKV?\ 2N]VB'P3 MMM=7D7D46@7T;)AMNTNF=4>R@9-!FT601:+NOA&W#:XQ!%H/0IZ]%#281[L0 MQFTN$'JZ.'Z_I"..:KZ8?

Z/F=;_ND>KO!PX/;U MH0\DQDJ.]ZJG_D'KEY4#^5'8KH5(<@05PMK5& MYG"?8I-V-+_6*% %LKEW<<2>D/<^C9&GIRG..\HS7*VF=9HWE/GR\!L%U9J3 MB4PLJ)H$F,13/I86Q

9207M4+'$>@MH)Z9A<_"9>>YO(Q_!ZJEC_>AGB,Y,D MDT6>GM?=^HJ6TT6SY$$"D9RK&N=TMBV8*1"D=#Z;MCJ<[#&I#M#7I4+0H? MDJJ'5?^6 _-^*G)S7L4K?ESI=

M/8>$S#]<(8$!IGIF7G1\,0=U*21;"PGIZ\=#K%,,?\PQ_#^8#T*\S*97@#W_*?/9U_#(=OO\]P_T$PH:Y^[>]GT[%M,:C#R"9MJ"4EQ"B M=%"4D(9Y$Y-

W_^/]7W,67,H8@(620!6&X.H_\#)XH[1$S5>+;_\VX\?YO./?_WIIS_^^.,OG^-T])?)|/U/@C'YT[5O_WCYZY_O M_/X?99_ M_+=_^>&'E>3"-$TG(WR#Y8?+O_[^YOE=I,/Q_*

<|O/C!G=^"J.1(5Y^POS+ M1_S;C[/AQ<<17GWOPQ3+10I72ZZ@=(7SW^NG_=09TP<",DV+B$#?Q7&E>$,,

MZSZJ.^:OGP492UB,Y@T1W_WLIG@G%V'84L!W/KH!VN4'P05>1)RVA'KC>34H> MCH=UWWA!7UY^0GW6_BCP\QS'&5?IQ-7GCR;IQB^-ZBXU^2K648@X6GYWD'$X

M^&4\'Z_/!_7HR%<@L+G<[R8#=!8C;8P$#EE4):V18@*@1GAC/$L.I_O*F9V MI>@9IK^\GWSZB9[R4Y5*_"+M\5ET7T15X^[B?N.H],KU9P2?F]=NXRG5PTU|A\TD)D*X40

MYA]_F$PS3LE6H1\M7\,_IM%DAOEO/AZG"_5"Z>AG,I+#]'C&2IA'*#(C&D>@DAT MR-J]#+,>]QRB:^ARF&XG?31<5XJ.KFXF(R7H)ZG(S_M.9F3>_5;TM@:\&@R9;L>TE*SZRS@NVKM

MJH!)#]*[JU76^57^!NWG2T3$3@Q92O R)3JX5)GA8;@K592"((/A).T9.C "U0DZ""'02M/%B1%4>6K<+[_(Z.JGYZ?]H^ M1+!W52VZ.&57|%&)]4$D=FA"\2 MHE 9A

]"D_,70^ZFWMM/?/1J[23"N^I4W=7Y!M\/9W-BV?QEN$ Z({@2@C&P M7)/5SLE^#Y(6AHR<>)V"S\4U4.G-IYZ)6CN(\]YJ=?7:5/A^GR90VC>4BEX&; MIY/%>#[]\G22<; +)EH6N>

(Z2;+X) >';"$XGBW20J6R#311+X@S47'PI0=_E M-@>G.@W?A_-,9\FP#%=Y!9=[3!8F"Y.1N*!6 ^:<;G$!TGBGDQ29:D;,&## MX\]$IRV$>U?KAMO66G^0!Q=GL\C]UN7S@>.(IT&

fD#*Y:.?HI_?75]-WDC_% IBA<(4C!! 9*R$"0+!F),>B0 MZS=]0SU_>_!Y:?E @=!5L6^FX^7A\FKZ>CKY-!PG'!@Z6[P6#FQ@!I0J9$A* M0\Z!U8XY3 Q3"W-

M_=//2}M=1+LF6M(I)'8#V.O);!Y&_V_X<6E-Q.AX#D6! MMUZ#"DJ"$RF!U+Q8%4) V2#09.VSSTO?AXMUC;8[!_0:/5AT:W38*0164W9'KS],QE>.O4O6 M!.<19-("5"E(5K^+(

6BLTQ8K[H9U[>?^.AUV4F$;_39*=;U%M-B2BOD(KX; MSDOSTXB7*//3L&N=]-0 M:QS>?KF(D]$@:150^P#"5F8E N&]RA"8,Y8Q)GQ*G91YXW&/7I."'V^-&CL%

MMJXK14G0_=3*)U3WWT2NTL MRC6Z,1'L>KJ03G$\7]UV5-*16;Z8#02(D0+1K=-X@:%7OP*9/R>5^/YE^&2B14VBZI#QM.]P

M,OJ"\+Q&ZWQ.AG+6Y2$W'CHF6CX<$&N46R#2-7;BS :_,R8T?)FLT%4FF46AT-'"D6SX7(SGT:IB2P/%WGCHF2CV<$&N2>]H$([ZY0*G[^G8^/MT M\L?\P|/)Q<]!6KAS=01J0DM

<3.*T4122K4'"D M5'0)090@NF7D;<=P)EIO)N8U+&B0Q?64K,!I&#T?9_S\Q_#+ '7FTD&?#T74PR>>:ESMXN%##4]^]$IN(M(U>NX4";M*$/V& MZE?ZSFP@,9'YKQ-

PI[FSTQ@#O[UIN19$+)H=N+O.'!CU[++022L1F=0F(W M,:WRO5>HE(V>#$$/0DNBGA0%G!)M/8H.5=14>+KPU M:KP,;OWK3[>D03# ->5BGE_%L,AKFVC[KYS"]?:'()

<#*Y[":&?3N_;/[PSIU@ M=D+9I3/,G3+R;[H/W"->9K"972!NRB8,AKLX^@C],W9!=$WVWW MF+W4M;V!R"&R/@X+K$05$];IVU2;8' +WCH/25G/T"DMO'RDVC^X>TOCY>\C MXF-

VC_%,%Y-K"E1RG$Q3R2$R7J @)AE+*3:R;2;@H^@>LY<"=NT>LX_TCM,] M1@=M-*T3F&.R!@<8.|\-'5R>B1(B$^D^/^V,NL<S&7FY3V*MW$WS@2\Y M26\58&TYK50L$'V,D%

$'9G)O=R7='2(FF\8+Z*&SMO'03:PZ.)0G,9PO*.M2B5//ZH58%3M6%339")S$A)M.\[K&(2\[S+D<"W? G)\97?1SE!%=Q%O\M'SMW MF'UX,L!U/[_\YV+X*8P(W.S)_&F83K^0*?

&/,%K@P,1J+,BZA3GB=[3T-ZT$ MH"I6*|S\)>E#!^TF>|"[*'XT$F)M?:YXAKH@2;_A>D_<5Z##Y=YT$.|\$L(@:M:E>4IV]39O'YYSH$(S>3=L;G2%[?44

M/X9A_N7S1QS/D/:P5_,/.+TA@T&66O!04Z5=9M4R$A"2B,!5B-9$+O2[-W,'M4&('6.? C-;2;]@N:>VB!T85$0MZX(XM.ZXQ\"PEB)H+<(Z?]5)O65#@[I1\N

MT88MDJO<]:Z5G*{JAH$MDJ6HC:Y-0X"(Z<(ZU% M$LY&8VWK?O_WX7G4GD.S0?=@$+PB9*$&'5]@F.&,.LGJ5?F=-J2Z_(&5/A M!6S90U-8!\ZA :M%R:9D+=-

JZ56'L.!>0(^.!NU$W8,O\&N5)+X8?I+\?#P/ MX_=#LE56BZU[5G)4&BUS-?T?(X2@@H%%*,#JACFHKFOIN$0(MR/Z%$SH:&P M>SCY_SZ9Y#^&H]&

>993I@=+YZJO(AQXH2RPJ)/WSO 26Y_X5\|^U.H|2( ]-M'/#7+,J7DW&ZM#J4L\DZ92#S3.Q*M,M8]|B[9A M\,,ZQM8;5@.0D$4OIJ5).TBLZ4;$/BPBEF6J=AK9[\J#5Z@/ ;-C*\0O%B

M&.)PM(P8D:&XO(;Z,3%G\`JT3C_\G6IOJN0BL9)! ZJP,$3ZZ$#EP$U'14 MF-;V:.[8'OV53BI*Z"&]>PWG;2=5FZ!\0$@3XT<6!$@9LZA^,!59-5K&>0,

M.]+CP.]]^M'@9IHT$7\/Q+B*.KX.7VK(\6N\T25I$RTQ2]H45?89 NUJP%F2 MS/AHZ+\]Q7=O(GE00G32U8;P,@=!]Z#^FX[FU=*O&K(,2F0L*!>!,:Q116;! MZ6B "U8GGVCE1&M?

!GY$9I.'AH+OY^YGNL\!=^V#@LD):S,(I6/M@^0@9"O! M6TUN]-=18P\;PWHP9I.&-N+N(=3S=#+ ^A--YC3D\]P_CU-@J#3M@X&.01SIFY"&^'W?O7SU5JY!E"@%@J5KTT=%"B?2

"!2ZIM2A@7KO0JE MM1>Y%=29LJ2M,GJP&I01SVNBN(;,%)F+XA%*,A*4+(K6G6B+RU(IM(:%YDG$ MF|&<*S_;B+!]>V* Y/5]%PH|NZZ0B3JNK7"@-Q-KIO\|!'UMHSL:$F>J^D,%

MW(LA<7$QG%LU,US'F4ZVNF/A.%5HA67.C"4;225#9BVO0]0*E'ZMJH4>H^ M*D8VP#E3+K120 -W3_>LV#,1EWW?1+!D3<>4("0IP"H,*++CNGG@)92N)XJ"

MC$;B[^%.ZUION&4R_/76<+$$Z6OB]\B!UTE#&KR/":0,R: O=5_K8=/8 ,=4ZQO-35C.A@=-A-U"*#KGI4##Z'48YN?CI^'C(H?:O.-3UB'T%[@B\FL9DR^*N_"YT$Q*9D<

UA1F\$K;L@W(G.8 MNYK4$PHWMGG>TWX0SX8\?:JF!?UKA0&/&#,AO:[(FN?RSIHR[NBH'C4D4=. M9GCKF-5=%&?#AXX"[L$;W>9S#4PA*R=RVM)8S=5DB0&!9-5=%PI/

:9VG5N_SY;+, //#*15P3\V6P!$NYNF8? #'5AM>*"]Y/ MMYI[4]Y1!E4+$?:@AEMS?M3X3"E[+\5P)0HX0#OZE6,FSDS+SPN!M$=i$\& MF^B7

X<*NY>4F%O8GBSF'R;3X7\11X4)ONB! 46!T,/KO9/PZU'NW#S&?IC"ZB;=C6^,;G!Q7C^-[\/?7 M\+BPY%?.!EAT->N)_O":#$WC,E=9<.::EX_WWO#8&*$*TGF5F,Z@>-%DPM#6

MA26II)CCGK>V(4^FX?$^^MS2\'@?,9Y^PV,97(C,*)#.(BBMR(\RDB^[?-+6 M&+)KWB3QU!L>]Z7@G1L>[R/HX[2ZW071=]OP>"!U;>]Y>XBLC\0"-(&9XH&I M.O0L,

(3HT4(4N0C'E$RZ=:=;N6'9"> ;:MAE0! QBL:8V>^:< M%<8P-Q]1L!W6281ZNKAYK47?

VYZ,/AIE1.$^<$U&+Z^#M20MW\!X!,+_#5B0R=1]W8R(L#L8X1&OJ%#I3P=E(7PH1."H17"'\IS;=Z M-]14^P>(^-@W0-$9.LJAN+KCI2=!B_)9LG"&B&*%8[WF)QZFC= 33EPJ+:[

MN %:DRFYPDBN*_U/DOV34DV5S#P15J,G_U4)0\A_-:%U7?1&,(^> FW$?-R[MGZ\BF$W*FJ2-CO<_6SZ]X1W0/NOH[Q(U'HTY+3#.R6@MKZG]YPQ*-HE%XA

MR;5N.M[(1#RH)/+Y,-&3AZ3EQ:",OSH-7$^)*;H^:-=ZW#[2//K)< ^TCQM,_M\'T),)G&R9+FMG>0L'6@A1S)O6)WTZVI:4 ^O8T:G? -Z "VEX)WO@?81]%N/ 3- M]-W> ^VEKNU7 8?

{^C@L$,$DXXCH/&=R;1AYMA$-.Q]$$3$8'D+SB.*IWP,U M5OX^(C[F/5!VTMLB),3$:XV=J===CD.)#*5ADA6MMQF)C^(>:"%/'H/M(_T MCG,/A%YP.,Y"5#: HI,+

(O<13/;%%1:%F2\;N MZLEN7POH@4WW[HJ,!"7U'LZ"[> 23]$Q3YN@QEP'-[(F]&V"'*+A4GLG7.N. M1D>DPJYV,)&8L(^P^[T&O#RS3,9(AU8&KE@A\R3P6N.@H2B5+5]?%;;6_AT0

MQ[<%&BAG!W/ 9+MP<9?M6M.L>CI7&_HR9/+SE_'P_]GPXU+PU49VEHP<'LEM3DAG7%_UI5T3 MT[6VD2E5A&;H:MC.(,?

2BAMXF+ES#^3)OS*YYUM\0_THB6UVSW/FER_.S9!.TJ-W_/%M.JM3@:A_ 4$3.JF N MZM:YM.F"L@6O=)&3HO&X^*^*T8^"?2[:.(X?:.O.\$Y MUK@@[7@::.[-

(EQ.X6B7*:KFLO]M/TM)V*6(M M#&,1E,)29VIF4"9]DPX=I=Z#XJQ$M*H4>[:8TJIU&]?# M25Z1=/G#5TMK?_;+9YRFX:R6$F9N9&U]'F*N&46AD,U/:,!%.R&-226WI@*\

M/\KO@$?]:=V'>-X&Q.M2Y3PU[9B^#%QL@(_T0QN]) M5M?S0P?62:,_]!%[=Z2";$/-D/VM9E;-D*X6Y?C&Z)'>SST/ G3[^A]F.6T M!/$&/RZFZ0.)9 V![X$S%XTR{$UU'0(C,03-0)?

