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1,250.41\$ 1,250.41 Equity-based compensation\$ 4,483.44\$ 4,046.41 (Gain) loss on disposal of assets, net\$ 28,417\$ 320.41 Gain on extinguishment of debt\$ 3,000.41\$ 1,314.41 Non-cash interest income\$ 266.41\$ 288.41 Debt transaction costs\$ 581.41\$ 328.41 Other\$ 61.41\$ 51.41 Changes in operating assets and liabilities\$ 2,418.41\$ 2,418.41 Trade receivables, net\$ 6,619.41\$ 1,097.41 Prepaid expenses and other\$ 2,553.41\$ 855.41 Accounts payable\$ 63.41\$ 150.41 Accrued expenses and other\$ 1,003.41\$ 1,346.41 NET CASH PROVIDED BY OPERATING ACTIVITIES\$ 78,475.41\$ 79,054.41 INVESTING ACTIVITIES\$ 1,314.41\$ 1,314.41 Acquisitions of lodging properties\$ 42,811.41\$ 42,811.41 Improvements to lodging properties\$ 39,007.41\$ 42,889.41 Investment in lodging property under development\$ 2,503.41\$ 2,503.41 Proceeds from asset dispositions, net\$ 1,684.41\$ 2,732.41 Funding of real estate loans\$ 42,811.41\$ 42,811.41 Repayments of real estate loans\$ 42,811.41\$ 42,811.41 NET CASH 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EQUIVALENTS AND RESTRICTED CASH\$ 4,871.41\$ 8,601.41 Beginning of period\$ 47,768.41\$ 61,808.41 End of period\$ 52,639.41\$ 70,409.41 RECONCILIATION OF CASH, CASH EQUIVALENTS AND RESTRICTED CASH WITHIN THE CONDENSED CONSOLIDATED BALANCE SHEET TO THE AMOUNTS SHOWN IN THE STATEMENT OF CASH FLOWS ABOVE\$ 4,871.41\$ 8,601.41 Cash and cash equivalents\$ 45,873.41\$ 58,456.41 Restricted cash\$ 6,766.41\$ 11,953.41 TOTAL CASH, CASH EQUIVALENTS AND RESTRICTED CASH\$ 52,639.41\$ 70,409.41 See Notes to the Condensed

purchase price paid for each transaction to the net assets acquired based on their relative fair values. In determining relative fair values, we made significant estimates regarding replacement costs for the buildings and furniture, fixtures and equipment, and judgments related to certain market assumptions. Acquisition costs related to the transactions have been capitalized as part of the recorded amounts of the acquired net assets. The allocation of the aggregate purchase prices to the fair value of assets and liabilities acquired for the above acquisitions is as follows (in thousands):

Six Months Ended	June 30, 2023	Land	\$12,257	A Lodging buildings and improvements	29,225	A Furniture, fixtures and equipment	1,331	A Net assets acquired	(1)\$42,813	A (1) Net assets acquired during the six months ended	June 30, 2023	is based on an aggregate purchase price of	\$42.7	A million plus transaction costs of	\$0.1	A million.																																																																																																																																								
Lodging Property Sales	We sold the following properties during the six months ended	June 30, 2024	and 2023:	Portfolio of Two Lodging Properties - New Orleans, LA	In April 2024, we completed the sale of the 202-guestroom Courtyard by Marriott and the 208-guestroom SpringHill Suites by Marriott, both located in New Orleans, LA, for an aggregate selling price of \$73.0A million, which resulted in a gain of approximately \$28.3A million that was recorded in the three months ended	June 30, 2024.	Hilton Garden Inn - Bryan (College Station), TX	In April 2024, we completed the sale of the 119-guestroom Hilton Garden Inn - Bryan (College Station), TX for \$11.0A million. The net selling price of the lodging property approximated its net book value on the closing date.	Hyatt Place - Dallas (Plano), TX	In February 2024, we completed the sale of the 127-guestroom Hyatt Place - Dallas (Plano), TX for \$10.3A million. We recorded a nominal gain on the sale during the six months ended	June 30, 2024	upon closing the transaction.	11	Sale of a Portfolio of Four Lodging Properties	In May 2023, we completed the sale of four lodging properties (the "Sale Portfolio") for an aggregate gross selling price of \$28.1A million as follows:																																																																																																																																									
Franchise/Brand	Location	Guestrooms	Hyatt Place	Chicago (Lombard/Oak Brook), IL	151	Hyatt Place	Chicago (Hoffman Estates), IL	126	Hilton Garden Inn	Minneapolis (Eden Prairie), MN	97	Holiday Inn Express & Suites	Minneapolis (Minnetonka), MN	934	67	The net selling proceeds approximated the net carrying amount of the Sale Portfolio at closing.																																																																																																																																								
Assets Held for Sale, net	is as follows (in thousands):	June 30, 2024	December 31, 2023	Under Contract for Sale:	Courtyard by Marriott and SpringHill Suites - New Orleans, LA	\$46.4A	\$43,504A	Hilton Garden Inn - Bryan (College Station), TX	\$6.4A	\$6,424A	Hyatt Place - Dallas (Plano), TX	\$9.9A	\$9,940A	Parcel of undeveloped land - San Antonio, TX	\$25.1A	\$25,511A																																																																																																																																								
Marketed for Sale:	One individual lodging property	8,065A	8,004A	Parcel of undeveloped land - Flagstaff, AZ	\$25.1A	\$25,511A	Parcel of undeveloped land - San Antonio, TX	\$25.1A	\$25,511A	Parcel of undeveloped land in San Antonio, TX	is currently under contract to sell, and the sale is expected to close in the fourth quarter of 2024.																																																																																																																																													
Intangible Assets	Intangible assets, net	is as follows (in thousands):	June 30, 2024	December 31, 2023	Indefinite-lived intangible assets:	Air rights	\$10,754A	\$10,754A	Other	80A	80A	10,834A	10,834A	Finite-lived intangible assets:	Tax incentives	19,750A	19,750A	Key money	9,370A	9,370A	29,120A	29,120A	Intangible assets	39,954A	39,954A	Less - accumulated amortization	(1,315)	(9,251)	Intangible assets, net	\$28,639A	\$30,703A																																																																																																																									
We recorded amortization expense related to intangible assets of approximately	\$1.0A million for each of the three months ended	June 30, 2024	and 2023, respectively, and \$2.1A million for each of the six months ended	June 30, 2024	and 2023, respectively.	2	Future amortization expense related to intangible assets is as follows (in thousands):	For the Year Ending	December 31, 2024	\$2,454A	2025, \$64A	2026, \$64A	2027, \$374A	2028, \$166A	Thereafter	\$9,833A	\$17,805A	NOTE 4	Investment in Real Estate Loans	Real Estate Development Loans	Onera Mezzanine Financing Loan	In January 2023, we entered into an agreement with affiliates of Onera Opportunity Fund I, LP ("Onera") to provide a mezzanine financing loan of \$4.6A million (the "Onera Mezzanine Loan") for the development of a glamping property. The Onera Mezzanine Loan is secured by a second mortgage on the property and is subordinate to the senior lender for the development project. The loan matures 24 months from the closing date of the transaction and may be extended for an additional 12 months at the borrower's option. Additionally, we issued a \$3.0A million letter of credit to the senior lender of the project as additional support for Onera's construction loan. We also have an option to purchase 90% of the equity of the entity that owns the development property upon completion of construction or at the one-year anniversary of such completion at a pre-determined price (the "Onera Purchase Option"). The development is expected to be completed in the second half of 2024. As of	June 30, 2024, we have funded our entire	\$4.6A million commitment under the mezzanine financing loan. The balance of the Onera Mezzanine Loan is recorded net of the unamortized discount related to the carrying amount of the Onera Purchase Option of	\$0.1A million and \$0.4A million at	June 30, 2024	and December 31, 2023, respectively, and is classified as Investments in lodging property, net in our Condensed Consolidated Balance Sheets. We recorded the Onera Purchase Option related to the Onera Mezzanine Loan in Other assets and as a contra-asset to Investments in lodging property, net at its estimated fair value of	\$0.9A million on the transaction date using the Black-Scholes model. The recorded amount of the Onera Purchase Option is being amortized over the term of the Onera Mezzanine Loan using the straight-line method, which approximates the interest method, as non-cash interest income. For each of the three months ended	June 30, 2024, and 2023, we amortized	\$0.1A million of the carrying amount of the Onera Purchase Option as non-cash interest income, and for each of the six months ended	June 30, 2024	and 2023, we amortized	\$0.3A million and \$0.2A million, respectively, of the carrying amount of the Onera Purchase Option as non-cash interest income. Our estimate of the fair value of the Onera Purchase Option under the Black-Scholes model requires judgment and estimates primarily related to the volatility of our stock price and expected levels of future dividends on our common stock.	NOTE 5 - DEBT	At	June 30, 2024, our indebtedness was comprised of borrowings under our 2023 Senior Credit Facility (as defined below), the 2024 Term Loan (as defined below), the GIC Joint Venture Credit Facility (as defined below), the GIC Joint Venture Term Loan (as defined below), the PACE loan (as defined below), the Convertible Notes (as defined below), and other indebtedness secured by first priority mortgage liens on various lodging properties. We have entered into interest rate swaps to fix the interest rates on a portion of our variable interest rate indebtedness. The weighted-average interest rate, after giving effect to our interest rate derivatives, for all borrowings was 5.29% at	June 30, 2024	and 5.31% at	December 31, 2023. There are currently no defaults under any of the Company's loan agreements.	13	Debt, net of debt issuance costs, is as follows (in thousands):	June 30, 2024	December 31, 2023	Revolving debt	\$135,000A	\$125,000A	Term loans	\$871,037A	\$910,000A	Convertible notes	\$287,500A	\$287,500A	Mortgage loans	\$65,649A	\$123,339A	\$1,359,186A	\$1,445,839A	Unamortized debt issuance costs	(13,694)	(15,171)	A	A Debt, net of debt issuance costs	\$1,345,492A	\$1,430,668A	Our total fixed-rate and variable-rate debt, after consideration of our interest rate derivative agreements that are currently in effect, is as follows (in thousands):	At	June 30, 2024	Percentage	December 31, 2023	Percentage	Fixed-rate debt	(1)\$906,149A	67%	\$956,414A	66%	Variable-rate debt	\$453,037A	33%	\$489,425A	34%	\$1,359,186A	\$1,445,839A	(1) At	June 30, 2024, debt related to our wholly-owned properties and our pro rata share of joint venture debt has a fixed-rate debt ratio of approximately 76% of our total pro rata indebtedness when taking into consideration interest rate swaps that are currently in effect. Information about the fair value of our fixed-rate debt that is not recorded at fair value is as follows (in thousands):	At	June 30, 2024	December 31, 2023	Carrying Value	Fair Value	Carrying Value	Fair Value	Valuation Technique	Convertible notes	\$287,500A	\$260,336A	\$287,500A	\$256,141A	Level 1 - Market approach	Mortgage loans	\$18,676A	\$68,915A	\$60,883A	Level 2 - Market approach	\$306,149A	\$277,212A	\$356,415A	\$317,024A	1	A Detailed information about our gross debt at	June 30, 2024	and December 31, 2023	is as follows (dollars in thousands):	Principal Balance	Outstanding	Lender	Interest Rate	Initial Maturity	A Date	Fully Extended Maturity	A Date	Number of	Encumbered A Properties	June 30, 2024	December 31, 2023	OPERATING PARTNERSHIP DEBT:	2023 Senior Credit and Term Loan Facility	Bank of America, N.A.	\$400 Million Revolver	(1)7.38%	Variable	6/21/2028	n/a	\$10,000A	\$400 Million Term Loan	(1)7.34%	Variable	6/21/2028	n/a	\$200 Million Term Loan	(1)7.34%	Variable	6/21/2028	n/a	\$200 Million Term Loan	(1)7.34%	Variable	6/21/2028	n/a	\$200 Million Term Loan	(1)7.34%	Variable	6

Credit Facility In October 2019, Summit JV MR 1, LLC (the “Borrower”), as borrower, and Summit Hospitality JV, LP (the “Parent” or “GIC Joint Venture”), as parent of the Borrower, and each party executing the credit facility documentation as a subsidiary guarantor, entered into a \$200.0 million credit facility (the “GIC Joint Venture Credit Facility”) with Bank of America, N.A., as administrative agent and sole initial lender, and BofA Securities, Inc., as sole lead arranger and sole bookrunner. The Operating Partnership and the Company are not borrowers or guarantors of the GIC Joint Venture Credit Facility. The GIC Joint Venture Credit Facility is guaranteed by all of the Borrower’s existing and future subsidiaries, subject to certain exceptions. The GIC Joint Venture Credit Facility is comprised of a \$125.0 million revolving credit facility (the “\$125 Million Revolver”) and a \$75.0 million term loan (the “\$75 Million Term Loan”). The GIC Joint Venture Credit Facility has an accordion feature which allows us to increase the total commitments by up to \$300.0 million, for aggregate potential borrowings of up to \$500.0 million. At June 30, 2024, we had \$125.0 million outstanding under the \$125 Million Revolver. Amendments to the \$200 million GIC Joint Venture Credit Facility In February 2023, the Borrower entered into the Fifth Amendment to Credit Agreement to, among other things, convert the reference rate used in interest rate calculations from the London Interbank Offered Rate (“LIBOR”) to adjusted term or daily SOFR (using a 10-basis point credit spread adjustment), with Borrower’s option to borrow base rate advances, term SOFR advances or daily SOFR advances. In September 2023, the GIC Joint Venture entered into an amendment to the GIC Joint Venture Credit Facility (the “GIC Joint Venture Credit Amendment”). The GIC Joint Venture Credit Amendment extends the maturity of the \$125 Million Revolver and the \$75 Million Term Loan to September 2027, which may be extended by the Company for a single twelve-month period, subject to certain conditions. The interest rate on the \$125 Million Revolver is unchanged and is based on the higher of the following: (i) Daily SOFR or Term SOFR (1-month or 3-month), plus a SOFR adjustment of 0.10%, plus a margin of 2.15%, or (ii) the applicable base rate, which is the greatest of the administrative agent’s prime rate, the federal funds rate plus 0.50%, and 1-month Term SOFR plus 1.00%, plus a base rate margin of 1.15%. The interest rate on the \$75 Million Term Loan is five basis points less than the interest rate on the \$125 Million Revolver referenced above. In addition, on a quarterly basis, we are required to pay a fee of 0.25% of the average unused amount of the GIC Joint Venture Credit Facility. We are also required to pay other fees, including customary arrangement and administrative fees. The GIC Joint Venture Credit Amendment requires the GIC Joint Venture and certain subsidiaries to pledge to the secured parties all of the equity interests in the entities that own the 13 properties included in the borrowing base assets, the related TRS entities that lease each of the borrowing base assets, and all other subsidiaries of the borrower and the subsidiary guarantors, subject to certain exceptions. 18GIC Joint Venture Term Loan In January and March 2022, the Operating Partnership and the GIC Joint Venture closed on a transaction with Newcrest Image Holdings, LLC, a Delaware limited liability company, and Newcrest Image Holdings II, LLC, a Delaware limited liability company (together, “Newcrest Image”), to acquire a portfolio of 27 lodging properties, containing an aggregate of 3,709 guestrooms, and two parking structures, containing 1,002 spaces and various financial incentives for an aggregate purchase price of \$822.0 million (the “NCI Transaction”). In connection with the NCI Transaction, in January 2022, Summit JV MR 2, LLC, Summit JV MR 3, LLC and Summit NCI NOLA BR 184, LLC (each of which is a subsidiary of the GIC Joint Venture, and are collectively, the “Term Loan Borrower”), the GIC Joint Venture, as parent guarantor, and each party executing the credit facility documentation as a subsidiary guarantor, entered into a \$410.0 million senior secured term loan facility (the “GIC Joint Venture Term Loan”) with Bank of America, N.A., as administrative agent and initial lender, Wells Fargo Bank, National Association, as syndication agent and an initial lender, and BofA Securities, Inc. and Wells Fargo Securities, LLC, as joint lead arrangers and joint bookrunners. Neither the Operating Partnership nor the Company are borrowers or guarantors of the GIC Joint Venture Term Loan. The GIC Joint Venture Term Loan is guaranteed by the GIC Joint Venture and all of the Term Loan Borrower’s existing and future subsidiaries, subject to certain exceptions. The GIC Joint Venture Term Loan has an accordion feature that permits an increase in the total commitments by up to \$190.0 million, for aggregate potential borrowings of up to \$600.0 million. The GIC Joint Venture Term Loan will mature on January 13, 2026 and can be extended for one twelve-month period at the option of the GIC Joint Venture, subject to certain conditions. As of June 30, 2024, we had \$396.0 million outstanding on the GIC Joint Venture Term Loan bearing interest at a floating rate of SOFR plus 2.75%. The GIC Joint Venture Term Loan is secured primarily by a first priority pledge of the Term Loan Borrower’s equity interests in the subsidiaries that hold a direct or indirect interest in 25 of the lodging properties and two parking facilities at June 30, 2024 purchased in the NCI Transaction that constitute borrowing base assets. The GIC Joint Venture Term Loan contains terms, conditions, and covenants typical for similar credit facilities. PACE Loan As part of the NCI Transaction, a subsidiary of the GIC Joint Venture assumed a Property Assessed Clean Energy (“PACE”) loan of approximately \$6.5 million. The loan bears fixed interest at 6.10%, has an amortization period of 20 years, and matures on July 31, 2040. The PACE loan is secured by an assessment lien imposed by the County of Tarrant, TX for the benefit of the lender. As of June 30, 2024, the outstanding balance of the PACE loan was \$6.0 million. NOTE 6 - LEASES The Company has operating leases related to the land under certain lodging properties, conference centers, parking spaces, automobiles, our corporate office, and miscellaneous office equipment. These leases have remaining terms of one year to 74.0 years, some of which include options to extend the leases for additional years. The exercise of lease renewal options is at our sole discretion. As of June 30, 2024 and December 31, 2023, the weighted-average operating lease term was approximately 32.1 years and 32.2 years, respectively. Certain leases also include options to purchase the leased property. As of June 30, 2024 and December 31, 2023, our weighted-average incremental borrowing rate for leases was 4.8%. 19 Certain of our lease agreements include rental payments based on a percentage of revenue over contractual levels and others include rental payments adjusted periodically for inflation. Our lease agreements do not contain any material residual value guarantees or restrictive covenants that materially affect our business. In addition, we lease certain owned real estate to third parties. We recorded gross third-party tenant income of \$0.6 million and \$0.7 million for the three months ended June 30, 2024 and 2023, respectively, and \$1.4 million during each of the six months ended June 30, 2024 and 2023, respectively, which was recorded in Other income, net in our Condensed Consolidated Statement of Operations. During each of the three months ended June 30, 2024 and 2023, the Company’s total operating lease cost was \$1.1 million, and the cash payments on operating leases were \$1.0 million. During each of the six months ended June 30, 2024 and 2023, the Company’s total operating lease cost was \$2.3 million, and the cash payments on operating leases were \$2.0 million. Operating lease maturities as of June 30, 2024 are as follows (in thousands): For the Year Ending December 31, Amount 2024 \$1,126 \$2025, 252 \$2026, 206 \$2027, 249 \$2028, 090 Thereafter \$35,803 Total lease payments (145,726) Less: Imputed interest (20,568) Total \$25,158 (1) Certain payments above include future increases to the minimum fixed rent based on the Consumer Price Index in effect at the initial measurement of the lease balances. NOTE 7 - DERIVATIVE FINANCIAL INSTRUMENTS AND HEDGING A Information about our derivative financial instruments at June 30, 2024 and December 31, 2023 is as follows (dollars in thousands): A Notional Amount Fair Value Contract date Effective date Expiration Date Average Annual Effective Fixed Rate June 30, 2024 December 31, 2023 June 30, 2024 December 31, 2023 Operating Partnership: June 11, 2018 September 28, 2018 September 30, 2024 2.86% \$75,000 \$75,000 \$479 \$1,170 June 11, 2018 December 31, 2018 December 31, 2025 9.22% \$125,000 \$125,000 \$3,393 \$2,877 July 26, 2022 January 31, 2023 January 31, 2027 6.01% \$100,000 \$100,000 \$4,234 \$1,344 July 26, 2022 January 31, 2023 January 31, 2029 5.64% \$100,000 \$100,000 \$6,145 \$4,273 Total Operating Partnership \$400,000 \$400,000 \$14,251 \$11,454 GIC Joint Venture: March 24, 2023 July 1, 2023 January 13, 2026 3.35% \$100,000 \$100,000 \$1,947 \$1,250 March 24, 2023 July 1, 2023 January 13, 2026 3.35% \$100,000 \$100,000 \$1,948 \$1,254 January 19, 2024 October 1, 2024 January 13, 2026 3.77% \$100,000 (1) \$1,454 \$954 \$600,000 \$1,091 \$13,958 (1) A A A At December 31, 2023, we had interest rate swaps that were in effect with a notional amount totaling \$600.0 million. In January, 2024, we executed one additional interest rate swap with a notional amount totaling \$100.0 million that becomes effective on October 1, 2024. 20 At June 30, 2024, debt related to our wholly-owned properties and our pro rata share of joint venture debt has a fixed-rate debt ratio of approximately 76% of our total pro rata indebtedness when taking into consideration interest rate swaps that are currently in effect. At June 30, 2024 and December 31, 2023, we had \$600.0 million of debt with variable interest rates that had been converted to fixed interest rates through derivative financial instruments which are carried at fair value. Differences between carrying value and fair value of our fixed-rate debt are primarily due to changes in interest rates. Inherently, fixed-rate debt is subject to fluctuations in fair value as a result of changes in the current market rate of interest on the valuation date. In January 2024, subsidiaries of the GIC Joint Venture that are the borrowers under the GIC Joint Venture Term Loan entered into a \$100.0 million interest rate swap to fix one-month term SOFR until January 2026. The interest rate swap has an effective date of October 1, 2024 and a termination date of January 13, 2026. Pursuant to the interest rate swap, we will pay a fixed rate of 3.77% and receive the one-month term SOFR floating rate index. Our interest rate swaps have been designated as cash flow hedges and are valued using a market approach, which is a Level 2 valuation technique. At June 30, 2024 and December 31, 2023, our interest rate swaps were in an asset position. Derivative assets related to our interest rate swaps are recorded in Other assets in our Condensed Consolidated Balance Sheets. We are not required to post any collateral related to these agreements and are not in breach of any financial provisions of the agreements. Changes in the fair value of the hedging instruments are deferred in Accumulated other comprehensive income (loss) in our Condensed Consolidated Balance Sheets and are reclassified as Interest expense in our Condensed Consolidated Statements of Operations in the period in which the hedged item affects earnings. In the next twelve months, we estimate that \$11.5 million will be reclassified from Accumulated other comprehensive income (loss) and recorded as a decrease to Interest expense. A We characterize the realized and unrealized gain or loss related to derivative financial instruments designated as cash flow hedges as follows (in thousands): A Three Months Ended June 30, Six Months Ended June 30, A 2024 2023 2024 2023 Unrealized gain recognized in Accumulated other comprehensive income (loss) on derivative financial instruments \$3,097 \$13,286 \$12,473 \$10,846 Gain reclassified from Accumulated other comprehensive income (loss) to Interest expense \$3,660 \$2,313 \$7,340 \$4,261 A Total interest expense and other finance expense presented in the Condensed Consolidated Statements of Operations in which the effects of cash flow hedges are recorded \$20,830 \$22,248 \$42,124 \$43,157 A NOTE 8 - EQUITY A Common Stock The Company is authorized to issue up to 500,000,000 shares of common stock, \$0.01 par value per share (“Common Stock”). A Each outstanding share of our Common Stock entitles the holder to one vote on all matters submitted to a vote of stockholders, including the election of directors and, except as may be provided with respect to any other class or series of stock, the holders of such shares possess the exclusive voting power. In May 2022, the Company and the Operating Partnership entered into an equity distribution agreement (the “Equity Distribution Agreement”) with a group of underwriters as sales agents for the Company, principals and with certain exceptions, forward sellers (collectively the “Managers”) and certain banks as forward purchasers, providing for the offer and sale of shares of the Company’s Common Stock, having a maximum aggregate offering price of up to \$200.0 million through or to the Managers, as the Company’s sales agents or, if applicable, as forward sellers, or directly to the Managers, as principals (the “2022 ATM Program”). To date, we have not sold any shares of our Common Stock under the 2022 ATM Program. 21 Changes in Common Stock during the six months ended June 30, 2024 and 2023 were as follows: Six Months Ended June 30, 2024 2023 Beginning shares of Common Stock outstanding 107,593,373 106,901,576 A Common Unit redemptions 310 A A Grants under the Equity Plan (as defined below in “Note 12 - Equity-Based Compensation”) 1,055,544 875,055 A Annual grants to independent directors 127,491 113,141 A Performance share and other forfeitures (355,821) (139,254) A Shares acquired for employee withholding requirements (144,654) (180,780) A Ending shares of Common Stock outstanding 108,276,243 107,569,738 A Preferred Stock The Company is authorized to issue up to 100,000,000 shares of preferred stock, \$0.01 par value per share, of which 89,600,000 is currently undesignated, 6,400,000 shares have been designated as A 6.25% A Series E Cumulative Redeemable Preferred Stock (the “Series E Preferred Stock”) and 4,000,000 shares have been designated as 5.875% Series F Cumulative Redeemable Preferred Stock (the “Series F Preferred Stock”). The Company’s outstanding shares of preferred stock (collectively, “Preferred Shares”) rank senior to our Common Stock and on parity with each other with respect to the payment of dividends and distributions of assets in the event of a liquidation, dissolution, or winding up. The Preferred Shares do not have maturity dates and are not subject to mandatory redemption or sinking fund requirements. The Series E Preferred Stock is redeemable by the Company at its election. The Company may not redeem the Series F Preferred Stock prior to August 12, 2026, except in limited circumstances relating to the Company’s continuing qualification as a REIT or in connection with certain changes in control. When redeemable, the Company may, at its option, redeem the applicable Preferred Shares, in whole or from time to time in part, by payment of \$25 per share, plus any accumulated, accrued and unpaid dividends up to, but not including the date of redemption. If the Company does not exercise its rights to redeem the Preferred Shares upon certain changes in control, the holders of the Preferred Shares have the right to convert some or all of their shares into a number of the Company’s Common Stock based on a defined formula, subject to a share cap, or alternative consideration. The share cap on each share of Series E Preferred Stock and Series F Preferred Stock is 3.1686 and 5.8275 shares of Common Stock, respectively, all subject to certain adjustments. A The Company pays dividends at an annual rate of \$1.5625 for each Series E Preferred Stock and \$1.46875 for each share of Series F Preferred Stock. Dividend payments are made quarterly in arrears on or about the last day of February, May, August, and November of each year. NOTE 9 - NON-CONTROLLING INTERESTS AND REDEEMABLE NON-CONTROLLING INTERESTS Non-controlling Interests in Operating Partnership Pursuant to the limited partnership agreement of our Operating Partnership, the unaffiliated third parties who hold Common Units have the right to request that we redeem their Common Units in exchange for cash based upon the fair value of an equivalent number of our shares of Common Stock at the time of redemption; however, the Company has the option to redeem Common Units with shares of our Common Stock on a one-for-one basis. The number of shares of our Common Stock issuable upon redemption of Common Units may be adjusted upon the occurrence of certain events such as share dividend payments, share subdivisions or combinations. In the first quarter of 2022, in connection with the NCI Transaction, the Operating Partnership issued an aggregate of 15,864,674 Common Units as partial consideration for the purchase. Newcrest Image and other unaffiliated third parties collectively owned 15,948,318 of Common Units at June 30, 2024 and December 31, 2023, which represents approximately 13% of the outstanding Common Units. A We classify outstanding Common Units held by unaffiliated third parties as Non-controlling interests, a component of equity in our Condensed Consolidated Balance Sheets. The portion of net income (loss) allocated to these Common Units is included on the Company’s Condensed Consolidated Statements of Operations as Net income (loss) attributable to non-controlling interests. 22 Non-controlling Interests in Consolidated Joint Ventures At June 30, 2024, the Company is a partner with a majority equity interest in the three joint ventures described below, which are consolidated in our Condensed Consolidated Financial Statements. The portion of net income (loss) allocated to these non-controlling interests is included on the Company’s Condensed Consolidated Statements of Operations as Net income (loss) attributable to non-controlling interests. GIC Joint Venture In July 2019, the Company entered into the GIC Joint Venture to acquire assets that align with the Company’s current investment strategy and criteria. The Company serves as general partner and asset manager of the GIC Joint Venture and has historically and in the future intends to invest 51% of the equity capitalization of the limited partnership, with GIC investing the remaining 49%. The Company earns fees for providing services to the GIC Joint Venture and has the potential to earn incentive fees based on the GIC Joint Venture achieving certain return thresholds. As of June 30, 2024, the GIC Joint Venture owns 39 lodging properties containing 5,335 guestrooms in nine states. The GIC Joint Venture owns the lodging properties through master REITs (the “Master REIT”) and subsidiary REITs (the “Subsidiary REIT”). All of the lodging properties owned by the GIC Joint Venture are leased to taxable REIT subsidiaries of the Subsidiary REITs (the “Subsidiary REIT TRSs”). To qualify as a REIT, the Master REIT and each Subsidiary REIT must meet all of the REIT requirements provided in the Internal Revenue Code, as amended. Taxable income related to the Subsidiary REIT TRSs is subject to federal, state and local income taxes at applicable tax rates. Brickell Joint Venture In June 2022, the Company entered into the Brickell Joint Venture to facilitate the exercise of a purchase option to acquire a 90% equity interest in the AC/Element Hotel. Our joint venture partner, C-F Brickell, owns the remaining 10% equity interest in the Brickell Joint Venture. The Company has an option to purchase the remaining 10% equity interest in the Brickell Joint Venture from C-F Brickell in December 2026 with the exercise of a second purchase option at its market value on the exercise date. The Company serves as the managing member of the Brickell Joint Venture. Onera Joint Venture In October 2022, the Company entered into a joint venture with Onera (the “Onera Joint Venture”), developers of alternative accommodation properties, with the acquisition of a 90% equity interest in the Onera Joint Venture for \$5.2 million in cash, plus additional contingent consideration of \$1.8 million paid in September 2023. The \$1.8 million contingent consideration paid represents our 90% pro rata share of the maximum increase in value of the property of \$2.0 million as a result of the property outperforming a pre-established threshold over a twelve-month period after the closing of the transaction. The Onera Joint Venture owns a 100% fee simple interest in real property and improvements located in Fredericksburg, TX (the “Onera Property”) consisting of 11 glamping lodging units and a 6.4-acre parcel of undeveloped land that is being developed as phase two of the lodging property. The Onera Joint Venture incurred \$2.5 million of development costs during the six months ended June 30, 2024, and \$4.0 million from inception of the development related to the development of phase two of a property that is recorded as Investment in lodging property under development in our Condensed Consolidated Balance Sheets at June 30, 2024. The Company serves as the

managing member of the Onera Joint Venture, 2. Redeemable Non-Controlling Interests In connection with the NCI Transaction, Summit Hotel GP, LLC, a wholly-owned subsidiary of the Company and the sole general partner of the Operating Partnership, on its own behalf as general partner of the Operating Partnership and on behalf of the limited partners of the Operating Partnership, on January 13, 2022, entered into the Tenth Amendment (the "Tenth Amendment") to the First Amended and Restated Agreement of Limited Partnership of the Operating Partnership, to provide for the issuance of up to 2,000,000 Series Z Preferred Units. The Series Z Preferred Units rank on a parity with the Operating Partnership's 6.25% Series E and 5.875% Series F Preferred Units and holders will receive quarterly distributions at a rate of 5.25% per year. From issuance until the tenth anniversary of their issuance, the Series Z Preferred Units will be redeemable at the holder's request at any time, or in connection with a change of control of the Company, for cash or shares of the Company's 5.25% Series Z Cumulative Perpetual Preferred Stock (which will be designated and authorized following notice of redemption by holder of the Series Z Preferred Units) at the Company's election, on a one-for-one basis. After the fifth anniversary of their issuance, the Company may redeem the Series Z Preferred Units for cash at a redemption amount of \$25 per unit. For a 90-day period immediately following both the tenth and the eleventh anniversaries of their issuance or in connection with a change of control of the Company, the Series Z Preferred Units will be redeemable at the holder's request for cash at a redemption amount of \$25 per unit. On January 13, 2022 and March 23, 2022, in connection with the NCI Transaction, the Operating Partnership issued an aggregate of 2,000,000 Series Z Preferred Units as partial consideration for the purchase. At June 30, 2024, the redeemable Series Z Preferred Units issued in connection with the NCI Transaction are recorded as temporary equity and reflected as Redeemable non-controlling interests on our Condensed Consolidated Balance Sheets. NOTE 10 - FAIR VALUE MEASUREMENTS The following table presents information about our financial instruments measured at fair value on a recurring basis at June 30, 2024 and December 31, 2023. In instances in which the inputs used to measure fair value fall into different levels of the fair value hierarchy, we classify assets and liabilities based on the lowest level of input that is significant to the fair value measurement. Our assessment of the significance of a particular input to the fair value measurement in its entirety requires judgment and considers factors specific to the asset or liability. A Disclosures concerning financial instruments measured at fair value are as follows (in thousands): A Fair Value Measurements A June 30, 2024 using Level 1 Level 2 Level 3 Total Assets: Interest rate swaps \$ A \$19,091 A \$ A \$19,091 A Onera Purchase Option A A A \$314 A \$314 A Fair Value A Measurements A at December 31, 2023 using Level 1 Level 2 Level 3 Total Assets: Interest rate swaps \$ A \$13,958 A \$ A \$13,958 A Onera Purchase Option A A A \$314 A \$314 A The Onera Purchase Option does not have a readily determinable fair value. The fair value was estimated using the Black-Scholes model and was based on unobservable inputs for which there is little or no market information available. As such, we were required to develop assumptions to determine the fair value of the Onera Purchase Option as follows (dollars in thousands): Exercise price \$8,206 A First option exercise date (11/10/2024) Expected volatility 52.20 A Risk free rate 4.15 A Expected annualized equity dividend yield A % (1) The first option exercise date is the date used for estimating the fair value of the purchase option. The Onera Purchase Option is exercisable when the lodging development is fully constructed and open for business and expires one year from the date that it is initially exercisable. 24 NOTE 11 - COMMITMENTS AND CONTINGENCIES A Franchise Agreements All of our lodging properties (with the exception of the Onera Joint Venture property and the Nordic Lodge - Steamboat Springs, CO) operate under franchise agreements with major hotel franchisors. The initial terms of our franchise agreements generally range from 10 to 30 years with various extension provisions. Each franchisor receives franchise fees ranging from 3% to 6% of each lodging property's room revenue, and some agreements require that we pay marketing fees of up to 4% of room revenue. In addition, some of these franchise agreements require that we deposit into a reserve fund for capital expenditures up to 5% of the lodging property's gross room revenue to ensure that we comply with the franchisor's standards and requirements. We also pay fees to our franchisors for services related to reservation and information systems. We expensed fees related to our franchise agreements of \$14.2A million and \$14.0A million for the three months ended June 30, 2024 and 2023, respectively, and \$27.6A million and \$27.1A million for the six months ended June 30, 2024 and 2023, respectively. Management Agreements A Our lodging properties operate pursuant to management agreements with various professional third-party management companies. The remaining terms of our management agreements range from month-to-month to 12 years and have various extension provisions. Each management company receives a base management fee, which is a percentage of total lodging property revenues. A In addition, our lodging property management agreements generally provide that the lodging property manager can earn an incentive fee for hotel-level Earnings Before Interest, Taxes, Depreciation and Amortization over certain thresholds of a required investment return. In some cases, there are also monthly fees for certain services, such as accounting and shared services, based on the number of guestrooms. Generally, there are also incentive fees payable to our property managers based on attaining certain financial thresholds at lodging properties under their management. Management fee expenses were \$4.4A million and \$5.0A million for the three months ended June 30, 2024 and 2023, respectively, and \$9.3A million and \$9.8A million for the six months ended June 30, 2024 and 2023, respectively. Litigation A We are involved from time to time in litigation arising in the ordinary course of business. There are currently no pending legal actions that we believe would have a material effect on our consolidated financial position or results of operations. A NOTE 12 - EQUITY-BASED COMPENSATION A Our currently outstanding equity-based awards were issued under the prior Summit Hotel Properties, Inc. 2011 Equity Incentive Plan, and future awards will be issued under the Summit Hotel Properties, Inc. 2024 Equity Incentive Plan effective May 22, 2024 (the "Equity Plan"), which provides for the granting of stock options, stock appreciation rights, restricted stock, restricted stock units, dividend equivalent rights, and other equity-based awards or incentive awards. Stock options granted may be either incentive stock options or non-qualified stock options. A Vesting terms may vary with each grant. At June 30, 2024, we only have outstanding restricted stock awards. All of our outstanding equity-based awards are classified as equity awards. Time-Based Restricted Stock Awards Made Pursuant to Our Equity Plan A The following table summarizes time-based restricted stock award activity under our Equity Plan: A Number of A Shares Weighted-Average Grant A Date A Fair Value Aggregate Current A Value A (per share) (in thousands) Non-vested at December 31, 2023 61,713 A \$8,794 A \$5,791 A Granted 548,138 A 6.56 A Vested (369,312) A 9.24 A Forfeited (31,891) A 7.20 A Non-vested at June 30, 2024 1,008,648 A \$7.46 A \$6,042 A The awards granted to our non-executive employees prior to 2022 vest over a four-year period based on continuous service (20% on the first, second and third anniversary of the grant date and 40% on the fourth anniversary of the grant date). The 25 awards granted to our non-executive employees in 2022 and thereafter vest over a three-year period based on continuous service (25% on the first and second anniversary of the grant date and 50% on the third anniversary of the grant date). The awards granted to our executive officers generally vest over a three-year period based on continuous service (25% on the first and second anniversary of the grant date and 50% on the third anniversary of the grant date) or in certain circumstances upon a change in control. The holders of these time-based restricted stock awards have the right to vote their unvested restricted shares of Common Stock and receive all dividends declared and paid whether or not vested. The fair value of time-based restricted stock awards granted is calculated based on the market value of our Common Stock on the date of grant. Performance-Based Restricted Stock Awards Made Pursuant to Our Equity Plan The following table summarizes performance-based restricted stock activity under the Equity Plan: A Number of A Shares Weighted-Average Grant A Date A Fair Value (1) Aggregate Current A Value A (per share) (in thousands) Non-vested at December 31, 2023 1,056,272 A \$11.93 A \$7,098 A Granted 507,406 A 7.40 A Forfeited (323,930) A 14.05 A Non-vested at June 30, 2024 1,239,748 A \$9.52 A \$7,426 A (1) A A The amounts included in this column represent the expected future value of the performance-based restricted stock awards calculated using the Monte Carlo simulation valuation model. Our performance-based restricted stock awards are market-based awards and are accounted for based on the fair value of our Common Stock on the grant date. The fair value of the performance-based restricted stock awards granted was estimated using a Monte Carlo simulation valuation model. These awards cliff vest on the third anniversary of the grants based on our total shareholder return relative to the total shareholder return of companies within the Dow Jones U.S. Hotels Index (the "Index") at the end of the period or upon a change in control. A The awards generally require continuous service during the measurement period and are subject to the other conditions described in the Equity Plan or award document. The number of shares the executive officers may earn under these awards range from zero shares to twice the number of shares granted based on our percentile ranking within the Index at the end of the measurement period. In addition, a portion of the performance-based shares may be earned based on the Company's absolute total shareholder return calculated during the performance period. The holders of these performance-based restricted stock awards have the right to vote their unvested restricted shares of Common Stock and any dividends declared accrue and will be subject to the same vesting conditions as the performance awards. A Further, if additional shares are earned based on our percentile ranking within the index, dividend payments will be paid as if the additional shares had been held throughout the measurement period. Equity-Based Compensation Expense A Equity-based compensation expense included in Corporate general and administrative expenses in the Condensed Consolidated Statements of Operations is as follows (in thousands): A Three Months Ended June 30, Six Months Ended June 30, 2024 2023 2024 2023 Time-based restricted stock \$ 618A \$ 847A \$ 1,488A \$ 1,538A Performance-based restricted stock 1,250A 976A 2,228A 1,753A Director stock 767A 755A 767A 755A 2,635A 2,578A \$ 4,483A \$ 4,046A 26We recognize equity-based compensation expense ratably over the vesting periods. The amount of expense may be subject to adjustment in future periods due to forfeitures of time-based restricted stock. Unrecognized equity-based compensation expense for all non-vested awards pursuant to our Equity Plan was \$12.3A million at June 30, 2024 and will be recorded as follows (in thousands): A Total 2024 2025 2026 2027 Time-based restricted stock \$ 5,664A \$ 1,670A \$ 2,428A \$ 1,354A 2121A Performance-based restricted stock \$ 6,266A \$ 1,981A \$ 2,904A \$ 1,512A 229A A \$ 12,290A \$ 3,651A \$ 5,332A \$ 2,866A 441A NOTE 13 - INCOME TAXES A We have elected to be taxed as a REIT. As a REIT, we are generally not subject to corporate-level income taxes on taxable income we distribute to our stockholders. Income related to our TRS Lessees is subject to federal, state and local taxes at applicable corporate tax rates. Our consolidated tax provision includes the income tax provision related to the operations of the TRS Lessees as well as state and local income taxes related to the Operating Partnership. Where required, we account for federal and state income taxes using the asset and liability method. Deferred tax assets and liabilities are recognized for: i) the future tax consequences attributable to differences between carrying amounts of existing assets and liabilities based on GAAP and the respective carrying amounts for tax purposes, and ii) operating losses and tax-credit carryforwards. Deferred tax assets and liabilities are measured using enacted tax rates expected to apply to taxable income in the years in which temporary differences are expected to be recovered or settled. The effect on deferred tax assets and liabilities of a change in tax rates is recognized in income in the period that includes the enactment date of the change in tax rates. However, deferred tax assets are recognized only to the extent that it is more likely than not they will be realized based on consideration of available evidence. Valuation allowances are provided if, based upon the weight of the available evidence, it is more likely than not that some or all of the deferred tax assets will not be realized. We consider all available evidence, both positive and negative, to determine whether, based on the weight of that evidence, a valuation allowance for deferred tax assets is needed. Certain of our TRS Lessees have incurred operating losses in the past and the realizability of our deferred tax assets as of June 30, 2024 is not reasonably assured. A Therefore, we have recorded a valuation allowance against substantially all our deferred tax assets at June 30, 2024. The Company recorded an income tax expense of \$2.4A million and \$0.8A million for the three months ended June 30, 2024 and 2023, respectively, and \$2.6A million and \$0.3A million for the six months ended June 30, 2024 and 2023, respectively. We file U.S. and state income tax returns in jurisdictions with varying statutes of limitations. In general, we are not subject to tax examinations by tax authorities for years before 2018. In the normal course of business, we are subject to examination by federal, state, and local jurisdictions where applicable. We had no unrecognized tax benefits at June 30, 2024. We expect no significant increase or decrease in unrecognized tax benefits due to changes in tax positions within the next year. NOTE 14 - EARNINGS PER SHARE Basic earnings (loss) per share (A EPS) is computed by dividing net income (loss) available to common stockholders by the weighted-average number of shares of Common Stock outstanding for the period. We apply the two-class method of computing EPS, which requires the calculation of separate EPS amounts for participating securities. Under the two-class computation method, net losses are not allocated to participating securities unless the holder of the security has a contractual obligation to share in the losses. Any anti-dilutive securities are excluded from the basic EPS calculation. Diluted EPS is computed by dividing net income (loss) available to common stockholders, as adjusted for dilutive securities, by the weighted-average number of shares of Common Stock outstanding plus dilutive securities. Any anti-dilutive securities are excluded from the diluted EPS calculation. Potentially dilutive shares include unvested restricted share grants and unvested performance share grants, calculated using the treasury stock method, shares of Common Stock issuable upon conversion of convertible debt and shares of Common Stock issuable upon conversion of Common Units of our Operating Partnership. 27 Below is a summary of the components used to calculate basic and diluted earnings per share (in thousands, except per share amounts): Three Months Ended June 30, Six Months Ended June 30, 2024 2023 2024 2023 Numerator: Net income (loss) attributable to common stockholders \$ 80,849A \$(753) \$ 28,733A \$(5,981) Adjusted for: Allocation of income to participating securities (311) A A (269) A A Net income (loss) allocated to common stockholders - basic \$ 30,538A (753) \$ 28,464A \$(5,981) Adjusted for: Adjustment for income allocated to dilutive participating securities 3,533A A 2,180A A A Net income (loss) allocated to common stockholders - diluted \$ 34,071A \$(753) \$ 30,644A \$(5,981) Denominator: Weighted average common shares outstanding - basic 105,918A 105,562A 10

factors that are, in some cases, beyond our control and which could materially affect actual results, performance or achievements. Factors that may cause actual results to differ materially from current expectations include, but are not limited to: global, national, regional and local economic and political conditions and events, including wars or potential hostilities, such as terrorist attacks, that may affect business transient, group and other travel or consumer behavior; macroeconomic conditions related to, and our ability to manage, inflationary pressures for labor, commodities, and other costs of our business; consumer purchasing power and overall behavior, or a potential recessionary environment, which could adversely affect our costs, liquidity, consumer confidence, and demand for travel and lodging; levels of spending for business and leisure travel; adverse changes in occupancy, average daily rate (ADR) and revenue per available room (RevPAR) and other lodging property operating metrics; potential changes in operations as a result of new regulations or changes in brand standards; financing risks, including the risk of leverage and the corresponding risk of default on our existing indebtedness and potential inability to refinance or extend the maturities of our existing indebtedness; effects of infectious disease outbreaks or pandemics; default by borrowers to which we lend; supply and demand factors in our markets or sub-markets; the effect of alternative accommodations on our business; financial condition of, and our relationships with third-party property managers and franchisors; the degree and nature of our competition; increased interest rates or continued high rates of interest; increased renovation costs, which may cause actual renovation costs to exceed our current estimates; supply-chain disruption, which may reduce access to operating supplies or construction materials and increase related costs; changes in zoning laws; significant increases in the cost of real property taxes and/or insurance; risks associated with lodging property acquisitions, including the ability to ramp up and stabilize newly acquired lodging properties with limited or no operating history or that require substantial amounts of capital improvements for us to earn economic returns consistent with our expectations at the time of acquisition; risks associated with dispositions of lodging properties, including our ability to successfully complete the sale of lodging properties under contract to be sold, including the risk that the purchaser may not have access to the capital needed to complete the purchase; the nature of our structure and transactions such that our federal and state taxes are complex and there is risk of successful challenges to our tax positions by the Internal Revenue Service or other federal and state taxing authorities; availability of and the abilities of our property managers and us to retain qualified personnel at our lodging property and corporate offices; our failure to maintain our qualification as a real estate investment trust (REIT) under the Internal Revenue Code of 1986, as amended (the IRC); changes in our business or investment strategy; availability, terms and deployment of capital; general volatility of the capital markets and the market price of our common stock; environmental uncertainties and risks related to natural disasters; our ability to recover fully under third-party indemnities or our existing insurance policies for insurable losses and our ability to maintain adequate or full replacement cost "all-risk" property insurance policies on our properties on commercially reasonable terms; the effect of a data breach or significant disruption of property operator information technology networks as a result of cyber-attacks that are greater than insurance coverages or indemnities from service providers; our ability to effectively manage our joint ventures with our joint venture partners; current and future changes to the IRC; our ability to continue to effectively manage our Environmental, Social and Governance program to achieve expected social, environment and governance objectives and goals; and the other factors discussed under the heading "Risk Factors" included in our Annual Report on Form 10-K for the year ended December 31, 2023. Accordingly, there is no assurance that our expectations will be realized. Except as otherwise required by the federal securities laws, we disclaim any obligation or undertaking to publicly release any updates or revisions to any forward-looking statement contained herein (or elsewhere) to reflect any change in our expectations with regard thereto or any change in events, conditions or circumstances on which any such statement is based.

Overview Summit Hotel Properties, A Inc. is a self-managed lodging property investment company that was organized in June 2010 and completed its initial public offering in February 2011. We focus on owning lodging properties with efficient operating models that generate strong margins and investment returns. Our lodging properties are typically located in markets with multiple demand generators such as corporate offices and headquarters, retail centers, airports, state capitols, convention centers, and leisure attractions. Substantially all of our assets are held by, and all of our operations are conducted through, our operating partnership, Summit Hotel OP, LP (the Operating Partnership). Through a wholly-owned subsidiary, we are the sole general partner of the Operating Partnership. At June 30, 2024, we owned, directly and indirectly, approximately 87% of the Operating Partnership's issued and outstanding common units of limited partnership interest (Common Units), and all of the Operating Partnership's issued and outstanding 6.25% Series E and 5.875% Series F preferred units of limited partnership interest. Newcrest Image Holdings, LLC owns all of the issued and outstanding 5.25% Series Z Cumulative Perpetual Preferred Units (liquidation preference \$25 per unit) of the Operating Partnership ("Series Z Preferred Units"), which was issued as part of the NCI Transaction (as defined in Note 5 - Debt to the accompanying Condensed Consolidated Financial Statements). We collectively refer to preferred units of limited partnership interests of our Operating Partnership as "Preferred Units." At June 30, 2024, our portfolio consisted of 96 lodging properties with a total of 14,256 guestrooms located in 24 states. We own our lodging properties in fee simple, except for seven lodging properties which are subject to ground leases or subleases. As of June 30, 2024, we own 100% of the outstanding equity interests in 54 of the 96 lodging properties. We own a 51% controlling interest in 39 lodging properties through a joint venture that was formed in July 2019 with USFI G-Peak, Ltd. ("GIC"), a private limited company incorporated in the Republic of Singapore (the GIC Joint Venture). We also own 90% equity interests in two separate joint ventures (the "Brickell Joint Venture" and the "Onera Joint Venture"). The Brickell Joint Venture owns two lodging properties, and the Onera Joint Venture owns one lodging property. Our hotel properties primarily operate under premium franchise brands owned by Marriott International, A Inc. (Marriott), Hilton Worldwide (Hilton), a Hyatt Hotels Corporation (Hyatt) and InterContinental Hotels Group (IHG). We own one glamping property that operates under the independent brand of Onera Escapes ("Onera"), and the Nordic Lodge in Steamboat Springs, CO that we acquired in June 2023, which is an independent lodging property. We have elected to be taxed as a REIT for federal income tax purposes commencing with our short taxable year ended December 31, 2011. To qualify as a REIT, we cannot operate or manage our lodging properties. Accordingly, all of our lodging properties are leased to our taxable REIT subsidiaries ("TRS Lessees or TRSs"). All of our lodging properties are operated pursuant to lodging property management agreements between our TRS Lessees and professional, third-party lodging property management companies that are not affiliated with us as follows: Management Company Number 1 of Properties Number 1 of Guestrooms Affiliates of Aimbridge Hospitality, LLC 5.875% OTO Development, LLC 11.1% 1,559A Stonebridge Realty Advisors, A Inc. and affiliates 8.1% 1,434 Crestline Hotels & Resorts, LLC 7.9% 928A Affiliates of Marriott, including Courtyard Management Corporation, SpringHill SMC Corporation and Residence Inn by Marriott, Inc. 4.4% 563A Affiliates of Magna Hospitality Group, L.C. 3.3% 510A White Lodging Services Corporation 2.4% 453A Hersha Hospitality Management 2.3% 338A Concord Hospitality Enterprises Company, LLC 2.6% 264A InterContinental Hotel Group Resources, A Inc., an affiliate of IHG 1.4% 252A Blink Data Services, LLC 1.1% 11A Total 9.6% 14,256A Our typical lodging property management agreement requires us to pay a base fee to our lodging property manager calculated as a percentage of lodging property revenues. In addition, our typical lodging property management agreements generally provide that the lodging property manager can earn an incentive fee for hotel-level Earnings Before Interest, Taxes, Depreciation and Amortization ("EBITDA") over certain thresholds of a required investment return to us. Our TRS Lessees may employ other lodging property managers in the future. We currently do not have any ownership or economic interest in any of the lodging property management companies engaged by our TRS Lessees. However, we have a purchase option to acquire a 10% to 15% equity interest in the entity that owns the Onera brand, which is an affiliate of Blink Data Services, LLC, if we reach certain investment thresholds in Onera-branded properties. Our revenues are derived from lodging property operations and consist of room revenue, food and beverage revenue and other lodging property operations revenue. Revenues from our other lodging property operations consist of ancillary revenues related to parking, cancellation fees, meeting rooms and other guest services provided at certain of our lodging properties. Industry Trends and Outlook A Room-night demand in the U.S. lodging industry is generally correlated to certain macroeconomic trends. Key drivers of lodging demand, and therefore hotel revenues, include changes in gross domestic product, corporate profits, capital investments, and employment. From a macro perspective, elevated inflation has been pervasive since 2022, increasing the cost of salaries, wages, supplies, material, freight, insurance and energy. Higher costs from broad inflationary pressures have been partially offset by lodging price increases. While growth rates have decelerated, inflation is still increasing faster than historical norms, which may continue throughout 2024. During the six months ended June 30, 2024, we experienced continued revenue growth as a result of strong group travel and improvements in business transient demand which offset normalization in leisure demand. We expect room night demand growth, coupled with minimal forecasted supply growth, to drive continued industry RevPAR growth over the next several years. 20 Our Lodging Property Portfolio According to current chain scales as defined by Smith Travel Research, Inc. ("STR"), as of June 30, 2024, six of our lodging properties with a total of 953 guestrooms are categorized as Upper-upscale hotels, 74 of our lodging properties with a total of 11,247 guestrooms are categorized as Upscale hotels and 14 of our lodging properties with a total of 1,998 guestrooms are categorized as Upper-midscale hotels. We have one lodging asset that is an 11-unit glamping property, and one 47-unit independent lodging property that are not categorized by STR. Lodging property information as of June 30, 2024 is as follows: A Franchise/Brand Number A of A Lodging Properties Number A of Guestrooms Marriott Courtyard by Marriott 1.6% 2,256A AC Hotel by Marriott 6.1% 0.26A SpringHill Suites by Marriott 6.1% 775A TownePlace Suites 2.2% 225A Marriott 1.6% 165A Fairfield Inn & Suites by Marriott 1.4% 140A Element by Marriott 1.1% 108A Four Points by Sheraton 1.1% 101A Total Marriott 5.0% 7,643A Hilton Hampton Inn & Suites 8.1% 1,162A Hilton Garden Inn 7.1% 1,075A Homewood Suites 3.3% 369A Embassy Suites 2.4% 346A Canopy Hotel 2.2% 326A DoubleTree by Hilton 1.1% 210A Total Hilton 23.3% 3,488A Hyatt Hyatt Place 1.3% 1,893A Hyatt House 3.4% 466A Total Hyatt 1.6% 2,359A IHG Holiday Inn Express & Suites 3.4% 471A Staybridge Suites 1.1% 121A Hotel Indigo 1.1% 116A Total IHG 5.6% 708A Independent Nordic Lodge 1.4% 47A Onera 1.1% Total Independent 2.5% 58A Total 9.6% 14,256A 33 Lodging Property Portfolio Activity We continually evaluate alternatives to refine our portfolio to drive growth and create value. In the normal course of business, we evaluate opportunities to acquire additional properties that meet our investment criteria and opportunities to recycle capital through the disposition of properties. As such, the composition and size of our portfolio of properties may change materially over time. A Significant changes to our portfolio of properties could have a material effect on our Condensed Consolidated Financial Statements. See "Note 3 - Investments in Lodging Property, net" to the Condensed Consolidated Financial Statements for further information related to lodging property acquisitions and dispositions. Results of Operations A The comparisons that follow should be reviewed in conjunction with the unaudited Condensed Consolidated Financial Statements included elsewhere in this Quarterly Report on Form 10-Q. A Comparison of the Three Months Ended June 30, 2024 with the Three Months Ended June 30, 2023 A The following table contains key operating metrics for our total portfolio for the three months ended June 30, 2024 compared with the three months ended June 30, 2023 (dollars in thousands, except ADR and RevPAR). A A Three Months Ended June 30, Quarter-over-Quarter Quarter-over-Quarter A 2024/2023 Dollar Change Percentage Change Total A Portfolio (96 properties) Same-Store Portfolio (94A properties) Total A Portfolio (101A properties) Same-Store Portfolio (94A properties) Revenues: Room \$173,025 \$169,989 \$174,181 \$164,588 (\$1,156) \$5,401 (0.7)% 3.3A % Food and beverage 10,069 10,025 10,269 10,016 (200) 9 (1.9)% 0.1A % Other 10,809 10,679 10,439 567 766 1,127 6A % 11.6A % Total \$193,903 \$190,693 \$194,493 \$184,171 (\$590) \$6,522 (0.3)% 3.5A % Expenses: Room and beverage 7,637 7,589, 040, 744 (401) (155) (5.0)% (2.0)% Other lodging property operating expenses 57,470 56,782 54,283 (359) 1,733 (0.6)% 3.2A % Total \$103,153 \$100,844 \$104,657 \$98,142 (\$1,504) \$2,702 (1.4)% 2.8A % Operational Statistics: Occupancy 77.7A % 77.8A % 75.5A % 76.0A % /an/a 2.9A % 2.4A % ADR \$170.49A \$170.53A \$167.64A \$169.01A \$2.85A 1.52A 1.7A % 0.9A % RevPAR \$132.41A \$132.59A \$126.51A \$128.36 total portfolio information above for the three months ended June 30, 2024 and 2023 reflects operating results for various portions of each period for certain lodging properties as a result of the sales and acquisitions of lodging properties. The following table details how the acquisition and disposition transactions affect each reporting period. Portion of Operating Results Included For the Three Months Ended Transaction June 30, Date 2024/2023 Sold Properties: (Total Portfolio) Courtyard by Marriott and SpringHill Suites - New Orleans, LA April 2024 Partial Period Full Period Hilton Garden Inn - College Station, TX April 2024 Partial Period Full Period Hyatt Place - Dallas (Plano), TX February 2024 None Full Period Hyatt Place - Baltimore (Owings Mills), MD December 2023 None Full Period Portfolio of Four Lodging Properties May 2023 None Partial Period Acquired Properties: Residence Inn - Scottsdale, AZ June 2023 Full Period Partial Period Nordic Lodge - Steamboat Springs, CO June 2023 Full Period Partial Period Changes from the three months ended June 30, 2024 compared with the three months ended June 30, 2023 were due to the following: Revenues and RevPAR. Room revenues for our total portfolio during the second quarter of 2024 compared with the second quarter of 2023 decreased by \$1.2A million as a result of a \$5.4A million increase in same-store revenues driven by improving business transient and group demand, offset by a \$6.6 million decline in room revenues due to the net effect of the sales and acquisitions of lodging properties. For the applicable periods, the number of properties in our total portfolio declined from 101 lodging properties at June 30, 2023 to 96 lodging properties at June 30, 2024. The increase in RevPAR for our total portfolio during the second quarter of 2024 compared with the second quarter of 2023 was due to a 2.9% increase in occupancy and a 1.7% increase in ADR driven by improving business transient and group demand. The result was a 4.7% increase in RevPAR for the three months ended June 30, 2024 in comparison with the same period of the prior year. On a same store basis, the improvements in our business resulted in an increase of 2.4% in occupancy and an increase of 0.9% in ADR in the second quarter of 2024, which resulted in a 3.3% increase in same-store RevPAR. See "Industry Trends and Outlook" for further information. Room Expenses. Room expenses for our total portfolio for the second quarter of 2024 compared with the second quarter of 2023 decreased by \$0.7A million as a result of a \$1.1A million increase in same-store room expenses driven by a 2.4% increase in same-store occupancy, offset by a \$1.8 million decline in room expenses due to the net effect of the sales and acquisitions of lodging properties. Food and Beverage Revenues and Expenses. The \$0.2A million decrease in total portfolio food and beverage revenues during the second quarter of 2024 compared with the second quarter of 2023 was driven by the net effect of the sales and acquisitions of lodging properties. Same-store food and beverage revenues were flat for the three months ended June 30, 2024 and 2023. Total portfolio food and beverage expenses decreased by \$0.4A million as a result of a \$0.2A million decrease in same-store food and beverage expenses driven by successful expense management related to food and beverage costs, and a \$0.2 million decline in food and beverage expenses due to the net effect of the sales and acquisitions of lodging properties. 35 Other Lodging Property Operating Revenues and Expenses. Other lodging property and operating revenues for our total portfolio during the second quarter of 2024 compared with the second quarter of 2023 increased by \$0.8A million as a result of a \$1.1A million increase in same-store other lodging property operating revenues driven by an increase in parking and resort fees as a result of higher occupancy, offset by a \$0.3 million decline in other lodging property operating revenues due to the net effect of the sales and acquisitions of lodging properties. The \$0.4A million decrease in other lodging property operating expenses for the total portfolio for the three months ended June 30, 2024 in comparison with the three months ended June 30, 2023 was attributable to a \$1.7A million increase in same-store other lodging property operating expenses driven by increased marketing costs, labor costs, credit card commissions and other increases primarily from higher same-store occupancy, offset by a \$2.1 million decline in other lodging property operating expenses due to the net effect of the sales and acquisitions of lodging properties. The following table includes other consolidated income and expenses for the three months ended June 30, 2024 compared with the three months ended June 30, 2023 (dollars in thousands): Three Months Ended June 30, 2024/2023 Dollar Change Percentage Change Property taxes, insurance and other \$13,287A \$14,215A (\$928) (6.5)% Management fees 4,434A 4,992A (558) (11.2)% Depreciation and amortization 36,458A 37,510A (1,052) (2.8)% Corporate general and administrative 8,704A 9,100A (396) (4.4)% Gain (loss) on disposal of assets, net 28,342A (30,662A) nmA Interest expense 20,830A 22,248A (1,418) (6.4)% Interest income 565A 411A 154A 37.5A Gain on extinguishment of debt 3,000A nmA Other income, net 12,9A 79A 2,050A nmA Income tax expense 2,375A 791A 1,584A nmA Not meaningful. Changes from the three months ended June 30, 2024 compared with the three months ended June 30, 2023 were due to the following: Property Taxes, Insurance and Other. The decrease in Property taxes, insurance and other during the three months ended June 30, 2024 is primarily due to an increase in property tax refunds and lower property assessments of \$0.5 million as a result of successful appeal efforts to reduce property tax assessments, coupled with a reduction of state franchise taxes and other tax accruals during the period of \$0.3 million, and a decrease in property and casualty insurance premiums. Management Fees. Management fees decreased during the current period due to the net effect of the sales and acquisitions of lodging properties, and a re-negotiation of certain property management agreements in 2023 and 2024 that resulted in lower property management fees in the current period. Depreciation and Amortization. Depreciation and amortization had a minimal decrease during the three months ended June 30, 2024 compared to the three months ended June 30, 2023, which was primarily the net effect of the sales and acquisitions of lodging properties, and renovation costs incurred during the three months ended June 30, 2023