$54S:^=B^_^$V5.?)GIZT MTD./I1N>YF7[CT0RF)+MEYB5AM8O?O.K5W!\)YIR9 MTDH/=RGBFU)D:.==(7LZF"XT(!2E6*+T"2. M/KFR

==W1)H6FED33NP<=;Z|!SX9YS1B/9+EU8N9O"._^\Z93;Y!.0ZO.8>K=P*Z&Z@69DB.Z QFYRRY6&9R@/^A3 M@Q=>HX/\+FG62&=K6-9I3F/^C\5L-9/\W61#CQ_R+8EU8ZXYO3B>

MA?I+;Y!$-QO.\2U./PT3KI;Z!M/D_4]EJ_U:6IY#B0X|VE7[BLXOP:V_X.)6<(=<_/*[8%2_JEG#]=8_DN'#AYXXI]4URP\E'R]I.C"L-'5T'Z1K9MU;,H-;|:|_EHMXZ3\O)@-

QSB;$4_>+BXNPO3+I+P=OA\/ MRS"%^Q)2I/%N):3O9Z,AFF(LV>UTP*9S3=DNUMS^C8/[MBWOH?5=VQIO[35 MK\%Z]1?6DZ+2M/T2/?7:C!D69BB!*"D#$&96GMC;%[6^#D?

4"9D.[E4C0!U M\BVI8;B<$.NQ-GO)P]]>M>KP2='IX8*G.Q5Z=\Y(PCD*,WT'XO)-]S.8VOM M]!OV"Q<-.4F1;(#:.@(AC@)A%!!*DML$[?^>E/)^&_0]#B9U;_.^CFB,U=|\!

MT7?;XG\O=>W0Y?T 61]lU+,I5CH9R)JN8XVE%Q!R2.1M&Q.*"I[IYLVB3[W% M?

V/E[R/B8L;X#YE<1,2=C:,AGR/1EA>9Y"!#T3K61EV\O)?'4+^;/;C:#C_UI_C38VZ\T'BC*$/'C"R5,TL\C!3<8#* M*V.\RRKU']"^'^/QR/+@!NQ1U-@'[6H Y/5TF'"@'6,J=M.7=,2RTIEV2>LB

M!*EX*#6>T3X#^>O3OT>J'":Z?DZ4;SV!YL,:+24-SRJ/WTU#*00^"U[F@^RE M984ID*@(9EURC-'0%NE94C[RK'>+$>S^S.^(%WU]HV%#C!M@_F,R6ES@O^/P M_8%]C3FW%M:?

1#R63ON?S?L&/^%X@<^&I_#^_13?A]4MP>6WXY>_X^3] M-'S\|*7#)S^AXW]%M38VF]=Y\^]NKIW^C(SGV(J820,9 KCU&1TRL3>R* MQ91<0MV\,I\7[

M\|QKRNF3^MPVQ)L)_*$O%&;3^;*CNWNN4.VDMYI:^7 6UHL]U2%<-9'< MM<_=P#8,:)RW&N!AHJ:]"7EHU& -D*-M3:E[+1#6C3@22P01+8\^A2T58|/ M]1ON!(ZM^7V$VUCC+R?

3^8?^9CU^:!\FL=8fJWMU5Z5?Y^0S?=UT%@.*G@$PP0M MR7$.7GL-G"LC94@^Z=VNZNY\]*-66G=A-0QT+F,@TR^#W]_6I@R8==)0 B/R

M^%\]D(L'GT70QJ7$S7T3+F:8_O)^\NFGRT]3964E?3DI/X=9C=,'S(L1OBJW/W\53HM"91=]RSU=;[@L)'B>&"1. M=H,DD#KM!G_+@XZ2$-]&2S?[ZC:4WT-'F[?G79)&K9D

G/8HXE17F_3\U8C(B\1QB!>2:V@!$V(%'<0 M!4;P5DF3(QIE^RE3%Q8!]&?/[%=`32T3:"!VXK-45M+;%29'K)\, M7\%*(&L7L9_QB=-1G]_J#Q%L#P/M;C1I>?*)'-

U5EXQK_N]E%2@6B?1:U!|71GBC%U#8\+M2L/N<(E>M"AF*R2X(*WCA7L"?${)%%CO?5PBMW*'^YJ!*E M8_MV(Z/+T.^SX:R&QA;3U<[\56(H+

(_19,B",U#"U*'#CD&T;'1A4KGF5=-M MD)_%&?<2NQAQ!MU%3??U:29CC9(D$$2:*]"'6OLP?ADLBM91++36EX/S'L@ M8^HA67$@,0]7Z4/S<.'|",(G!B$&36>%MA!1S|2IF-

#=5HIJE.1-(;-7V9I4(A6XV@9*&AMC,:DH=Z2=;1/$TZ7=83K?MC6!-%;:#QG;;MKWE4VG/]?-8"K,5'|BVY.#'0B=8IA93(>RM0QCW CH+P[^= MR'0D8;!'&W

9K0ETL.?"DR,&1_M7;8-D Y9PH<(NV->T!?B9M7 MZ3V3\GHRQ_%\&$:C+TODPT^X.M]6RF&DY5(9RRVCSPUOA;USON#?I+B.B%8Y=`0XA.(B@\"'?O9"T^G/)/)5^VX\)__K+^

Y;19IG50=&H&Y M#[@V!CQS#I@D8\H*RZ0^L6WEON4\5,>(AR3H;F5)T*6'@SL]A@N\S+?9 M!5]/6-8(X?-VBKM]NA@R9";]F[HP9,?Q]_PADYI[6=P728:L"[XON=

M1%W;+M[Z]I,Z%6WV=6J7),EX,V$ MQ&J@G';,4>0"*+AD7]D4-=\IF[Y'D&="LI/29?N*C:.]._B>#B9UE[EL^?E

M#OMXU8'#;2NB1_+U9"U3(VMJ^R2>F:/,N!#;^.8=!WA.W.E#QCU<=G0H\M9],I MVRQ$?W<P[<)UL,'RUVX?M$AT+[G$SJ&R[NLIU'0^^JJ!W.E [D08?5N3,/X M_3(7I]O.7[_R.GRIWUH>@M8FI@(9{GIVD6-=K=2Q__R@*!-$8D[F8K@C3>& MIJC;!;JW8IEM K.*(.E\]GM2T32M=M-470X"$NO&/?TI]>B;G>%:!CC[@C^ M6.'M([-

THB(""Z(;\L8Y]>C,+YFC.^RIIX"PWVLYX&"R8?3 M9-T@HU/0\6/A+QI-WZL][EKS=%IH^;=KN MH]HI^VLSN&IZZ:C<0%,^UKR1\>AUX5GJG2([^S_[^#[WPRO|

M=[_;K75.IZ&]R_DRQKQG>9X_17C--%F'YY|\?DW8?)HK;E^V69${Y7L4_!`M=/#*<*.'U;%3I.LT2#+:. MW?S6;[*)U=YBFH-'G4 HDR3S MTDAY*\7GD7;RW4L!.W?RW4-ZK2-

X!U^0W^=2L?SI52X< MDO.EGH,.@O%QF7)KG30^]=T:/1\#!0G&^/D4CA-_?7O=O1K+CA./PT3KE_R MR\EE/N\]N+Z<+7_]YT\GI_G+R?S_XOP-ILG|\?"_._HQ>4I\@Q26$UB3P8<

MEO.=\/[TZ)%GP4GK1?V&J?#2?YU,KW\5OT]/E"UDUG-_M?4Y&("AK$SB=/@ZN9*W6'QN71]UW!7^^6;<#H%ZR'(_6-C+/|[@?RZ&L^\ M2EBK)?

!L#QPBQDPE00JN@"N5AT99DDO5I"TS2,I?2SDNR/_PI.A?8=!F-?< M_)EZ\60Q_S"9UI=RE;'/!]S>F[4GF2=(22@C>9#1 M-V5]*G&W)E;,9L'O!N>[X5U?*KK+

{M4];GP#9EY>_<^'4|S%E/R9U=D7_7G M&2@1{BV70\`2!9"0*U<@Z)B888[SE3K[MG[X/MN^-6[\NX231^';/\(HP4_MDDO9.I9-9!]

:110WQ&0N3#'B@DAM[^RV!G>GS1KI+]|!+#.]%XF]75QG5C ECR8:@5UDH:4&)F.B-RZ'.%/.R<$W_W[H5U/=8 M,[8/2_NK&=M'V:=9,U:,VA>YG!Z#-;>9#B(R0T0-I#'GD1?

5O$+TS&K&]N+ MO35C^^CBL=3<[+*F/VO&]JH9VXLFQRB^.43'CX6_14E9"DH@^!Z4)P,ZZ-IP MG6G,#EEVI7E;TT?#V[U]QDZ.MONHI@1JQK)S.)W@,$N&[@IB,K3'R5&M(26

ML]VZ3WVW-6-[*;QCS=@^VNKA0GYSOI1FZ#U+&1SS=8Q1K'T Z^!C70H+0>3" M4NL-[7SS3]L8?VUTU,-UW9JLK%T0?;?YIWNI:WL*XB&R/D[^J7>^S@-@P&2N M8Z]B@5

D!VXM\T!3_]QWEW_:6/G[B/B8^:=+T8(6LLP3&,@>5:D)/=+'.F_6. M62Z*R6>1?[J7-G;-/\U'>GU8-P>G(${&]\ZN]YCV\S$9/(OEL7AM@-B;R6CT MZV1:?W_18E;>S*Q MGW)#T-

,3H%++&>4Z1O-!G?;3%G- 5W',<]"1I*+?A>SY^/5U?8 T1A?!V.FJ5ONRL$1+)$<, M.NDE61OI?\WOV(ZTMC}?HF,_1!VX=4]LEO7^8_2$O!UG8PK68@1UPJPH

MY,&@BB"T"THD33^*C^8=NKFV/]^A8[]#';C50_UT?^LD+10<7E]JD+1;*,Q@ M9$):*F/@,CEZ229:/&1^68?GW-_MM\]"C"+.8E$<+*V_UN!QB,S6<93*2N-

LL+SU*+)36/<1&TD]2K8?/UC4E]J/MZG6]Z>OO(C!/4I$,,4HLKU.!!]J HGUMKA$!LGM4^^$W!D]%__GBWLB+VZ?

MI'W$$;SM@M"&92VX!,VUI&W,DV"%9R"BU()'YG5H7A]Y*HO_\^T]D;>W3](^_MQMC98HK;=3]f(U@6%I8"33H/RM(<%)2(@BSIX5U;)6V<;G<;*_WQO3^2]I8VN MCS-

&MUT&5FE'JH4"'V4")86%DLRR55FY7IWFNE M#]:G]5%WS0KE7.H]D;3D9_K\XO;I!VO>3 M#;+.D/*T?;BLP66KP!FNG)4EF=2\]T.H[K)O>AZ7]U4WOH^S3K)M67{J@K0.^

MO)4CL4(TK(VH2062C2VM6]Y9G73>W'@WKKI?73Q6.I.=UG3GW73>]5-[T63 M8Q2@']+CQ\++?1 NP40@007KR!H(FI\YGD)+QR$5)[?OV/A[>]E4W?7*TW4>U

M??;>_>8F7,U!%*D4X2.0+;/L)D@,@R08[8>+4.IMZ4X_;M3HHZ:G$TDS%H702$4C)9Q]Y!S,.#$89>/)9^@>>+0*;R384THL MNIP5VE!)8'1QR3H)65I<$3C&:$%

[]!*=D&5GDKD_]Z5G*#3TG-$^^<)<4KE M\'=7=5F:H1R|_R8-L2]1C WM ,YE!#@P6:N%ENQDTC$V+>>(1D;LAN_HC_'4 M.,$M_69RY=^GD]EL8(S,_=3!@Z+0DK*+$)WP('1V5@C-

LCF9O,'-R_B3[R= MCS[R;ZMY]GPV6ZP;*W$MUC;]Y3-.TY#6-79?2UZ%9"A$9,"74>?HR2,L7 .+CEXN*4+ MHS?=W7\9?Q+Z!.AQ2MF6&VTH@\]827YP%C50SGPA&XHY$#((Y-

*+SE$XF=6PW M_I!7HK9_-JIWP|'2:LO"Y7'0 R#RB+ H$BD-A}XB{0D8XNF)1*J;7VIROV M'5?YB':AD_/I^R#2"?I .ZYXD$VR(12$DK("7*K/*F=D&HSQY$O&I" &3,!RPB"X(FOF MZ(=^N^7]^49U?:,>B&H/41&\;.E7]IEMM60M2(=6@.5UM86\XI!J-Y'"Q5+[M-[O3>['V6N&?IU;?[U9_A'N(",RVU:[QL>]=+SIE41@)A19{JBD:HH^B#K&- M&D7F]-6IO6!*