and thereafter.â€¢Corporate General and Administrative. Corporate general and administrative expenses decreased during the three months ended June 30, 2024 primarily due to a decrease in legal and professional fees and a decrease in corporate employee-related costs.36â€¢Interest Expense. Interest expense decreased during the three months ended June30, 2024 due to lower average outstanding debt for the current period compared with the three months ended June30, 2023. â€¢Gain on Extinguishment of Debt. The gain on extinguishment of debt for the three months ended June 30, 2024 was the result of the repayment of the MetaBank Loan in June 2024 prior to its scheduled maturity date, which resulted in a gain on extinguishment of debt of \$3.0Â million after legal fees and unamortized debt issuance costs that were written-off on the closing date. See Note 5 - Debt to the accompanying Condensed Consolidated Financial Statements.â€¢Other Income, net. Other income, net for the three months ended June30, 2024 consists primarily of \$0.7 million of third-party tenant income, \$0.4 million in state grants awarded during the period, and net casualty income of \$0.6 million. â€¢Income Tax Expense. Income taxes in interim quarters are based on an estimated annual effective tax rate. The Company recorded a \$2.4Â million income tax expense during the three months ended June30, 2024, which represents an increase of \$1.6Â million when compared with the same period in the previous year. Seasonality in quarterly net income (loss), and changes in the forecasted earnings causes variability in income taxes recorded in each quarter.Comparison of the Six Months Ended June30, 2024 with the Six Months Ended June 30, 2023 The following table contains key operating metrics for our total portfolio for the six months ended June30, 2024 compared with the six months ended June30, 2023 (dollars in thousands, except ADR and RevPAR):Six Months Ended June30,20242023DollarÂ ChangePercentage ChangeTotalÂ Portfolio(96 properties)Same-StorePortfolio(94A properties)TotalÂ Portfolio(101A properties)Same-StorePortfolio(94A properties)TotalÂ Portfolio(96/101properties)Same-StorePortfolio(94A properties)TotalÂ Portfolio(96/101A properties)Same-StorePortfolio(94A properties)Revenues:Room\$340,456\$327,495\$337,270\$318,271\$3,186\$9,2240.9Â %2.9Â %Food and beverage20,90220,63920,89920,3493290â€¢Â %1.4Â %Other20,68720,18118,70717,9361,9802,4510.6Â %12.5Â %Total\$382,045\$368,315\$376,876\$356,556\$5,169\$11,7591.4Â %3.3Â %Expenses:113,731109,620113,954106,886(223)2,734(0.2)%2.6Â %Total\$203,589\$196,647\$204,646\$191,614\$(1,057)\$5,033(0.5)%2.6Â %Operational Statistics:Occupancy74.7Â %74.7Â %72.2Â %72.9Â %%/an/a3.5Â %62.5Â %ADR\$171.57Â \$170.99Â \$169.55Â \$171.27Â \$2.02Â \$(0.28)1.2Â % (0.2)%RevPAR\$128.09Â \$127.72Â \$122.34Â \$124.82Â \$5.75Â \$2.90Â 4.7Â %2.3Â %37The total portfolio information above for the six months ended June 30, 2024 and 2023 reflects operating results for various portions of each period for certain lodging properties as a result of the sales and acquisitions of lodging properties. The following table details how the acquisition and disposition transactions affect each reporting period:Portion of Operating Results IncludedFor the Six Months EndedTransactionJune 30,Date20242023Sold Properties:(Total Portfolio)Courtyard by Marriott and SpringHill Suites - New Orleans, LAApril 2024Partial PeriodFull PeriodHilton Garden Inn - College Station, TXApril 2024Partial PeriodFull PeriodHyatt Place - Dallas (Plano), TXFebruary 2024Partial PeriodFull PeriodHyatt Place - Baltimore (Owings Mills), MDDecember 2023NoneFull PeriodPortfolio of Four Lodging PropertiesMay 2023NonePartial PeriodAcquired Properties:Residence Inn - Scottsdale, AZJune 2023Full PeriodPartial PeriodNordic Lodge - Steamboat Springs, COJune 2023Full PeriodPartial PeriodChanges from the six months ended June30, 2024 compared with the six months ended June30, 2023 were due to the following:â€¢Revenues and RevPAR. Room revenues for our total portfolio for the six months ended June30, 2024 compared with the six months ended June30, 2023 increased by \$3.2Â million as a result of a \$9.2Â million increase in same-store revenues driven by improving business transient and group demand, offset by a \$6.0 million decline in room revenues due to the net effect of the sales and acquisitions of lodging properties. For the applicable periods, the number of properties in our total portfolio declined from 101 lodging properties at June 30, 2023 to 96 lodging properties at June30, 2024. The increase in RevPAR for our total portfolio for the six months ended June30, 2024 compared with the six months ended June30, 2023 was due to a 3.5% increase in our occupancy and a 1.2% increase in ADR driven by improving business transient and group demand. The result was an increase in RevPAR of 4.7% for the six months ended June30, 2023 in comparison with the same period of the prior year. On a same store basis, the improvements in our business resulted in an increase of approximately 2.5% in occupancy, partially offset by a 0.2% decrease in ADR during the six months ended June30, 2024, which resulted in a 2.3% increase in same-store RevPAR. â€¢Room Expenses. Room expenses for our total portfolio for the six months ended June30, 2024 compared with the six months ended June30, 2023 decreased by \$0.7Â million as a result of a \$2.1Â million increase in same-store room expenses driven by a 2.5% increase in same-store occupancy, offset by a \$2.8 million decline in room expenses due to the net effect of the sales and acquisitions of lodging properties.â€¢Food and Beverage Revenues and Expenses. Total portfolio food and beverage revenues were flat during the six months ended June30, 2024 and 2023 as a result of an increase in same-store food and beverage revenues of \$0.3Â million driven by an increase in occupancy and group-related catering, offset by a \$0.3 million decrease in food and beverage revenues due to the net effect of the sales and acquisitions of lodging properties.Same-store portfolio food and beverage expenses increased by \$0.2Â million as a result of a \$0.2 million increase in food and beverage expenses driven by an increase in occupancy, and offset by a \$0.4 million decline in food and beverage expenses due to the net effect of the sales and acquisitions of lodging properties.38â€¢Other Revenues and Other Lodging Property Operating Expenses. Other lodging property operating revenues for our total portfolio during the six months ended June30, 2024 compared with the six months ended June30, 2023 increased by \$2.0Â million as a result of a \$2.2Â million increase in same-store other lodging property and operating revenues driven by an increase in parking and resort fees as a result of higher occupancy, offset by a \$0.2 million decline in other lodging property operating revenues due to the net effect of the sales and acquisitions of lodging properties.The \$0.2Â million decrease in other lodging property operating expenses for the total portfolio for the six months ended June30, 2024 in comparison with the six months ended June30, 2023 was attributable to a \$2.7Â million increase in same-store other lodging property operating expenses driven by increased marketing costs, labor costs, credit card commissions and other increases primarily from higher occupancy, offset by a \$2.9 million decline in other lodging property operating expenses due to the net effect of the sales and acquisitions of lodging properties.The following table is a comparison of other consolidated income and expenses (dollars in thousands).Six Months Ended June30,20242023Dollar ChangePercentage ChangeProperty taxes, insurance and other\$27,572Â \$28,939Â \$(1,367)Â (4.7)%Management fees9,331Â 9,797Â (466)Â (4.8)%Depreciation and amortization73,257Â 74,418Â \$(1,161)Â (1.6)%Corporate general and administrative17,015Â 17,099Â \$(84)Â (0.5)%Gain (loss) on disposal of assets, net28,417Â (320)28,737Â nmÂ Interest expense42,412Â 43,157Â (745)Â (1.7)%Interest income1,023Â 717Â 306Â 42.7Â %Gain on extinguishment of debt3,000Â â€¢Â 3,000Â nmÂ Other income, net2,814Â 384Â 2,776Â nmÂ Income tax expense2,592Â 319Â 2,273Â nmÂÂ Not meaningful.Changes from the six months ended June30, 2024 compared with the six months ended June30, 2023 were due to the following:â€¢Property Taxes, Insurance and Other. The decrease in Property taxes, insurance and other during the six months ended June 30, 2024 is primarily due to an increase in property tax refunds of \$0.6 million as a result of successful appeal efforts to reduce property tax assessments, coupled with a reduction of state franchise taxes and other tax accruals during the period of \$0.5 million, partially offset by an increase in property and casualty insurance premiums of \$0.3 million.â€¢Management Fees. Management fees decreased during the current period due to the net effect of the sales and acquisitions of lodging properties, and a re-negotiation of property management agreements with two of our properties managers in the third quarter of 2023 that resulted in lower property management fees in the current period.â€¢Depreciation and Amortization. Depreciation and amortization had a minimal decrease between the six months ended June30, 2024 and the six months ended June30, 2023, primarily due to the net effect of the sales and acquisitions of lodging properties and renovation costs incurred during the six months ended June 30, 2023 and thereafter.â€¢Corporate General and Administrative. Corporate general and administrative expenses were flat for the six months ended June30, 2024 compared with the six months ended June30, 2023 due to an increase in employee compensation and non-cash stock-based compensation expenses of \$0.8 million during the six months ended June 30, 2024, mostly offset by a decrease in legal and professional fees of \$0.7 million.â€¢Interest Expense. Interest expense decreased during the six months ended June30, 2024 due to lower average outstanding debt for the current period compared with the same period of the prior year.39â€¢Gain on Extinguishment of Debt. The gain on extinguishment of debt for the six months ended June 30, 2024 was the result of the repayment of the MetaBank Loan in June 2024 prior to its scheduled maturity date, which resulted in a gain on extinguishment of debt of \$3.0Â million after legal fees and unamortized debt issuance costs that were written-off on the closing date. See Note 5 - Debt to the accompanying Condensed Consolidated Financial Statements.â€¢Other Income, net. Other income, net for the six months ended June30, 2024 consists primarily of \$0.7 million in state grants awarded during the period, and net casualty income of \$0.9 million. Other income for the six months ended June30, 2024 also includes third-party tenant income of \$1.3 million, and the realization of approximately \$0.8 million of tax incentives related to the NCI Transaction, partially offset by other net expense items totaling \$0.7 million.â€¢Income Tax Expense (Benefit). Income taxes in interim quarters are based on an estimated annual effective tax rate. The Company recorded \$2.6Â million in income tax expense for the six months ended June30, 2024, which represents an increase of \$2.3 million from the six months ended June30, 2023. Seasonality in quarterly net income (loss), and changes in the forecasted earnings causes variability in income taxes recorded in each quarter.40Non-GAAP Financial MeasuresÂ We disclose certain â€¢non-GAAP financial measures,â€¢ which are measures of our historical financial performance. Non-GAAP financial measures are financial measures not prescribed by Generally Accepted Accounting Principles ("GAAP"). These measures are as follows: (i)Â Funds From Operations (â€¢FFOâ€¢) and Adjusted Funds from Operations ("AFFO"), (ii) Earnings before Interest, Taxes, Depreciation and Amortization ("EBITDA"), Earnings before Interest, Taxes, Depreciation and Amortization for Real Estate ("EBITDAre")Â and Adjusted EBITDAre (As described below). We caution investors that amounts presented in accordance with our definitions of non-GAAP financial measures may not be comparable to similar measures disclosed by other companies, since not all companies calculate these non-GAAP financial measures in the same manner. Our non-GAAP financial measures should be considered along with, but not as alternatives to, net income (loss) as a measure of our operating performance. Our non-GAAP financial measures may include funds that may not be available for our discretionary use due to functional requirements to conserve funds for capital expenditures, property acquisitions, debt service obligations and other commitments and uncertainties. Although we believe that our non-GAAP financial measures can enhance the understanding of our financial condition and results of operations, these non-GAAP financial measures are not necessarily better indicators of any trend as compared to a comparable measure prescribed by GAAP such as net income (loss).FFO and AFFOÂ As defined by the National Association of Real Estate Investment Trusts ("Nareit"), FFO represents net income or loss (computed in accordance with GAAP), excluding preferred dividends, gains (or losses) from sales of real property, impairment losses on real estate assets, items classified by GAAP as extraordinary, the cumulative effect of changes in accounting principles, plus depreciation and amortization related to real estate assets, and adjustments for unconsolidated partnerships, and joint ventures. AFFO represents FFO excluding amortization of deferred financing costs, franchise fees, equity-based compensation expense, debt transaction costs, premiums on redemption of preferred shares, losses from net casualties, non-cash lease expense, non-cash interest income and non-cash income tax related adjustments to our deferred tax assets. Unless otherwise indicated, we present FFO and AFFO applicable to our Common Stock and Common Units. We present FFO and AFFO because we consider FFO and AFFO important supplemental measures of our operational performance and believe they are frequently used by securities analysts, investors and other interested parties in the evaluation of REITs, many of which present FFO and AFFO when reporting their results. FFO and AFFO are intended to exclude GAAP historical cost depreciation and amortization, which assumes that the value of real estate assets diminishes ratably over time. Historically, however, real estate values have risen or fallen with market conditions. Because FFO and AFFO exclude depreciation and amortization related to real estate assets, gains and losses from real property dispositions and impairment losses on real estate assets, FFO and AFFO provide performance measures that, when compared year over year, reflect the effect to operations from trends in occupancy, guestroom rates, operating costs, development activities and interest costs, providing perspective not immediately apparent from net income. Our computation of FFO differs slightly from the computation of Nareit-defined FFO related to the reporting of corporate depreciation and amortization expense, which is de minimus. Our computation of FFO may also differ from the methodology for calculating FFO used by other equity REITs and, accordingly, may not be comparable to such other REITs. FFO and AFFO should not be considered as alternatives to net income (loss) (computed in accordance with GAAP), as an indicator of our liquidity, nor are they indicative of funds available to meet our cash needs, including our ability to pay dividends or make distributions.Â Where indicated in this Quarterly Report on FormÂ 10-Q, FFO is based on our computation of FFO and not the computation of Nareit-defined FFO unless otherwise noted.41The following is an unaudited reconciliation of our Net income (loss), determined in accordance with GAAP, to FFO and AFFO (in thousands, except per share/unit amounts):Â Three Months Ended June30,2023Six Months EndedJune30,2024202320242023Net income (loss)\$38,698Â \$890Â \$41,531Â \$(1,080)Preferred dividends(3,968) (3,968) (7,938) (7,938)Distributions to and accretion of redeemable non-controlling interests(657) (657) (1,314) (1,314)Loss related to non-controlling interest in consolidated joint ventures1,375 2,971 737Â 3,651Â Net income (loss) applicable to Common Stock and Common Units35,448Â (764)33,016Â (6,681)Real estate-related depreciation35,266Â 36,327Â 70,869Â 72,054Â (Gain) loss on disposal of assets and other dispositions, net(28,342)320Â (28,417)368Â Adjustments related to non-controlling interests in consolidated joint ventures(7,438) (8,036) (15,046) (15,818)FFO applicable to Common Stock and Common Units34,934Â 27,847Â 60,422Â 49,923Â Recoveries of credit lossesâ€¢Â 684Â 684Â 250)Amortization of debt issuance costs1,621Â 1,386Â 3,240Â 2,785Â Amortization of franchise fees161Â 144Â 325Â 286Â Amortization of intangible assets, net911Â 914Â 1,822Â 1,822Â Equity-based compensation2,635Â 2,578Â 4,483Â 4,046Â Transaction costs and otherâ€¢Â 184Â â€¢Â 244Â Debt transaction costs17Â 241Â 581Â 328Â Gain on extinguishment of debt(3,000)â€¢Â (3,000)â€¢Â Non-cash interest income, net(133) (133) (266) (263)Non-cash lease expense, net149Â 129Â 222Â 262Â Casualty (gain) loss(607)935Â (881) 1,471Â Other non-cash items, net530Â â€¢Â 359Â 768Â Adjustments related to non-controlling interests in consolidated joint ventures(368) (913) (941) (1,791)AFFO applicable to Common Stock and Common Units\$36,370Â \$33,151Â \$66,366Â \$59,411Â FFO per share of Common Stock and Common Units\$0.28Â \$0.23Â \$0.49Â \$0.41Â AFFO per share of Common Stock and Common Units\$0.29Â \$0.27Â \$0.54Â \$0.49Â Weighted-average diluted shares of Common Stock and Common Units:FFO(1) and AFFO (1)123,834Â 122,432Â 123,664Â 122,223Â (1)Â 1)Â 1)Â 1)Â The weighted-average diluted shares of Common Stock and Common Units used to calculate FFO and AFFO per share of Common Stock and Common Units for the three and six months ended June30, 2023 includes the dilutive effect of our outstanding restricted stock awards. These shares were excluded from our weighted-average shares outstanding used to calculate net loss per share because they would have been antidilutive. The weighted-average shares of Common Stock and Common Units used to calculate FFO and AFFO per share of Common Stock and Common Units for the three and six months ended June30, 2024 and 2023 exclude the potential dilution related to our Convertible Notes as we intend to settle the principal value of the Convertible Notes in cash.42The following is an unaudited reconciliation of weighted-average diluted shares of Common Stock to non-GAAP weighted-average diluted shares of Common Stock and Common Units for FFO and AFFO (in thousands):Three Months EndedJune30,2023Six Months EndedJune30,2024202320242023Weighted-average shares of Common Stock outstanding105,918Â 105,562Â 105,819Â 105,438Â Dilutive effect of unvested restricted stock awards1,072Â 294Â 1,000Â 122Â Dilutive effect of performance stock awards896Â â€¢Â 896Â â€¢Â Dilutive effect of Common Units of Operating Partnership15,948Â 15,977Â 15,949Â 15,977Â Dilutive effect of shares of Common Stock issuable upon conversion of convertible debt25,617Â 24,540Â 25,448Â 24,433Â Adjusted weighted diluted shares of Common Stock149,451Â 146,108Â 149,112Â 145,970Â Non-GAAP adjustment for dilutive effects of restricted stock awardsâ€¢Â 864Â â€¢Â 864Â Non-GAAP adjustment for dilutive effect of shares of Common Stock issuable upon conversion of convertible debt(25,617) (24,540) (25,448) (24,433)Non-GAAP weighted diluted share of Common Stock and Common Units123,834Â 122,432Â 123,664Â 122,223Â AFFO applicable to shares of Common Stock and Common Units increased by \$3.2Â million and \$7.0Â million for the three and six months ended June30, 2024 in comparison with the three and six months ended June30, 2023 primarily as a result of the improvement in our business that was primarily driven by improving demand for business transient and group travel, and the net effect of the sales and acquisitions of lodging properties.EBITDA, EBITDAre and Adjusted EBITDAreEBITDAreEBITDA represents net income or loss, excluding: (i)Â interest, (ii)Â income tax expense and (iii)Â depreciation and amortization. We believe EBITDA is useful to an investor in evaluating our operating performance because it provides investors with an indication of our ability to incur and service debt, to satisfy general operating expenses, to make capital expenditures and to fund other cash needs or reinvest cash into our business. We also believe it helps investors meaningfully evaluate and compare the results of our operations from period to period by removing the effect of our asset base (primarily depreciation and amortization) from our operating results. Our management team also uses EBITDA as one measure in determining the value of acquisitions and dispositions.EBITDAre and Adjusted EBITDAreÂ EBITDAre is based on EBITDA and is expected to provide additional relevant information about REITs as real estate companies in support of growing interest among generalist investors. EBITDAre is intended to be a supplemental non-GAAP performance measure that is independent of a companyâ€™s capital structure and will provide a uniform basis to

measure the enterprise value of a company compared to other REITs.EBITDAre, as defined by Nareit, is calculated as EBITDA, excluding: (i) loss and gains on disposition of property and (ii) asset impairments, if any. We believe EBITDAre is useful to an investor in evaluating our operating performance because it provides investors with an indication of our ability to incur and service debt, to satisfy general operating expenses, to make capital expenditures and to fund other cash needs or reinvest cash into our business. We also believe it helps investors meaningfully evaluate and compare the results of our operations from period to period by removing the effect of our asset base (primarily depreciation and amortization) from our operating results. 43We make additional adjustments to EBITDAre when evaluating our performance, such as adjustments related to the provision for credit losses, because we believe that the exclusion of certain additional non-recurring or certain non-cash items described below provides useful supplemental information to investors regarding our ongoing operating performance. We believe that the presentation of Adjusted EBITDAre, when combined with the primary GAAP presentation of net income, is useful to an investor in evaluating our operating performance because it provides investors with an indication of our ability to incur and service debt, to satisfy general operating expenses, to make capital expenditures and to fund other cash needs or reinvest cash into our business. We also believe it helps investors meaningfully evaluate and compare the results of our operations from period to period by removing the effect of our asset base (primarily depreciation and amortization) from our operating results. The following is an unaudited reconciliation of our Net income (loss), determined in accordance with GAAP, to EBITDA, EBITDAre and Adjusted EBITDAre, (in thousands):A Three Months EndedJune30,Six Months EndedJune30,2024202320242023Net income (loss)\$38,698\$ 890\$ 41,531\$ (1,080)Depreciation and amortization36,458\$ 37,510\$ 73,257\$ 74,418 Interest expense20,830\$ 22,484 42,412\$ 43,157\$ Interest income on cash deposits(264)(157)(421)(240)Income tax expense2,375\$ 791\$ 2,592\$ 319\$ EBITDA98,097\$ 61,282\$ 159,371\$ 116,574 (Gain) loss on disposal of assets and other dispositions net(28,342)320\$ (28,417)368\$ EBITDAre69,755\$ 61,602\$ 130,954\$ 116,942\$ Recoveries of credit losses\$ 18\$ 18\$ 24\$ 24\$ Debt transaction costs17\$ 241\$ 581\$ 328\$ Gain on extinguishment of debt(3,000)\$ 3,000\$ 3,000\$ 3,000\$ Non-cash interest income, net(133)(133)(266)(263)Non-cash lease expense, net149\$ 129\$ 224\$ 262\$ Casualty (gain) loss(607)935\$ (881)1,471\$ Loss related to non-controlling interest in consolidated joint ventures1,375\$ 2,971\$ 737\$ 3,651\$ Other non-cash items, net50\$ 4\$ 362\$ 705\$ Adjustments related to non-controlling interests in consolidated joint ventures(14,200)(15,324)(28,229)(29,336)Adjusted EBITDAre\$55,920\$ 52,896\$ 104,721\$ 97,323\$ The increase in Adjusted EBITDAre for the three and six months ended June30, 2024 in comparison with the three and six months ended June30, 2023 is primarily a result of the improvement in our business that was primarily driven by improving demand for business transient and group travel, and the net effect of the sales and acquisitions of lodging properties.44Liquidity and Capital ResourcesA Our short-term cash obligations consist primarily of operating expenses and other expenditures directly associated with our lodging properties, recurring maintenance and capital expenditures necessary to maintain our lodging properties in accordance with internal and brand standards, capital expenditures to improve our lodging properties, interest payments, settlement of interest rate swaps, scheduled principal payments on outstanding indebtedness, restricted cash funding obligations, our joint venture acquisitions and capital requirements, contractual lease payments, corporate overhead, and dividends and distributions to our stockholders and unitholders when declared and paid. Our corporate overhead primarily consists of employee compensation expenses, professional fees, corporate insurance and rent expenses. Cash requirements for our corporate overhead expenses (excluding non-cash equity-based compensation), which are generally paid from operating cash flows, were \$12.5\$ million and \$13.1\$ million, for the six months ended June30, 2024 and 2023, respectively. We generally expect our corporate overhead expenses to remain consistent with the level of our operating activities and market conditions for goods and services. Our long-term cash obligations consist primarily of dividends and distributions, scheduled debt payments, including maturing loans, capital required for renovations and other non-recurring capital expenditures that periodically are made with respect to our lodging properties, and lease obligations. Our sources of cash are primarily from operating cash flows, sales of lodging properties, principal and interest payments from borrowers on notes receivable, and debt financing.To satisfy the requirements for qualification as a REIT, we must meet a number of organizational and operational requirements, including a requirement that we distribute annually at least 90% of our REIT taxable income to our stockholders, determined without regard to the deduction for dividends paid and excluding any net capital gains. We intend to distribute a sufficient amount of our taxable income to maintain our status as a REIT and to avoid tax on undistributed income. Because we anticipate distributing a substantial amount of our available cash from operations, if sufficient funds are not available to us from lodging property dispositions, our senior revolving credit and term loan facilities and other loans, we may need to raise additional capital to grow our business.Outstanding IndebtednessA At June30, 2024, we had \$10.0\$ million in borrowings under our \$400 Million Revolver, \$200.0\$ million outstanding on our \$200 Million Term Loan, and \$200.0\$ million outstanding on our 2024 Term Loan (each of such credit facilities are defined in "Note 5 - Debt" to the accompanying Condensed Consolidated Financial Statements). Each of the credit facilities was supported by the 53 lodging properties included in the credit facility borrowing base. We also had \$287.5\$ million of Convertible Notes outstanding. In April 2024, we repaid the \$55.0 million outstanding balance on our \$400 Million Revolver from the net proceeds of the sale of a portfolio of two lodging properties in New Orleans, LA.For more information concerning the 2023 Senior Credit and Term Loan Facility and the 2024 Term Loan, see "Note 5 - Debt" to the accompanying Condensed Consolidated Financial Statements.A A A At June30, 2024, the GIC Joint Venture had \$200.0\$ million outstanding under the GIC Joint Venture Credit Facility (defined in "Note 5 - Debt" to the accompanying Condensed Consolidated Financial Statements), which included borrowings of \$75.0\$ million on its \$75 Million Term Loan and \$125.0\$ million on its \$125 Million Revolver. The GIC Joint Venture Credit Facility (as defined in "Note 5 - Debt" to the accompanying Condensed Consolidated Financial Statements) is secured primarily by a first priority pledge of the equity interests in the subsidiaries that own the 13-lodging property borrowing base assets, and the related TRS entities, which wholly own the TRS Lessees. See "Note 5 - Debt" to the accompanying Condensed Consolidated Financial Statements for additional information.To complete the NCI Transaction during the first quarter of 2022, the GIC Joint Venture entered into the \$410.0 million GIC Joint Venture Term Loan (as defined in "Note 5 - Debt" to the accompanying Condensed Consolidated Financial Statements) that was originally secured by the 27 lodging properties (two of which have since been sold) and two parking garages acquired in the transaction and assumed a Property Assessed Clean Energy ("PACE") loan totaling \$6.5 million. The outstanding balance of the PACE loan is \$6.0\$ million at June30, 2024. See "Note 5 - Debt" to the accompanying Condensed Consolidated Financial Statements.Additionally, the GIC Joint Venture has a mortgage loan outstanding totaling \$12.7\$ million at June30, 2024 related to the acquisition of the Embassy Suites in Tucson, AZ in December 2021.45In June 2017, Summit Meta 2017, LLC, a subsidiary of our Operating Partnership, entered into a \$47.6\$ million secured, non-recourse loan with MetaBank (the "MetaBank Loan"). In June 2024, the outstanding balance of the loan was \$42.3\$ million at which time we repaid the MetaBank Loan for \$39.1\$ million prior to its scheduled maturity date, which represented a discount of \$3.2\$ million and resulted in a gain on extinguishment of debt of \$3.0\$ million after legal fees and unamortized debt issuance costs that were written-off on the closing date. As a result of this repayment, the three lodging properties previously held as collateral for the MetaBank Loan were released. As of June30, 2024, we have scheduled debt principal amortization payments during the next twelve months totaling \$2.7\$ million. Currently, we have the capacity to pay these scheduled principal payments using cash on hand or draws under our \$400 Million Revolver (as defined in "Note 5 - Debt" to the accompanying Condensed Consolidated Financial Statements). Our outstanding indebtedness requires us to comply with various financial and other covenants. We are in compliance with our various financial and other covenants and expect to continue to be in compliance over the next four quarters.A A A We have obtained financing through debt instruments having staggered maturities and intend to continue to do so in the future. Our debt includes, and may include in the future, debt secured by equity pledges, debt secured by first priority mortgage liens on certain lodging properties and unsecured debt.A We believe that we will have adequate liquidity to meet the requirements for scheduled maturities and principal repayments. However, we can provide no assurance that we will be able to refinance our indebtedness as it becomes due and, if refinanced, whether such refinancing will be available on favorable terms.46A summary of our gross debt at June30, 2024 is as follows (dollars in thousands):LenderInterest RateInitial Maturity DateFully Extended Maturity DateNumber of Encumbered PropertiesPrincipal AmountOutstandingOPERATING PARTNERSHIP DEBT:2023 Senior Credit and Term Loan FacilityBank of America, N.A\$400 Million Revolver (17.38% Variable6/21/202626/21/2028n/a\$10,000\$ 200 Million Term Loan (17.34% Variable6/21/202626/21/2028n/a\$200,000\$ 200 Million Term Loan (17.33% Variable2/26/20272/26/2029n/a\$200,000\$ 200 Million Convertible Notes1.50% Fixed2/15/20262/15/2026n/a\$287,500\$ 697,500\$ JOINT VENTURE DEBT:Brickell Joint Venture Mortgage LoanCity National Bank of Florida8.29% Variable6/9/20256/9/20252\$47,000\$ GIC Joint Venture Credit Facility and Term LoansBank of America, N.A.\$125 Million Revolver (27.59% Variable9/15/2028n/a125,000\$ 75 Million Term Loan (27.54% Variable9/15/2027n/a75,000\$ Bank of America, N.A. Term Loan (38.21% Variable1/3/20261/3/2027n/a396,037\$ Wells Fargo4.99% Fixed6/2/20266/2/202812,657\$ PACE loan6.10% Fixed7/31/20407/31/2040n/a5,992\$ Total GIC Joint Venture Credit Facility and Term Loans\$ 614,686\$ Total Joint Venture Debt\$ 661,686\$ Total Debt\$ 1,359,186\$ (1) The 2023 Senior Credit and Term Loan Facility and the 2024 Term Loan Facility are supported by a borrowing base of 53 unencumbered hotel properties. (2) The \$125 Million Revolver and the \$75 Million Term Loan are secured by pledges of the equity in the entities and affiliated entities that own 13 lodging properties. (3) The GIC Joint Venture Term Loan is secured by pledges of the equity in the entities (and affiliated entities) that own 25 lodging properties and two parking garages. We are exposed to interest rate risk through our variable-rate debt. We manage this risk primarily by managing the amount, sources, and duration of our debt funding and through the use of derivative financial instruments. Specifically, we enter into derivative financial instruments to manage our exposure to known or expected cash payments related to our variable-rate debt. In January 2024, subsidiaries of the GIC Joint Venture that are the borrowers under the GIC Joint Venture Term Loan entered into a \$100.0\$ million interest rate swap to fix one-month term SOFR until January 2026. The interest rate swap has an effective date of October 1, 2024 and a termination date of January 13, 2026. Pursuant to the interest rate swap, we will pay a fixed rate of 3.77% and receive the one-month term SOFR floating rate index. During the six months ended June30, 2024, the fair value of our interest rate swaps increased \$5.1\$ million due to a change in interest rate expectations.A Each interest rate swap fixes the interest rates on portions of our variable interest rate indebtedness and converts SOFR from a floating rate to average fixed rates ranging from 2.56% to 3.77%.47Capital ExpendituresA During the six months ended June30, 2024, we funded \$39.0\$ million in capital expenditures (\$33.0\$ million on a pro rata basis) at our lodging properties.A We anticipate spending approximately \$65.0 million to \$85.0 million on capital expenditures on a pro rata basis during 2024. We expect to fund these expenditures through a combination of cash flows from operations and borrowings under our \$400 Million Revolver, or other potential sources of capital, to the extent available to us.A Cash FlowsUnaudited cash flow information is as follows (in thousands):Six Months EndedJune30,20242023ChangeNet cash provided by operating activities\$78,475\$ 79,054\$ (\$579)Net cash provided by (used in) investing activities\$50,658\$ (60,730)\$ 111,388\$ Net cash used in financing activities(124,262)(9,723)(114,539)Net change in cash, cash equivalents and restricted cash\$4,871\$ 8,601\$ (\$3,730)Changes from the six months ended June30, 2024 compared with the six months ended June30, 2023 were due to the following:â€¢Cash provided by operating activities. Cash provided by operating activities for the six months ended June30, 2024 was the result of net income of \$91.4\$ million, after adjusting for non-cash items such as depreciation and amortization and equity-based compensation, and a net change in working capital of \$12.9\$ million. Cash provided by operating activities for the six months ended June30, 2023 was the result of net income of \$80.8\$ million, after adjusting for non-cash items such as depreciation and amortization and equity-based compensation, and a net change in working capital of \$1.7\$ million.â€¢Cash provided by (used in) investing activities. The increase in cash provided by investing activities was primarily due to the sales of lodging properties during the six months ended June 30, 2024. Cash used in investing activities for the six months ended June30, 2023 was due to the acquisitions of the Residence Inn by Marriott in Scottsdale, AZ and the Nordic Lodge in June 2023. We incurred a comparable amount of capital expenditures for the renovation of our lodging properties in both periods.â€¢Cash used in financing activities. Cash used in financing activities for the six months ended June30, 2024 was primarily related to the repayment of our MetaBank and Bank of the Cascades term loans of \$93.5\$ million, the payment of dividends and distributions of approximately \$37.5\$ million, financing costs of approximately \$2.5\$ million related to the 2024 Term Loan and our \$200 Million GIC Joint Venture Credit Facility (as defined in "Note 5 - Debt" to the accompanying Condensed Consolidated Financial Statements), and \$0.9\$ million related to shares acquired for employee withholding requirements, net of net borrowings of \$10.0 million on our \$400 Million Revolver.Cash used in financing activities for the six months ended June30, 2023 was primarily the net result of contributions by our GIC Joint Venture partner of \$20.3 million and net borrowings of \$3.8 million to complete the acquisitions of the Residence Inn by Marriott in Scottsdale, AZ and the Nordic Lodge in June 2023, offset by financing fees of approximately \$7.6 million related to the amendment of our prior senior credit facility that was in effect during the six months ended June 30, 2023 and was replaced by the 2024 Senior Credit Facility (as defined in "Note 5 - Debt" to the accompanying Condensed Consolidated Financial Statements), dividends and distributions of approximately \$25.8 million, and \$1.4\$ million related to shares acquired for employee withholding requirements.Critical Accounting PoliciesFor critical accounting policies, see "Note 2 - Basis of Presentation and Significant Accounting Policies" to the accompanying Condensed Consolidated Financial Statements and our Annual Report on Form 10-K for the year ended December31, 2023.48CybersecurityThe hospitality industry and certain of the major brand and franchise companies have in the past experienced cybersecurity breaches. We are not aware of any material cybersecurity losses at any of our properties. Cybersecurity risks at our lodging properties are managed through our franchisors and property management companies. An important part of our cybersecurity risk mitigation efforts includes maintaining cybersecurity insurance and indemnifications in certain of our property management agreements. Our Board of Directors, primarily through the Audit Committee, oversees management's approach to managing cybersecurity risks.Item 3.A A A A A Quantitative and Qualitative Disclosures about Market RiskA Market risk includes risks that arise from changes in interest rates, foreign currency exchange rates, commodity prices, equity prices and other market changes that affect market-sensitive instruments. In pursuing our business strategies, the primary market risk to which we are exposed is interest rate risk. All of our outstanding loans are now indexed to SOFR, and therefore, our primary interest rate exposure is to SOFR. We primarily use derivative financial instruments to manage interest rate risk.At June30, 2024, we were party to seven interest rate derivative agreements, of which six were in effect, pursuant to which we receive variable-rate payments in exchange for making fixed-rate payments (dollars in thousands):A A A A Contract dateEffective DateExpiration DateAverage Annual Effective Fixed RateNotional AmountOperating Partnership:June 11, 2018September 28, 2018September 30, 20242.86% \$75,000\$ June 11, 2018December 31, 2018December 31, 20252.92% \$125,000\$ July 26, 2022January 31, 2023January 31, 20272.60% \$100,000\$ July 26, 2022January 31, 2023January 31, 20292.56% \$100,000\$ Total Operating Partnership\$400,000\$ GIC Joint Venture:March 24, 2023July 1, 2023January 31, 20263.35% \$100,000\$ March 24, 2023July 1, 2023January 13, 20292.35% \$100,000\$ January 19, 2024October 1, 2024January 13, 20263.77% \$100,000\$ Total\$700,000\$ A March 24, 2023, after giving effect to our interest rate derivative agreements, \$906.1\$ million, or 67%, of our consolidated debt had fixed interest rates and \$453.0\$ million, or 33%, had variable interest rates.A At June30, 2024, debt related to our wholly-owned properties and our pro rata share of joint venture debt has a fixed-rate debt ratio of approximately 76% of our total pro rata indebtedness when taking into consideration interest rate swaps that are currently in effect. Taking into consideration our existing interest rate swaps an increase or decrease in interest rates of 1.0% would decrease or increase, respectively, our cash flows by approximately \$4.5\$ million per year. See "Note 7 - Derivative Financial Instruments and Hedging" to the accompanying Condensed Consolidated Financial Statements for additional information.As our fixed-rate debts mature, they will become subject to interest rate risk.A In addition, as our variable-rate debts mature, lenders may impose interest rate floors on new financing arrangements because of the low interest rates experienced a few years ago. As of June30, 2024, we have scheduled debt principal amortization payments during the next twelve months totaling \$2.7\$ million.In January 2024, subsidiaries of the GIC Joint Venture that are the borrowers under the GIC Joint Venture Term Loan entered into a \$100.0\$ million interest rate swap to fix one-month term SOFR until January 2026. The interest rate swap has an effective date of October 1, 2024 and a termination date of January 13, 2026. Pursuant to the interest rate swap, we will pay a fixed rate of 3.77% and receive the one-month term SOFR floating rate index.49Item 4.A Controls and Procedures.A Controls and ProceduresA Disclosure Controls and ProceduresA Our management team evaluated, with the participation of our Chief Executive Officer and our Chief Financial Officer, the effectiveness of our disclosure controls and procedures (as defined in Rule13a-15(e) under the Exchange Act) as of June30, 2024. Based on that evaluation, our Chief Executive Officer and our Chief Financial Officer concluded that, as of June30, 2024, our disclosure controls and procedures were effective to provide reasonable assurance that information required to be disclosed in the reports that we file or submit under the Exchange Act is recorded, processed, summarized and reported within the time periods specified in the Security Exchange Commission's rules and forms, and that such information is accumulated and communicated to our management to allow timely decisions regarding required disclosure.A Changes in Internal Control Over Financial