*[KO'/5ZSO5ZQ/TIUVT.=^_UA&3,DH,"&03E 7<"D)"#7"96(1 MQI_P3>ONK]2>V5==,=X"]@;K.TF GT[&RR+T11B]P^G%UYKT%*R.MN:HF%K, M7)(';[":39)V=4,OQNT(=.MV=X;U? = M/'G_?HKOPQR?TZ\&K}DPW>QVDJV5+"L&2DD%B&.,5D+UH>DDY6BV'"4D4Y+ MT#]/DH?2@<E>TE!]B6\N<,"-885%"!%8!'TJ3(U%'6X++!K'WF:'TSA7IXM!FXMY M9*= 4\|U%^_O0)B->_LQVNV\F\S#:/GS.Z?:+Y_K7[&?QCN[/[>_%CP'KOUT MFO$P4PNC10&-?MF0B\X 7WO)"^EC]#Z&=#(I^2].KQE/]$ZRXACD8LE@K.T(M/8NU'S!G1K.D&?$=-N/9AZ7]->/91]FGTHSG^9BV,?Q:>/BB_H.ZZ.6@ M^6Q<-L@ LQ7D\B0&P=/*G'*23A?&LV[=>N(>.(^_C'LO?DSZT5,/=_T;H%V- M@=#T!7$\UW?<">YCR[F9JW(T>'71P=*(@3Z[$7 @:01@V[KYMQS3X7DHO*!C MK:?6/ -!ME2 /PP_]A%!'ST >K,Y[:YAA+/+\E89EX@"2*T"]!0U!*$,%%LP M*E-XC*TS#^Z .'[V9B\<6WGA:^ M$![S8DH]3? 00OW\R6OX.YO6^W"7602Q*).X\|&0*);K+,68P&0C=,GT=|,Z M:+,,LD=YF=0E.M.#PC:,,\"X3\0Y6K3XV>Q)^L_%-#W<73+D0/Q+&#T?E\GT M8O7:'1[XWOL9'8/^6H67$FV@AM$AG"S6:ZI,KJ&C%\]YZK[(+Z#EK?5F/-D<+.Y!*:<2$UZSM&4 0GLIH%2*3FS)25PQ0LP^ ,M%Z.B$ULU/ MQ0U0'CX6W(?Z)^W5T(-'M@Y6_>L4KWK=[@*PIY#O5G /$_9MHLH=Z-%=#P]" MF&RBRHIX,)S>0V5YG7W$ZQRK9$-.*+'YR?5 1-D2_GT8GNPC_M99@N_^F+S[M,%G,PCB_^X/.KB_O2,%X?5>]BC, {2=NG9\ Y"E!"T/FMD-,ASDLOG YOY;;9 MS'L]?BN5F--3?H6WM32 X4N8Q"S=Y/+E^<" M/,Y6;<>9.W-V&Y8SH@J3<7?HS6R Y5?#$,< MCD@VM; (N+>JW!IFGE&4BX%P2N;D)$$MB4 S=4E %GUMW@.N&^(RH=435]?%3 M,9GD/X;CT<"$LBR_ !9#G4-3',3 :M0RYF QI6!:9WI?/?N,R'"0.'NX45BS MP->+:? H0+JLU+P/8].TKQ#5FG>.8WX7/SS OTGP81_CD8K(8SPJAS M7NO0:@2/->6#K#'Z'Q=:MDZY:[J ,R+8PREV8]5ULPN**\3D#CP?S\/X_1(I MG='SV56(.U3>Z4?946GY%W6\N&BWVD:?&+_6)>"+X2>\ ^@;C1@DTVI]PP:6P=$MD%5[M+C7N>M@]=!LNXE"Z IGT;,A[H'X#>FWTWRYP M>[H.V1/]PUR.]*;ZW2G63&\G0+ <:7E-%<-">D9L;=0(7%'E&O$3TW']?6[N7 M)T&S+5;-E:FTW[03LO$G37C<|["ZOP[S>|5R"X=Q*5]L1.REI MD;H@^*@D!!Z,R\BM8ZWOZVX ,&]"""[K'H+=K^8? <+J!D\9$)U.A13)#IZO/ M6 ==)4!KE)"*N=Q\!MH]<,Z,%*WTT$[YA[,JSMJJZ7T MFO9,R07A4_1^A'1139SPN9B"PK ^2+:,,PV,*E.09O*O7ARSX6F19DFUM*]^/Z/LBS;XJV&@?-;NR? 89Q MWKJ&,.MG=KOZW0\$H^O5^M#GXI\NE@6N'ZK0@S1E-H^(J61 @J9(YM#"-!; M"Z-(V7@[@,C6S[4!2M>MX^,'?O864BESS!,"=H5< RW!9ZW!94U'IG&H0^ND MQC4PCG4MVD+'MW>#KE(IE2O/F^M8QK,99R9E5K=&69.ZR><+NF1@7$16>+"A M^=C:NR@>Z@*SLU[OY\NW!3KV]ZW&KD8!=,775V+P4Z"OR8 MA%!.>8W*@+>U3%X*1S:OR,"%]8YQ9YQMW6/KN$38<@EX+;|LC^<^*ZH^=*?S M+V]Q/)Q,GT[&GW"Z3$E\.9E_O6&RH0X?]AK2WQGHHV]-I54M95SPXC7^N*O7VI<[EZX&'52M6@G14]OA40%'DVL,9B@ MT(DBL]^,%KL]^JRXT8/$>R_"?(N?<'P-Z IYA7MU=^!,YMDGX+G.!^#2@*L- M?7Q61BBGT? G=AB_L_>BSI$=3>3<,5JU'^^OP$]!+96U"<5)&T'7$O>*>0XP8 MP074EEFO(!\.FSCLT6?)CJ;R;GB3MX'+P_W@A5,!<81P8C:#2I(,KTL@2UT M*&8"FKDX=,NX_\EGR8V6TFXX{6\)=@,D&6(2T20HH<{40'*^HR)3R]"F(IV MGI6="""^,FX@N;O*U)V+-ZZZ!BXS%%Z5Y5R+I1.5E"1@@8$DAXD6&AU$D3/X MF+1 T@&J6^]TH\UJ-36#,)<{41MH|W%Q=QW-J)%T0]11HNHOF84;=1UNW%S M&UGWT;3[+C(,P:DZ!A?KD .ER%P-A4L0<&P(5@K-6F=-'$O[6^)*1U^/-B)N M[24^2G5Q<43;.K+/F7D_$_)6\|-= <,E>8|@Y"5+1,Y A>)')2=!9&T6&GD]fQ M3-_XD.,?|%T5,.E!>CVD0SV=8A[.?PVI=DSXLHJ*ZJAE1@&T'EIFEIP0"3H' M(P:F>++T!;WV@WT5Q+B=Y1_GVD'MY$]'5Y<4.F/HZQ-? @>9ACO*NNIE5\|'T'W M<8*OPX9)"20/$4S1"93.6(?,:D@NVV"-=*IY\CWQYT_@8_M34:?ZJC@&^ NSR$7>0YH!#COZHQC$2 ;^I(.S6C_JSTL2F/EWPOH 4[\SC]I M.V*CEK]f {>MU9:T6%+6J#+@.=,HE5B!BL8 N.XN.97:[VJ%)OM(U7ZEF.^;YWO(IE>)B;E!9TUKS[A=%QOG7\= MCL.XT0E4(;Z=E.GEV9.EX(XG#R8$##8J1Y^F+5A C63FRSH%1K0_[':$=_]CO MJL4!0Y;JZ!U4LC;.4[I:^_@GP^SOCY$E@L3&N.];ZHUD8XXRSX$2 KYG2A M+W\+K+;#WI!E>]JR12!E5^O8C2 M 9P(TL6@BX9J?7=2 #'K<:NTN[C,@AK0]/1KXMQGOU2"]8Z1>OM'^%C7>\5 M1(VY&&= UPZF]MA(*W<9@HTRV>A"#W5FVV$]6BKT)?K6R1:OQOC,9#S_/K[$]-*XBH0&C-,C$_C% [59Y.Z!NSJTD4"=$S+S0(4=GO/.G('0O.EV(]&32%[W;1 ML]=C'WM0H&=[-\SUV_JE9>[ ];U@82NY'B(V$'?RCR(,QTTT=H W1>SPR1- M)++>G#A\%I6@#=I& <(BM1*'133*3=G(V30,V&X, IDV8?!?1!EA7""F@%<'QU M+$HIL,0.X34830AUK'3FIQDQIPMVAJ!NV4*WO>4X]D?,2OG-@N,2+9UY&$- ML'=_3+Z&I$[(V@1RE>E,585YB# [2ZD7D5]K"B]DM=?R^IWQ*C],LCV$)5], MQN_GA*AB?$?_9KG%18&,84[@3+*@LD*(-5DY".NL3^A,;%V/N [*8S:VU.R'UO0T\X'W4L3BPCY3]2#?Z=NY58%>&B"XI2/2 TM>ZV"+!%1\A M*.]9%H+?J3_NGF^T#LCQHU MM'0[XZBSB'M(,KEYR/T:TM5('*-3E${4H:9T MR)%1H\$;2_X-LT9[{@USK56_"QMB\7N(&PQK_K MR*SYDIL8YMHIA^A>#5*RR61{FM&1IV4 +QRY*IKYA$G5A1LM# M .+#UR>=-'A[,"[N&,.\5TDA#'B[>[95=<2307[$N>ORO/9;!'&"9]].9O/9(' FZ9R2 M8$*=F.9Y(>,'CBWF/6<\I^!NWS1T[Q.^%=7CIDI/TN^A0*&N\U6YE3,;/@\O M%A<_3Z;3R1\UHS9\I)_,OPRD\5+GX"%*75OXU"'59"R!/1U08W*M^]MP^^ M\^!,;QH? 9^YG=Q/QIF0?D3ZU$SI8 M%WCP.%'$W4R1CD >-VY.KHH>ZMUORF.YI05G\^6%?]WWS*]QFN@'X3T.,$97 MK\& ,9*%[5F 8#4AC=R:+- $W?]PVAW=XV92S]KH(>1Y,PQ_;9K5'I- 7X-]^ M"(2]O@B8^2"BM%@2H54NU%"/ [\<]B.B3,5HQ[//WAWA.?#GYZTYWP;K>T, "KI#)Y\X6L/),\K?4R)?- ^>Y5O ?B]<.I0G:QA4.^U\PX[*'

*M^=6^>LTO,%S;$)-KN=V<;+J0P#ME MY#,R:)&2_A]U&:.?(FC9Z6,.7SM'G M]>RF[\TP+6KYQS6B\X&MAILW"""SH>CMK'F69.8YX[E1-JK0/-1X,-ASY%1? MNEK#LLXQ[-MOP\?%-'T(LZM+V4R>02G.0Z87)3C"9PFM%9+%6WA,?/6W=+N M1W2.?.DD]36DZ-R&@0"%+Q79,N_SQJ7=("CM3"P!R',,=2(9AQB(L"ER$[VP MOOT!QCUPSH..K>2!A@N=X\M_)Z';?DQF.YRI&Q_RN3:$6PQG'RK;5V6)'I>-M8TH!HO6%/$\+R#0/+ BP/:+@D9C6_5BV@CH/7K25_1IV'!Q%7A-\NCZW<(7N MQB4*65;#21[4=XOA 4F:MERO6_S'B649.BX$SH5=4AIWDX/?]RD.(K(UW#D MX"CQE1!NHOQ:<[JZ/;,Y.2G[@ LV(UG9F< 5*R$[1E\88P.V/DlNP_,X*=)<

MXFOHT#GL>W4I]LOGCT@V<5W_+Y_3:%%MXANS3R69QQ(:5##".F($.3B4&M B MHE8RA{ZX7I7;,=!DUXTL88R!P=]UUUQA(^W,:^#QZ7K_A+GE> -#*5)0K,Y9 M]8G\=EDT.)L,^! DXRE%'0XJ_M[VX,?-B=Y%O28_KWN%WBY@Z11<7IH."L^!-M:8(77.URK;F.*(R&0(:2%HQ%479+W=SWR=\1,PX2]AIJ="_B69,)1OO<<+K< MT2XM(Q^MXB6213Y7(E+)(WC+2\W(<-Z7F(UL[.GL@NMQ\Z4W#:RA2>,@Z]A M-IRJ_3C%D%^-KS=@X0/+C'!.(K 8R&IR04"@#&KZ8&KS-+:.17]XF=5^_4.:)ZF- ,5BG>'HB.IE24HRA]:ET_?EGHO)#);I&O4T2<[>D8KVD)A2G)4N.(3]0D87- M'X6!6+]\W$A4E./%$ M E-JV8^(U)N3!V$S8JQ9D*O?_\KE+,,RZ[=2V:)SC)9(/-'E'P? KP=F::.Q1#:.*VDI.U3"\%!F>S !96 N^>)$8()[MV>\I+?-J#SLT0_M8ARJLGM'I3>5=^LV.7L/=G?9 M6QZ5!L0ZF4YR!SZ(!/273#YVD2[M5]:.^[Y//DALMI=W[QO$6/^'X&M 5\@KW MBLB2>5\'R3+))'G,FH@<"D()7OIH> HA'%!NLP&@<N4D"[D\%NV)#;%C'.C15LY[$ -@=,'E7CV14VS*V"Y\=:"D>V_+ ^7LXK+(2,3; MSE(%^]*%\)/%Q9-OOI/]_!)OD@Q&Q? (!.)D$8EH@'BK(?EHBQ$R9=YO[&IO MR.?(IW[UUE,'Z'>776\'1OO N$F05,T$,%&#.W7$LM7%1H<.1?.+]FO//P]" M'"'S1C99H3U=E=W'B&]V4;?ZCKW9'OH>*=[LCVD M>L+W9-VJ@YP%$)R5E?OD>.W<%0)C2!IYZ+?J_N3NR?,1Z_9[LGWD>]1KD1UP M?;_W9'OL,.?[D0.$?DQ"Q&*TS*Z \.0ZDUWDP&F!9.T4+[C*/.1^S\#3NR?K MA0?[R+G'OO$W B.N%*%]I&MK*FA GR)#DP2:GBR&W9+3!U\A&HO82_H0G\ MH9+K(=*P1">&YE8U?L=-7E-K%ONQ%$STP MWMG<6-&K\3"28S2L!'D=5>Q=F-)-X#\; &M8.%+/! MB(S@7-8&8H7..Q\S<*DR3LSHH^MXCQTWU6^_8>1OA42UH;^M96R'HDQXI%-=+WW:!T9_&>2D3[SE)^_O)R.5)V5+L\MM?EMZ8 M,X)9'Q20G4Z64]*!-DY& N1).9>L**IW]FQ$]U 1K!94V,:N-BKIY<+K.M)+ ME%>#GG> UML0W(VP'FH2;C\:O9$T0ZU;, .MB\Q9MIXSLP/NYJI,9Y$*B(E:&R4GD+)HK"F$G*WIY-MCEROODOQCUZ]C279OV'P M)*4IX7PR?QJFTR_TS7^$T0('TD0.(EMP]78U=+JHV6? $EU;N4LBIH;,O^T[M'CU!^E-#_R&T%W7R,_-HV0Z?VCEPMB_N5CPG,T0EP]_AK,T'7Z\A'U)G\2+ M8:I6>)1H04EK(;A4P(F@A2R2Q^9]N;= ZMX4:=W'KQQUH[TP42NPN39KX8*# MD_6-43;H)O(C_CBK/6Y:O-2]N% M39MJK9]lT>;F0+'(6KMB==$*?>HTC]-4W? MQXX(/%LUH;!)5BBUS+ZY_7/HR-MN\#0)S:UBU+,NXO;XT\=A'];?1TDUZ,B,4G:BV($N;S+(S,'8N8*G+82/>2" MF)T*-1Y;@1O"0NWUMX_ &NQM-Y+4Q>+B$H@/WBDT'2]I6A!%@AR-3 K.B>< M=6*G8-\6S=UXZ/&L!$YBGJ2064LWO (^GZ\45P2\5RI$A97%9S H>(D^:-_M,_1,AIWR5+8I[_I#'Z'R#I99#_]U*[(!0G7KED? [L@T[CQCKD0TL(FT]'E4= M%41?:IE5$-$);.U,WT7Q)YSC[9O1RGW$#?]?3S%5#\L_SXF_ G*UWQ].3GL M_[=W;=D]V"?5Y46T,?56L M#++)]K?VX[H1W8G6*(N 6FYG,I<8!)58.36(&E!!(ZZ VB[8C>5XD]2+MBL4_ M+E%I*M5)/N3?YW"$0U"\"N4$ZL?IF_ ^QF423,BWW6R#V!,?EO7<3[AGG#[3 M2:*T5*F0CGC=U46]'3Z\]9/9\E#D-T1Y M/N=N?'YU^_^MGW[<,W)\MASE?_T[RBZL_ZZ:?O[/9CC.9?.*2<6K:. ,M/.8814*5SD:N7K[" \!?>=\52NX'O>H:(8F]Q+HG!99)(M@$!<*?/((TVF9)\,5WN%[J3] H:MS#3"KR#/*3UG%(U'1E3+IN->$ *KTHDRE M>*Z1F\]?\3T*2HY[!'(Z/J.B.Z-_]?W&BO=V!O\^OTK>DP+M)9TI M,<%9J,1N/A)N)%E\M9$Y]%;.M] K@.@6P M#\1&>= <[X!TF_][Z:G=1I])>#D0A!D8 #YEX< XM;)=(/3LM&(\9"*]0!MP(O)@-^F@^^Y@AA.]) MN'UPC>\U5U=H#\(.TD:#,X<;D^;]RW]-T)N?Q=/OO\(%G"WG#5">=8R*&%HV M:Q.LSIMB8@IN<PVBOUOGP5V\ZQG7!^R(1M%.H \&9PUE2RJ%!<$DX;FCU M4I'WP'EI!'F,%AJL(*_]_!0-O_*_-_|^GUSXLR*%Y2IJDN=HY@'1(I8.PX C MIFCV Tl,4&# (W=I\MUH7K8174E++8l,8;Z83>("TG:,VW^ZYGX?!(WLZ"&X M#V-6U>+ YMGYV IL((@-&@.BEM,15!I4E078E@+!G!+%,JAH(5J^^S)]X#= M_12YMX_>&FV<:R2:*]D|>|*U!1%XJHG++#A=Z9P2#;"@:>PTVRD/93>-I;@R3Z!] M=P3:CN0%D;*"%AJL#K\??YXMCG1-U]"HTM$Q#3C"DA#))9+7 MX8?Q.7+OF-.J]GG&5B OB"+#%=' P[I*:=RH9J\\<.9=J68O,I"-K'92.(2 M0X/,4\5H]?.N[5!>MF]>0S\-VA9^GOGI/,.LB.489A>34]7Z0]Z"=OX9'SG? M_D_KX%>?

L31RU&N.XT#G834(TCTQ[3:PF:],R0,.P61/W/>)"[!Q F&?/E,?.EU[ZD3=1ZGC&O66&R&3%X3Y@L?E2$+6^*&3M@PTS;)V-MK/PI&?6'TW)_(W\?%;6X.7W\KKN-V70Y]]9%UI:- $S=Q.BFX.*]P>I4NV%QZ M8FGP]&U0GY(/F:G.:|_]]L:UH8C507XNP9#?[ULW\K."2SFBNU+Z7]@8\0.E M4%IK$YU!]YYTHKQVO=M[;U@0M53U&@1"9]R\EH!D.90.Y1^R#*SB$"35$X M3NN7QWT2$8DGQ)JABFD0H7A=.]DM"SV7D?\3OG7SR>(R>'"*#YCX(K94]+22 M$8_[,+K7)E 1M0ZL>A+!;C@OF3F5E-0@5+)$GG<5W2G=VI_^Z5LPY,=%I9H0F M-):2@>4:82CR",%Y$6UVFM<^-8.D-]H)3 >_HME&@RWJOF_R-XH2&QM,LG@ MQ,I2X*+]{oR7>Z4PBNKK;>4NED>- D/AVZ+O13I]@0S57OQKH=88SG7_/<-E-.MI\;=?%XJ.?FSR?_AMZB ^8F4.Kf@+,HD45S)))1!727G M'_/ZE\BHD935P"P_NO"3LW)@\;;;'2/BVZ[#NC,EI%(H;BFG$UQ9G3 IH/=9 M;GQ*ETI7%UU:,8!C67.(M1>R?3&^1 :.HL\&AOX#>.^=/*\@=S/X[/\^'3+; M8&W&-9H+(D6*Q%//"&A(O'@LP&H'(:H _\G4,37?P,[X["!*%XOK03B<=2]; M0*@I-SHTNDV:!TM8CLQ311G%N!$^&OK>_Z3OF]]_2U!5FL!7{@G)- <3\(MF1,'I6,+0T_>>BI(5-RX9@(%G;AJ++I8?I*PLO[N\DS>7<&+NGS#%("F_=-= MR2RX9=HE^OG+M$M#@M: <&'15= *)_KW;QYMY)(Z72+,QU7>7>68P\VZZ8@^- MHJ_18;PR6GM+:(AH,R>KB$^>(NGO^U7M?:.4;]6=+2)R.4>&X=K?%_5_2 MHBKQZ+T8ZQ+4^!"!HO/!C4=WET4@GDM.@&=FF%8^5;^H]$SK#'HVAB"!,BH<(" MPG>>N/(5_HAO@8 MR3549%8Y2XD@@@!#)%7(2%"*L*"D52%P]7M=$#RT GMULZRAOWT$UK2;?91+1M*BLHH/QJ C0QR]TMQ=CZ&6>XE]9S?+?63HM)NEIU(:4@ M1?'K&(|)HL5!80!"">2@I(KUR+GZ,;I;/5MZC9=:RC.+]926GA B1O2?2QWD M0 5QZ*43S.6F(AOK=;.*BL^\PO!CK*>&VCMXA>$^8'I6&*ZI\4%E8!^CKH-7 M& .*H&BDOCHRJ++4[D0Z8EB9>VE*;!^W" MD-8Y(''R6;E]1IL[(SX>%&@7-(NU$_E^X *R>RERGP*R>VBAP8V*.MN:J9.KLP'<.J&.JS>RDP4. -=I.=^((-WJG("(=<2.5KEQ9U3E)FW.6&I.JCBR#O5\)OF%1 M1V7=:;/*N&4_:BO9X\O>]8!:UH)]+))#+IT:;R@7@>.:$N<#2.I,7_'D>.!]f\ M+++E14]K-%XXWI??W_7"5SD[]3AR//CN9TF/-MNA*O&&K,P69TEJ8W@*Z0% /B7P6=FA=;6$$9I]>_)9&F^D4FR*"K%K10N/W+Q M>.,#5SY(>5>5=T1&Y@_9T.BMH[^%QBMD:C1870"9E2FU9%+I))&W_5]CJ!? MZOA>KWUNK*@KYQ'N!=Z^F!,;7USF[N8%S#Y,X?/IK#O_Z(DBX0*1204AAR#1!6KSN2/8CHB/U%]M&WS5;<&'F_!P95 , M?%R<^[/KZ?(19I,NG5!C7/8E7'"%C*1$TN 0#2OU>]!"+.BL"HH$C3()/+GH:I],.L/Q M$CE432\M;@U>6Y\E1=Q28FQ^(DTY;@N<1 H4UT.!>S"EB; D>$K1.=8O?6Z?.M\ET/PWK)3*JMM9U.0+5K2C?NZ7U8G)Z+E^_S>"TA/ OX). &7HLZD!0K7:?J"'>$ZBG 9.[<2"*B(%+9& MDA(110]7/D^)H<[MH^BT0-$E09SC@62NDP'N6, "UNR+=^^A0:2CM:-'U4D>#'(,-3.NH9A!0C3). MM@(Z3+I)1<5M!1MJ2'TT2O 8,U@AB%<./>#D& DI")(8,(GK;:"T=BKCB%1X M(:%D;";L(^P&#.BQ-%ZVC!&)"R82.;DT/K(@$*A M#D[%EP#*]'_N"&]^= MK*#,_6V51VBB15C]&NA[6%S7;/D%W=KYHDR=4H*H;*B7>#6.7^72(TLQ(E$B MI52@)R(8$,)&Z4/MV@G[8AR?0(W4O9M4]775=CE:-HLX6Y8).4K_>[Y"NT89 M3,X0<'8Y;4+1="}YRX2SY4]H2LE#;4;VO5#[@)X5$LQ>6+GGR">^2E\U=D# M\;U%;?6OS^OSV0S'L(K_XS3YD#_]OX_"?'E$<,*SSI8)3]*C."8C-;$9,J&A M--7665E? VXEJ.8XGR=/"/T^X,GS9?V1LGQDHH1)F^0B5T M3A%18*6Q>XHJ[J5]LK7K+=]%<8@V(?6[AU"?Y[&NR<'^)D53!O4U:SJX$O M%K-).%\>A7[N/OHBFA.C? @N6]*4MD3BL$F0N"FX2(.03/*PF>\WT%"/0_J3 M=&.H>*Q-N8N3[7+,-H#((8:L.,G6X+Y@ N#,PJ[":=C1#;ZVA7#!H/^2=>1 M%=_@>/T^]^42[\=2-AK5N@T^4)N-DF$#"4M"1+QD@-1@28O#.>]>G.$@9! MLG94I3=(4VUBZ>@HA0E-86[%6+5FV%!M-/L_U[OD8]D714E02+>BQ*.'966N7DYX&XQLBZJZ/F.K3!4L$\EI>)]>WQ=M"I.AXU2'!DL?/%.K71? 8QNJU.G>".5C(<[":=[5, M&23N%H&)&WC6%E(?1(W"F?2\'+A1RC\U;88HZLAZ'!8LNX!Y0@/"=F>HT"$B M1TM$XDF+ B]4CT^-I/\^O5%:*W\?$=?.>7C=??

*W.39>@CMYWT__I%M(%VV!M>9[V"- M=O:=H ZTP==0W<-T&"#W%H!FG0!Q56*6"44RI4"DM98XFB-1AM+@M"K]?G\L M0CRTYX_*AWW$W9X'ZWU+",$SIX886X)@'C@)C KB :QD-.(JV7B#.)1E4$E1 M]ZO_$5"NF?MXL[+?<82!GTVZ3<3:=,/*) C:,@:-%"<3UD2;RGE((PW]=>Y M0=*H"=?_L-; G7$6O$0E EHC>/WZ?P;Q$F>0%K3N0^HFO5,=P$Y8#W3QRNI M:R7AVK5,=X*+/@N%.QHQ(2_+_^%FACXK8:5W@*?HN*A> >"GI?8^M4P:;WT? MP3;2]MMN!M'/++[<9<%);7O]+T8B+F1>:.(GNK3$"O5(110Z]+E[V5/7MMX]< M6+&.6K8H>H!,JV_=7?SS$WP[G\53/X>/LU)$\NO1^>*TFY5&ET=?2Y4,5EK) M)&O-LJ6E+]0N1\^6DM)5SBOFT/;H9<,]N)GW@G-P2V[8F4\KP=<^\+U5T19B M^L? 17WZ6EEG\T[/O#Y_R;IV.6YZS8D!.U[_>2]#GWW05GKU/?4S^#.192C MV"_\]%_+S\;PKK"=C1-I9S->_,UTCNM[&U@#@D+KQ.9YC$ M!.0E]4MIV?DJ9>+FCY>(\&RJE(%1%7*H!? 6471<#M%JI90"3<')V=W7C%;]>XN/?X M=SYPR KS3YC!G\A#F,VO:&5R3-H+1T#E$DW3KL3G#+&*964YL+"9LK5CA=CR M\/%F^$/ROS4[AXJAXH'3$L);?!/^0"X\O@S9Y>3H)046:Z=N4@5"[CICE: M[Q3MN6AO//B)}F/(\.OOP0%B]+]ULUGWU^?"&QE$E1)1"98+;T!SP"H239(\ MHA. <7&>;+2(8DG*.GH!H?3A M"_2N2<(&GJ]A(KBK$'600;#^+C]P&Z MEV?N,??,_?@YYM[%N#GY^-?(K!DR=^:H+ 0T=27+!$2%\(6F7L@_ULJ*K)T M[I>YF_S]I;P"?'P"(H)++!$7^PP]N-2 AQ L)2/"Q* .\$CQ\$CS<.@"-C%'@ M,\/C ?[W@X>7CU[@B2 R#%'D@I)ER/#Y^)\!"R C1OYZ%?D[P"\AL'SUAIU+ M)"U/"BJ?E]IX+?ZAD,JN K+TD0ZZZJ93%X*$161D5ZR44UNCKK%64T]_L\&6 MK=MVIS'9,IK;/_18U;6-K9V]LZG75S=W#W._^%[T\P_ ?;H<'\(.%AX1&95P M\U9B4O+M.WEX,GSDLH,KPE)I8I_6$ 65META"Y]ZD"B(RJ'DV-,3>U MO\WLWS>QH/_4S/Y5E0\ZKSY@*1\/LGA\$@ &X+ ?16D B^W?I*K-/ 'Z,)D M,'S;5\U[E)-&28>A 2U"ZKY\>XIXEGKI/R"'68K?E9;J?.I_@!N1LV8PT*3 M7$ @A:] EA$DDR0(2I H-8,+!!<3^7$E%V-W_-3Q6/>X6PG76O"A0GN?SOO\ MFV2^;$[8^SWF!JKP25X8AI!I#NB>0SI!T"W1?&LU@PB>PMA?O-O37>7DR-C?C MI$MNSEW(N^'K%YV'+ ^[?=OFN\/%^NM):+*ALMB'(;A=?U1Y^OB]]6@P+ M6&P/6A&_@76 \&%6?=)CR$X?]_BY:O,;9<;K#%]P5)UYUR(ON@%5,_E=>N;P MK,AZ@)>TM0J WX %R-4,P4'U1B*D@6)+89AW(*]+0[HQE[/]-K&-6'LJ9)(S M'?>5+2MI#57=L'G&U5)JOW^CT'9CY4!,MKT6PQD6"0W(@=\02_,F3!#Y;8>\ M6 =QA9B0JK70%<\ <7%D]09XA9,X%9+_XO[N94YS@N%>D Y=/NQQ9K6;T:?MT3 M:O(N8@+!,GAR@9U)ZXA,G#E9")"B#4@RAJ:#Z"'8;ZW.OBCL]0V3'/EASE MOIVG,QVRP|%:.S*]RHU%]WAIQU[-)R++?Y-C)6FPK)$8B455'H=7T4D3+8-Q M4GW:PDK=Q?=HMG:W+]SVO7_]9[L[MA05[<*8#']4&R+U9M95R2JJ=!$;?< L-MK$/(1B_M PG2,6#+LH;SR&*