[illegible]

link:definitionLink 9954508 - Disclosure - LEASES - Additional Information (Details) link:presentationLink link:calculationLink link:definitionLink 9954509 - Disclosure - LEASES - Operating Lease Maturities (Details) link:presentationLink link:calculationLink link:definitionLink 9954510 - Disclosure - LEASES - Operating Lease Maturities (Details) link:presentationLink link:calculationLink link:definitionLink 9954511 - Disclosure - DERIVATIVE FINANCIAL INSTRUMENTS AND HEDGING - Schedule of Derivative Financial Instruments (Details) link:presentationLink link:calculationLink link:definitionLink 9954512 - Disclosure - DERIVATIVE FINANCIAL INSTRUMENTS AND HEDGING - Additional Information (Details) link:presentationLink link:calculationLink link:definitionLink 9954513 - Disclosure - EQUITY - Narrative (Details) link:presentationLink link:calculationLink link:definitionLink 9954514 - Disclosure - EQUITY - Changes in Common Stock (Details) link:presentationLink link:calculationLink link:definitionLink 9954515 - Disclosure - NON-CONTROLLING INTERESTS AND REDEEMABLE NON-CONTROLLING INTERESTS (Details) link:presentationLink link:calculationLink link:definitionLink 9954516 - Disclosure - FAIR VALUE MEASUREMENT - Schedule of Disclosures Concerning Financial Instruments Measured at Fair Value (Details) link:presentationLink link:calculationLink link:definitionLink 9954517 - Disclosure - FAIR VALUE MEASUREMENT - Schedule of Unobservable Inputs for Fair Values of Purchase Options (Details) link:presentationLink link:calculationLink link:definitionLink 9954518 - Disclosure - COMMITMENTS AND CONTINGENCIES (Details) link:presentationLink link:calculationLink link:definitionLink 9954519 - Disclosure - EQUITY-BASED COMPENSATION - Time-based Restricted Stock Activity (Details) link:presentationLink link:calculationLink link:definitionLink 9954520 - Disclosure - EQUITY-BASED COMPENSATION - Additional Information (Details) link:presentationLink link:calculationLink link:definitionLink 9954521 - Disclosure - EQUITY-BASED COMPENSATION - Performance-Based Restricted Stock Awards (Details) link:presentationLink link:calculationLink link:definitionLink 9954522 - Disclosure - EQUITY-BASED COMPENSATION - Equity-Based Compensation Expense (Details) link:presentationLink link:calculationLink link:definitionLink 9954523 - Disclosure - EQUITY-BASED COMPENSATION - Unrecognized Equity-based Compensation Expense for all Non-vested Awards (Details) link:presentationLink link:calculationLink link:definitionLink 9954524 - Disclosure - INCOME TAXES (Details) link:presentationLink link:calculationLink link:definitionLink 9954525 - Disclosure - EARNINGS PER SHARE (Details) link:presentationLink link:calculationLink link:definitionLink 9954526 - Disclosure - SUPPLEMENTAL CASH FLOW INFORMATION (Details) link:presentationLink link:calculationLink link:definitionLink 9954527 - Disclosure - SUBSEQUENT EVENTS (Details) link:presentationLink link:calculationLink link:definitionLink EX-101.CAL 7 inn-20240630 cal.xml XBRL TAXONOMY EXTENSION CALCULATION LINKBASE DOCUMENT EX-101.DEF 8 inn-20240630 def.xml XBRL TAXONOMY EXTENSION DEFINITION LINKBASE DOCUMENT EX-101.LAB 9 inn-20240630 lab.xml XBRL TAXONOMY EXTENSION LABEL LINKBASE DOCUMENT WeightedÀ Average GrantÀ Date FairÀ Value Share Based Compensation Arrangement by Share Based Payment Award Equity Instruments Other than Options Weighted Average Grant Date Fair Value [Abstract] Distributions to joint venture partners Payments of Distributions to Affiliates Repayment of outstanding balance Repayments of Long-Term Debt Cover [Abstract] Cover [Abstract] Amortization of discount Mortgage Loans On Real Estate, Amortization Of Discount Mortgage Loans On Real Estate, Amortization Of Discount Net change in cash, cash equivalents and restricted cash Cash, Cash Equivalents, Restricted Cash, and Restricted Cash Equivalents, Period Increase (Decrease), Including Exchange Rate Effect Common stock, number of votes Common Stock Voting Rights Number Common Stock Voting Rights Number Schedule of Operating Lease Maturity Lessee, Operating Lease, Liability, to be Paid, Maturity [Table Text Block] Percentage of equity interest in a joint venture Business Acquisition, Percentage of Voting Interests Acquired Trading Symbol Trading Symbol Series F Cumulative Redeemable Preferred Stock 5.875% Series F Preferred Stock Series F Preferred Stock Series F Preferred Stock [Member] Comprehensive income Comprehensive Income (Loss), Net of Tax, Including Portion Attributable to Noncontrolling Interest Non-NEOs Non-NEOs [Member] Common stock cash dividend (in dollars per share) Common Stock, Dividends, Per Share, Declared Adjustment of redeemable non-controlling interests to redemption value Temporary Equity, Accretion to Redemption Value Joint venture partner distributions Noncontrolling Interest, Decrease from Distributions to Noncontrolling Interest Holders Disposal Group Name [Domain] Disposal Group Name [Domain] Preferred stock, convertible, conversion price (in dollars per share) Preferred Stock, Convertible, Conversion Price Less - Distributions to and accretion of redeemable non-controlling interests Distributions to and accretion on redeemable non-controlling interests Other Preferred Stock Dividends and Adjustments Trade receivables, net Increase (Decrease) in Accounts Receivable Non-Rule 10b5-1 Arrangement Adopted Non-Rule 10b5-1 Arrangement Adopted [Flag] Hedging Relationship [Domain] Hedging Relationship [Domain] FAIR VALUE MEASUREMENT Fair Value Disclosures [Text Block] Land Land [Member] Award Timing Disclosures [Line Items] Hotels Hotel [Member] Investment, Name [Domain] Investment, Name [Domain] Portion at Fair Value Measurement Portion at Fair Value Measurement [Member] Performance share and other forfeitures (in shares) Shares Issued, Shares, Share-Based Payment Arrangement, Forfeited Interest Rate Swap Expiring January 31, 2027 Interest Rate Swap Expiring January 31, 2027 [Member] Interest Rate Swap Expiring January 31, 2027 Segment Disclosure Segment Reporting, Policy [Policy Text Block] Vesting Criteria [Axis] Vesting Criteria [Axis] Information about the type of vesting for share-based compensation awards. Repayments of real estate loans Proceeds from Sale and Collection of Loans Receivable Bryan (College Station), TX Bryan (College Station), TX [Member] Bryan (College Station), TX Temporary equity, shares issued (in shares) Temporary Equity, Shares Issued Leases [Abstract] Leases [Abstract] Finite-lived intangible assets Finite-Lived Intangible Assets, Gross Class of Financing Receivable [Domain] Class of Financing Receivable [Domain] Proceeds from convertible debt Proceeds from Convertible Debt NET CASH PROVIDED BY OPERATING ACTIVITIES Net Cash Provided by (Used in) Operating Activities Investment in lodging property under development Land Available for Development Operating Partnership Operating Partnership [Member] Operating Partnership OPERATING ACTIVITIES Net Cash Provided by (Used in) Operating Activities [Abstract] Secured debt Secured Debt [Member] Regions Bank Regions Bank [Member] Regions Bank MetaBank MetaBank [Member] Metabank [Member] Other Stockholders' Equity, Other Share-Based Payment Arrangement, Expensed and Capitalized, Amount [Line Items] Share-Based Payment Arrangement, Expensed and Capitalized, Amount [Line Items] Award Timing Method Award Timing Method [Text Block] Trading Arrangements, by Individual Trading Arrangements, by Individual [Table] Measurement Frequency [Axis] Measurement Frequency [Axis] Investment in hotel properties at cost Investment In Lodging Property, At Cost, Excluding Undeveloped Land Investment In Lodging Property, At Cost, Excluding Undeveloped Land 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] Adjustment to Compensation, Amount Adjustment to Compensation Amount Other Hotel, Other [Member] Compensation Amount Outstanding Recovery Compensation Amount Disposal Group Classification [Axis] Disposal Group Classification [Axis] Number of states in which hotel properties are located Number of States in which Entity Operates 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] Entity Small Business Entity Small Business Deferred charges, net Deferred Costs, Net Net amount of deferred costs capitalized at the end of the reporting period, such as capitalized franchise fees. Does not include deferred acquisition costs of insurance companies. Company Selected Measure Amount Company Selected Measure Amount Effect of assumed conversion of Operating Partnership units (in shares) Incremental Common Shares Attributable to Dilutive Effect of Assumed Conversion Of Operating Partnership Units Incremental Common Shares Attributable to Dilutive Effect of Assumed Conversion Of Operating Partnership Units Tabular List, Table Tabular List [Table Text Block] LevelÀ 3 Fair Value, Inputs, Level 3 [Member] Share-based Compensation Arrangement by Share-based Payment Award [Line Items] Share-Based Compensation Arrangement by Share-Based Payment Award [Line Items] Franchise agreements Franchise Agreements [Member] Represents information pertaining to the franchise agreements. Period one Share-Based Payment Arrangement, Tranche One [Member] Debt instrument, amortization period Debt Instrument, Amortization Period Debt Instrument, Amortization Period Asset Acquisition [Axis] Asset Acquisition [Axis] Number of agreements entered into Derivative, Number Of Agreements Entered Into Derivative, Number Of Agreements Entered Into Credit Facility [Domain] Credit Facility [Domain] Allowance for doubtful accounts Accounts Receivable, Allowance for Credit Loss Repurchase of shares of common stock for withholding requirements Payment, Tax Withholding, Share-Based Payment Arrangement Other comprehensive income, net of tax: Other Comprehensive Income (Loss), Net of Tax [Abstract] Preferred stock, liquidation preference (in dollars per share) Preferred Stock, Redemption Price Per Share Entity Information [Line Items] Entity Information [Line Items] Employee Stock Option Share-Based Payment Arrangement, Option [Member] 2025 Lessee, Operating Lease, Liability, to be Paid, Year One Sale of non-controlling interests in joint venture Noncontrolling Interest, Increase from Sale of Parent Equity Interest Comprehensive income attributable to Summit Hotel Properties, Inc. Comprehensive Income (Loss), Net of Tax, Attributable to Parent Repayments of revolving line of credit Repayments of Lines of Credit Award Type [Axis] Award Type [Axis] Marketing fees payable as a percentage of gross revenue Marketing Fees Payable as Percentage of Each Real Estate Properties Gross Revenue The marketing fees payable by the entity as a percentage of gross revenue under the agreement. Total Acquisitions of 2023 [Member] Acquisitions of 2023 Loans funded amount Loans Receivable, Funded Amount Loans Receivable, Funded Amount Principal payments on debt Repayments of Debt Total liabilities Liabilities Non-controlling interests Equity, Attributable to Noncontrolling Interest Convertible notes Convertible Debt [Member] Joint Venture with GIC Joint Venture With GIC [Member] Joint Venture With GIC Common stock, par value (in dollars per share) Common Stock, Par or Stated Value Per Share Legal Entity Type of Counterparty [Domain] Legal Entity Type of Counterparty [Domain] Schedule of Share-based Compensation Arrangements by Share-based Payment Award [Table] Schedule of Share-Based Compensation Arrangements by Share-Based Payment Award [Table] Revolving Credit Facility Revolving Credit Facility [Member] Expiration Date Trading Arrangement Expiration Date INVESTING ACTIVITIES Net Cash Provided by (Used in) Investing Activities [Abstract] Adjustment for income allocated to dilutive participating securities Undistributed Earnings (Loss) Allocated to Participating Securities, Diluted Total Shareholder Return Amount Total Shareholder Return Amount Term loans Total Term Loans [Member] Total aggregate amount of debt (i) collateralized, backed by, for example, but not limited to, pledge, mortgage or other lien on the entity's assets and (ii) not collateralized by pledge of, mortgage of or other lien on the entity's assets. Preferred stock, aggregate liquidation preference Preferred Stock, Liquidation Preference, Value Lodging buildings and improvements Asset Acquisition, Hotel Buildings And Improvements Asset Acquisition, Hotel Buildings And Improvements Allocation of income to participating securities Undistributed Earnings (Loss) Allocated to Participating Securities, Basic Equity Awards Adjustments, Footnote Equity Awards Adjustments, Footnote [Text Block] Line of credit facility, commitment fee percentage, rate threshold Line Of Credit Facility, Unused Capacity, Commitment Fee Percentage, Rate Threshold Line Of Credit Facility, Unused Capacity, Commitment Fee Percentage, Rate Threshold Onera Purchase Option Financing Receivable Purchase Options Financing Receivable Purchase Options Brickell Joint Venture Brickell Joint Venture [Member] Brickell Joint Venture Subsequent Event [Line Items] Subsequent Event [Line Items] Interest Rate Swap Expiring January 13, 2026 One Interest Rate Swap Expiring January 13, 2026 One [Member] Interest Rate Swap Expiring January 13, 2026 One Fees related to the agreement Fees Expensed Related to Agreement The amount of fees expensed during the reporting period related to the agreement. Debt Instrument [Line Items] Debt Instrument [Line Items] Named Executive Officers, Footnote Named Executive Officers, Footnote [Text Block] Other assets Other Assets Basis of Presentation Basis of Accounting, Policy [Policy Text Block] Diluted (in shares) Weighted average common shares outstanding - diluted (in shares) Weighted Average Number of Shares Outstanding, Diluted MNPI Disclosure Timed for Compensation Value MNPI Disclosure Timed for Compensation Value [Flag] Aggregate CurrentÀ Value Share based Compensation Arrangement by Share based Payment Award, Equity Instruments Other than Options Aggregate Current Value, Nonvested Represents the current value of equity-based compensation awards not vested. Excludes stock and unit options. Total stockholders'À equity Equity, Attributable to Parent Proceeds from borrowings on revolving line of credit Proceeds from Issuance of Debt Management fees Management Service [Member] Annual dividend rate per share (in dollars per share) Preferred Stock, Dividend Rate, Per-Dollar-Amount Gains on sales of investment real estate Gains (Losses) on Sales of Investment Real Estate joint venture, development cost Joint Venture, Development Cost Joint Venture, Development Cost Accounts payable Accounts Payable Sale of Stock [Domain] Sale of Stock [Domain] Preferred dividends and distributions Temporary Equity, Dividends, Adjustment Document Fiscal Period Focus Document Fiscal Period Focus Transaction costs Business Combination, Acquisition Related Costs All Executive Categories All Executive Categories [Member] Dilutive effect of equity-based compensation awards (in shares) Incremental Common Shares Attributable to Dilutive Effect of Share-Based Payment Arrangements Recovery of credit losses Provision for (Recoveries of) Credit Losses Provision for (Recoveries of) Credit Losses 2026 Finite-Lived Intangible Asset, Expected Amortization, Year Two Changed Peer Group, Footnote Changed Peer Group, Footnote [Text Block] ASSETS Assets [Abstract] Other comprehensive loss Other Comprehensive Income (Loss), Net of Tax Document Type Document Type Derivative Contract [Domain] Derivative Contract [Domain] Debt instrument, effective interest rate Debt Instrument, Interest Rate, Effective Percentage Average Annual Effective Fixed Rate Derivative, Average Fixed Interest Rate Schedule of Future Amortization Expenses Schedule of Finite-Lived Intangible Assets, Future Amortization Expense [Table Text Block] Subsequent Event [Table] Subsequent Event [Table] Ratio for conversion Stock Conversion Ratio Represents the ratio applied to the conversion of one type of equity or a class of equity into another type of equity, with new equity shares divided by the former equity shares. Maximum Maximum [Member] Equity Valuation Assumption Difference, Footnote Equity Valuation Assumption Difference, Footnote [Text Block] Term Loans Term Loans [Member] Term Loans Finite-lived intangible assets, net Finite-Lived Intangible Assets, Net Number of shares issued in asset acquisition (in shares) Asset Acquisition, Consideration Transferred, Equity Interest Issued And Issuable, Number Of Shares Asset Acquisition, Consideration Transferred, Equity Interest Issued And Issuable, Number Of Shares Statistical Measurement [Axis] Statistical Measurement [Axis] Non-Rule 10b5-1 Arrangement Terminated Non-Rule 10b5-1 Arrangement Terminated [Flag] Income (loss) from continuing operations before income taxes Income (Loss) from Continuing Operations before Income Taxes, Noncontrolling Interest Non-PEO NEO Average Total Compensation Amount Non-PEO NEO Average Total Compensation Amount Name Outstanding Recovery, Individual Name Common stock redemption of common units Stock Issued During Period, Value, Conversion of Units Title of Individual [Axis] Title and Position [Axis] Award Timing Predetermined Award Timing Predetermined [Flag] Subsequent Event Type [Domain] Subsequent Event Type [Domain] Dividends and distributions paid on common stock and common units Payments of Ordinary Dividends, Common Stock Investment, Name [Axis] Investment, Name [Axis] Loans amount, total Loans Receivable, Total Commitments Loans Receivable, Total Commitments PACE Loan PACE Loan [Member] PACE Loan Diluted (in dollars per share) Earnings Per Share, Diluted Counterparty Name [Domain] Counterparty Name [Domain] Changes in Common Stock [Roll Forward] Changes in Common Stock [Roll Forward] Changes in Common Stock [Roll Forward] Restatement does not require Recovery Restatement Does Not Require Recovery [Text Block] Area of land acquired Area Of Land Acquired Area Of Land Acquired Summit Hotel Operating Partnership Summit Hotel Operating Partnership [Member] Represents information pertaining to the Summit Hotel OP, LP. Ownership [Axis] Ownership [Axis] Vesting percentage Share-Based Compensation Arrangement by Share-Based Payment Award, Award Vesting Rights, Percentage Conversion price, premium percentage Debt Instrument, Convertible, Conversion Price, Premium Percentage Debt Instrument, Convertible, Conversion Price, Premium Percentage Preferred stock, shares issued (in shares) Preferred Stock, Shares Issued Statement of Financial Position [Abstract] Redeemable common unit, conversion ratio Redeemable Common Unit, Conversion Ratio Redeemable Common Unit, Conversion Ratio Debt instrument convertible strike price of capped call transactions (in dollars per share) Debt Instrument, Convertible, Strike Price Of Capped Call Transactions Debt Instrument, Convertible, Strike Price Of Capped Call Transactions Partially Owned Properties Partially Owned Properties [Member] Net income (loss) Net income (loss) Net income (loss) Net Income (Loss), Including Portion Attributable to Noncontrolling Interest Guestrooms sold Sale of Investment Property, Number of Guestrooms Sold Sale of Investment Property, Number of Guestrooms Sold Income tax expense (Note 13) Income tax expense Income Tax Expense (Benefit) Other income (expense): Nonoperating Income (Expense) [Abstract] Notional Amount Derivative, Notional Amount Interest rate swaps Derivative Asset Prior To 2022 Prior To 2022 [Member] Prior To 2022 Fixed rate debt, percentage Debt instrument, fixed rate debt, percentage Long-Term Debt, Percentage Bearing Fixed Interest, Percentage Rate Statement of Comprehensive Income [Abstract] Statement of Comprehensive Income [Abstract] Debt transaction costs Debt Transaction Costs Debt Transaction Costs NET CASH PROVIDED BY (USED IN) INVESTING ACTIVITIES Net Cash Provided by (Used in) Investing Activities Total interest expense and other finance expense presented in the Condensed Consolidated Statements of Operations in which the effects of cash flow hedges are recorded Interest Expense, Operating and Nonoperating Business Acquisition [Line Items] Business Acquisition [Line Items] Key money Key Money [Member] Key Money Proceeds from the sale of non-controlling interests Proceeds From Sale Of Non-Controlling Interests Proceeds From Sale Of Non-Controlling Interests All Adjustments to Compensation All Adjustments to Compensation [Member] Prepaid expenses and other Increase (Decrease) in Prepaid Expense and Other Assets Additional paid-in capital Additional Paid in Capital Employees Employees [Member] Employees [Member] Short-Term Debt, Type [Domain] Short-Term Debt, Type [Domain] Derivative Instruments, Gain (Loss) [Table] Derivative Instruments, Gain (Loss) [Table] Commitments and Contingencies Disclosure [Abstract] Commitments and Contingencies Disclosure [Abstract] Legal Entity [Axis] Legal Entity [Axis] Disposed of by Sale Disposal Group, Disposed of by Sale, Not Discontinued Operations [Member] Purchase price Asset Acquisition, Purchase