*<(,W=A69J>A.&0!1S2=OH7,QU,=$_M"63Q"N2F)H71+"866=C3D&@MO.)-R>3FJ]L,2*O8SID93&):Q4[_VW3TUN72 MT6IW9<6]5UN=KHL!C#X\(JT'J8D8NHU/_^ZA+))/'[$:+.,67,4,8NLQO5>L MRM]ZZ<*RO9C>RDL?2=[7Y3TOFJBT>4SLH\AL;/BP9^!(HA?%@.V-O&L22&Y M%ZA/U-*PD*;-I#M!UAXGZD&18(#\8GR6A5 M>-CQQ[!0B?VA.=+/XG?!6%6]#B;$V@\08MYYU#QGH,&WFE_/-(VTQ2FM;>:)N M9.8\NG_>&/TZO&ZJKX=IR."DL%^K4'LY%)X$^=AI15K=R\T-/0ZU7#3DWK9 ML(ON:N$3?2Y9YH#=[,)(2.|[$F3@?BI(C..1^$#3'+ME:R/QIT<|E).E\L.,5]O2D&O[*E MT ^#D+)-@#:E?97 TB MX4*YA%2OMZ**#I, ?X(07]H$BU]$[>(#S]=1.5SIMM MYIBVYE-3BP1K4_$7NP+Q+5Q@R=NQ97A^SA/2&2[PWGS(.[ON3%6MM&##KO< M2,/AS*>Q_@9>CXQ>Y893<1,O%&GI[W=]]R1(%N=VS/[$]H/D=2 UGK($0[U= M81/--GG(WLO0K<-$4"I*U$C0-8960P"O.RLWO\$;||^D6E1MV'S\V!9Q5 MPF8O["WRVD!(LX+Z4L[MU'7Z[DBNS\,P]^% ,]4+QB^:99=\%%)Z)#%K:0(0Q!%WR(=Q06ZFCK@M:&W>MY.G!0!7X,Z7/BSL]3P:@ZOJORW#:) RQ4OJ79(J?:V8*$UX;1N.F# X-FH5B<9*$ 0X2WD IZZD"8O!N-N :G;U*,A-4P=&E)-CC%$L79"60Y>*]0+]4G/)83 M7IYW\HZ^:ORE=54.F-L1+2K9WGD%T>I3)5(\T%K6?L(K8G$<>]GS8.,$'Z+Y M2Z!(1!<>.,\P$F3K!I.Q*VZ2D)PLG[\4OBTSVH++H/[_';"@8BF$BOM!Z?< M!C#4L ?B4!S+"23;@AX42+OA(3VX;D",CHHK;L&*LK=:R'J$O9ZR*8FQTT[6 M6]D^7GFPS/7TS M^W#_3KGD2PKO R.>B: M?EYP4I0Q/O2X@*6.\ZTA\1D)LV4\0^E=)*E*:8, ^0W 5K[_GO4M?E>+EU@H4 M;3G]+4GO@<"INJ(G@N-BTC/;J11(IXPMI<)\|@)CY=9 !LYAS'5DRK3A9_#F& M3:PJ/2S3Y2&.\)4+F'4,+(?]\T_%)"^3_K8KK:HKP?7#ZX)E#/Q2#@E#S<44 M8-C26)HH6(I/%OvB2-+*ZA74A_S#!5!\YD&BHMMMDW<AA)/0E34'4Z+2"/ M=I-2BC\NA7LE.+Y#RM)0X/>&FV9+\360BI-K2>])@Y@8C#.%'Q-1I=X'N9ZD MIJS9PI^C[CTQ=I7*LESG 1>1#QOB!(.\W!NGHH;?,E/R.:6@"Z77A^I&MHBE MT!&P) UM0C%F_*T.N(#-LYS">ZD6:CN^9->DKKZS96 M+&-N^"QUO,T;MBQB'C\A8KF#P]1C^"H=&-.T..;U$NN+ R)$DL M^\6>Y1?>300SOS8._\YFTH,E#+_"E+F%3%1*LXX3VF%%1EO8G>T',U*<>D.8 MZZH%UUO(:^=_%7D1M$6L),"--Q"S%)1>(Q8;U%#>4Y8/. 6@JVX(5CI;?ZI7 MG=I=^4"KD[#:3"RUN+VB0\]3OU['T-ZY$]HOI#5KKA\&S]%BKO?"05A;-E RH 943D)3IZA,!UD.D'F@Y;8:T:BN.3ZI'<5Q!C=9;QE 8QDVDIY5!|('36Q@?Z6>:8;41(* +9SLN("X$"+'S5R@]?*:_?V4"EMP]^4D^\M+3 M^!2?_QUH514E7O>L"BLC*A^ MT#@7Z/@.?MI(.^0"6AI<("*-1*W@ C_PE)F8R@U3]I1*,,W#/3 M[:5.YK:'FU1C+E.U;UY+N R8U7OW_%^#7\;H"%FXI0@V.5DIC]P(1"-0*X+ M#^F U$F5.EC'49G\<\A8=._U*5@DDXK D<;J-LW^0?', MP4C1.4(BJ>;M,Z"_NX0+ MHCWO MIQ:.(\P*R'$>B^2 2Q0A:OG$ 2=0A\#U(Q$P_ICU]JA2CR14Y,:WGMK>,+Q=>NSU 0!?"]BYN>"G"+<%5B$"!\5ZDF'Y M.-0>3D8EYBJ-&)R/:Z[/_KKNT5HMDP!MM^VG4]\VADWRNX_:QM),#;:PDEB M^["4"6\&9*%+C)XA6;,,U&!R;5R_:/W 1OAM%_[24P:G2?DH^Z1!Q4O'"[*VFRFKTB[:Y$F^TSF M5-2A?8YM@>=OOB/=TSCQFH%:8.?'5:VGZ)8*E[J<91TPZ]K>GVDD-LF(90;(T,,;GPZ>>BO)T M[^2,L;Z("S5CGP8Z-5R2U6^6=]Q3?^#.5S@?MY1K48_$2)(X&D/+L=]IY:%ME+SPH8_DM$X\6YI;&9^D) ZT2[^S-$:O01R9/K(8(40 ^,V/ENE09T M;XZQ5_)9=@:;IW-#M?-I5+,LWDZG)!E.1DBYG&;$U!,_QY7PC]ZRX0\!?+.Q'MU45^B)C1@V$1TVS\D>X?"!^;>*QOID>57&E19(Z?P!WO6Y6%[J_3KSZMFIH6 MS+EJ:@)<4-3D$(UX<>..]^H5-T.K:6+.1\M%UNDKV-1:ETFVE.S*_;(:4W3RMF$83%=ANTXY$TVA(E4CV@=3"0PW=4MG;&'I5:ZH8<3'K?C;IM]F8E 9],5X[M=.U@C,^R]AM+16B^L8U;J#;O_J!*V)CE&_2Y5P@#P$J;V(!D'#+ABYH H#@ M?^0GEO+X)A=0RO*9&;@\\6B()M$,E]0\V8I\1Q$G20 'Y_WOAL:MX(":.4 M$"]4_I+&F]+"IW@#^>P8$8C<\+'$/=LP\]1?=F"&9%(IC!M_/(X;_+S1BZ3GJ&AM3<&PYYSXNB\0DR6B\2CPCZ;5 MA"%#]9XM ML$@J>2[_T.URY'Y_-Y1%!!=2!Y_0]TGQ[<=+EQ.H<:#:)SG^DUZ9EVR9\.MJ"^]FICKSTE1WQ;$?.MEAWB/1AH=.M190\S@Y///5QUW]^C/8?*6-9XSS=L M"=KT"P>'*Y.NU&#?],PU*TX9=UJLZ7,ME2L0R3X?>.!!=V#X9S5I/Z,>*H^KSM>LV'G,*KO)N+RUY_K(C5]C3HWKI],OHJ]HDL325_VVN=*963/SOZ<<<%.M5S+:Z[%%/:&5Z%6DXK((!LK'$&%U5GHI>\E#'[^[/:H;!BSY'.*Q?D6@T5F^_MZS\A%N/F?N@+:R5(;B3R$@R1'6Y6:?68;1\|V-V00<,&3E?)G3_Q@.>[=ZN$ MB?Z-0-&764_K9>^W)ZQ3N_75W=+T"^(L1)QAX5&Z*'SBR]HPABF]E MIZ)5^^%V#/TH$5)+RFYP^U<@)=T&HUBVT$>C-P[>|:21,8N)"RTK:6)7LGR MS-M18G[)5[OJP/+ESCR&#=.Y>+=,0?AAX^,7.CM:.@ MLKJ^)R]NN9Q\Z[6MEM+#N<'X@'ZBWP5W$NE>X<%&Z^W&,D]+,8(D]+7LU MO:Q1M+0X]T_RU+OQ54 MO(:&_*!#"2K]0Y6>N,=)"%)2)@ODP:Q%9MQU5\'T0_43[3$YS6%D9,3'Y MGM.U:<]GRE1H7M;7=0'K"[I3FBQ5''FS&67ST/>&.O:Z2K,LY MB"^G+6<Q/<4F1#1_[PP:,7[?7 NLL*?1= M<;-&/NP&)W4N,.("(#:)\,_#'[21,0:((YO,,Z?M*' (L$0\9K[UD.N'#*\H%, M*/3#]! +]H6Y%TKAL(^H2K=GSHI5G#]R_SZ#^;R9NCS*TLWGBM\^+',XR-Y MRY:?EX'_%'F8-SHU'SW&,/P]\$'B'IYI9#^,*"!KW\,%TCYQ@5876AQL;?GW MR?EQ@;_/SAFY/)$N((7/=#D+0<-+/H)D;Y";22EK9$M=UPT$2XB3!LC2N87< MJZ[(?=1G@<34.F'>)]=?NG"IU-_2O($YY"]^23 *OJ8U,P?OC# CZ\^!O1MZ M,"DEH+44@K)DL\!7UJ/P'.F\2Y\S^VN"H_3//%WQ])=%=WFE-^?F5."N4 M1UWWR^:HHM)9.^2A!?DK>2C6:KVNG BMN?G3FP5,F7%G5Q@K6!$K^:(&#S MBQ4'(%AYE8^!EO.TFS\#:6SS3_8ANXFR'ZTD04W?RU!7-PI*9[9LM\QA>?/MC21M!.S0P9G=`QLYMSZB9HZ_$?QS7,AW89\2Z6Z-[,?B*-;;;;/?2_-:MG$. M_"8S !':]R$Y'8,@<^97Z"&]90^=R):\Q!3H1B86%L1)7>.E6]NC=3X?=]1D M>]+T\3N-ZT-B721(_%))))DW!GE<9V)6(D(R1,083Z184:&URPSBF3Y"93I^* M\F:,GJ2!TC,_=!$K:>:VK#C,XY.QY;&@_J^J+0'\XET\,V6(8#B0/>J]^:0L M:8]5)=T^:1%R?KO_O)NM\Y^++N8 M_?Z#6=YS$O4FB>ZE'LH%3A/3&/$!HOK5>(N]&=G#&8MJJ^Y#*%^2TTHDH^/M%50Z?*Z):3[[5<=8Y)6IT1)<*Y&^:!PW14,) %P5?6.@A[:.YS8LRP^:R>+RE[R[;NU-M8M!X^7!YZO,V+MEF-0H[CIQ7[\3ZI91$G@U\+6#E:9NZU=[_5:9&^Z%Y-(,)"%.3-*95>Y3LB0HU5,%YZUP46Z<>^T2"[M2*^9 MOX>0.:I#$T&NAO^>P])!DA2LQS:&8AE3U(^945S+4\"VK_=1SXIZJJ3^QUO MT5W'0M]:.(H//:BIJL@3Y61CADOQ*"Y0\!7+67,&F-X_'V2>MV6WRT$M-5Q M"'^?Q=[%J"H1O_?H\S:7AK2L,0/^BFO[$92=:-I&=:&YA2/)DFA,/N7(#N M%U(C6MYAM %'8?)+VGMO5-U#[2]^$P@OE/IAP5WS[U^XCS,PS/G$AF9;U=?4 MW4I"KV."/Z/ZN0 L*LK08JZ!AKSHX=4&_0!X';WR(BM/O/I, 51+!*PMWK7SKMNZF9Y/9=);3KU:/U=6[IT>/&:)\,K#!(UD3YTO/+ZFQIU! V#A;Y0BJ@U!*" MIK%B/RC;ZZ:KUK]?_GKB@Y!)2+.TO>CU-5YQP1&J0R-;9H9J,'2_;F+]=G/2 M,C8BH:"#[*N,QG![JEVMQ&4,V\$?1)8]S':7BBBOL=I*/V&R5#W/G^]D9E?7H MC$ZV>^G=%[WF9WNL"UJ]/JW 16MXQ>S8>XZ0>&9>41HM06[^FD">Y0*3GCDX MY\'P26'6^7&T&,85'797$BY@8&L&9).^=;*L<$,)\N57(G9'JL1H"^TYY6HY M*C4S?(2D Y(K"1LYV95FK&UGYJMZ/.1!C=Q\V"3)!=.9N;/)$2C;>I/*HS!IMGT[E!N^Y!N2G/NMN4]7^)^26-&:-D:$-*?94D1F(#(,//L*79Z]FQ.C"B&A M!RYM?Q)E$!UEN#VU[=F9"J/4I63EA ^OE):A?]@LL?P>M^/85Q-1&@92#Z]& M]<4QBR RZS*A%YT_6MTNP9,&'!G)-*.']?@E^]>"$WK829]E.[(I=G+G@H+ M4Q3Z5[Z8B#]X+]1?@V5L)$\/C\:,$OF-%* J)L@L,H^@-@C4S_=6-1CW$WR M/4E'ZWC[_#XC8>KIM^_OM1SB/#2UIE#X4 MLX?SH\0,QO0\UEH\C-(&4P),E.2^[*1FR MJ^FP..D9>R,4C&S/>+H/>]DN+8^!QO'90.GGR2@:N4[6\VX&67U916NYH[HBF)-M4\(7R7SY0IM_G\R6GH2:+99QXYA)Q&L)K.(\G2,?G P@2WH[LX43OP;*9&'& MN(#8A)>1$MN47A,^Z9V?4*7Y4AX7\XC3\2>^]>&&;JT$UA46[&]75 ,N$.EG MPF.J#'&U5/4&RR?LO0R+:*%C @R@Y6L AZI/D/!Q.IOX?."\QE7*-M,13F30 M24N7*X&!^]2M=8W-"Q6!]DPCM9Q@5+921-6 Z *OZ2?I.J6^_H_;%[%4[] M^%M.$?Q1^:#*O<\YLL.Q5BNOG6Z]DFNOYR:Q&>/T6W1-NA%K"HM'(,HPMO.) M!3^V;(WT&A<$@(BTUZX"+#B[SZ"AJ.VP*.+*3=NXP.V66C0!.QU4USHR"C4F# M&E/0.A(;0[ZRX%OQ7&_7-=&GXHR>P'])Y8V"Y2M,I/5>1N(":1"T"&P?"1 M402RG8XVX0*=6;/LM+SN\GEZYP=52$-.A<--+J0@LWHL%>QW?D7[<1=9]_-OM/SL_\V9.@#7_N38@F3DTF_A+ ^)8:RO0W\K51HP6-.V8HQAJ>]S,@55HY@&_ MJE$O;'/V-XI$%K1F(0S!?UJE M+C.?"R3TTC%P8SGXXT[61RW$V7]B9G3F>,Z)*\G(5.X&[NC\E]=HU8+41T3Z M8?0U$OT I=?7EO/,R$ALUY!Y?GE8X\%.O8C$*7V'FA2P0GS!BR5,$ZU IWL6QH26VC5I7. MY6[GA*,E,9:&1Z3"3J4^/'(R7C0K,!;++?(>\%H8\F9<=BW@BWPJ,/H MXZLGB+1'/L,?\N&[HD_]HY?E=6LEY420J M->]IO5HB_8 .^A8!/4X.[MB]B[$YNT(\G'K/RMD?M3IK0T;Z[&M':P_L%\A0&;/&5(^EBV[W93S#..YEQ.*\<"\[QD4K$9'E0TH;AL-96\=NJ']_M>*:),MU7?N:\MGT2:EIW4N_55G<8AR@ZQ:]+DEOO78[+@((UXZ6(_E\027&]W^MO.Q,A6#$C^@<4W>.=7Z]M&+#[L*?CH"@UN&3(_VCPFS>"0UCVJFCZBT%4)!=P M1<(SN(<@ MVA8N3A!B*]TNS1V+91,LA/(6=R 1_"">QW"1_JG_:M5G+QR W1M6;YJG;A'=+&XZ!;*$E&6R=;]D$00@!0?*,3"O.@^+VY;4E MSO0U0T>L"LT.A%EH?]":?&]'5#MA, ,Q.*L@H0I^:!$D+S62!(D]L,X87CA MEHKIV"FV- W#BZL]V*-=S507^B5OHTNGCN*-Q^(JZE1N1\C?L^.[0 6W"M92R@A26)N"*Y$4A?-OHLWH AWZC(TZ4_I8BCU%V(X9N%BUTI8QNL@UJ.=LN M91+)GU.Z55E';"-%8 H"YC)_0KJ(7ZI!X)>%KW!L,A;E\$<23)!H^P!B_8N M.&WW>=I!ZSZ6]JZWN3R7$I2240_=UF(II\2P4$ 9&BOV:A MDY" HS1OHHW%QU;TB2.6$.M(T!ZVZMW|\E6Y< =AZ(@OK]3+%+@WQ@6!N9?ZY5"T7\O5J+%E$&R=;]D$00@!0?$.3"9 M9TL*,B&HA@0@YKJ]$R>>WBY3>L?H4<4<.)(=YO6P_Y/9IP$[%UGYGMC>K51% M=]ZQYCD?&?C2=Y5AOEP)YP*S$L]^.EMS@1LY[1P\!@XY\W+>-/U<-PEW+=A! M.:3QCY@?$M::57])PUA% ?.E8;Y=)]E@_NQ?*/@H1;LPL>U_B###0&MI=F("?LE%4/*$@&T(-%NTK"6+Q? (M[TH1S,M^;T'R%N0A?DE865#E_WGSF#]M=%)?;6PN5LU%V ICB!C<\V[^&]%]4-&6Z$L MYF5Z6?!0,C.)@0[6HZ ^8E77EUWWT5E==$RGH 2ORV/QM_Y9E)7F-(FHD&?@M9@)W[^K=CV,8.:1BJ_M#D7DC.DGZ_)E28SSLQ.UI\Y1IH^M>GHI%PMZ>I]?=&_,YO;R:OR%T^YD=3Q6 M)1#@2'%N@%0*5@POS7EFN(%U GY'*9YN(_7)U1-09T/S:OT8/X,M/XOP""OM M37)-.M;DXC7V\/6W&)J=#?,UH@=XMAK+F-"MJ,9!@+X+I=]FT'2""PR2(K:= M? NK909FM.5%/-1X,O&JL*YCWUA6Y=?3V@^9@MJM/ZPT%R>0H^N/LE!G.-<; M^FBJ17_I%&T@?E!,MC':-F#(2<'47D%SR.EYI<>/B\-F):0\0)!.8*KF5O8K2SI=KK[7W]VR79SO2,@5"Z3SV\$LPG4V\?.M2-;0D:LVKG*O:T?=(V4,%RITVNKV.NDCH[_,14Y0VF]\(LQT)K8$$6ESA^Z M2\|0^BM0L5ZZ*G[_L/VZ3&+-6T)AM=ZY79<,WSY[*'(W]9XEA1(Y[_49^T@-MO-OF-OF294WHV0(2)'>?2&$79SNOWJ%<=!OF'=S\TMGQ3N+>SN7,_C)U_P:EG M+@'O3Z_NXOLA\@N*U:*C87$$O07U(,,X2*(2D2#"TM/B&KK08!)QZT+)H6J0 M[^,S<1E@S%L,$5,(RI +8LE@X MIAX7V)YE.DEB'YZAC##7% (N\V),82:$G M0;F8B(H'27?SF#])83K*01UI<,NMHIAPNL=B#. M0B!']/MRP5^S#4X+>I(_)A.RI+%FB,>U*N- \,H./C1\B05LP(CCA(^BGBRW\)OX/?"M#Y"0^'LIB,Y"CF;J[5]$A3C=7SLT>.OGDQWG\+R5C[20*S(GT_Z6^+;3 .CTP^;;P#R)NK]G7!W!OV=<5_PMXPIBB_])+TI]D7/G2V61$Y/]6 M:D>S=KZ>?LU8'A8<^TBP0WI_9<2ZMFME%O^1=8W3SU484TYX^]$W^!_?3Q<,Q1;25Y[?-:I,E5\&.]0;':5$@AXK5 MYX6.6?*Q?G2'P])>7,#I'Q=(C2]P^D&<$7 >RK 5\K9AP7G$=LMO|GR/5LO MSKN'YD8VS[9%!,$_*,/F$=D(T:D+-0?$<2;!:N_MBSLPC QOS.EW%LD<7\ MQ4?T3' YM>,.P.4%^3Z.WK_*B!18_QT4C!RDN^'\%5%]A>'S9(7+&Q(37$W]5;*M3?M(CNKA0NX[_"DU;?&0X('H& DTC6!7CS]7#9$,XK+-3?37=T56URC%8U3;>U\ MM^%Y[4&WKGG.X-@"'94NB8%%AY')81'?(0A$OQ-"M!F7PJE_1_;4[%Z#I0N>'MU;3.\XOW^/211Z<"M%L7&UXNG32VRL,?]X-%@\IM-AD'(=EL=+(-CQ)-X'-MNI,)R3;RJN &0$@D))/HIE/AE *0![-LI%+!.MN:RI0CD%L&K2,.6J# #4V$#ZT69;5M34H[I.2?;N[MC M7[A&3/9MK;"]8&L#YPE^)PN1*CD @0T((*Q1K\.BZC-V#X&!@D?ODOE$W4O\ MP[%V=:N;MA]HX3F0T'_@DNIWI=(7/*=A;" 8$0/SIZD469XN4!-,CX+O GG M359APPONGW\1T/?R^XN!0 QV+EZ>AWRNL(@:D.)D_P1E=XPB6A@%RW;J'>7E M+^PN5G]^>Y_@ZWKR*LDW-E'LH_2>28,T_!7(0+TA++I*PZIT7I6'8SC3=O>UL M1WY(LK;05%W-@@\|-1I5Y%%U_*C>+)^_-KASOMRH1WR"[&"K?;\Y?=E7FR M!GEC0?,F& !VVH)(:IXT3.+8GPD&#;Z?WG]4F?2,N?QI"5)1(T8+%MA\GH9) M\OOSH < 9\\Q%[_E7:*Z8__*3OU8V/K/>F"^B90B?NDBXI=,;)_-_H6>TN";-M1V-VSC'Y^E5[1?*;#@.TI1E+U>A8=A2I5@[_"XPVFDMY,S T'*^?\2A!K%!-MWOP!?>?]K=T_7GB\:UJY@M,1<4V3NBF+XV,"X,T1.S2%&'EE-IH36;4:.^LX, MA5XR\NK!555:[/V=%#.&6US5:NE+:F]ME:YLH6FS+.O,.:TT%JDV,E3T5E#GZM@@3L!/R2A{GT+7(<+HE*F86/?$]%XW2W&@.J9\T!?=*QCH7%@,,)R\$R MSI$+^,>TOKXV_O-R% "1F(BB!*G KXFVV%O5A;-E RH %1ZO@^?&?C2=]5B588KH4(\3VMH!KTGT_MKXM7=O!R76*,_"HR>=1.^N;J:@-^^KR!Y'8F:0%PZE_,_#(TV-_Y. M1U:IX\VAE&<97" .5H7JR2^[4D0+]SX3O70^+,ET:X"K6\L&D2BB_7\L[@!Y M+O\%*6(IOW482R_(9?X&'6'>\=]Z@(+Y*^_ 8_/4Z2'AKL*"Y^&/RCOD!O,4 MZ?V_/^TF^&LEHU/VF5!0^,+Y)E\B9.UZFU]1. +5YA,'K20$1.P/'^:,Y*_U?1T6WLH% M!.PYN6P3EAG6UO.^=Z27G?7JED=6SYML QOG&OM857A=?Y V';RRE%$+]34[-12]1Y?-G% !^.P(&T_4@>D)4WJ9(%33-/ M<6Z0J.D!<@H%F#76H<_,C-K,2H"73QSM3/FXR+ZC$WPZS]=VXO<#F7=;9: M12^JJ1.9^=Q'&J112D;K27W$H7"VY"98!*T;YJ<;C17(#/K:7_] LI"E7TK* M:#Y\J4UDK&.* @E1BW9QT2XNVL5_=!W!)2SZELR6V@V+ MK&6M@-L>;*:731QD87%Q=4XRI=#/M#/VFU,&5AS9?G!=LT%$?ZMKEZ*)3()N MR@I42>G*--> ;X;@LSS8N<,;5*\@\52F&%<":3,XS@O!GHRUO9(;/[W3.Z?/9 M_#;PF/G2]#TWS(H3*?):)R>"TOQ0!E<@!]!D\FG45#:KILR=V- MAW'(G'VB"/QG>KA W[DFKR=FCZ$HQ\WRN"&Y; VQSLC%Z!]*L53Q/^0N<*V8L]_OWE&Y'06; M!BJ"EK4;AF;< M"6 O\[5[0_)-0UO3F*V^<M2.3#^`T)PIN+UD&]#[KD94A%E(FKK(V$.K18NTU%KU'J8_#7&HEVI=<(M^-M+JT_V#HLL.F@5E+"I-)\)VH#'0#],*>1 &NV<3UW 1B?H M0WJ:34|&A96P\/GBK3.'3+>,;'S"-YL_%R/_5JZ99ZW_2\YAX6CTM[>I[*^_))T2$7- M)SJ-\9^^\_0N',+/4[R)B"A]GDY@'L$U7P6MT,\[GX4)PM^+-W\BQAG(^9& MUG-1Y?XO5.[?_-Z'\IZI/BMBP4'%9'U*#/X\S7')IT]7Y4V_+U46M8D\KU W4<3+ M2DR[KILLIED!7.(";(EMWRTY=S'4,G2QQ80:2QON,-)&XI")?FHT"S MYWJ;3^IX,W/G8-00C_0[4U)H4.B 3C^!68;"WJ,H#OF_4UF,13,D!QI)-MPB)HU@'VYDI&YZ0X1]H[V):RXAR_2B%+;[ARBD"]! M?8]F^R1/&K"[(%VR 1?(1T^XL0"\$$T@-ELC6\$L&IJ*492/>DVIETM?N]3MY308X+*T_,#&$ZU5)VN&OIK2??I:8)',(52?)"S-%-U.L]+;O^DO/'5N'S6Q*E7/%\0-3^F]=*'M&<(I 4_I0]LIM3Y!GO7Q;#6&16V_HV=]E1:=K+"Y',2XM3O-(3QM9;8S,F.GO]VK&7"DRXH\-FT/(702"]4G59#7W88*6 #B M.7=6*>.U&.K7?UA5-[H966N M?OO.=!RT.C.X2@7N(=*MT7T!L.B&)W@EAD$PGF]HA^ZY0!6OR),I"D/<_UODCMUFRUF?WKKWO%)EO=E1+4EY?I80W\C(7HO^H,>`IB^C+`^PE2_U0_,AK5K0@R@(`MF2,JOLI(V#P5$I_()5;9*@7&>I%AOJ?0=D6&>I%AGJ1H?YGT+5?`MVIQ!FH.D7XQVS<%BY@R1&EN-5,"A"X=1!.IUG>>'/1E@/OH<)F?N -#G++%A1+HY*4HN>4*2"P@1P 5=2K]M0 M7G35&D(1G3U:HE0EF5OOW3)<\O MSUBW4*YV++*9/35]7TZM14+'EA_ZJB(V(11F6_FR_)7@CW$3PFI$47::!9]"1)+H51B^:*DGC MJQN;FY[V>Q_FG0I\;K71R!CCN(#1?!$7@2F>KD:%,JGX"./W0$\SOL@E[$HH M2?D0LTKE0DZUH1P#$PL66Y#1T40%>*DM7A^*?SPN:0?1G[:G#*&<5CHJD M=TH N&JY>*XA\0C-XA&;_]ZJ]BN)-$QA*P@CUE&!DPNZ8<(J\"?.LZ0@^085M+!2>T18PA%Z%L]E97D[GZ[=G75B/M0]$CM_EOB]JW#@D,& M[&5<8-!GPFTH+E!1%[%NA^!68CZE(2\|P&D#Y)%M-C@5R06D#'7%RIB3PTDU-M'2,/(>=7W!4;Z=:%DC8BIMOPIN=9/@PR'^_"?9UBPY9[FPW4D*>+0UZ>,_M;=MUM@\K3VXYMZZ.YP"GZ?W2LH_ANW6%@\R?BPIF5WE^K$?S-ROP<<0A44D M63IX!*,$V1"Z,?G);"G?IU%1.4EJD\1J28"X1C)#I3G=[DK?AK=\=[;^:-.IT M7-N5:]F;<"5O#RN6,I#Q<:IWU1HOFIX=7*Z=IFPU<+U0A3G^^6\0=^E+:[*B M:$;>^>^,-I%AOI_@-(M,M3_Y73A(D.]R% ,O,M3_M/*3A(D.]R%#_%S'4:2]>%.>7), 'PIRU*09L3/!Z?>RK'D)!J 0 ;S5*%-?+6 M<1(7K]!X5T5,5.-U^U1BG@OK M'5#8N6O5R3C[$?0RD%J&I9M10IT.W\$K\+LY%651#$!X57?NQ39^_+*FZU% ME4'64>Y8H.W#\2L/H0Z[\XU%;.TB,"90, 5E$T-TP;V<)U5,"&_@571*(-O4 MT_\;6H9Y4-IVY'MM_>\N7I7_ZCV! .]7E-E\QO:0!Z5HTP[3@'HBNKWH)&A M$M;:N6_.]4DU[7]7)ENA3]:QVL(3Y\G4\66?E% M5GZ1E?\?I&N_M!E36 39T/QLB,0%!*3I/2&PF#L7*F)(,CAUU]WF#'2=G\@M%:+#!:)S[$XLLXT.CE/631HB!&0)_^X4/I_N,+BJA+_WT_,P/W)NEL_&Z'@D MX'1-Z4?B5E4\%]^4\$5A+(U=RAW>==>CD:DY8?J[^X21/948_IW,^4Y M1"-EN!|+/XR"E.9<>^2#E2^AE"N#NHJXX&OC_D,L<2<#_D-39Y\LKC)3O^ M[P<.K7CMP"/UDE (DE\B[W70H\|-%J8A4QAE^$R4LPXXVGTVTNBIO)!UQM[F M0/K=\B\Y7KD76?*XT>N.+ZRM<*HGA+9HIH_J?]>MCWL?!XN[0,FL+=!;6/@* M0[X%&6#5 LYSX/2C9."@Q;+7NGO^^'V_+KUM9RR2X&#AE[+C*J_1JNO6@(MHEF6.!;S,H>$H9:BZ8>((562=*_$'J]J6#S08H(3LOR;9[.]=B[V9-GFIE M&^)QEG%G3/0GR^\#D\Y2?>EPQ+ M<#0%PEX/_!!3/NP<>EPQ+ M<#0%PEX/_!!3/NP<>RK]K*?$DD%Y $-R"UB-G&!(/3]LLD/(,HTP,.F(E$"]=_^JA<^_!*MI*R)4%F!;2398GW1FYV>^[D=T^M#%K62-]"(-M(BAY++U[R1N]Y%%HMHT70 M[9O7#8N:KW!JP',GCEW\!+=3QHH$-,P1PQ?R17Q#D6Z4X5'W?-5@ZTZW MT).N)YM/OKZPO2>*?*