Price Asset Acquisition, Purchase Price Name of Property [Domain] Name of Property [Domain] Hyatt Place Hyatt Place Lombard [Member] Hyatt Place Lombard Restricted cash Restricted Cash Long-term Debt, Type [Domain] Long-Term Debt, Type [Domain] Entity Address, State or Province Entity Address, State or Province Derivative Instruments and Hedging Activities Disclosure [Abstract] Derivative Instruments and Hedging Activities Disclosure [Abstract] Erroneous Compensation Analysis Erroneous Compensation Analysis [Text Block] Net carrying amount Disposal Group, Including Discontinued Operation, Consideration Vesting [Domain] Vesting [Domain] Non-vested at the beginning of period (in dollars per share) Non-vested at the end of period (in dollars per share) Share-Based Compensation Arrangement by Share-Based Payment Award, Equity Instruments Other than Options, Nonvested, Weighted Average Grant Date Fair Value LIABILITIES, REDEEMABLE NON-CONTROLLING INTERESTS AND EQUITY Liabilities and Equity [Abstract] Percentage of guestrooms operated under premium franchise brands Percentage Of Guestrooms Operated Under Premium Franchise Brands Percentage Of Guestrooms Operated Under Premium Franchise Brands Series E Cumulative Redeemable Preferred Stock 6.25% SeriesE E Preferred Stock Series E Preferred Stock Series E Preferred Stock [Member] Construction Loans Construction Loans [Member] Restatement Determination Date Restatement Determination Date FairÁ Value Estimate of Fair Value Measurement [Member] Pay vs Performance Disclosure Pay vs Performance Disclosure [Table] Property, Plant and Equipment [Table] Property, Plant and Equipment [Table] Preferred stock, redemption term, period Preferred Stock, Redemption Term, Period Preferred Stock, Redemption Term, Period Right-of-use assets, net Operating Lease, Right-of-Use Asset Erroneously Awarded Compensation Recovery Erroneously Awarded Compensation Recovery [Table] Derivative instruments, gain (loss) recognized Derivative Instruments, Gain (Loss) [Line Items] Short-Term Debt, Type [Axis] Short-Term Debt, Type [Axis] INVESTMENT IN HOTEL PROPERTIES, NET Property, Plant and Equipment [Abstract] Bank Of Cascades Variable due December 19, 2024, Note A Mortgage Loan With Bank Of Cascades Due December 19, 2024 Note A [Member] Represents information pertaining to the mortgage loan with Bank of Cascades due December 19, 2024, Note A EARNINGS PER SHARE Earnings Per Share [Text Block] Subsequent Event Subsequent Event [Member] Debt, increase of commitments amount Debt Instrument, Accordion Feature, Increase Of Commitments Amount Debt Instrument, Accordion Feature, Increase Of Commitments Amount Unrealized gain recognized in Accumulated other comprehensive income (loss) on derivative financial instruments Other Comprehensive Income (Loss), Cash Flow Hedge, Gain (Loss), before Reclassification, after Tax 2024 Term Loan 2024 Term Loan [Member] 2024 Term Loan Granted (in dollars 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 Interest Rate Swap Expiring January 13, 2026 Three Interest Rate Swap Expiring January 13, 2026 Three [Member] Interest Rate Swap Expiring January 13, 2026 Three Peer Group Issuers, Footnote Peer Group Issuers, Footnote [Text Block] Comprehensive income (loss) attributable to common stockholders Comprehensive Income (Loss) Available to Common Stockholders Amount after tax of increase (decrease) in equity from transactions and other events and circumstances from net income and other comprehensive income, attributable to the common stockholders. Executive officers Executive Officer [Member] PEO PEO [Member] Name Trading Arrangement, Individual Name Long-Lived Tangible Asset [Axis] Long-Lived Tangible Asset [Axis] Disposal Group Name [Axis] Disposal Group Name [Axis] Line of credit facility, commitment fee percentage Line of Credit Facility, Unused Capacity, Commitment Fee Percentage Thereafter Finite-Lived Intangible Asset, Expected Amortization, After Year Four Finite-Lived Intangible Asset, Expected Amortization, After Year Four Awards Close in Time to MNPI Disclosures, Table Awards Close in Time to MNPI Disclosures [Table Text Block] Percentage of guestrooms located in the top 100 metropolitan statistical areas Percentage Of Guestrooms Located In Top 100 Metropolitan Statistical Areas Percentage Of Guestrooms Located In Top 100 Metropolitan Statistical Areas Period three Share-Based Payment Arrangement, Tranche Three [Member] CIG Joint Ventures CIG Joint Ventures [Member] CIG Joint Ventures 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] Number of separate joint ventures Number of Separate Joint Ventures Number of Separate Joint Ventures Aggregate Erroneous Compensation Amount Aggregate Erroneous Compensation Amount Joint venture, fee simple interest in property and investments Joint Venture, Fee Simple Interest In Property And Investments Joint Venture, Fee Simple Interest In Property And Investments Local Phone Number Local Phone Number Intangible assets Intangible Assets, Gross (Excluding Goodwill) CASH, CASH EQUIVALENTS AND RESTRICTED CASH Cash and Cash Equivalents, at Carrying Value [Abstract] Aggregate Erroneous Compensation Not Yet Determined Aggregate Erroneous Compensation Not Yet Determined [Text Block] Changes in operating assets and liabilities: Increase (Decrease) in Operating Capital [Abstract] Net income (loss) allocated to common stockholders - basic Net income (loss) attributable to common stockholders Undistributed Earnings (Loss) Available to Common Shareholders, Basic PEO Total Compensation Amount PEO Total Compensation Amount Long-Lived Tangible Asset [Domain] Long-Lived Tangible Asset [Domain] Income Statement Location [Axis] Statement of Income Location, Balance [Axis] Debt Disclosure [Abstract] Debt Disclosure [Abstract] Common Stock Common Stock [Member] AC/Element Hotel AC/Element Hotel [Member] AC/Element Hotel 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] Line of Credit Line of Credit [Member] Land Asset Acquisition, Land Asset Acquisition, Land Shares of common stock acquired for employee withholding requirements (in shares) Shares acquired for employee withholding requirements (in shares) Share-Based Payment Arrangement, Shares Withheld for Tax Withholding Obligation Entity Central Index Key Entity Central Index Key Corporate general and administrative General and Administrative Expense [Member] City National Bank of Florida, Variable Due June 9, 2025 City National Bank of Florida, Variable Due June 9, 2025 [Member] City National Bank of Florida, Variable Due June 30, 2025 Interest Rate Swap Expiring September 30, 2024 Interest Rate Swap Expiring September 30, 2024 [Member] Interest Rate Swap Expiring September 30, 2024 [Member] Non-PEO NEO Average Compensation Actually Paid Amount Non-PEO NEO Average Compensation Actually Paid Amount Legal Entity of Counterparty, Type [Axis] Legal Entity of Counterparty, Type [Axis] EQUITY Equity [Text Block] Purchase options, exercise price Purchase Options, Exercise Price Purchase Options, Exercise Price Award Timing, How MNPI Considered Award Timing, How MNPI Considered [Text Block] Restricted stock Restricted Stock [Member] Risk free rate Measurement Input, Risk Free Interest Rate [Member] Measurement Basis [Axis] Measurement Basis [Axis] Intangible Assets, Net (Excluding Goodwill) [Abstract] Intangible Assets, Net (Excluding Goodwill) [Abstract] Title Trading Arrangement, Individual Title Consolidated Entities [Axis] Consolidated Entities [Axis] Unsecured debt Unsecured Debt [Member] Net assets acquired Asset Acquisition, Total Assets Acquired Asset Acquisition, Total Assets Acquired Unrecognized tax benefits Unrecognized Tax Benefits Comprehensive (income) loss attributable to non-controlling interests Comprehensive Income (Loss), Net of Tax, Attributable to Noncontrolling Interest City Area Code City Area Code Asset acquisition, transaction costs Asset Acquisition, Consideration Transferred, Transaction Cost Debt extension period Debt Instrument, Extension Period Debt Instrument, Extension Period Additional contingent consideration Business Combination, Contingent Consideration, Liability Disposal Group Classification [Domain] Disposal Group Classification [Domain] Insider Trading Policies and Procedures Not Adopted Insider Trading Policies and Procedures Not Adopted [Text Block] (Gain) loss on disposal of assets, net Gain (Loss) on Disposition of Assets Preferred Stock Preferred Stock [Member] Amount available for borrowing Line of Credit Facility, Remaining Borrowing Capacity Schedule of Unobservable Inputs for Fair Values of Purchase Options Fair Value Measurement Inputs and Valuation Techniques [Table Text Block] Weighted-Average GrantÁ FairÁ Value Share-Based Compensation Arrangement by Share-Based Payment Award, Equity Instruments Other than Options, Nonvested, Weighted Average Grant Date Fair Value [Abstract] Subsequent Event Type [Axis] Subsequent Event Type [Axis] Series Z Preferred Units Series Z Preferred Units [Member] Series Z Preferred Units Income (loss) per common share: Earnings Per Share [Abstract] Equity [Abstract] Equity [Abstract] Accumulated deficit and distributions in excess of retained earnings Retained Earnings (Accumulated Deficit) Line of credit facility, extension term Line Of Credit Facility, Extension Term Line Of Credit Facility, Extension Term Schedule of Restricted Stock Awards Schedule of Nonvested Share Activity [Table Text Block] Class of Stock [Domain] Class of Stock [Domain] Schedule of Fixed-rate and Variable-rate Debt, after Giving Effect to Interest Rate Derivative Schedule of Debt [Table Text Block] Corporate general and administrative General and Administrative Expense Schedule of Common Stock Activity Schedule Of Common Stock Activity [Table Text Block] Schedule of Common Stock Activity [Table Text Block] Aggregate Available Trading Arrangement, Securities Aggregate Available Amount Equity Awards Adjustments Equity Awards Adjustments [Member] Lease liabilities, net Total Operating Lease, Liability Nordic Lodge Nordic Lodge [Member] Nordic Lodge Underlying Securities Award Underlying Securities Amount Preferred stock, \$0.01 par value per share, 100,000,000 shares authorized: Preferred Stock, Number of Shares, Par Value and Other Disclosure [Abstract] Dividends and distributions on common stock and common units Dividends, Common Stock, Cash Amendment Flag Amendment Flag Debt instrument convertible strike price of capped call transactions premium percentage Debt Instrument, Convertible, Strike Price Of Capped Call Transactions Premium Percentage Debt Instrument, Convertible, Strike Price Of Capped Call Transactions Premium Percentage Carrying Value Reported Value Measurement [Member] Stock Appreciation Rights (SARs) Stock Appreciation Rights (SARs) [Member] Increase (Decrease) in Temporary Equity [Roll Forward] Increase (Decrease) in Temporary Equity [Roll Forward] Subsequent Events [Abstract] Subsequent Events [Abstract] SUPPLEMENTAL CASH FLOW INFORMATION Cash Flow, Supplemental Disclosures [Text Block] Debt issuance costs Debt Issuance Costs, Net DEBT Debt Disclosure [Text Block] Fair Value Hierarchy and NAV [Domain] Fair Value Hierarchy and NAV [Domain] Schedule of Indefinite-Lived Intangible Assets Schedule of Indefinite-Lived Intangible Assets [Table Text Block] Recovery of Erroneously Awarded Compensation Disclosure [Line Items] Debt instrument, face amount Debt Instrument, Face Amount Entity Address, Postal Zip Code Entity Address, Postal Zip Code Collaborative Arrangement and Arrangement Other than Collaborative [Axis] Collaborative Arrangement and Arrangement Other than Collaborative [Axis] Interest rate swaps Interest Rate Swap [Member] \$200 Million Term Loan Term Loan Two Hundred Million [Member] Term Loan Two Hundred Million [Member] Cash and cash equivalents Cash and Cash Equivalents, at Carrying Value Guestrooms Number of units in real estate property Number of Units in Real Estate Property Interest Rate Swap Expiring January 13, 2026 Two Interest Rate Swap Expiring January 13, 2026 Two [Member] Interest Rate Swap Expiring January 13, 2026 Two 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] Forfeited (in dollars per share) Share-Based Compensation Arrangement by Share-Based Payment Award, Equity Instruments Other than Options, Forfeitures, Weighted Average Grant Date Fair Value Gain on extinguishment of debt Gain on extinguishment of debt Gain (Loss) on Extinguishment of Debt Funding of real estate loans Payments to Acquire Notes Receivable 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] Director stock Share-Based Payment Arrangement [Member] Hotel properties, useful lives (in years) Property, Plant and Equipment, Useful Life NON-CONTROLLING INTERESTS AND REDEEMABLE NON-CONTROLLING INTERESTS Noncontrolling Interest Disclosure [Text Block] Depreciation and amortization Depreciation and amortization Depreciation, Depletion and Amortization, Nonproduction Fair Value Measurement [Domain] Fair Value Measurement [Domain] Franchise fees received by each franchisor as a percentage of each hotel property's gross revenue Franchise Fees Received By Each Franchisor As Percentage Of Each Real Estate Property's Gross Revenue The franchise fees received by each franchisor as a percentage of each real estate property's gross revenue under the agreement. Accounts payable Increase (Decrease) in Accounts Payable Sale of real estate property Proceeds from Sale, Real Estate, Held-for-Investment Adjustment To PEO Compensation, Footnote Adjustment To PEO Compensation, Footnote [Text Block] Accrued and unpaid dividends Accrued And Unpaid Dividends Accrued And Unpaid Dividends Class of Financing Receivable [Axis] Class of Financing Receivable [Axis] Air rights Air Rights [Member] Air Rights Designated as hedges Designated as Hedging Instrument [Member] Net income (loss) allocated to common stockholders - basic Net Income (Loss) Available to Common Stockholders, Basic Compensation Actually Paid vs. Other Measure Compensation Actually Paid vs. Other Measure [Text Block] Schedule of Stock by Class [Table] Stock, Class of Stock [Table] Tax incentives Tax Incentives [Member] Tax Incentives 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] Management Agreements Management Agreements [Member] Represents information pertaining to the management agreements. Weighted-average common shares outstanding: Denominator: Weighted Average Number of Shares Outstanding, Diluted [Abstract] Total assets Assets Cost of goods and services sold Cost of Goods and Services Sold Period four Share-based Payment Arrangement, Tranche Four [Member] Share-based Payment Arrangement, Tranche Four Forgone Recovery due to Violation of Home Country Law, Amount Forgone Recovery due to Violation of Home Country Law, Amount Commitments and contingencies (Note 11) Commitments and Contingencies Termination Date Trading Arrangement Termination Date DESCRIPTION OF BUSINESS Nature of Operations [Text Block] 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 Joint Venture Term Loan Joint Venture Term Loan [Member] Joint Venture Term Loan Non-cash interest income Noncash Interest Income Noncash Interest Income Debt Instrument [Axis] Debt Instrument [Axis] Net Income (Loss) Net Income (Loss) Attributable to Parent Trading Arrangement: Trading Arrangement [Axis] Pay vs Performance Disclosure, Table Pay vs Performance [Table Text Block] Credit facility, current borrowing capacity Line of Credit Facility, Current Borrowing Capacity Equity Awards Adjustments, Excluding Value Reported in Compensation Table Equity Awards Adjustments, Excluding Value Reported in the Compensation Table [Member] NumberÁ of Encumbered Á Properties Mortgage Loans on Real Estate Number of Real Estate Properties Encumbered Represents the number of real estate properties owned as of the balance sheet date encumbered by mortgages. Entity File Number Entity File Number Consolidated Entities [Domain] Consolidated Entities [Domain] Non-controlling Interests Noncontrolling Interest [Member] Income Statement [Abstract] Income Statement [Abstract] Entity Address, Address Line One Entity Address, Address Line One Schedule of Real Estate Properties [Table] Real Estate Property, Ownership [Table] Entity Address, Address Line Two Entity Address, Address Line Two 2025 Share-based Payment Arrangement, Nonvested Award, Cost Not yet Recognized, Amount, Year One Share-based Payment Arrangement, Nonvested Award, Cost Not yet Recognized, Amount, Year One Accrued expenses and other Increase (Decrease) in Accrued Liabilities and Other Operating Liabilities Name Forgone Recovery, Individual Name Award Date [Domain] Award Date [Domain] Operating lease weighted average remaining lease term Operating Lease, Weighted Average Remaining Lease Term Other Other Noncash Income (Expense) Award Timing MNPI Considered Award Timing MNPI Considered [Flag] Outstanding Aggregate Erroneous Compensation Amount Outstanding Aggregate Erroneous Compensation Amount Fair Value, Balance Sheet Grouping, Financial Statement Captions [Line Items] Fair Value, Balance Sheet Grouping, Financial Statement Captions [Line Items] Convertible senior notes due 2026 1.50% Convertible Senior Notes 1.50% Convertible Senior Notes [Member] 1.50% Convertible Senior Notes PEO Actually Paid Compensation Amount PEO Actually Paid Compensation Amount Thereafter Lessee, Operating Lease, Liability, Payments Due, After Year Four Lessee, Operating Lease, Liability, Payments Due, After Year Four Accumulated DeficitÁ and Distributions Accumulated Distributions in Excess of Net Income [Member] GIC GIC [Member] GIC [Member] Adjustment to Compensation: Adjustment to Compensation [Axis] Acquisitions of lodging properties Payments to Acquire Commercial Real Estate Less - (income) loss attributable to non-controlling interests Net Income (Loss) Attributable to Noncontrolling Interest Document Quarterly Report Document Quarterly Report Gain reclassified from Accumulated other comprehensive income (loss) to interest expense Other Comprehensive Income (Loss), Cash Flow Hedge, Gain (Loss), Reclassification, after Tax Accumulated other comprehensive income Accumulated Other Comprehensive Income (Loss), Net of Tax Restricted cash Restricted Cash and Cash Equivalents Pension Adjustments Service Cost Pension Adjustments Service Cost [Member] Onera Joint Venture Onera Joint Venture [Member] Onera Joint Venture Related Party [Axis] Related and Nonrelated Parties [Axis] Basic (in shares) Weighted average common shares outstanding - basic (in shares) Weighted Average Number of Shares Outstanding, Basic Stock Price or TSR Estimation Method Stock Price or TSR Estimation Method [Text Block] Proceeds from asset dispositions, net Proceeds from Sale of Productive Assets Total equity beginning balance Ending balance Equity, Including Portion Attributable to Noncontrolling Interest Name Awards Close in Time to MNPI Disclosures, Individual Name GIC Joint Venture GIC Joint Venture [Member] GIC Joint Venture Construction in progress Construction in Progress [Member] Entity Filer Category Entity Filer Category Debt instrument, basis spread on variable rate, floor Debt Instrument, Basis Spread on Variable Rate, Floor Debt Instrument, Basis Spread on Variable Rate, Floor Federal Funds Rate Fed Funds Effective Rate Overnight Index Swap Rate [Member] Statistical Measurement [Domain] Statistical Measurement [Domain] Accrued acquisitions and improvements to lodging properties Accrued Acquisitions Costs And Improvements To Hotel Properties Accrued Acquisitions Costs And Improvements To Hotel Properties Secured Mortgage Indebtedness Secured Mortgage Indebtedness [Member] Secured Mortgage Indebtedness Aggregate CurrentÁ Value Share-Based Compensation Arrangement by Share-Based Payment Award, Equity Instruments Other than Options, Additional Disclosures [Abstract] Number of unencumbered hotel properties Number of Unencumbered Hotel Properties Number of Unencumbered Hotel Properties Annual grants to independent directors Director [Member] \$400 Million Revolver Revolving Credit Facility Four Hundred Million [Member] Revolving Credit Facility Four Hundred Million [Member] All Trading Arrangements All Trading Arrangements [Member] Compensation Actually Paid vs. Net Income Compensation Actually Paid vs. Net Income [Text Block] Schedule of Components used to Calculate Basic and Diluted Earnings Per Share Schedule of Earnings Per Share, Basic and Diluted

[Table Text Block] Vesting period Share-Based Compensation Arrangement by Share-Based Payment Award, Award Vesting Period Rule 10b5-1 Arrangement Adopted Rule 10b5-1 Arrangement Adopted [Flag] Awards Close in Time to MNPI Disclosures Awards Close in Time to MNPI Disclosures [Table] Derivative financial instruments and hedging Derivative [Line Items] Derivative [Line Items] Cash payments for income taxes, net of refunds Income Taxes Paid, Net Commitments and contingencies Other Commitments [Line Items] Schedule of Asset Held for Sale Disclosure of Long-Lived Assets Held-for-Sale [Table Text Block] Debt instrument, conversion ratio Debt Instrument, Convertible, Conversion Ratio Pay vs Performance Disclosure [Line Items] Redeemable non-controlling interests Beginning balance Ending balance Redeemable Noncontrolling Interest, Equity, Carrying Amount Peer Group Total Shareholder Return Amount Peer Group Total Shareholder Return Amount Derivative [Table] Derivative [Table] 2018 Senior Credit Facility Senior Credit Facility Six Hundred Million [Member] Senior Credit Facility Six Hundred Million [Member] \$75 Million Term Loan \$75 Million Term Loan [Member] \$75 Million Term Loan [Member] 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, shares outstanding (in shares) Beginning shares of Common Stock outstanding (in shares) Ending shares of Common Stock outstanding (in shares) Common Stock, Shares, Outstanding Hilton Garden Inn Hilton Garden Inn [Member] Hilton Garden Inn Operating lease cost Operating Lease, Cost Meta Bank 4.44% Fixed due July 1, 2027 Mortgage Loan With Meta Bank Due July 1, 2027 [Member] Mortgage Loan With Meta Bank Due July 1, 2027 [Member] Gain (loss) on disposal of assets, net Gain (Loss) on Disposition of Property Plant Equipment, Excluding Oil and Gas Property and Timber Property Cash flow hedges Cash Flow Hedging [Member] Loans Payable Loans Payable [Member] Entity Tax Identification Number Entity Tax Identification Number Schedule of Finite-Lived Intangible Assets [Table] Intangible Asset, Finite-Lived [Table] Schedule of Outstanding Indebtedness Schedule of Long-Term Debt Instruments [Table Text Block] Interest rate effect on assumed conversion of convertible debt Interest on Convertible Debt, Net of Tax Onera Mezzanine Loan Onera Mezzanine Loan [Member] Onera Mezzanine Loan Sale of stock aggregate offering price Sale of Stock, Consideration Received on Transaction Letter of credit Loans Receivable, Letter of Credit Loans Receivable, Letter of Credit Wholly Owned Properties and Joint Venture Debt Wholly Owned Properties and Joint Venture Debt [Member] Wholly Owned Properties and Joint Venture Debt Equity Components [Axis] Equity Components [Axis] Bank Of Cascades 4.30% Fixed due December 19, 2024, Note B Mortgage Loan With Bank Of Cascades Due December 19, 2024 Note B [Member] Represents information pertaining to the mortgage loan with Bank of Cascades due December 19, 2024, Note B Trade Receivables Accounts Receivable [Policy Text Block] Furniture, fixtures and equipment Asset Acquisition, Furniture, Fixtures And Equipment Asset Acquisition, Furniture, Fixtures And Equipment Flagstaff, AZ Flagstaff, AZ [Member] Flagstaff, AZ [Member] Total expenses Costs and Expenses Business Acquisition, Acquiree [Domain] Business Acquisition, Acquiree [Domain] Geographical [Axis] Geographical [Axis] Award Date [Axis] Award Date [Axis] Tenant income Rental Income, Nonoperating 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] Intangible assets Intangible Assets [Member] Intangible Assets [Member] Lessee, Lease, Description [Line Items] Lessee, Lease, Description [Line Items] Interest Rate Swap Expiring January 31, 2029 Interest Rate Swap Expiring January 31, 2029 [Member] Interest Rate Swap Expiring January 31, 2029 Expected annualized equity dividend yield Measurement Input, Expected Dividend Rate [Member] Beginning of period End of period TOTAL CASH, CASH EQUIVALENTS AND RESTRICTED CASH Cash, Cash Equivalents, Restricted Cash, and Restricted Cash Equivalents Weighted average interest rate for all borrowings Debt, Weighted Average Interest Rate Total Share-Based Payment Arrangement, Nonvested Award, Cost Not yet Recognized, Amount Indefinite-lived Intangible Assets, Major Class Name [Domain] Indefinite-Lived Intangible Assets, Major Class Name [Domain] \$125 Million Revolving Credit Facility \$125 Million Revolver \$125 Million Revolving Credit Facility [Member] \$125 Million Revolving Credit Facility [Member] Forgone Recovery due to Disqualification of Tax Benefits, Amount Forgone Recovery due to Disqualification of Tax Benefits, Amount Product and Service [Domain] Product and Service [Domain] Vested (in dollars 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] Preferred stock, shares outstanding (in shares) Beginning preferred shares outstanding (in shares) Ending preferred shares outstanding (in shares) Preferred Stock, Shares Outstanding Non-recourse Loan Non-Recourse Loan [Member] Non-recourse Loan [Member] Security Exchange Name Security Exchange Name Debt basis spread on variable rate Debt Instrument, Basis Spread on Variable Rate Wholly owned properties Wholly Owned Properties [Member] Acquired property Business Combination, Contingent Consideration, Liability, Maximum Increase in Purchase Price Business Combination, Contingent Consideration, Liability, Maximum Increase in Purchase Price Number A of a Shares Share-Based Compensation Arrangement by Share-Based Payment Award, Equity Instruments Other than Options, Nonvested, Number of Shares (Roll Forward) NCI Transaction NCI Transaction [Member] NCI Transaction GIC Joint Venture Credit Facility and Term Loans GIC Joint Venture Credit Facility and Term Loans [Member] GIC Joint Venture Credit Facility and Term Loans Forgone Recovery, Explanation of Impracticability Forgone Recovery Explanation of Impracticability [Text Block] Deposits required under the agreement as a percentage of the hotel property's gross revenue, into a reserve fund for capital expenditures Deposits Required As Percentage Of Real Estate Property's Gross Revenue into Reserve Fund for Capital Expenditures The deposits required under the agreement as a percentage of the hotel property's gross revenue, into a reserve fund for capital expenditures. Less accumulated depreciation and amortization Real Estate Investment Property, Excluding Undeveloped Land, Accumulated Depreciation And Amortization Real Estate Investment Property, Excluding Undeveloped Land, Accumulated Depreciation And Amortization Investment in lodging property under development Investment in Hotel Properties Under Development Investment in Hotel Properties Under Development Property taxes, insurance and other Real Estate Taxes and Insurance Lease remaining term Operating Lease, Remaining Lease Term Operating Lease, Remaining Lease Term Common stock, shares issued (in shares) Common Stock, Shares, Issued Entity [Domain] Entity [Domain] Credit facility, maximum borrowing capacity Line of Credit Facility, Maximum Borrowing Capacity Assets held for sale, net Disposal Group, Including Discontinued Operation, Assets Insider Trading Policies and Procedures Adopted Insider Trading Policies and Procedures Adopted [Flag] Trade receivables, net Accounts Receivable, after Allowance for Credit Loss Common stock, shares authorized (in shares) Common Stock, Shares Authorized Fair Value Derivative Assets (Liabilities), at Fair Value, Net 2024 Finite-Lived Intangible Asset, Expected Amortization, Remainder of Fiscal Year Long-term Debt, Type [Axis] Long-Term Debt, Type [Axis] Schedule of Supplemental Cash Flow Information Schedule of Cash Flow, Supplemental Disclosures [Table Text Block] Hyatt Place Hyatt Place [Member] Hyatt Place Hedging Designation [Domain] Hedging Designation [Domain] Interest expense Interest Expense, Nonoperating Room Occupancy [Member] Recurring basis Fair Value, Recurring [Member] Conversion price, debt instruments (in dollars per share) Debt Instrument, Convertible, Conversion Price Net income (loss) Net Income (Loss) Available To Common Stockholders Before Amounts Allocated To Participating Securities Net Income (Loss) Available To Common Stockholders Before Amounts Allocated To Participating Securities Ownership percentage of equity interests Subsidiary, Ownership Percentage, Parent Debt, net of debt issuance costs Debt, net of debt issuance costs Outstanding loan balance Long-Term Debt Pension Adjustments Prior Service Cost Pension Adjustments Prior Service Cost [Member] Undeveloped Land Undeveloped Land [Member] Undeveloped Land Variable-rate debt Long-Term Debt, Percentage Bearing Variable Interest, Amount Fair Value, by Balance Sheet Grouping [Table] Fair Value, by Balance Sheet Grouping [Table] Pension Benefits Adjustments, Footnote Pension Benefits Adjustments, Footnote [Text Block] Total Shareholder Return Vs Peer Group Total Shareholder Return Vs Peer Group [Text Block] Under Contract For Sale Under Contract For Sale [Member] Under Contract For Sale Vested (in shares) Share-Based Compensation Arrangement by Share-Based Payment Award, Equity Instruments Other than Options, Vested in Period Holiday Inn Express & Suites Holiday Inn Express & Suites [Member] Holiday Inn Express & Suites Stockholders' Equity Parent [Member] Indefinite-lived intangible assets Indefinite-Lived Intangible Assets (Excluding Goodwill) Amortization expenses Amortization of Intangible Assets Operating Partnership Units Operating Partnership Units [Member] Operating Partnership Units Financing fees, debt transaction costs and other issuance costs Payments of Financing Costs Adjustment of redeemable non-controlling interests to redemption value Stockholders' Equity, Accretion To Redemption Value, Adjustment Stockholders' Equity, Accretion To Redemption Value, Adjustment Other Unclassified Indefinite-Lived Intangible Assets [Member] Accounting Policies [Abstract] Accounting Policies [Abstract] Liabilities: Liabilities [Abstract] Revenues: Revenues [Abstract] Unamortized discount related to convertible notes Unamortized discount related to convertible notes Debt Instrument, Unamortized Discount Less - Preferred dividends Preferred dividends and distributions Preferred Stock Dividends, Income Statement Impact Purchase options, measurement input Purchase Options, Measurement Input Purchase Options, Measurement Input Variable-rate debt, percentage Long-Term Debt, Percentage Bearing Variable Interest, Percentage Rate Current Fiscal Year End Date Current Fiscal Year End Date Less: Imputed interest Lessee, Operating Lease, Liability, Undiscounted Excess Amount PEO Name PEO Name Vesting [Axis] Vesting [Axis] Award Type [Domain] Award Type [Domain] Term Loans with Wells Fargo due June 6, 2028 Term Loans With Wells Fargo Due June 6, 2028 [Member] Term Loans With Wells Fargo Due June 6, 2028 Equity-based compensation (in shares) Shares Issued, Shares, Share-Based Payment Arrangement, after Forfeiture Investments in lodging property, net Investments in lodging property, net Lodging Property Investment, Net, Excluding Undeveloped Land Lodging Property Investment, Net, Excluding Undeveloped Land Compensation Actually Paid vs. Company Selected Measure Compensation Actually Paid vs. Company Selected Measure [Text Block] Limited partner capital account units conversion ratio Limited Partner Capital Account Units Conversion Ratio Ratio applied to the conversion of limited partner capital account units into equity with equity shares divided by limited partner capital account units. Schedule of Unrecognized Equity-based Compensation Expense for all Non-vested Awards Share-Based Payment Arrangement, Nonvested Award, Cost [Table Text Block] Non-PEO NEO Non-PEO NEO [Member] Bank of America, N.A Term Loan, variable due January 13, 2026 Bank of America, N.A Term Loan, Variable due January 13, 2027 [Member] Bank of America, N.A Term Loan, Variable due January 13, 2027 Additional Paid-In Capital Additional Paid-in Capital [Member] Hedging Relationship [Axis] Hedging Relationship [Axis] Class of Stock [Line Items] Class of Stock [Line Items] New Accounting Standards New Accounting Pronouncements, Policy [Policy Text Block] Vesting Criteria [Domain] Vesting Criteria [Domain] The types of vesting specified for share-based compensation awards. Class of Stock [Axis] Class of Stock [Axis] Title of Individual [Domain] Title and Position [Domain] Finite-Lived Intangible Assets by Major Class [Axis] Finite-Lived Intangible Assets by Major Class [Axis] Less - accumulated amortization Finite-Lived Intangible Assets, Accumulated Amortization Name Measure Name Entity Interactive Data Current Entity Interactive Data Current Limited partner, ownership percentage Limited Liability Company or Limited Partnership, Members or Limited Partners, Ownership Interest Accrued expenses and other Accrued And Other Liabilities Accrued And Other Liabilities Schedule of Disclosures Concerning Financial Instruments Measured at Fair Value Schedule of Fair Value, Assets and Liabilities Measured on Recurring Basis [Table Text Block] Number of extension options Debt Instrument, Number Of Extension Options Debt Instrument, Number Of Extension Options Equity-based compensation Share-Based Payment Arrangement, Noncash Expense Loans receivable term until purchase option available Loans Receivable, Term Until Purchase Option Available Loans Receivable, Term Until Purchase Option Available Period two Share-Based Payment Arrangement, Tranche Two [Member] In 2022 In 2022 [Member] In 2022 Interest Rate Interest rate Debt Instrument, Interest Rate, Stated Percentage Real Estate Property Ownership [Axis] Real Estate Property Ownership [Axis] Real Estate Properties [Domain] Real Estate Properties [Domain] Net income (loss) allocated to common stockholders - diluted Net income (loss) allocated to common stockholders - diluted Net Income (Loss) Available to Common Stockholders, Diluted Schedule of Location in Financial Statements of Gain or Loss Recognized on Derivative Financial Instruments Designated as Cash Flow Hedges Derivative Instruments, Gain (Loss) [Table Text Block] Total other expense, net Nonoperating Income (Expense) Improvements to lodging properties Payments for Capital Improvements Preferred stock, dividend rate Preferred Stock, Dividend Rate, Percentage Investment Company, Financial Highlights [Line Items] Investment Company, Financial Highlights [Line Items] Operating income Operating Income (Loss) Variable Rate [Domain] Variable Rate [Domain] Number of reportable segments Number of Reportable Segments Total liabilities, redeemable non-controlling interests and equity Liabilities and Equity SUBSEQUENT EVENTS Subsequent Events [Text Block] Rule 10b5-1 Arrangement Terminated Rule 10b5-1 Arrangement Terminated [Flag] Fair Value Hierarchy and NAV [Axis] Fair Value Hierarchy and NAV [Axis] Recovery of credit losses Recoveries Of Credit Losses Recoveries Of Credit Losses Hedging Designation [Axis] Hedging Designation [Axis] DERIVATIVE FINANCIAL INSTRUMENTS AND HEDGING Derivative Instruments and Hedging Activities Disclosure [Text Block] Interest income Investment Income, Interest Finite-Lived Intangible Assets, Major Class Name [Domain] Finite-Lived Intangible Assets, Major Class Name [Domain] Underlying Security Market Price Change Underlying Security Market Price Change, Percent Measurement Input Type [Axis] Measurement Input Type [Axis] Individual: Individual [Axis] Buildings and improvements Lodging buildings and improvements Building and Building Improvements [Member] Shares of common stock acquired for employee withholding requirements Share-Based Payment Arrangement, Decrease for Tax Withholding Obligation Accumulated Comprehensive Income A (Loss) AOCI Attributable to Parent [Member] New Orleans, LA New Orleans, LA [Member] New Orleans, LA Product and Service [Axis] Product and Service [Axis] Investment in Hotel Properties, net Property, Plant and Equipment [Line Items] Statement [Line Items] Statement [Line Items] Measurement Input Type [Domain] Measurement Input Type [Domain] Investments in Lodging Property, net Investment in Hotel Properties [Policy Text Block] Investment in Hotel Properties One individual lodging property One Individual Lodging Property [Member] One Individual Lodging Property Expenses: Operating Expenses [Abstract] Mezzanine Loans Mezzanine Loans [Member] Mezzanine Loans [Member] Schedule of Estimated Useful Lives of Hotel Properties and Related Assets Schedule of Investment in Lodging Properties, Net Property, Plant and Equipment [Table Text Block] Compensation Actually Paid vs. Total Shareholder Return Compensation Actually Paid vs. Total Shareholder Return [Text Block] Expected volatility Measurement Input, Option Volatility [Member] San Antonio, TX San Antonio, TX [Member] San Antonio, TX Dallas (Plano), TX Dallas (Plano), TX [Member] Dallas (Plano), TX Current Estimate of Credit Losses Credit Loss, Financial Instrument [Policy Text Block] Interest Rate Swap Expiring December 31, 2025 Interest Rate Swap Expiring December 31, 2025 [Member] Interest Rate Swap Expiring December 31, 2025 [Member] Fixed interest rate Derivative, Fixed Interest Rate Minimum [Member] Unamortized debt issuance costs Unamortized Debt Issuance Expense Adoption Date Trading Arrangement Adoption Date Bad debt expense Accounts Receivable, Credit Loss Expense (Reversal) Grants under the Equity Plan (in shares) Shares Issued, Shares, Share-Based Payment Arrangement, before Forfeiture 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] Derivative Instrument [Axis] Derivative Instrument [Axis] Principal Balance Outstanding Debt, gross Outstanding borrowings Long-Term Debt, Gross Exercise Price Award Exercise Price Real Estate Properties [Line Items] Real Estate Properties [Line Items] Arrangement Duration Trading Arrangement Duration SpringHill Suites SpringHill Suites [Member] SpringHill Suites Undesignated Preferred Stock Preferred Stock Undesignated [Member] Preferred shares which may provide a preferential dividend to the dividend on common stock and may take precedence over common stock in the event of a liquidation with no class designation. Line of credit facility, extension periods Line Of Credit Facility, Extension Periods Line Of Credit Facility, Extension Periods Name of Property [Axis] Name of Property [Axis] Keybank National Association Term Loan due February 14, 2025 Keybank National Association Term Loan Due February 14, 2025 [Member] Keybank National Association Term Loan Due February 14, 2025 [Member] Interest Rate Floor Interest Rate Floor [Member] Material Terms of Trading Arrangement Material Terms of Trading Arrangement [Text Block] 2028 Finite-Lived Intangible Asset, Expected Amortization, Year Four All Individuals All Individuals [Member] BASIS OF PRESENTATION AND SIGNIFICANT ACCOUNTING POLICIES Basis of Presentation and Significant Accounting Policies [Text Block] Fixed rate debt Long-Term Debt, Percentage Bearing Fixed Interest, Amount Number of joint ventures entered into Number of Joint Ventures Entered Into Number of Joint Ventures Entered Into Variable Rate [Axis] Variable Rate [Axis] Income Tax Disclosure [Abstract] Income Tax Disclosure [Abstract] Entities [Table] Entities [Table] Debt Debt Instrument, Fair Value Disclosure Other income, net Other Nonoperating Income (Expense) Intangible assets, net Intangible Assets, Net (Excluding Goodwill) Statement of Stockholders' Equity [Abstract] Statement of Stockholders' Equity [Abstract] Performance-based restricted stock Vesting Based On Performance [Member] Represents a share based compensation award with vesting based on achievement of performance conditions. Cash dividends declared, preferred stock (in dollars per share) Preferred Stock, Dividends Per Share, Declared Operating partnership Summit Hotel OP, LP [Member] Summit Hotel OP, LP Preferred dividends and distributions Dividends, Preferred Stock, Cash Insurance premium financing Insurance Premium Financing Insurance Premium Financing Lender Name [Axis] Lender Name [Axis] Assets: Assets, Fair Value Disclosure [Abstract] Share-Based Payment Arrangement, Expensed and Capitalized, Amount [Table] Share-Based Payment Arrangement, Expensed and Capitalized, Amount [Table] Related Party [Domain] Related and Nonrelated Parties [Domain] Mortgage loans Mortgages [Member] Interest expense Interest Expense [Member] Common stock redemption of common units (in shares) Common Unit redemptions (in shares) Stock Issued During Period, Shares, Conversion of Units Number of debt extended Number of Debt Instrument Extended Number of Debt Instrument Extended Real Estate [Domain] Real Estate [Domain] Hotel Portfolio Other Than Ones Owned Through Joint Venture Hotel Portfolio Other Than Ones Owned Through Joint Venture [Member] Hotel Portfolio Other Than Ones Owned Through Joint Venture Courtyard By Marriott Courtyard By Marriott [Member] Courtyard By Marriott COMMITMENTS AND CONTINGENCIES Commitments and Contingencies Disclosure [Text Block]

Measure: Measure [Axis] Equity-based compensation Shares Issued, Value, Share-Based Payment Arrangement, after Forfeiture Share price (in dollars per share) Share Price Preferred stock, shares authorized (in shares) Preferred Stock, Shares Authorized Entity Emerging Growth Company Entity Emerging Growth Company Indefinite-lived Intangible Assets [Axis] Indefinite-Lived Intangible Assets [Axis] Revolving debt Total Revolving Credit Facility [Member] Total Revolving Credit Facility [Member] Number of common units owned (in shares) Limited Partners' Capital Account, Units Outstanding Lessee, Lease, Description [Table] Lessee, Lease, Description [Table] Additional borrowing capacity Line of Credit, Additional Borrowing Capacity Without Restrictions Line of Credit, Additional Borrowing Capacity Without Restrictions Non-GAAP Measure Description Non-GAAP Measure Description [Text Block] Equity Component [Domain] Equity Component [Domain] Preferred stock, par value (in dollars per share) Preferred Stock, Par or Stated Value Per Share RECONCILIATION OF CASH, CASH EQUIVALENTS AND RESTRICTED CASH WITHIN THE CONDENSED CONSOLIDATED BALANCE SHEET TO THE AMOUNTS SHOWN IN THE STATEMENT OF CASH FLOWS ABOVE: Cash, Cash Equivalents, Restricted Cash, and Restricted Cash Equivalents [Abstract] Adjustments to reconcile net income (loss) to net cash provided by operating activities: Adjustments, Noncash Items, To Reconcile Net Income (Loss) to Cash Provided by (Used in) Operating Activities [Abstract] Additional 402(v) Disclosure Additional 402(v) Disclosure [Text Block] General partner, ownership interest Limited Liability Company (LLC) or Limited Partnership (LP), Managing Member or General Partner, Ownership Interest Entity Shell Company Entity Shell Company Entity Incorporation, State or Country Code Entity Incorporation, State or Country Code Statement [Table] Statement [Table] Proceeds from sale, property, held-for-sale Proceeds from Sale, Property, Held-for-Sale Measurement Frequency [Domain] Measurement Frequency [Domain] Counterparty Name [Axis] Counterparty Name [Axis] Hyatt Place Hyatt Place Hoffman Estates [Member] Hyatt Place Hoffman Estates Hotels Owned Through Joint Venture Hotels Owned Through Joint Venture [Member] Hotels Owned Through Joint Venture Unaffiliated Third Parties Unaffiliated Third Parties [Member] Represents entities that are not affiliated with the reporting entity or its subsidiaries. Cash payments for interest Interest Paid, Excluding Capitalized Interest, Operating Activities Increase in carrying amount of lodging property related to contingent consideration Increase in Carrying Value of Lodging Property Related to Contingent Consideration Increase in Carrying Value of Lodging Property Related to Contingent Consideration Percentage of guestrooms located in the top 50 metropolitan statistical areas Percentage Of Guestrooms Located In Top 50 Metropolitan Statistical Areas Percentage Of Guestrooms Located In Top 50 Metropolitan Statistical Areas LevelA 1 Fair Value, Inputs, Level 1 [Member] Loan mature term additional at borrower's option Financing Receivable, Loan Extension Option Financing Receivable, Loan Extension Option Statement of Cash Flows [Abstract] Statement of Cash Flows [Abstract] Number of promissory notes Number Of Promissory Notes Number Of Promissory Notes Schedule of Long-term Debt Instruments [Table] Schedule of Long-Term Debt Instruments [Table] Reclassification from other comprehensive income in next 12 months Interest Rate Cash Flow Hedge Gain (Loss) to be Reclassified During Next 12 Months, Net INCOME TAXES Income Tax Disclosure [Text Block] 2028 Lessee, Operating Lease, Liability, to be Paid, Year Four Numerator: Net Income (Loss) Attributable to Parent [Abstract] Furniture, fixtures and equipment Furniture, Fixtures And Equipment [Member] Represents the aggregated of equipment commonly used in offices and stores that have no permanent connection to the structure of a building or utilities and tangible personal property used to produce goods and services. 2027 Share-based Payment Arrangement, Nonvested Award, Cost Not yet Recognized, Amount, Year Three Unrecognized cost of unvested share-based compensation awards to be recognized during the third fiscal year following the latest fiscal year. Repayments of lines of credit Repayments of Long-Term Lines of Credit Schedule of Lodging Property Acquisitions and Sale Asset Acquisition [Table Text Block] Organization, Consolidation and Presentation of Financial Statements [Abstract] Organization, Consolidation and Presentation of Financial Statements [Abstract] Exchange or Modification of Debt Debt, Policy [Policy Text Block] Operating lease weighted average discount rate Operating Lease, Weighted Average Discount Rate, Percent NET CASH USED IN FINANCING ACTIVITIES Net Cash Provided by (Used in) Financing Activities Credit Facility [Axis] Credit Facility [Axis] Entity Registrant Name Entity Registrant Name Cash payments to acquire businesses Payments to Acquire Businesses, Gross Adjustment to Non-PEO NEO Compensation Footnote Adjustment to Non-PEO NEO Compensation Footnote [Text Block] Depreciation and amortization Depreciation, Depletion and Amortization Joint Venture Credit Facility Joint Venture Credit Facility [Member] Joint Venture Credit Facility Fair Value as of Grant Date Award Grant Date Fair Value Affiliated Entity Affiliated Entity [Member] LevelA 2 Fair Value, Inputs, Level 2 [Member] Equity: Equity, Including Portion Attributable to Noncontrolling Interest [Abstract] Geographical [Domain] Geographical [Domain] Regions Bank 2024 Term Loan Facility Due February 14.2027 Regions Bank 2024 Term Loan Facility Due February 14, 2027 [Member] Regions Bank 2024 Term Loan Facility Due February 14, 2027 Prepaid expenses and other Prepaid Expense and Other Assets Schedule of Equity-based Compensation Expense Share-Based Payment Arrangement, Expensed and Capitalized, Amount [Table Text Block] Restatement Determination Date: Restatement Determination Date [Axis] Collaborative Arrangement and Arrangement Other than Collaborative [Domain] Collaborative Arrangement and Arrangement Other than Collaborative [Domain] Title of 12(b) Security Title of 12(b) Security Common stock, \$0.01 par value per share, 500,000,000 shares authorized, 108,276,243 and 107,593,373 shares issued and outstanding at JuneA 30, 2024 and DecemberA 31, 2023, respectively Common Stock, Value, Issued Share-based Payment Arrangement [Abstract] Share-Based Payment Arrangement [Abstract] Management agreement, term Term of Contract Period the contract is outstanding, in 'PhYnMndTnHnMns' format, for example, 'P1Y5M13D' represents the reported fact of one year, five months, and thirteen days. Finite-Lived Intangible Assets [Line Items] Finite-Lived Intangible Assets [Line Items] FINANCING ACTIVITIES Net Cash Provided by (Used in) Financing Activities [Abstract] Preferred stock Preferred Stock, Value, Issued Basic (in dollars per share) Earnings Per Share, Basic INVESTMENT IN REAL ESTATE LOANS Real Estate Disclosure [Text Block] Operating cash outflows from operating leases Operating Lease, Payments Award Timing MNPI Disclosure Award Timing MNPI Disclosure [Text Block] INVESTMENTS IN LODGING PROPERTY, NET Investment In Lodging Properties, Net [Text Block] Investment in Hotel Properties, Net [Text Block] Ownership [Domain] Ownership [Domain] Aggregate Pension Adjustments Service Cost Aggregate Pension Adjustments Service Cost [Member] Schedule of Impaired Financing Receivable [Table] Schedule of Impaired Financing Receivable [Table] 2025 Finite-Lived Intangible Asset, Expected Amortization, Year One Line of credit outstanding Long-Term Line of Credit Granted (in shares) Share-Based Compensation Arrangement by Share-Based Payment Award, Equity Instruments Other than Options, Grants in Period Initial purchase option, ownership percentage Financing Receivable, Initial Purchase Option, Ownership Percentage Financing Receivable, Initial Purchase Option, Ownership Percentage Number of hotel properties Guestrooms Number of Real Estate Properties Extinguishment of debt, discount Extinguishment of Debt, Discount Extinguishment of Debt, Discount Market For Sale Market For Sale [Member] Market For Sale Financing Receivable, Allowance for Credit Loss [Line Items] Financing Receivable, Allowance for Credit Loss [Line Items] Financing Receivable, Allowance for Credit Loss [Line Items] Portfolio Purchase Through Contribution And Purchase Agreement Financing receivable term Financing Receivable, Term Financing Receivable, Term Total revenues Revenues EQUITY-BASED COMPENSATION Share-Based Payment Arrangement [Text Block] Preferred dividends and distributions paid Payments of Ordinary Dividends, Preferred Stock and Preference Stock Purchase Price Consideration transferred to acquire hotel property Asset Acquisition, Consideration Transferred Entity Address, City or Town Entity Address, City or Town Contributions by non-controlling interest in joint venture Noncontrolling Interest, Increase From Cash Contribution Noncontrolling Interest, Increase From Cash Contribution Schedule of Fair Value of Fixed-rate that is Debt Not Recorded at Fair Value Schedule of Carrying Values and Estimated Fair Values of Debt Instruments [Table Text Block] 2026 Share-based Payment Arrangement, Nonvested Award, Cost Not yet Recognized, Amount, Year Two Unrecognized cost of unvested share-based compensation awards to be recognized during the second fiscal year following the latest fiscal year. 2024 Share-based Payment Arrangement, Nonvested Award, Cost Not yet Recognized, Amount, Remainder Of Fiscal Year Unrecognized cost of unvested share-based compensation awards to be recognized in the remainder of the fiscal year following the latest fiscal year. Share based compensation expense Share-Based Payment Arrangement, Expense Other Commitments [Table] Other Commitments [Table] 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 Finite-Lived Intangible Assets Schedule of Finite-Lived Intangible Assets [Table Text Block] Net income attributable to Summit Hotel Properties, Inc. before preferred dividends Net Income (Loss) Available To Common Stockholders Before Preferred Stock Dividends Net Income (Loss) Available To Common Stockholders Before Preferred Stock Dividends Real estate development loan, net Real Estate Loan [Member] Food and beverage Food and Beverage [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] Net income (loss) per share available to common stockholders: Earnings Per Share, Basic and Diluted EPS [Abstract] Earnings Per Share, Basic and Diluted EPS Residence Inn by Marriott Residence Inn by Marriott [Member] Residence Inn by Marriott Financing Receivable, Allowance for Credit Loss [Table] Financing Receivable, Allowance for Credit Loss [Table] Changes in fair value of derivative financial instruments Other Comprehensive Income (Loss), Cash Flow Hedge, Gain (Loss), after Reclassification and Tax Document Fiscal Year Focus Document Fiscal Year Focus 2022 ATM Program 2022 ATM Program [Member] 2022 ATM Program Debt Instrument, Name [Domain] Debt Instrument, Name [Domain] 2024 Lessee, Operating Lease, Liability, to be Paid, Remainder of Fiscal Year DallasTX Dallas TX [Member] Dallas TX Document Period End Date Document Period End Date Sale of Stock [Axis] Sale of Stock [Axis] Schedule of Derivative Financial Instruments Schedule of Interest Rate Derivatives [Table Text Block] Debt instrument, variable interest rates Debt Instrument, Variable Rate Debt Converted to Fixed Rate Debt Debt Instrument, Variable Rate Debt Converted to Fixed Rate Debt Base rate Base Rate [Member] Total lease payments Lessee, Operating Lease, Liability, to be Paid Non-vested at the beginning of period (in shares) Non-vested at the end of period (in shares) Share-Based Compensation Arrangement by Share-Based Payment Award, Equity Instruments Other than Options, Nonvested, Number Line of Credit Facility, Lender [Domain] Line of Credit Facility, Lender [Domain] Insider Trading Arrangements [Line Items] Real Estate [Abstract] Real Estate [Abstract] 2027 Lessee, Operating Lease, Liability, to be Paid, Year Three Document Transition Report Document Transition Report Fair Value, Recurring and Nonrecurring [Table] Fair Value, Recurring and Nonrecurring [Table] Entity Current Reporting Status Entity Current Reporting Status Amortization of debt issuance costs Amortization of Debt Issuance Costs Asset Acquisition [Domain] Asset Acquisition [Domain] Contributions by non-controlling interests in joint venture Proceeds from Contributions from Affiliates Exercise price Measurement Input, Exercise Price [Member] Real Estate, Type of Property [Axis] Real Estate, Type of Property [Axis] Time-based restricted stock Vesting Based On Service [Member] Represents a share based compensation award with vesting based on length of service. Increase (Decrease) in Stockholders' Equity [Roll Forward] Increase (Decrease) in Stockholders' Equity [Roll Forward] Executive Category: Executive Category [Axis] Effect of assumed conversion of convertible debt (in shares) Incremental Common Shares Attributable to Dilutive Effect of Conversion of Debt Securities Income Statement Location [Domain] Statement of Income Location, Balance [Domain] Letter of Credit Letter of Credit [Member] Company Selected Measure Name Company Selected Measure Name EX-101.PRE 10 inn-20240630_pre.xml XBRL TAXONOMY EXTENSION PRESENTATION LINKBASE DOCUMENT XML 12 R1.htm IDEA: XBRL DOCUMENT v3.24.2 Cover - shares 6 Months Ended Jun. 30, 2024 Jul. 19, 2024 Entity Information [Line Items] A A Document Type 10-Q A Document Quarterly Report true A Document Period End Date Jun. 30, 2024 A Document Transition Report false A Entity File Number 001-35074 A Entity Registrant Name SUMMIT HOTEL PROPERTIES, A INC. A Entity Incorporation, State or Country Code MD A Entity Tax Identification Number 27-2962512 A Entity Address, Address Line One 13215 Bee Cave Parkway A Entity Address, Address Line Two SuiteA B-300 A Entity Address, City or Town Austin A Entity Address, State or Province TX A Entity Address, Postal Zip Code 78738 A City Area Code 512 A Local Phone Number 538-2300 A Entity Current Reporting Status Yes A Entity Interactive Data Current Yes A Entity Filer Category Large Accelerated Filer A Entity Small Business false A Entity Emerging Growth Company false A Entity Shell Company false A Entity Common Stock, Shares Outstanding A 108,335,913 Entity Central Index Key 0001497645 A Current Fiscal Year End Date --12-31 A Document Fiscal Year Focus 2024 A Document Fiscal Period Focus Q2 A Amendment Flag false A Common Stock A A Entity Information [Line Items] A A Title of 12(b) Security Common Stock, \$0.01 par value A Trading Symbol INN A Security Exchange Name NYSE A Series E Cumulative Redeemable Preferred Stock A A Entity Information [Line Items] A A Title of 12(b) Security Series E Cumulative Redeemable Preferred Stock, \$0.01 par value A Trading Symbol INN-PE A Security Exchange Name NYSE A Series F Cumulative Redeemable Preferred Stock A A Entity Information [Line Items] A A Title of 12(b) Security Series F Cumulative Redeemable Preferred Stock, \$0.01 par value A Trading Symbol INN-PF A Security Exchange Name NYSE A X - DefinitionBoolean flag that is true when the XBRL content amends previously-filed or accepted submission. + ReferencesNo definition available. + Details Name: dei_AmendmentFlag Namespace Prefix: dei_ Data Type: xbrli:booleanItemType Balance Type: na Period Type: duration X - DefinitionArea code of city + ReferencesNo definition available. + Details Name: dei_CityAreaCode Namespace Prefix: dei_ Data Type: xbrli:normlizedStringItemType Balance Type: na Period Type: duration X - DefinitionEnd date of current fiscal year in the format --MM-DD. + ReferencesNo definition available. + Details Name: dei_CurrentFiscalYearEndDate Namespace Prefix: dei_ Data Type: xbrli:gMonthDayItemType Balance Type: na Period Type: duration X - DefinitionFiscal period values are FY, Q1, Q2, and Q3. 1st, 2nd and 3rd quarter 10-Q or 10-QT statements have value Q1, Q2, and Q3 respectively, with 10-K, 10-KT or other fiscal year statements having FY. + ReferencesNo definition available. + Details Name: dei_DocumentFiscalPeriodFocus Namespace Prefix: dei_ Data Type: dei:fiscalPeriodItemType Balance Type: na Period Type: duration X - DefinitionThis is focus fiscal year of the document report in YYYY format. For a 2006 annual report, which may also provide financial information from prior periods, fiscal 2006 should be given as the fiscal year focus. Example: 2006. + ReferencesNo definition available. + Details Name: dei_DocumentFiscalYearFocus Namespace Prefix: dei_ Data Type: xbrli:yearItemType Balance Type: na Period Type: duration X - DefinitionFor the EDGAR submission types of Form 8-K: the date of the report, the date of the earliest event reported; for the EDGAR submission types of Form N-1A: the filing date; for all other submission types: the end of the reporting or transition period. The format of the date is YYYY-MM-DD. + ReferencesNo definition available. + Details Name: dei_DocumentPeriodEndDate Namespace Prefix: dei_ Data Type: xbrli:dateItemType Balance Type: na Period Type: duration X - DefinitionBoolean flag that is true only for a form used as an quarterly report. + ReferencesReference 1:

Balance Type: na Period Type: duration X - DefinitionIndicate if registrant meets the emerging growth company criteria. + ReferencesReference 1:

Paragraph 30 -Subparagraph (c) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147482810/280-10-50-30>Reference 30: [http://fasb.org/us-gaap/role/ref/legacyRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 7 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483499/205-20-50-7](http://fasb.org/us-gaap/role/ref/legacyRef -Topic 942 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-03(11)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478546/942-210-S99-1 + Details Name: us-gaap Assets Namespace Prefix: us-gaap Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - ReferencesNo definition available. + Details Name: us-gaap AssetsAbstract Namespace Prefix: us-gaap Data Type: xbrli:stringItem Type Balance Type: na Period Type: duration X - DefinitionAmount classified as assets attributable to disposal group held for sale or disposed of. + ReferencesReference 1: <a href=)Reference 3: [Reference 5: \[Reference 3: \\[Reference 2: \\\[Reference 4: \\\\[Reference 2: \\\\\[Reference 3: \\\\\\[Reference 5: \\\\\\\[Reference 7: \\\\\\\\[Reference 9: \\\\\\\\\[Reference 11: \\\\\\\\\\[Reference 13: \\\\\\\\\\\[Reference 15: \\\\\\\\\\\\[Reference 17: \\\\\\\\\\\\\[Reference 19: \\\\\\\\\\\\\\[Reference 21: \\\\\\\\\\\\\\\[Reference 23: \\\\\\\\\\\\\\\\[Reference 25: \\\\\\\\\\\\\\\\\[Reference 27: \\\\\\\\\\\\\\\\\\[Reference 29: \\\\\\\\\\\\\\\\\\\[Reference 2: \\\\\\\\\\\\\\\\\\\\[Reference 4: \\\\\\\\\\\\\\\\\\\\\[Reference 6: \\\\\\\\\\\\\\\\\\\\\\[Reference 3: \\\\\\\\\\\\\\\\\\\\\\\[Reference 5: \\\\\\\\\\\\\\\\\\\\\\\\[Reference 7: \\\\\\\\\\\\\\\\\\\\\\\\\[Reference 3: \\\\\\\\\\\\\\\\\\\\\\\\\\[Reference 5: \\\\\\\\\\\\\\\\\\\\\\\\\\\[Reference 7:\\\\\\\\\\\\\\\\\\\\\\\\\\\]\\\\\\\\\\\\\\\\\\\\\\\\\\\(http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph \\\\\\\\\\\\\\\\\\\\\\\\\\\(SX 210.7-03\\\\\\\\\\\\\\\\\\\\\\\\\\\(a\\\\\\\\\\\\\\\\\\\\\\\\\\\)\\\\\\\\\\\\\\\\\\\\\\\\\\\(24\\\\\\\\\\\\\\\\\\\\\\\\\\\)\\\\\\\\\\\\\\\\\\\\\\\\\\\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478777/944-210-S99-1Reference 6: <a href=\\\\\\\\\\\\\\\\\\\\\\\\\\\)\\\\\\\\\\\\\\\\\\\\\\\\\\]\\\\\\\\\\\\\\\\\\\\\\\\\\(http://www.xbrl.org/2003/role/disclosureRef -Topic 323 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph \\\\\\\\\\\\\\\\\\\\\\\\\\(c\\\\\\\\\\\\\\\\\\\\\\\\\\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481687/323-10-50-3Reference 4: <a href=\\\\\\\\\\\\\\\\\\\\\\\\\\)\\\\\\\\\\\\\\\\\\\\\\\\\]\\\\\\\\\\\\\\\\\\\\\\\\\(http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph \\\\\\\\\\\\\\\\\\\\\\\\\(SX 210.5-02\\\\\\\\\\\\\\\\\\\\\\\\\(31\\\\\\\\\\\\\\\\\\\\\\\\\)\\\\\\\\\\\\\\\\\\\\\\\\\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: <a href=\\\\\\\\\\\\\\\\\\\\\\\\\)\\\\\\\\\\\\\\\\\\\\\\\\]\\\\\\\\\\\\\\\\\\\\\\\\(http://www.xbrl.org/2003/role/exampleRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 69C -Publisher FASB -URI https://asc.fasb.org/1943274/2147481568/470-20-55-69CReference 6: <a href=\\\\\\\\\\\\\\\\\\\\\\\\)\\\\\\\\\\\\\\\\\\\\\\\]\\\\\\\\\\\\\\\\\\\\\\\(http://fasb.org/us-gaap/role/ref/legacyRef -Topic 942 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph \\\\\\\\\\\\\\\\\\\\\\\(SX 210.9-03\\\\\\\\\\\\\\\\\\\\\\\(16\\\\\\\\\\\\\\\\\\\\\\\)\\\\\\\\\\\\\\\\\\\\\\\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478546/942-210-S99-1Reference 4: <a href=\\\\\\\\\\\\\\\\\\\\\\\)\\\\\\\\\\\\\\\\\\\\\\]\\\\\\\\\\\\\\\\\\\\\\(http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph \\\\\\\\\\\\\\\\\\\\\\(SX 210.5-02\\\\\\\\\\\\\\\\\\\\\\(22\\\\\\\\\\\\\\\\\\\\\\)\\\\\\\\\\\\\\\\\\\\\\) -SubTopic 10 -Topic 210 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: <a href=\\\\\\\\\\\\\\\\\\\\\\)\\\\\\\\\\\\\\\\\\\\\]\\\\\\\\\\\\\\\\\\\\\(http://www.xbrl.org/2009/role/commonPracticeRef -Topic 323 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph \\\\\\\\\\\\\\\\\\\\\(c\\\\\\\\\\\\\\\\\\\\\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481687/323-10-50-3Reference 5: <a href=\\\\\\\\\\\\\\\\\\\\\)\\\\\\\\\\\\\\\\\\\\]\\\\\\\\\\\\\\\\\\\\(http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph \\\\\\\\\\\\\\\\\\\\(SX 210.7-03\\\\\\\\\\\\\\\\\\\\(a\\\\\\\\\\\\\\\\\\\\)\\\\\\\\\\\\\\\\\\\\(25\\\\\\\\\\\\\\\\\\\\)\\\\\\\\\\\\\\\\\\\\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478777/944-210-S99-1Reference 3: <a href=\\\\\\\\\\\\\\\\\\\\)\\\\\\\\\\\\\\\\\\\]\\\\\\\\\\\\\\\\\\\(http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 30 -Subparagraph \\\\\\\\\\\\\\\\\\\(d\\\\\\\\\\\\\\\\\\\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-30 + Details Name: us-gaap Liabilities Namespace Prefix: us-gaap Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - ReferencesNo definition available. + Details Name: us-gaap LiabilitiesAbstract Namespace Prefix: us-gaap Data Type: xbrli:stringItem Type Balance Type: na Period Type: duration X - DefinitionAmount of liabilities and equity items, including the portion of equity attributable to noncontrolling interests, if any. + ReferencesReference 1: <a href=\\\\\\\\\\\\\\\\\\\)\\\\\\\\\\\\\\\\\\]\\\\\\\\\\\\\\\\\\(http://www.xbrl.org/2009/role/commonPracticeRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 7 -Subparagraph \\\\\\\\\\\\\\\\\\(a\\\\\\\\\\\\\\\\\\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481404/852-10-50-7Reference 28: <a href=\\\\\\\\\\\\\\\\\\)\\\\\\\\\\\\\\\\\]\\\\\\\\\\\\\\\\\(http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph \\\\\\\\\\\\\\\\\(SX 210.13-02\\\\\\\\\\\\\\\\\(a\\\\\\\\\\\\\\\\\)\\\\\\\\\\\\\\\\\(4\\\\\\\\\\\\\\\\\)\\\\\\\\\\\\\\\\\(iv\\\\\\\\\\\\\\\\\)\\\\\\\\\\\\\\\\\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1Reference 26: <a href=\\\\\\\\\\\\\\\\\)\\\\\\\\\\\\\\\\]\\\\\\\\\\\\\\\\(http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph \\\\\\\\\\\\\\\\(SX 210.13-02\\\\\\\\\\\\\\\\(a\\\\\\\\\\\\\\\\)\\\\\\\\\\\\\\\\(4\\\\\\\\\\\\\\\\)\\\\\\\\\\\\\\\\(iii\\\\\\\\\\\\\\\\)\\\\\\\\\\\\\\\\(A\\\\\\\\\\\\\\\\)\\\\\\\\\\\\\\\\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1Reference 24: <a href=\\\\\\\\\\\\\\\\)\\\\\\\\\\\\\\\]\\\\\\\\\\\\\\\(http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph \\\\\\\\\\\\\\\(SX 210.13-01\\\\\\\\\\\\\\\(a\\\\\\\\\\\\\\\)\\\\\\\\\\\\\\\(5\\\\\\\\\\\\\\\)\\\\\\\\\\\\\\\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1Reference 22: <a href=\\\\\\\\\\\\\\\)\\\\\\\\\\\\\\]\\\\\\\\\\\\\\(http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph \\\\\\\\\\\\\\(SX 210.13-01\\\\\\\\\\\\\\(a\\\\\\\\\\\\\\)\\\\\\\\\\\\\\(4\\\\\\\\\\\\\\)\\\\\\\\\\\\\\(iii\\\\\\\\\\\\\\)\\\\\\\\\\\\\\(A\\\\\\\\\\\\\\)\\\\\\\\\\\\\\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1Reference 20: <a href=\\\\\\\\\\\\\\)\\\\\\\\\\\\\]\\\\\\\\\\\\\(http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph \\\\\\\\\\\\\(SX 210.13-01\\\\\\\\\\\\\(a\\\\\\\\\\\\\)\\\\\\\\\\\\\(4\\\\\\\\\\\\\)\\\\\\\\\\\\\(i\\\\\\\\\\\\\)\\\\\\\\\\\\\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1Reference 18: <a href=\\\\\\\\\\\\\)\\\\\\\\\\\\]\\\\\\\\\\\\(http://www.xbrl.org/2003/role/exampleRef -Topic 946 -SubTopic 830 -Name Accounting Standards Codification -Section 55 -Paragraph 12 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479168/946-830-55-12Reference 16: <a href=\\\\\\\\\\\\)\\\\\\\\\\\]\\\\\\\\\\\(http://www.xbrl.org/2003/role/disclosureRef -Topic 323 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph \\\\\\\\\\\(c\\\\\\\\\\\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481687/323-10-50-3Reference 14: <a href=\\\\\\\\\\\)\\\\\\\\\\]\\\\\\\\\\(http://www.xbrl.org/2003/role/disclosureRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph \\\\\\\\\\(bb\\\\\\\\\\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481203/810-10-50-3Reference 12: <a href=\\\\\\\\\\)\\\\\\\\\]\\\\\\\\\(http://www.xbrl.org/2003/role/disclosureRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph \\\\\\\\\(c\\\\\\\\\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481203/810-10-50-3Reference 10: <a href=\\\\\\\\\)\\\\\\\\]\\\\\\\\(http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph \\\\\\\\(SX 210.5-02\\\\\\\\(23\\\\\\\\)\\\\\\\\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 8: <a href=\\\\\\\\)\\\\\\\]\\\\\\\(http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph \\\\\\\(SX 210.5-02\\\\\\\(19\\\\\\\)\\\\\\\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 6: <a href=\\\\\\\)\\\\\\]\\\\\\(http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph \\\\\\(SX 210.5-02\\\\\\(24\\\\\\)\\\\\\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 4: <a href=\\\\\\)\\\\\]\\\\\(http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph \\\\\(SX 210.5-02\\\\\(22\\\\\)\\\\\) -SubTopic 10 -Topic 210 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: <a href=\\\\\)\\\\]\\\\(http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph \\\\(SX 210.6-04\\\\(15\\\\)\\\\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-1 + Details Name: us-gaap CommitmentsAndContingencies Namespace Prefix: us-gaap Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAggregate par or stated value of issued nonredeemable common stock \\\\(or common stock redeemable solely at the option of the issuer\\\\). This item includes treasury stock repurchased by the entity. Note: elements for number of nonredeemable common shares, par value and other disclosure concepts are in another section within stockholders' equity. + ReferencesReference 1: <a href=\\\\)\\\]\\\(http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph \\\(SX 210.5-02\\\(25\\\)\\\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 3: <a href=\\\)\\]\\(http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 230 -SubTopic 10 -Section 45 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-4 + Details Name: us-gaap CashAndCashEquivalentsAtCarryingValue Namespace Prefix: us-gaap Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionRepresents the caption on the face of the balance sheet to indicate that the entity has entered into \\(1\\) purchase or supply arrangements that will require expending a portion of its resources to meet the terms thereof, and \\(2\\) is exposed to potential losses or, less frequently, gains, arising from \\(a\\) possible claims against a company's resources due to future performance under contract terms, and \\(b\\) possible losses or likely gains from uncertainties that will ultimately be resolved when one or more future events that are deemed likely to occur do occur or fail to occur. + ReferencesReference 1: <a href=\\)\]\(http://www.xbrl.org/2003/role/disclosureRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph \(SX 210.5-02\(1\)\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: <a href=\)](http://www.xbrl.org/2003/role/disclosureRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 5C -Subparagraph (a)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483499/205-20-50-5CReference 4: <a href=)

<https://www.fasb.org/1943274/2147480097/470-10-S99-1Reference:1> - Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1Reference:10:
 -Section S99 - Paragraph 1A -Subparagraph (SX 210.13-01(a)(5)) - Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1Reference:10:
[http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph \(SX 210.13-02\(a\)\(4\)\(i\)\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1Reference:11](http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1Reference:11): [http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph \(SX 210.13-02\(a\)\(4\)\(iv\)\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1Reference:12](http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1Reference:12):
[http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph \(SX 210.13-02\(a\)\(5\)\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1Reference:13](http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1Reference:13):

https://asc.fasb.org/1943274/2147482615/740-10-65-8Reference 26: http://www.xbrl.org/2003/role/disclosureRef -Topic 326 -SubTopic 10 -Name Accounting Standards Codification -Section 65 -Paragraph 4 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479654/326-10-65-4Reference 27: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (b)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-1-Reference 28: http://www.xbrl.org/2003/role/disclosureRef -Topic 815 -SubTopic 40 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (e)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480175/815-40-65-1Reference 29: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 7 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-7Reference 30: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 5 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482765/220-10-50-5Reference 31: http://www.xbrl.org/2003/role/disclosureRef -Topic 830 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481674/830-30-50-1Reference 32: http://www.xbrl.org/2003/role/disclosureRef -Topic 830 -SubTopic 30 -Name Accounting Standards Codification -Section 45 -Paragraph 17 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481694/830-30-45-17Reference 33: http://www.xbrl.org/2003/role/disclosureRef -Topic 830 -SubTopic 30 -Name Accounting Standards Codification -Section 45 -Paragraph 20 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481694/830-30-45-20Reference 34: http://www.xbrl.org/2003/role/exampleRef -Topic 946 -SubTopic 830 -Name Accounting Standards Codification -Section 55 -Paragraph 11 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479168/946-830-55-11Reference 35: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 205 -Name Accounting Standards Codification -Section 45 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147478009/946-205-45-3Reference 36: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 505 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147478448/946-505-50-3Reference 37: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-04(19)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-599-1Reference 38: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.6-05(4)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-599-2Reference 39: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(4)(b)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-599-3Reference 40: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(6)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-599-3Reference 41: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(7)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-599-3Reference 42: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.3-04) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480008/505-10-599-1Reference 43: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(g)(1)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-599-1Reference 44: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 323 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481687/323-10-50-3Reference 45: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 825 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 28 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482907/825-10-50-28Reference 46: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 810 -SubTopic 10 -Section 45 -Paragraph 15 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481231/810-10-45-15Reference 47: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 810 -SubTopic 10 -Section 45 -Paragraph 16 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481231/810-10-45-16Reference 48: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 810 -SubTopic 10 -Section 55 -Paragraph 41 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481175/810-10-55-4Reference 49: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 60 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147476166/350-60-65-1 + Details Name: us-gaap StockholdersEquityIncludingPortionAttributableToNoncontrollingInterest Namespace Prefix: us-gaap Data Type: xbrli:monetaryItem Type Balance Type: credit Period Type: instant X - Details Name: us-gaap StatementClassOfStockAxis=us-gaap SeriesEPreferredStockMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap StatementClassOfStockAxis=us-gaap SeriesFPreferredStockMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 14 R3.htm IDEA: XBRL DOCUMENT v3.24.2 Condensed Consolidated Balance Sheets (Parenthetical) - USD (\$) \$ in Thousands 6 Months Ended 12 Months Ended Jun. 30, 2024 Dec. 31, 2023 Preferred stock, par value (in dollars per share) \$ 0.01 \$ 0.01 Preferred stock, shares authorized (in shares) 100,000,000 100,000,000 Common stock, par value (in dollars per share) \$ 0.01 \$ 0.01 Common stock, shares authorized (in shares) 500,000,000 500,000,000 Common stock, shares outstanding (in shares) 108,276,243 107,593,373 Common stock, shares issued (in shares) 108,276,243 107,593,373 6.25% Series A E Preferred Stock A A Preferred stock, dividend rate 6.25% 6.25% Preferred stock, shares issued (in shares) 6,400,000 6,400,000 Preferred stock, shares outstanding (in shares) 6,400,000 6,400,000 Preferred stock, aggregate liquidation preference \$ 160,861 \$ 160,861 5.875% Series F Preferred Stock A A Preferred stock, dividend rate 5.875% 5.875% Preferred stock, shares issued (in shares) 4,000,000 4,000,000 Preferred stock, shares outstanding (in shares) 4,000,000 4,000,000 Preferred stock, aggregate liquidation preference \$ 100,506 \$ 100,506 X - DefinitionFace amount or stated value per share of common stock. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(29)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-599-1 + Details Name: us-gaap CommonStockParOrStatedValuePerShare Namespace Prefix: us-gaap Data Type: dtr-types:perShareItem Type Balance Type: na Period Type: instant X - DefinitionThe maximum number of common shares permitted to be issued by an entity's charter and bylaws. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(29)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-599-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-04(16)(a)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-599-1 + Details Name: us-gaap CommonStockSharesAuthorized Namespace Prefix: us-gaap Data Type: xbrli:sharesItem Type Balance Type: na Period Type: instant X - DefinitionTotal number of common shares of an entity that have been sold or granted to shareholders (includes common shares that were issued, repurchased and remain in the treasury). These shares represent capital invested by the firm's shareholders and owners, and may be all or only a portion of the number of shares authorized. Shares issued include shares outstanding and shares held in the treasury. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(29)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-599-1 + Details Name: us-gaap CommonStockSharesIssued Namespace Prefix: us-gaap Data Type: xbrli:sharesItem Type Balance Type: na Period Type: instant X - DefinitionNumber of shares of common stock outstanding. Common stock represent the ownership interest in a corporation. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 50 -Paragraph 2 -SubTopic 10 -Topic 505 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-2Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(29)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-599-1Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.6-05(4)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-599-2Reference 4: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(4)(b)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-599-3Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-04(16)(a)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-599-1Reference 6: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(7)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-599-3 + Details Name: us-gaap CommonStockSharesOutstanding Namespace Prefix: us-gaap Data Type: xbrli:sharesItem Type Balance Type: na Period Type: instant X - DefinitionThe percentage rate used to calculate dividend payments on preferred stock. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 13 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-13Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 320 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.12-12A(Column A)(Footnote 3)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477271/946-320-599-2Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 320 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.12-12B(Column A)(Footnote 3)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477271/946-320-599-2Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 320 -Name Accounting Standards Codification -Section S99 -Paragraph 6 -Subparagraph (SX 210.12-14(Column A)(Footnote 3)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477271/946-320-599-6 + Details Name: us-gaap PreferredStockDividendRatePercentage Namespace Prefix: us-gaap Data Type: dtr-types:percentItem Type Balance Type: na Period Type: duration X - DefinitionValue of the difference between preference in liquidation and the par or stated values of the preferred shares. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-4Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 13 -Subparagraph (h) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-13Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(d)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-599-1 + Details Name: us-gaap PreferredStockLiquidationPreferenceValue Namespace Prefix: us-gaap Data Type: xbrli:monetaryItem Type Balance Type: credit Period Type: instant X - DefinitionFace amount or stated value per share of preferred stock nonredeemable or redeemable solely at the option of the issuer. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(28)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-599-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 13 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-13 + Details Name: us-gaap PreferredStockParOrStatedValuePerShare Namespace Prefix: us-gaap Data Type: dtr-types:perShareItem Type Balance Type: na Period Type: instant X - DefinitionThe maximum number of nonredeemable preferred shares (or preferred stock redeemable solely at the option of the issuer) permitted to be issued by an entity's charter and bylaws. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(28)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-599-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-04(16)(a)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-599-1 + Details Name: us-gaap PreferredStockSharesAuthorized Namespace Prefix: us-gaap Data Type: xbrli:sharesItem Type Balance Type: na Period Type: instant X - DefinitionNumber of shares issued for nonredeemable preferred shares and preferred shares redeemable solely at option of issuer. Includes, but is not limited to, preferred shares issued, repurchased, and held as treasury shares. Excludes preferred shares classified as debt. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(28)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-599-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 13 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-13 + Details Name: us-gaap PreferredStockSharesIssued Namespace Prefix: us-gaap Data Type: xbrli:sharesItem Type Balance Type: na Period Type: instant X - DefinitionAggregate share number for all nonredeemable preferred stock (or preferred stock redeemable solely at the option of the issuer) held by stockholders. Does not include preferred shares that have been repurchased. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(28)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-599-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.6-05(4)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-599-2Reference 3: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(4)(b)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-599-3Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-04(16)(a)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-599-1Reference 5: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(7)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-599-3 + Details Name: us-gaap PreferredStockSharesOutstanding Namespace Prefix: us-gaap Data Type: xbrli:sharesItem Type Balance Type: na Period Type: instant X - Details Name: us-gaap StatementClassOfStockAxis=us-gaap SeriesEPreferredStockMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap StatementClassOfStockAxis=us-gaap SeriesFPreferredStockMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 15 R4.htm IDEA: XBRL DOCUMENT v3.24.2 Condensed Consolidated Statements of Operations (Unaudited) - USD (\$) shares in Thousands, \$ in Thousands 3 Months Ended 6 Months Ended Jun. 30, 2024 Jun. 30, 2023 Jun. 30, 2024 Jun. 30, 2023 Revenues: A A A Total revenues \$ 193,903 \$ 194,493 \$ 382,045 \$ 376,876 Expenses: A A A Property taxes, insurance and other 13,287 14,215 27,572 28,939 Depreciation and amortization 36,458 37,510 73,257 74,418 Corporate general and administrative 8,704 9,100 17,015 17,099 Transaction costs 0 260 0 266 Recovery of credit losses 0 0 0 (250) Total expenses 166,036 170,734 330,764 334,915 Gain (loss) on disposal of assets, net 28,342 (320) 28,417 (320) Operating income 56,209 23,439 79,698 41,641 Other income (expense): A A A Interest expense (20,830) (22,248) (42,412) (43,157) Interest income 565 411 1,023 717 Gain on extinguishment of debt 3,000 0 3,000 0 Other income, net 2,129 79 2,814 38 Total other expense, net (15,136) (21,758) (35,575) (42,402) Income (loss) from continuing operations before income taxes 41,073 1,681 44,123 (761) Income tax expense (Note 13) 2,375 791 2,592 319 Net income (loss) 38,698 890 41,531 (1,080) Less - (income) loss attributable to non-controlling interests (3,224) 2,982 (3,546) 4,351 Net income attributable to Summit Hotel Properties, Inc. before preferred dividends 35,474 3,872 37,985 3,271 Less - Distributions to and accretion of redeemable non-controlling interests (657) (657) (1,314) (1,314) Less - Preferred dividends (3,968) (3,968) (7,938) (7,938) Net income (loss) allocated to common stockholders - basic 30,849 (753) 28,733 (5,981) Net income (loss) allocated to common stockholders - diluted \$ 34,071 \$ (753) \$ 30,644 \$ (5,981) Income (loss) per common share: A A A Basic (in dollars per share) \$ 0.29 \$ (0.01) \$ 0.27 \$ (0.06) Diluted (in dollars per share) \$ 0.23 \$ (0.01) \$ 0.21 \$ (0.06) Weighted-average common shares outstanding: A A A Basic (in shares) 105,918 105,562 105,819 105,438 Diluted (in shares) 149,451 105,562 149,112 105,438 Room A A A Revenues: A A A Total revenues \$ 173,025 \$ 174,181 \$ 340,456 \$ 337,270 Expenses: A A A Cost of goods and services sold 38,044 38,788 74,017 74,697 Food and beverage A A A Revenues: A A A Total revenues 10,069 10,269 20,902 20,899 Expenses: A A A Cost of goods and services sold 7,639 8,040 15,841 15,995 Other A A A Revenues: A A A Total revenues 10,809 10,043 20,687 18,707 Expenses: A A A Cost of goods and services sold 57,470 57,829 113,731 113,954 Management fees A A Expenses: A A A Cost of goods and services sold \$ 4,434 \$ 4,992 \$ 9,331 \$ 9,797 X - DefinitionNet Income (Loss) Available To Common Stockholders Before Amounts Allocated To Participating Securities Namespace Prefix: inn Data Type: definition available. + Details Name: inn NetIncomeLossAvailableToCommonStockholdersBeforeAmountsAllocatedToParticipatingSecurities Namespace Prefix: inn Data Type:

xbrl:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionNet Income (Loss) Available To Common Stockholders Before Preferred Stock Dividends + ReferencesNo definition available. + Details Name: inn NetIncomeLossAvailableToCommonStockholdersBeforePreferredStockDividends Namespace Prefix: inn Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionProvision for (Recoveries of) Credit Losses + ReferencesNo definition available. + Details Name: inn ProvisionForRecoveriesOfCreditLosses Namespace Prefix: inn Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionThis element represents acquisition-related costs incurred to effect a business combination which costs have been expensed during the period. Such costs include finder's fees; advisory, legal, accounting, valuation, and other professional or consulting fees; general administrative costs, including the costs of maintaining an internal acquisitions department; and may include costs of registering and issuing debt and equity securities. + ReferencesReference 1: <http://fasb.org/us-gaap/role/ref/legacyRef-Name Accounting Standards Codification -Topic 805 -SubTopic 10 -Section 25 -Paragraph 23 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479405/805-10-25-23> + Details Name: us-gaap BusinessCombinationAcquisitionRelatedCosts Namespace Prefix: us-gaap Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionThe aggregate costs related to goods produced and sold and services rendered by an entity during the reporting period. This excludes costs incurred during the reporting period related to financial services rendered and other revenue generating activities. + ReferencesReference 1: [http://fasb.org/us-gaap/role/ref/legacyRef-Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph \(SX 210.5-03\(2\)\(d\)\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef-Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph \(SX 210.5-03\(2\)\(a\)\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 924 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph \(SAB Topic 11.L\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479941/924-10-S99-1](http://fasb.org/us-gaap/role/ref/legacyRef-Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(2)(d)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef-Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(2)(a)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 924 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SAB Topic 11.L) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479941/924-10-S99-1) + Details Name: us-gaap CostOfGoodsAndServicesSold Namespace Prefix: us-gaap Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionTotal costs of sales and operating expenses for the period. + ReferencesReference 1: [http://fasb.org/us-gaap/role/ref/legacyRef-Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph \(SX 210.5-03\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2](http://fasb.org/us-gaap/role/ref/legacyRef-Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2) + Details Name: us-gaap CostsAndExpenses Namespace Prefix: us-gaap Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionThe current period expense charged against earnings on long-lived, physical assets not used in production, and which are not intended for resale, to allocate or recognize the cost of such assets over their useful lives; or to record the reduction in book value of an intangible asset over the benefit period of such asset; or to reflect consumption during the period of an asset that is not used in production. + ReferencesReference 1: [http://fasb.org/us-gaap/role/ref/legacyRef-Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph \(b\) -SubTopic 10 -Topic 230 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef-Name Accounting Standards Codification -Topic 360 -SubTopic 10 -Section 50 -Paragraph 1 -Subparagraph \(a\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482099/360-10-50-1](http://fasb.org/us-gaap/role/ref/legacyRef-Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph (b) -SubTopic 10 -Topic 230 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef-Name Accounting Standards Codification -Topic 360 -SubTopic 10 -Section 50 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482099/360-10-50-1) + Details Name: us-gaap DepreciationAndAmortization Namespace Prefix: us-gaap Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap EarningsPerShareAbstract Namespace Prefix: us-gaap Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe amount of net income (loss) for the period per each share of common stock or unit outstanding during the reporting period. + ReferencesReference 1: [http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-6Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 52 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482635/260-10-55-52Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 805 -SubTopic 60 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph \(g\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147476176/805-60-65-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 323 -Name Accounting Standards Codification -Section 65 -Paragraph 2 -Subparagraph \(g\)\(3\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478666/740-323-65-2Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-3Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 15 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482635/260-10-55-15Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 815 -SubTopic 40 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph \(e\)\(4\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480175/815-40-65-1Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 815 -SubTopic 40 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph \(f\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480175/815-40-65-1Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 11 -Subparagraph \(a\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-11Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 11 -Subparagraph \(b\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-11Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 7 -Subparagraph \(a\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-7Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-2Reference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 60B -Subparagraph \(d\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-60BReference 14: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-4Reference 15: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph \(a\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482662/260-10-50-1Reference 16: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph \(SX 210.5-03\(25\)\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2Reference 17: http://www.xbrl.org/2003/role/disclosureRef -Topic 942 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph \(SX 210.9-04\(27\)\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478524/942-220-S99-1Reference 18: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph \(SX 210.7-04\(23\)\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477250/944-220-S99-1Reference 19: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 7 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-7 + Details Name: us-gaap EarningsPerShareDiluted Namespace Prefix: us-gaap Data Type: dt-r-types:perShareItemType Balance Type: na Period Type: duration X - DefinitionAmount of gain \(loss\) on sale or disposal of property, plant and equipment assets, excluding oil and gas property and timber property. + ReferencesReference 1: \[http://www.xbrl.org/2009/role/commonPracticeRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph \\(b\\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 360 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 5 -Publisher FASB -URI https://asc.fasb.org/1943274/214748210/360-10-45-5Reference 3: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 360 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph \\(c\\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482099/360-10-50-3\]\(http://www.xbrl.org/2009/role/commonPracticeRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph \(b\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 360 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 5 -Publisher FASB -URI https://asc.fasb.org/1943274/214748210/360-10-45-5Reference 3: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 360 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph \(c\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482099/360-10-50-3\) + Details Name: us-gaap GainLossOnDispositionOfAssets Namespace Prefix: us-gaap Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionDifference between the fair value of payments made and the carrying amount of debt which is extinguished prior to maturity. + ReferencesReference 1: \[http://www.xbrl.org/2009/role/commonPracticeRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph \\(b\\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 360 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 5 -Publisher FASB -URI https://asc.fasb.org/1943274/214748210/360-10-45-5Reference 3: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 360 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph \\(c\\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482099/360-10-50-3\]\(http://fasb.org/us-gaap/role/ref/legacyRef-Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph \(b\) -SubTopic 10 -Topic 230 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef-Name Accounting Standards Codification -Topic 470 -SubTopic 50 -Section 40 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481303/470-50-40-2Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef-Name Accounting Standards Codification -Topic 470 -SubTopic 50 -Section 40 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481303/470-50-40-4\) + Details Name: us-gaap GainLossOnDispositionOfAssets Namespace Prefix: us-gaap Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionDifference between the fair value of payments made and the carrying amount of debt which is extinguished prior to maturity. + ReferencesReference 1: \[http://fasb.org/us-gaap/role/ref/legacyRef-Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph \\(b\\) -SubTopic 10 -Topic 230 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef-Name Accounting Standards Codification -Topic 470 -SubTopic 50 -Section 40 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481303/470-50-40-2Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef-Name Accounting Standards Codification -Topic 470 -SubTopic 50 -Section 40 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481303/470-50-40-4\]\(http://fasb.org/us-gaap/role/ref/legacyRef-Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph \(b\) -SubTopic 10 -Topic 230 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef-Name Accounting Standards Codification -Topic 470 -SubTopic 50 -Section 40 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481303/470-50-40-2Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef-Name Accounting Standards Codification -Topic 470 -SubTopic 50 -Section 40 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481303/470-50-40-4\) + Details Name: us-gaap GainsLossesOnExtinguishmentOfDebt Namespace Prefix: us-gaap Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionThe aggregate total of expenses of managing and administering the affairs of an entity, including affiliates of the reporting entity, which are not directly or indirectly associated with the manufacture, sale or creation of a product or product line. + ReferencesReference 1: \[http://fasb.org/us-gaap/role/ref/legacyRef-Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph \\(SX 210.5-03\\(4\\)\\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph \\(SX 210.6-07\\(2\\)\\(a\\)\\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-1\]\(http://fasb.org/us-gaap/role/ref/legacyRef-Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph \(SX 210.5-03\(4\)\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph \(SX 210.6-07\(2\)\(a\)\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-1\) + Details Name: us-gaap GeneralAndAdministrativeExpense Namespace Prefix: us-gaap Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount of income \(loss\) from continuing operations, including income \(loss\) from equity method investments, before deduction of income tax expense \(benefit\), and income \(loss\) attributable to noncontrolling interest. + ReferencesReference 1: \[http://www.xbrl.org/2009/role/commonPracticeRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 22 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-22Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 48 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482785/280-10-55-48Reference 3: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 28\]\(http://www.xbrl.org/2009/role/commonPracticeRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 22 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-22Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 48 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482785/280-10-55-48Reference 3: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph \(f\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 4: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 30 -Subparagraph \(b\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-30Reference 5: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 270 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph \(i\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482964/270-10-50-1Reference 6: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph \(ee\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 7: http://fasb.org/us-gaap/role/ref/otherTransitionRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph \(c\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph \(SX 210.7-04\(11\)\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477250/944-220-S99-1Reference 9: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 31 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-31Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 942 -SubTopic 235 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph \(SX 210.9-05\(b\)\(2\)\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477314/942-235-S99-1Reference 11: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph \(SX 210.5-03\(10\)\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2Reference 12: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 942 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph \(SX 210.9-04\(15\)\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478524/942-220-S99-1\)](http://www.xbrl.org/2009/role/commonPracticeRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 360 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 5 -Publisher FASB -URI https://asc.fasb.org/1943274/214748210/360-10-45-5Reference 3: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 360 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482099/360-10-50-3)