11ZR^;-&@D!?L_T.(\[J#2E:4Q6>MNQ_7GID$C MLB<-GVR_?D5D=FS1F2PZDT5G\@^H:XN'D/|KZ,7S<&:KT9KR5YYD'JQ(EXEA>.5$U:1CJ#"949

*M6'^/%C,]_4#ZK;Y92O;RP9$3%%4F-:2\L3>M+R'L4/G1!F +&E*594L;U)+H MUF"OSW'.DQ\^(0:*?&]_@*NPN*MZD[L=S7N2ME_Q=(@KKHR6,E<<*0<>KUA7 M^[T4-V-NBRQ)#D'*

*#O>(-;@FCB7)/M;%!=S:=!N&;GJX0+% 2D6*OL\A{[^R MWN^FQ=F!*_<\WGQT)-PE!]*PY0_TC8'DL4,G:5,F3-B%E4"L,YJG%J9LfY MGHO\WI>K]H]7?*

*=U/[_[_OU>K^NYG_XXSOEGSL]Y+)_E_3Z.SW$_&^\+*):.XN0(@D@3L%B)6+1&UV5%AV$-=$"Q!?M8@^;PZ M&$PW%]YYWEWS6^H2%*02X/#VRN&'5E:.%@_$9_/^V?*

MK>@DI%4PLB'/@R=Q% M7;$)'DV93;JCV#(RP!(@WC.<*MS<8K'4R,_)'&5N4Q2$B!\)Z:+$@<0F.2D M[QERK9<,ZB/$YG1DA+Y5GW)8^5V>29;CF7-=OM#4(,F7[!

(F)L7\5@S[V7K7 MK\]F/F8G-VKWRAS8O?_2E[ABJ7S,]?W%=^W^4 +88/5:L]>QF M1U8V^FZ\C8\ D8 FM!FV;""T;8)K,N[!\090G85NW>?]HACS\\QN9@GR;KC MIR,B(QMFLS:

*[13RQ_C%AC\M^"(_1 R3"]-GC EU2@=:,/5MS#4QKS,O2ZE%-F M^:'G4;5;SQ67CEQ\!B=Q).SW@-> M>!1"D+`>#1![R*OG+M/6\"[2?:L_?'EE3?X0%^?+%EZS_XZ7DM*]8:%"OQ&>*

MS PDI@=0(+;$RJ4S<2;QQ["UF3"]*Y"O4A!L853'3Z4950[IXFK;!B4KYB:$!4 M_KD@7.VZ^P]^E/TZE?!7Z3C-_7O{UO9E!H[F\O@OYU ME?"OJZM_75W]%]6WOS?@#XD7"A B

M(S!GN8QS U;]\%V8.H?9,09-]#W.<|C;DAXAP50%J&&-2-1T9NJ7A.6J8=<,"2N!&!ZR+4/%EC3B 9L*]B;603;4G$'K6M M0P8NW3?N_',,O>DIZ?*#-5G6'I42>|=.-*CO[=*

[E5@[_VQ+N8P=R."6-4(_] MD0)U@GER-I@UTYCU+1)HD7%2FK5N(""<\@N!\O?A;@>KF$N/",,8-V3-'[V^] M4 I&\.5^S;C_FG'_->/^;Z1L?UM>L8?+0^_&:GH-8^F#V@D#^YX6A-

2EWIP_ME]$YL=']4YDZKOB.CV+.5E#'G"K\01:<^1T.K>]B6G"1^FO5N\ZQ.0Y4C$@Q]MLA+8[LGS+'@XWJ)\D%NBR3%WGQB9Q=WX;.!FDDO7VODM?+R\9WAD)@;,RNS

*MBNL$M_Y)57QD\W&C$LJ2_,=^RNCGQO%FBG8QMM9I(^&W6COGK09.UGVB'R.F M.K.NT,3(!'(4L!\Y%L5ALU4+S)076U>;N<1TV>@17^[&'1N<]*K\G"^D'3!T M4NM&J7KBQJ*

>|^^6__Q=@>A%\A:758Y, ,)*WJ?(8T^&*V)4 M0@?E93HT;ORZ3.5_SXKTKR2(7TD0OY(@_O=$R5^0[!K(I!C:\ZQU"FO'MS[P' ,H)D\.[+UGBRT.I1)2R77*

*MB/+D;W%@1)9@-H$|RC9.MT&"4OOKV>B.$N:X;Y5175JH2*Y39(TJ[G%!8<,G MA!$HD>2F^0E%?P:)@T2N%NS@/5%!QJ!!93X0U3EA"A([OYGP$AG)#\&\;H*

*M>UJPY1TC976'5R\?'&6=<+=LE;ZY_TK^OW;<&0)U=+E7Z9 Z-$!#V,C'9C1K MLV69]_)+PYS$]PW'G-ER*N,5"0&$P^@G!$.]P,&S*5V$).6IRY#!E\6&%C5V M_*GQ=?71R=EA*

*2+X6(!ZO.//@)&! E**M4*5WP:,HT!R_H53A_6*YM&9#NIG M56XZ=1U!KK%1%LX&ONU!NN@@(9WX,1@PDC""A-*&X0BYG(%Y!>HCTA5NCA'<- M(WNG!G6+C!,.Q3QNWD3S#*

(TE%10/Z2K9GLA^9@.U$_=\PJ0^$8!@ADB0"3Y M A3HRD02_&8J 8059JL_P>A% K"HGQKGI; -OI$A>XL\$P/3XX I1.!7TMQ M[L#PIJMF)WJ)^Y\LC5R58<5A\',*!^@)F"SEU0%)*

]BFW/ZP3Y9I_00/6I0$ MB'=6?63 %78IL@Z\S?/)A.\'OAOSY&P%B,X^40D!0I+"U83_=+Z/,]-@&"; M@Y(P7C/ -=PL02#*]&/Y<.#H3]D06B<4@J3T;MWW C#1$8&SK-]@:(]>(U<*[*

MLP9-3M7<&2>%CK=MVP;EPY7IP)D$'=C[A#H=V$ESP+=:6M@]USX!0-N2H%5 MO%A]$@FI5@L0(DCX;[K%\!OJP(@ 80 W.L6 T.8 __G*%Q1XMME<@.A5AMZB M?*

DG\MY,8OC@%2=Y_NGR3.NSV@ .WJBXAZRE7OR/%8BO1J8U%!PL\>%KK\Y?] M\B3L,]$6KYQ/MT]33K'(%TS.?U\$"#FQAOQS6(%%UL%]:T9HKP2#!0B[M^3VPYI1#\5P0I\@*

C QJ4'R%"E%(@$#!!H 1)K2]:,R[Q,41VBQU0%&N3BQY M-SLX#=/C?:2X$# T"TANXO]C5,+CO'/0N56.>)6HV2X"PG]DM0) IL)-^]WL7/?I?D(3L MCBP1(%;ZPG7,H-Q'6V-

$SLI4F9H006_E0\RA&G-@P)$1QZ#O_IN]UW)&^'MG[(`\2F#$/S?B!ILN()K/6')\.\|V3X"\#461KIY9H1? O^-!!*_TDA2LS=6 M$5?*\&+*

*f;+4V/f;^3(I'C(W@,YI!7(/PT]A;B@\1()EFJP_:U[*2Z]A MN\E#^1.R.L'X&RJ+^\AC*KLIL/Y,:QZ5+\6^$R3@=NAZQ6;KEX@Y:.YZFE6!CH;&WT(-*

*UJ>I%D5>3UWBOL95*X5/%CYGZ/U<* M$,E3_&S8!S\/02TN"1!@P1SY'V+SM7^@_$NB@P1Z&ES'9S_$IM+HE0GNGX/< M! @)YPY< HO%\XU^6]81SKA]Z"KY(]I*

*':+WG_%O*J9B8/\)\2 NZ;@>KY MDIT)2AO=CTI9KA2"WIP7_1M5?_=[^B;4#L/1*.@%,#9^=4@N3X#@N>!AMM.+ MK"WS(,:1'ERW@.3Y-F.XB\VAD I9NW9-X8_,.*

*!L!0UOET[QUXB;UR(7G/- MX'Y.!#7FU(&UJ!+4/\8D8,\?LEK4'TRRU/f.>'Z)^Y\GC@\[QL0P(S,"J OK ME^R]&;H#*XKY7+3=3S^7:53^4.>& "$F4@9%;">|\\]J4Y,3LA1R.V+|:<3' M-*

>D048#XI_C;2"L-.&-45HRG(0&7ERU"T,LBXSZ<%W.$/7SCOE$NGQO^_%:(MW83_$BG'7D%E)&-T.UV9;_H7,>I?

\OY:\]I:R/2QJO[K<2#"!Y(M5!;@%$P5K9_R'ED["YSRCR()VW9W$1QH_QB!Z#/0 MU'E.*)N2RK+69"#3S^^$R@C&-X#5S[V\^@^EU[E1_]N1]V'L1A_MNG%#TG3 M-N6=SSM=&O7H*

*QH.MM.*1KLK_CR1Y?EL;$BSA4,!A;FT0;\ EMV3]_44/F" MV7WS##^5X.?Y6>.=6L<"(ATD=R$W>I%?Z]=(+_N]OB]1>4U;'@R4O&97(.(W]_PY;-CMR/2)+-.:.#O)&_] M9SDTB'-@L-*

1^#C@/_9C1]RG<8fLAZ?F.?[U\HU7[NA_OC!HUW;40\]>=6]OL M.RDE%BO<83EASIZZ.L.2W3M@2)T\-%1_X3VK(D+#[__VAL.Y$XAB267]^ & M[C!&6UH=+272VI>[#1<#Q&35-*

*5D1;R?":,"39AI7E;V3l;7R>-V=*5[\=2,P\ M[Q'QYOO-_E_U1_W G_3LR13.P@;5 Y14' M8=6VT8_1JBX&5[!"R6T+WW_S> MUX8,#_0<:&QM)&S;:'XCM 0N;Z*)^UC"^XD "5,*

*M7UK{12_\"K#VT/ -GR[+H%?^4PX:\0U,S_=.$B5;TWT^*"EIH0WQL =,:(## MIAX$4Y6V[;#OFB D_J3,@L1C-=&@ %$6.^57H<>"5]B5(L^SA.$ M4>C*0%!*

*[LBI#>>AS6<4&7=;019?.(FJB" M7KC^_;&3G4\(;2K05M[Z =QPS9;]YW2#.& -%*O$HF&7<3U^!07G;?Y# ^MK4HL],/@!0)#4)#FA$3F")OJ%9=*W#:F=.?$ &'KN3?*

YT\23PYK?HJ MB"A^M5<3$4=F#3SH$"!$%7%;^45E<.UQL=VT;O).TKZ V.6/*/"UBO7]NG5 MM[39A<<*(>^)OV6\V"WS0NGS5?NW;[YV\]SX^=!J?"<9B*9US%]&/LE/V A@*

MD^IHIS^_'01O,2ID"RTM,'#]&O5[!?D48\FG<=V_(AR([2M;]'!4\BU'JR, M_[A$[@%NJZ2D*&.JS463R6^\Y%1X=O1X&8T;_F(Z@[P#G<7OI4F1VLEB.%U<(, 7*%"S]-5$5G)E77C

M%]'^_9^..AEVYE)AU7<(#S2T2O3"P_I<'_TW9OI^?+0KH!1):7SC_1$5TH?>=1&H-|& FC(!#*PGS!:T_) I&/PW\6 M7L7T/@<[:24[]X?#TZ:"YV(V5(RL"_0C[Y]>U797?/EA=FIBQQ]*

{ORB,HLU6 MGCZ?V(\+4 H0A:\7?W-AHR(58,?PGJ.U<<<^\1ESN"84%/DIU=TU+RC0?>4U M">N+DRSG?0 VS0@O]Z7!QI"-33&[4MX 7#[_X5R_K]_%PK*&NKQ#R-E[)^3T*

*M&^FBXPDB>&M?L(ES%;:Y8I2_ +$&IS=HAI;"&;-[VC!4(P7P&S#9>>>*GOI[9 M"V:3Q5+*]F!<)&F+HYM)C]7Z)6MHH,"A#29_A@C1*_(-1@N@GQ2, !0\4/ M'*

4_%DD\0Z_YFC,+M'+ I>^SB,]DK&+MQUWN(!.W@2FSG%CLDZ,R2'S ;#0C=8$|_H=)@/5"[12C MJ.M#=6Y$U3E4I(!4RSG!-VF]X*G5GE*-R"T,ULC]>JN@5#S00R MK- FD0)$Z"8!(L*

*'/>;6NL#;G7](^>QY.>_L@/#^,9'B9Q*L52WC > M*D0%83,)L*N6R^+X@*[EEK?9;!ENEHU9\UG)YU#_<9<#BG>O27_: MQPJOL=02.7?*

($5'P,Q=:#7,Q400/P6^IRQ+&OR8]15M5K<6_(RF?*PEGTD0I M=R@K72[>>[BT4')=3.FF|RAU@$1)KXYZ)17.]^;^1PXS7|RZE@FOG[<$,!O_\ZGE==M(L MA!M\!&?'OH.AY1

*2;P[FMBE?1P(W M1T/!M+..[%A[\|NMM'L-U=>:*V M/=AX.?1HDOKP2)PIB MX>?H6T?7/O;2'G(#/^2(+,*7&I/C[B 'C*L--1}:!Z(3"[4 M5XQ4OI9][^:VQ#./U|K_%D260M&O8^]}G410?*

*6T*D,@I 4L>A/EMXM]&A1F+ M^OJ%%]CD:>9P;4?JELI(H<>2"FU1O>O&KWMI/-WLO+.F@ M;HO0C_!N")"$$ M#>K1NN95P4D', +0F6+]QV*YNRLUZZLO]?L&Z:>0#EDD:YS=:G?*

5,>[+U91/-MWC0^3-IH,.Q^/I4I0-3PNYIS7:#^'<3N)@%"/M;"QSC99G,_]G/:/[A^W1+ MN'Z%A>Q&FMXW^[:) 5;E@=(+_=M$ITFS%=PIX 58+VXW*W&=8M'MYSE)Y;$#

MNQ(/U_5;H^_M+/MQ]\6S48.(+U$I\TLJ1_8&!/K31FJBN\FU1ME<97QOT6I^ MOIE4JHTZVR4KP60Q37=/_J"X%?4-6IU/AG:N;XU/7ONB3RC&S>SF6^[?NCI/]

MS=F)D\AV\BB745G%SIK$=DKJMT^L[XMPZ:ZJG/%($WE>%X=8'S3GF>2N%!3D M?M>)T<1$IT?/2X+&G9;$M=:6X4R"_-?SDEV<;(;.L,R;'WK]%EM: P.QZLX:

MJ9V/RPXW'#@5SG[!3T<)\,J>< (-&GCP9+,@<=W)BSZ,96[BY!6;W!G#O-,7 M-X2T8^=<891AS5/;T^)^MM)%6[S.^(^3SLO)/ UF]W"R&_@5A ! M0GLS"P

M8I[CYU9FWB4C(.OZ\DR..33A],3JD,1]XEQ2N/KPJ./+'EV!V2>SE+/Y]!9 M5@"*+D!T9($[$CDN0,IL+=!K"T26A --[H.\"&32V1>/(TH'CHP<21 R.+CY M'K/:>KNFE;?*

*T.X^U0V3Z90P<1Y;7M@%7= ;RKF*1]2V"21P=ZRHR?]+(QG80 MDJ&-)WX24[_/')9&7[.F_>]5\^WG]48J.8LM37>!L8@"2=AM^U,""2"*

*MF_,O\9PF:,/1S8XG>7KWJ>]A(@I<^V(<9/N'5=>B4QHE]KJ;E7WER1DWC=#4S MSB;W*I= ST,"^Z26IV V&]KH@%8,9#=99I9/@MV3H>(#T!+]W='5X!&-6[A4*

MQ;R<4,4(AQOOL8X;7ZWRB/GYZL\W/OUAJ7IC#&YWXTSP[Y"#"8DT,4+ _"BV M!TNG>#[!(AULNT]/:ZO_'/MG]"P&A:URW<7RO88 M6*

M43G4OX$P;P)N,)6LGF;G\C]^/6[',_M% ^U;]6,?\4D88!#QN_','?Y MI:F<3?I"S$]2-!,E+.W@5\8^)2?;[,%Y#]!7TM\""%?"-+1)E:.MHP>/RN>%GF;

*(29S-.9"SQRY;IM++;MQ1E#R..Y5C; %%1=3T\F7#F_GQ:,49/ M%X5J2,=Y;&W^\-R[\%/%*_KSRHM%"Y]*U1 4]=-._":.[5/M6?4;PAF"=M M'8GG(BS YQJA^8/MJGFAX?&[+@9H&-V*

MY?/$I=/=4V^MENJX4!FBN_$-.2S>@ T/?\)2^01QM0!Q#58+PD L>&A';>5OA9 @T(M$$\NTF9I#&RBFM2S ?6!.+X'9=C:E6#@S"-H=1]#^#Z\YV<^*XGKC*

*L=AK;@WQ49U&5;N[*E/ =U0PP/*6R) MJ+A]X,PIWL.6@.)}ST&-]F>9+0M_B%MN:2Z=KKNEU/# ZG \?@NM8M<6V@8 M]I;+L[F,&8(\3)7[%\)Y(L=C9_.8Q]A$EZ,-*

*TZ>:;_9$OK;"K'58HC/96 , M>X:.8>T$KBXRI69_L%,Z;+8!_#>/ :-JAF^D!/>T;E[.7HK$%@\E)=MDI8_B M/-@7)*A!+X@(%+VYR&AY9E-DF=S<_']&Y\A&\PR=?*

YO,5,D"]1W;D9FHFK45#ZAX"K%. M#[%%@3W2\]?'6.3Q@5*3+I59DU]S(N\/%@^:3,VNOD-+$X5V;Q'MI0%V5=2L M221/&M6.@JEG!";M?-+G1]PM^/[-P46>GV_[P[4S/*

*MLEAORU3^>(6*4-T-J16E"9)X5^cE$@A=>R.*O@'-F.+)67)]HZRC&?.2DMA] MX&ZE-AU%CHQ(.DZ=#":"_YZE!C<>NC5F09^NYY12B^HNKK/$\VEI.'+3JK MPE6*17)*

]6;7!R>NV94Z%N]>'7U$5EH M%X+WD)! I@^AE&=HBM;ND[CUAOIZBI-L%^OO>FPDU9L")J5DH"3IM.2)Z0'<$+ M_;&N25>($"DFB"%OY#\M-A[2:'WO@YO*

*MJ1LA+2[JK[%@W^^U;KIVOSA:*UX_"T1Q7:'7 D2=7@LF'EGG<*GY+#68=]FM MK\"\M'WR=E07_@ TT7B@%M:>1%A[! @X3MR!MN%*

*YPU#V8/A>=G+O,"=&W3HO3]R8X=[VM>QYFTO6QNB/|/H3)&!+2:$! M_,.9)XF =P*H6397#W1T$43G*N9Q@#HSW.-LX0L3]T(K-]@:M$\X&*9'LJ5US M)_*$=0[+=\3CN%P;:*

*(364,Z3+>&,P,J[?HJIVWZ1X,R_30C!9$YH +1.GFE, M^.:)KWE/,#NH$VAAJ1RF O>0IF)!_YQL[9LJA+OS*0JT-3PTXRE>A[ZCV.:+SI#W5B(\YKH>#$1X)/.W!%A%"6Q <7JBK*

*M;MGAK=),#,,,C!0S'LW!*RZ\1H>W/-11BN!170W7TE2QL;T.!9/V10CP7\(/ M1\-,M)]1UPC_#LR\BQA0TBC95H5NL.TG+[_]FNCIF/WMGLY>X2,1G_;\!\N ME<-N@f0Z==%N&N"&*

C446#^X%^!(%ER/2A<@UN MT "%85,+E+N\LW.:'+W OCK4VA6\Y6 MT(UG[:7^63XNS^_11DTO_7!CLN;P4ZIK2]4-R=EB*Y.;?8@O?L[;\$ S@OT MB)],LU$:P^T'>$5:5V**

*<&=^'CUF^V-JD@X",*4J-?:^B_"NA$)<_F<53%N9] M^N#?UGS !Q(5<1=+>6?259#KS])2&\E7O/(/#PTLQG_8>U6DT4G7;:.&XQ4/ M0Z-^5>$$-*

HDGJS"IRUOOOLGB5[88PSWF8NW"QK3MD&JODH]>83S[;:4AQUB.M.DJ]U6]N*,/YWD^R@=/OK'5!>&G^6VZ=_0]=GHKD)$T:/T0$]J.38>?+DK\S M"N;VM$@V#C?K,\C(F7-*

,/X0)$*-BIXKM2)%KHQ:OIX#QQR-B50O &CO'T'B ME[CV<'@$L!26/8.2L6Z"PB;1LSHH,J_ET>-CE'5NM"8%2I?X4"4?^/P4Z<= M4X4N)$>B|<.(11B9D>!RA_F&193NQNVS)#7

*M1;ZJHU;\4+-?ZN;)A7VM2H=]V/13*QVU=]F\@GGB3?QO%GSB2H"SBWTJK1 MEPD-T6\4)@\U;2I[5O!W^=ITLA)7L8=Q;VFE])9CHY*YF^\?,9#[*?I?02UX*

M.;BE_%=0:|'_@Z#FO^2&]U]HOJ^?5+4AHN3?V?E<(I8AVAN<;XES9J)+@'MRXJJ.O;5>D0A\Z6_Y=5ZT"!CK-+20%ISU7-;+UNQ" =4ZP%0R3OC1-$FL'/38*

*MGSFA\MNA;1IGM;>>Z;O;<%@E[FAR]FBKZ"@2\#!>C?,"13S#]!0@0%\8O;P& M1Q@"A%*L:!=!WL#09LN,C1A[Z.Y&@&IKEG^POKU1#59:-,G6T;-37&Y"GS[C*

*MB-.&63L75].C>!,YK5O#(M>1*K>:7VV4=#U5K'FYF676>1=;JS V(2.')D^F+/5GO%]T'*U#!\U313C&& M4995_710^UG*@>MOY""*>O.HJE:YH_S!6NS7;6X]I_,EE\L]>2!P#6[VH""\(*

*M3&*C.$[\WU-!\XG>I#9L:I$B03(4CQK">29,[FUH).4:&QDQ\YC;O4_4VFAF M#@=DG3C6^RT2P6WBN/)+\6OQ(^1:XF54*&I4@#AB623%CLS,+]"L?YK$W+4?*

M]QMHIFC)\T]\NS(d|OV*76_P-E ;!@@C9D3/IZMM9@L0R^M]91,5]$TM.M/4 MJ63\NA#OV8S@QZ\7)97#*"BYG/_'D?3EDHI$FX/2TCL!EWY^ZEP1S$ MHVBPBWO^ZPX*;*

[T4)++$Q2]1N\$'-OI)P$C7:!$G\X"X?!>R"\O^X(YU6^PU4 M.,B>2KI.YKDT;R*