<http://www.xbrl.org/2003/role/disclosureRef-Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 12 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482685/740-10-50-12>Reference 4: <http://www.xbrl.org/2003/role/exampleRef-Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 231 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482663/740-10-55-231>Reference 5: <http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 9 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-9>Reference 6: [http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section 599 -Paragraph 1 -Subparagraph \(SAB Topic 6.1.7\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479360/740-10-599-1](http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section 599 -Paragraph 1 -Subparagraph (SAB Topic 6.1.7) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479360/740-10-599-1)Reference 7: <http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 8 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-8>Reference 8: <http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482685/740-10-50-10>Reference 9: [http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 22 -Subparagraph \(b\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-22](http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 22 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-22)Reference 10: [http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 220 -Name Accounting Standards Codification -Section 599 -Paragraph 1 -Subparagraph \(SX 210.7-04\(9\)\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477250/944-220-S99-1](http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 220 -Name Accounting Standards Codification -Section 599 -Paragraph 1 -Subparagraph (SX 210.7-04(9)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477250/944-220-S99-1)Reference 11: [http://www.xbrl.org/2003/role/disclosureRef -Name Accounting Standards Codification -Section 45 -Paragraph 2 -Subparagraph \(a\) -SubTopic 20 -Topic 740 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482659/740-20-45-2](http://www.xbrl.org/2003/role/disclosureRef -Name Accounting Standards Codification -Section 45 -Paragraph 2 -Subparagraph (a) -SubTopic 20 -Topic 740 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482659/740-20-45-2)Reference 12: [http://www.xbrl.org/2003/role/disclosureRef -Name Accounting Standards Codification -Section 599 -Paragraph 1 -Subparagraph \(SX 210.4-08\(h\)\) -SubTopic 10 -Topic 235 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1](http://www.xbrl.org/2003/role/disclosureRef -Name Accounting Standards Codification -Section 599 -Paragraph 1 -Subparagraph (SX 210.4-08(h)) -SubTopic 10 -Topic 235 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1) + Details Name: us-gaap_IncomeTaxExpenseBenefit Namespace Prefix: us-gaap_Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount of interest expense classified as nonoperating. + ReferencesReference 1: [http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 22 -Subparagraph \(d\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-22](http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 22 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-22)Reference 2: [http://www.xbrl.org/2009/role/commonPracticeRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 599 -Paragraph 2 -Subparagraph \(SX 210.5-03\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2](http://www.xbrl.org/2009/role/commonPracticeRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 599 -Paragraph 2 -Subparagraph (SX 210.5-03) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2) + Details Name: us-gaap_InterestExpenseNonoperating Namespace Prefix: us-gaap_Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount before accretion (amortization) of purchase discount (premium) of interest income on nonoperating securities. + ReferencesReference 1: [http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 22 -Subparagraph \(c\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-22](http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 22 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-22)Reference 2: <http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 48 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482785/280-10-55-48>Reference 3: [http://www.xbrl.org/2009/role/commonPracticeRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 599 -Paragraph 2 -Subparagraph \(SX 210.5-03\(7\)\(b\)\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2](http://www.xbrl.org/2009/role/commonPracticeRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 599 -Paragraph 2 -Subparagraph (SX 210.5-03(7)(b)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2)Reference 4: [http://www.xbrl.org/2003/role/disclosureRef -Topic 270 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph \(i\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482964/270-10-50-1](http://www.xbrl.org/2003/role/disclosureRef -Topic 270 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482964/270-10-50-1)Reference 5: [http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph \(ee\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32](http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (ee) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32) + Details Name: us-gaap_InvestmentIncomeInterest Namespace Prefix: us-gaap_Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount of Net Income (Loss) attributable to noncontrolling interest. + ReferencesReference 1: <http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-6>Reference 2: <http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 9 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-9>Reference 3: <http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 8 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-8>Reference 4: [http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 220 -Name Accounting Standards Codification -Section 599 -Paragraph 1 -Subparagraph \(SX 210.7-04\(17\)\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477250/944-220-S99-1](http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 220 -Name Accounting Standards Codification -Section 599 -Paragraph 1 -Subparagraph (SX 210.7-04(17)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477250/944-220-S99-1)Reference 5: <http://www.xbrl.org/2009/role/commonPracticeRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482785/220-10-50-6>Reference 6: [http://fasb.org/us-gaap/role/ref/legacyRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1A -Subparagraph \(a\)\(2\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481203/810-10-50-1A](http://fasb.org/us-gaap/role/ref/legacyRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1A -Subparagraph (a)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481203/810-10-50-1A)Reference 7: <http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 810 -SubTopic 10 -Section 55 -Paragraph 4J -Publisher FASB -URI https://asc.fasb.org/1943274/2147481175/810-10-55-4J>Reference 8: [http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1A -Subparagraph \(a\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-1A](http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1A -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-1A)Reference 9: [http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1B -Subparagraph \(a\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-1B](http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1B -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-1B) + Details Name: us-gaap_NetIncomeLossAttributableToNoncontrollingInterest Namespace Prefix: us-gaap_Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount, after deduction of tax, noncontrolling interests, dividends on preferred stock and participating securities, and addition from assumption of issuance of common shares for dilutive potential common shares; of income (loss) available to common shareholders. + ReferencesReference 1: [http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 599 -Paragraph 5 -Subparagraph \(SAB Topic 6.B\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-5](http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 599 -Paragraph 5 -Subparagraph (SAB Topic 6.B) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-5)Reference 2: [http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph \(a\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482662/260-10-50-1](http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482662/260-10-50-1)Reference 3: <http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 16 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-16>Reference 4: [http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 40 -Subparagraph \(b\)\(1\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-40](http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 40 -Subparagraph (b)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-40)Reference 5: [http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 60B -Subparagraph \(c\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-60B](http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 60B -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-60B)Reference 6: [http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 40 -Subparagraph \(a\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-40](http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 40 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-40)Reference 7: [http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 40 -Subparagraph \(b\)\(2\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-40](http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 40 -Subparagraph (b)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-40)Reference 8: [http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 40 -Subparagraph \(b\)\(3\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-40](http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 40 -Subparagraph (b)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-40) + Details Name: us-gaap_NetIncomeLossAvailableToCommonStockholdersDiluted Namespace Prefix: us-gaap_Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionThe aggregate amount of income or expense from ancillary business-related activities (that is to say, excluding major activities considered part of the normal operations of the business). + ReferencesReference 1: [http://fasb.org/us-gaap/role/ref/legacyRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 599 -Paragraph 2 -Subparagraph \(SX 210.5-03\(7\)\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2](http://fasb.org/us-gaap/role/ref/legacyRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 599 -Paragraph 2 -Subparagraph (SX 210.5-03(7)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2) + Details Name: us-gaap_NonoperatingIncomeExpense Namespace Prefix: us-gaap_Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_NonoperatingIncomeExpenseAbstract Namespace Prefix: us-gaap_Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_OperatingExpensesAbstract Namespace Prefix: us-gaap_Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe net result for the period of deducting operating expenses from operating revenues. + ReferencesReference 1: <http://www.xbrl.org/2009/role/commonPracticeRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 22 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-22>Reference 2: [http://www.xbrl.org/2009/role/commonPracticeRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph \(f\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32](http://www.xbrl.org/2009/role/commonPracticeRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32)Reference 3: [http://www.xbrl.org/2009/role/commonPracticeRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 30 -Subparagraph \(b\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-30](http://www.xbrl.org/2009/role/commonPracticeRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 30 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-30)Reference 4: [http://www.xbrl.org/2009/role/commonPracticeRef -Topic 270 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph \(i\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482964/270-10-50-1](http://www.xbrl.org/2009/role/commonPracticeRef -Topic 270 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482964/270-10-50-1)Reference 5: [http://www.xbrl.org/2009/role/commonPracticeRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph \(ee\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32](http://www.xbrl.org/2009/role/commonPracticeRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (ee) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32)Reference 6: [http://fasb.org/us-gaap/role/ref/otherTransitionRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph \(c\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32](http://fasb.org/us-gaap/role/ref/otherTransitionRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32)Reference 7: <http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 48 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482785/280-10-55-48>Reference 8: [http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 41 -Subparagraph \(a\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-41](http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 41 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-41)Reference 9: [http://www.xbrl.org/2003/role/disclosureRef -Topic 270 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph \(i\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482964/270-10-50-1](http://www.xbrl.org/2003/role/disclosureRef -Topic 270 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482964/270-10-50-1)Reference 10: [http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph \(ee\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32](http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (ee) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32)Reference 11: [http://fasb.org/us-gaap/role/ref/otherTransitionRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph \(b\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32](http://fasb.org/us-gaap/role/ref/otherTransitionRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32)Reference 12: [http://fasb.org/us-gaap/role/ref/otherTransitionRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph \(a\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32](http://fasb.org/us-gaap/role/ref/otherTransitionRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32)Reference 13: [http://www.xbrl.org/2003/role/disclosureRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section 599 -Paragraph 1 -Subparagraph \(SX 210.4-08\(g\)\(1\)\(iii\)\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1](http://www.xbrl.org/2003/role/disclosureRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section 599 -Paragraph 1 -Subparagraph (SX 210.4-08(g)(1)(iii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1)Reference 14: [http://www.xbrl.org/2003/role/disclosureRef -Topic 323 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph \(c\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481687/323-10-50-3](http://www.xbrl.org/2003/role/disclosureRef -Topic 323 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481687/323-10-50-3)Reference 15: [http://www.xbrl.org/2003/role/disclosureRef -Topic 825 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 28 -Subparagraph \(f\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482907/825-10-50-28](http://www.xbrl.org/2003/role/disclosureRef -Topic 825 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 28 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482907/825-10-50-28)Reference 16: [http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section 599 -Paragraph 1A -Subparagraph \(SX 210.13-01\(a\)\(4\)\(i\)\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1A](http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section 599 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1A)Reference 17: [http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section 599 -Paragraph 1A -Subparagraph \(SX 210.13-01\(a\)\(4\)\(ii\)\) 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-Subparagraph \(SX 210.13-01\(a\)\(4\)\(iv\)\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1A](http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section 599 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1A)Reference 20: [http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section 599 -Paragraph 1B -Subparagraph \(SX 210.13-02\(a\)\(4\)\(i\)\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1B](http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section 599 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1B)Reference 21: [http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section 599 -Paragraph 1B -Subparagraph \(SX 210.13-02\(a\)\(4\)\(ii\)\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1B](http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section 599 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1B)Reference 22: [http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name](http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section 599 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1B)

credit Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_RevenuesAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItem Type Balance Type: na
Period Type: duration X - DefinitionAmount of undistributed earnings (loss) allocated to common stock as if earnings had been distributed. Excludes distributed earnings. +
ReferencesReference 1: <http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 66 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-66>Reference 2: [http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph \(a\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482662/260-10-50-1](http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 60B -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-60B + Details Name: us-gaap_UndistributedEarningsLossAvailableToCommonShareholdersBasic Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItem Type Balance Type: credit Period Type: duration X - DefinitionThe average number of shares or units issued and outstanding that are used in calculating diluted EPS or earnings per unit (EPU), determined based on the timing of issuance of shares or units in the period. + ReferencesReference 1: <a href=)Reference 2: [http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph \(a\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482662/260-10-50-1](http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-10 + Details Name: us-gaap_WeightedAverageNumberOfDilutedSharesOutstanding Namespace Prefix: us-gaap_ Data Type: xbrli:shareItem Type Balance Type: na Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_WeightedAverageNumberOfSharesOutstandingAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItem Type Balance Type: na Period Type: duration X - DefinitionNumber of [basic] shares or units, after adjustment for contingently issuable shares or units and other shares or units not deemed outstanding, determined by relating the portion of time within a reporting period that common shares or units have been outstanding to the total time in that period. + ReferencesReference 1: <a href=)Reference 2: [http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph \(SX 210.5-03\(24\)\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2](http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-10 + Details Name: us-gaap_WeightedAverageNumberOfSharesOutstandingBasic Namespace Prefix: us-gaap_ Data Type: xbrli:shareItem Type Balance Type: na Period Type: duration X - Details Name: srt_ProductOrServiceAxis=us-gaap_OccupancyMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_ProductOrServiceAxis=us-gaap_HotelOtherMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_ProductOrServiceAxis=us-gaap_ManagementServiceMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 16 R5.htm IDEA: XBRL DOCUMENT v3.24.2 Condensed Consolidated Statements of Comprehensive Income (Loss) (Unaudited) - USD ($) $ in Thousands 3 Months Ended 6 Months Ended Jun. 30, 2024 Jun. 30, 2023 Jun. 30, 2024 Jun. 30, 2023 Statement of Comprehensive Income [Abstract] A A A Net income (loss) $ 38,698 $ 890 $ 41,531 $ (1,080) Other comprehensive income, net of tax: A A A Changes in fair value of derivative financial instruments (563) 10,973 5,133 6,585 Comprehensive income 38,135 11,863 46,664 5,505 Comprehensive (income) loss attributable to non-controlling interests (3,198) (254) (5,214) 1,235 Comprehensive income attributable to Summit Hotel Properties, Inc. 34,937 11,609 41,456 6,740 Distributions to and accretion on redeemable non-controlling interests (657) (657) (1,314) (1,314) Preferred dividends and distributions (3,968) (3,968) (7,938) (7,938) Comprehensive income (loss) attributable to common stockholders $ 30,312 $ 6,984 $ 32,198 $ (2,512) X - DefinitionAmount after tax of increase (decrease) in equity from transactions and other events and circumstances from net income and other comprehensive income, attributable to the common stockholders. + ReferencesNo definition available. + Details Name: inn_ComprehensiveIncomeLossAvailableToCommonStockholders Namespace Prefix: inn_ Data Type: xbrli:monetaryItem Type Balance Type: credit Period Type: duration X - DefinitionAmount after tax of increase (decrease) in equity from transactions and other events and circumstances from net income and other comprehensive income, attributable to parent entity. Excludes changes in equity resulting from investments by owners and distributions to owners. + ReferencesReference 1: <a href=)Reference 2: [http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph \(SX 210.7-04\(22\)\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477250/944-220-S99-1](http://www.xbrl.org/2003/role/disclosureRef -Topic 942 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-04(26)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478524/942-220-S99-1)Reference 4: [http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1A -Subparagraph \(c\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-1A](http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1A -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-1A)Reference 5: [http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph \(SX 210.7-04\(20\)\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477250/944-220-S99-1](http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1B -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-1B)Reference 7: [http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 20 -SubTopic 10 -Topic 810 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481231/810-10-45-20](http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 220 -SubTopic 10 -Section 45 -Paragraph 5 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-5 + Details Name: us-gaap_ComprehensiveIncomeNetOfTax Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItem Type Balance Type: credit Period Type: duration X - DefinitionAmount after tax of increase (decrease) in equity from transactions and other events and circumstances from net income (loss) and other comprehensive income (loss), attributable to noncontrolling interests. Excludes changes in equity resulting from investments by owners and distributions to owners. + ReferencesReference 1: <a href=)Reference 2: [http://www.xbrl.org/2003/role/disclosureRef -Topic 942 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph \(SX 210.9-04\(25\)\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478524/942-220-S99-1](http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(23)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2)Reference 4: [http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph \(SX 210.7-04\(21\)\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477250/944-220-S99-1](http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-04(21)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477250/944-220-S99-1)Reference 5: <http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 810 -SubTopic 10 -Section 45 -Paragraph 21 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481231/810-10-45-21>Reference 6: [http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1B -Subparagraph \(b\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-1B](http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1A -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-1A)Reference 7: [http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph \(SX 210.7-04\(20\)\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477250/944-220-S99-1](http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1B -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-1B)Reference 9: [http://fasb.org/us-gaap/role/ref/legacyRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 19 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481231/810-10-45-19](http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 810 -SubTopic 10 -Section 45 -Paragraph 4K -Publisher FASB -URI https://asc.fasb.org/1943274/2147481175/810-10-55-4K + Details Name: us-gaap_ComprehensiveIncomeNetOfTaxAttributableToNoncontrollingInterest Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItem Type Balance Type: debit Period Type: duration X - DefinitionAmount after tax of increase (decrease) in equity from transactions and other events and circumstances from net income and other comprehensive income. Excludes changes in equity resulting from investments by owners and distributions to owners. + ReferencesReference 1: <a href=)Reference 2: [http://www.xbrl.org/2003/role/disclosureRef -Topic 942 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph \(SX 210.9-04\(24\)\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478524/942-220-S99-1](http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(22)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2)Reference 4: [http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1B -Subparagraph \(b\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-1B](http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1A -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-1A)Reference 6: [http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph \(SX 210.7-04\(20\)\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477250/944-220-S99-1](http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-04(20)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477250/944-220-S99-1)Reference 7: [http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph \(SX 210.7-04\(19\)\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477250/944-220-S99-1](http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 810 -SubTopic 10 -Section 45 -Paragraph 4K -Publisher FASB -URI https://asc.fasb.org/1943274/2147481175/810-10-55-4K + Details Name: us-gaap_ComprehensiveIncomeNetOfTaxIncludingPortionAttributableToNoncontrollingInterest Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItem Type Balance Type: credit Period Type: duration X - DefinitionAmount, after tax and reclassification, of gain (loss) from derivative instrument designated and qualifying as cash flow hedge included in assessment of hedge effectiveness. + ReferencesReference 1: <a href=)Reference 2: [http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 10A -Subparagraph \(d\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-10A + Details Name: us-gaap_OtherComprehensiveIncomeLossCashFlowHedgeGainLossAfterReclassificationAndTax Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItem Type Balance Type: credit Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_OtherComprehensiveIncomeLossNetOfTaxPeriodIncreaseDecreaseAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItem Type Balance Type: na Period Type: duration X - DefinitionAmount of preferred stock dividends and adjustments classified as other. + ReferencesReference 1: \[http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 260 -SubTopic 10 -Section 45 -Paragraph 11 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-11 + Details Name: us-gaap_OtherPreferredStockDividendsAndAdjustments Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItem Type Balance Type: debit Period Type: duration X - DefinitionThe amount of preferred stock dividends that is an adjustment to net income apportioned to common stockholders. + ReferencesNo definition available. + Details Name: us-gaap_PreferredStockDividendsIncomeStatementImpact Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItem Type Balance Type: debit Period Type: duration X - DefinitionThe consolidated profit or loss for the period, net of income taxes, including the portion attributable to the noncontrolling interest. + ReferencesReference 1: \\[http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 9 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-9\\]\\(http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-6\\)Reference 3: \\[http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 323 -Name Accounting Standards Codification -Section 65 -Paragraph 2 -Subparagraph \\\(g\\\)\\\(3\\\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478666/740-323-65-2\\]\\(http://www.xbrl.org/2003/role/disclosureRef -Topic 805 -SubTopic 60 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph \\(g\\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147476176/805-60-65-1\\)Reference 5: \\[http://www.xbrl.org/2003/role/disclosureRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph \\\(SX 210.4-08\\\(g\\\)\\\(1\\\)\\\(iii\\\)\\\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1\\]\\(http://www.xbrl.org/2003/role/disclosureRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph \\(SX 210.4-08\\(g\\)\\(1\\)\\(iii\\)\\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1\\)Reference 6: \\[http://www.xbrl.org/2003/role/disclosureRef -Topic 825 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 28 -Subparagraph \\\(f\\\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482907/825-10-50-28\\]\\(http://www.xbrl.org/2003/role/disclosureRef -Topic 323 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph \\(c\\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481687/323-10-50-3\\)Reference 8: \\[http://www.xbrl.org/2003/role/disclosureRef -Topic 815 -SubTopic 40 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph \\\(f\\\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480175/815-40-65-1\\]\\(http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph \\(b\\)\\(2\\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-1\\)Reference 10: \\[http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 830 -Name Accounting Standards Codification -Section 55 -Paragraph 11 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479168/946-830-55-11\\]\\(http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 8 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-8\\)Reference 12: \\[http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section 45 -Paragraph 7 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479105/946-220-45-7\\]\\(http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 205 -Name Accounting Standards Codification -Section 45 -Paragraph 3 -Subparagraph \\(a\\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478009/946-205-45-3\\)Reference 14: \\[http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph \\\(SX 210.7-04\\\(16\\\)\\\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477250/944-220-S99-1\\]\\(http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph \\(SX 210.7-04\\(16\\)\\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477250/944-220-S99-1\\)Reference 15: \\[http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph \\\(SX 210.6-09\\\(1\\\)\\\(d\\\)\\\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3\\]\\(http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph \\(SX 210.6-07\\(9\\)\\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3\\)Reference 17: <http://www.xbrl.org/2003/role/disclosureRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 19 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481231/810-10-45-19>Reference 18: \\[http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph \\\(SX 210.13-01\\\(a\\\)\\\(4\\\)\\\(i\\\)\\\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1A\\]\\(http://www.xbrl.org/2009/role/commonPracticeRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482765/220-10-50-6\\)Reference 19: \\[http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph \\\(SX 210.13-01\\\(a\\\)\\\(4\\\)\\\(iii\\\)\\\(A\\\)\\\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1A\\]\\(http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph \\(SX 210.13-01\\(a\\)\\(4\\)\\(ii\\)\\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1A\\)Reference 21: \\[http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph \\\(SX 210.13-01\\\(a\\\)\\\(4\\\)\\\(iv\\\)\\\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1A\\]\\(http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph \\(SX 210.13-01\\(a\\)\\(4\\)\\(iii\\)\\(A\\)\\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1A\\)Reference 23: \\[http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph \\\(SX 210.13-01\\\(a\\\)\\\(5\\\)\\\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1A\\]\\(http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph \\(SX 210.13-01\\(a\\)\\(5\\)\\) -Publisher FASB -URI 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-Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph \\(SX 210.13-02\\(a\\)\\(4\\)\\(iii\\)\\(A\\)\\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1B\\)Reference 26: \\[http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph \\\(SX 210.13-02\\\(a\\\)\\\(4\\\)\\\(iv\\\)\\\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1B\\]\\(http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph \\(SX 210.13-02\\(a\\)\\(4\\)\\(iii\\)\\(B\\)\\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1B\\)Reference 27: \\[http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph \\\(SX 210.13-02\\\(a\\\)\\\(4\\\)\\\(iv\\\)\\\) 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This item includes noncontrolling interest holder's ownership \(or holders' ownership\) regardless of the type of equity interest \(common, preferred, other\) including all potential organizational \(legal\) forms of the investee entity. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 480 -SubTopic 10 -Subparagraph \(12\)\(c\) -Section S99 -Paragraph 3A -Publisher FASB -URI https://asc.fasb.org/1943274/2147480244/480-10-S99-3AReference: 2](http://www.xbrl.org/2003/role/disclosureRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1A -Subparagraph (c)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481203/810-10-50-1A + Details Name: us-gaap_ProfitLossNamespace Prefix: us-gaap_Data Type: xbrli:monetaryItem Type Balance Type: credit Period Type: duration X - DefinitionAs of the reporting date, the aggregate carrying amount of all noncontrolling interests which are redeemable by the (parent) entity (1) at a fixed or determinable price on a fixed or determinable date, (2) at the option of the holder of the noncontrolling interest, or (3) upon occurrence of an event that is not solely within the control of the (parent) entity. This item includes noncontrolling interest holder's ownership (or holders' ownership) regardless of the type of equity interest (common, preferred, other) including all potential organizational (legal) forms of the investee entity. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 480 -SubTopic 10 -Subparagraph (12)(c) -Section S99 -Paragraph 3A -Publisher FASB -URI https://asc.fasb.org/1943274/2147480244/480-10-S99-3AReference: 2) [http://fasb.org/us-gaap/role/ref/legacyRef -Topic 480 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 3A -Subparagraph \(15\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480244/480-10-S99-3AReference: 4](http://fasb.org/us-gaap/role/ref/legacyRef -Topic 480 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 3A -Subparagraph (15) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480244/480-10-S99-3AReference: 4) [http://fasb.org/us-gaap/role/ref/legacyRef -Topic 480 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 3A -Subparagraph \(15\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480244/480-10-S99-3AReference: 4](http://fasb.org/us-gaap/role/ref/legacyRef -Topic 480 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 3A -Subparagraph (15) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480244/480-10-S99-3A + Details Name: us-gaap_RedeemableNoncontrollingInterestsEquityCarryingAmountNamespace Prefix: us-gaap_Data Type: xbrli:monetaryItem Type Balance Type: credit Period Type: instant X - DefinitionNumber of shares used to settle grantee's tax withholding obligation for award under share-based payment arrangement. + ReferencesNo definition available. + Details Name: us-gaap_SharesPaidForTaxWithholdingForShareBasedCompensationNamespace Prefix: us-gaap_Data Type: xbrli:sharesItem Type Balance Type: na Period Type: duration X - DefinitionThe number of shares issued during the period upon the conversion of units. An example of a convertible unit is an umbrella partnership real estate investment trust unit (UPREIT unit). + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 50 -Paragraph 2 -SubTopic 10 -Topic 505 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-2Reference: 2) [http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph \(SX 210.5-02\(28\)\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference: 3](http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(28)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference: 3) [http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph \(SX 210.5-02\(29\)\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference: 4](http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(29)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference: 4) [http://fasb.org/us-gaap/role/ref/legacyRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph \(SX 210.3-04\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480008/505-10-S99-1Reference: 5](http://fasb.org/us-gaap/role/ref/legacyRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.3-04) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480008/505-10-S99-1Reference: 5) [http://fasb.org/us-gaap/role/ref/legacyRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph \(SX 210.3-04\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480008/505-10-S99-1Reference: 5](http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 505 -SubTopic 10 -Section 50 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-3 + Details Name: us-gaap_StockIssuedDuringPeriodSharesConversionOfUnitsNamespace Prefix: us-gaap_Data Type: xbrli:sharesItem Type Balance Type: na Period Type: duration X - DefinitionValue of stock issued during the period upon the conversion of units. An example of a convertible unit is an umbrella partnership real estate investment trust unit (UPREIT unit). + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 50 -Paragraph 2 -SubTopic 10 -Topic 505 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-2Reference: 2) [http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph \(SX 210.5-02\(29\)\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference: 3](http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(29)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference: 3) [http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph \(SX 210.5-02\(30\)\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference: 4](http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(30)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference: 4) [http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph \(SX 210.5-02\(31\)\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference: 5](http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(31)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference: 5) [http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph \(SX 210.3-04\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480008/505-10-S99-1 + Details Name: us-gaap_StockIssued](http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.3-04) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480008/505-10-S99-1 + Details Name: us-gaap_StockIssuedDuringPeriodValueConversionOfUnitsNamespace Prefix: us-gaap_Data Type: xbrli:monetaryItem Type Balance Type: credit Period Type: duration X - DefinitionValue, after forfeiture, of shares issued under share-based payment arrangement. Excludes employee stock ownership plan (ESOP). + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(28)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference: 2)

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-Subparagraph \(SX 210.6-09\(7\)\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3Reference 42:](http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(7)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3Reference 42:) [http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph \(SX 210.3-04\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480008/505-10-S99-1Reference 43:](http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.3-04) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480008/505-10-S99-1Reference 43:) [http://www.xbrl.org/2009/role/commonPracticeRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph \(SX 210.4-08\(g\)\(1\)\(iii\)\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1Reference 44:](http://www.xbrl.org/2009/role/commonPracticeRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(g)(1)(iii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1Reference 44:) [http://www.xbrl.org/2009/role/commonPracticeRef -Topic 323 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph \(c\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481687/323-10-50-3Reference 45:](http://www.xbrl.org/2009/role/commonPracticeRef -Topic 323 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481687/323-10-50-3Reference 45:) [http://www.xbrl.org/2009/role/commonPracticeRef -Topic 825 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 28 -Subparagraph \(f\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482907/825-10-50-28Reference 46:](http://www.xbrl.org/2009/role/commonPracticeRef -Topic 825 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 28 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482907/825-10-50-28Reference 46:) <http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 810 -SubTopic 10 -Section 45 -Paragraph 15 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481231/810-10-45-15Reference 47:> <http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 810 -SubTopic 10 -Section 45 -Paragraph 16 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481231/810-10-45-16Reference 48:> <http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 810 -SubTopic 10 -Section 55 -Paragraph 4I -Publisher FASB -URI https://asc.fasb.org/1943274/2147481175/810-10-55-4IReference 49:> [http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 60 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph \(b\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147476166/350-60-65-1](http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 60 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147476166/350-60-65-1) + Details Name: us-gaap_StockholdersEquityIncludingPortionAttributableToNoncontrollingInterest Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - Definition This element represents movements included in the statement of changes in stockholders' equity which are not separately disclosed or provided for elsewhere in the taxonomy. + ReferencesNo definition available. + Details Name: us-gaap_StockholdersEquityOther Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionValue of accretion of temporary equity to its redemption value during the period. + ReferencesNo definition available. + Details Name: us-gaap_TemporaryEquityAccretionToRedemptionValue Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAccretion of temporary equity during the period due to cash, stock, and in-kind dividends. This item is an adjustment to net income necessary to derive net income apportioned to common stockholders and is to be distinguished from Temporary Equity, Accretion of Dividends (Temporary Equity, Accretion of Dividends). + ReferencesNo definition available. + Details Name: us-gaap_TemporaryEquityDividendsAdjustment Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration XML 18 R7.htm IDEA: XBRL DOCUMENT v3.24.2 Condensed Consolidated Statements of Cash Flows (Unaudited) - USD (\$) in Thousands 6 Months Ended Jun. 30, 2024 Jun. 30, 2023 OPERATING ACTIVITIES $\hat{A}$ $\hat{A}$ Net income (loss) $\hat{A}$ 41,531 $\hat{A}$ (1,080) Adjustments to reconcile net income (loss) to net cash provided by operating activities: $\hat{A}$ $\hat{A}$ Depreciation and amortization 73,257 74,418 Amortization of debt issuance costs 3,240 2,785 Recovery of credit losses 0 (250) Equity-based compensation 4,483 4,046 (Gain) loss on disposal of assets, net (28,417) 320 Gain on extinguishment of debt (3,000) 0 Non-cash interest income (266) (288) Debt transaction costs 581 328 Other 6,513 Changes in operating assets and liabilities: $\hat{A}$ $\hat{A}$ Trade receivables, net (6,619) (1,097) Prepaid expenses and other (5,255) 3,855 Accounts payable (63) (150) Accrued expenses and other (1,003) (4,346) NET CASH PROVIDED BY OPERATING ACTIVITIES 78,475 79,054 INVESTING ACTIVITIES $\hat{A}$ $\hat{A}$ Acquisitions of lodging properties 0 (42,813) Improvements to lodging properties (39,007) (42,889) Investment in lodging property under development (2,503) 0 Proceeds from asset dispositions, net 92,168 27,632 Funding of real estate loans 0 (2,917) Repayments of real estate loans 0 257 NET CASH PROVIDED BY (USED IN) INVESTING ACTIVITIES 50,658 (60,730) FINANCING ACTIVITIES $\hat{A}$ $\hat{A}$ Proceeds from borrowings on revolving line of credit 90,000 55,000 Repayments of revolving line of credit (80,000) (50,000) Principal payments on debt (93,497) (1,187) Proceeds from the sale of non-controlling interests 0 1,353 Dividends and distributions paid on common stock and common units (17,181) (12,247) Preferred dividends and distributions paid (9,402) (9,413) Contributions by non-controlling interests in joint venture 221 20,332 Distributions to joint venture partners (10,963) (4,155) Financing fees, debt transaction costs and other issuance costs (2,501) (8,036) Repurchase of shares of common stock for withholding requirements (939) (1,370) NET CASH USED IN FINANCING ACTIVITIES (124,262) (9,723) Net change in cash, cash equivalents and restricted cash 4,871 8,601 CASH, CASH EQUIVALENTS AND RESTRICTED CASH $\hat{A}$ $\hat{A}$ Beginning of period 47,768 61,808 End of period 52,639 70,409 RECONCILIATION OF CASH, CASH EQUIVALENTS AND RESTRICTED CASH WITHIN THE CONDENSED CONSOLIDATED BALANCE SHEET TO THE AMOUNTS SHOWN IN THE STATEMENT OF CASH FLOWS ABOVE: $\hat{A}$ $\hat{A}$ Cash and cash equivalents 45,873 58,456 Restricted cash 6,766 11,953 TOTAL CASH, CASH EQUIVALENTS AND RESTRICTED CASH $\hat{A}$ 52,639 $\hat{A}$ - DefinitionDebt Transaction Costs + ReferencesNo definition available. + Details Name: inn_DebtTransactionCosts Namespace Prefix: inn_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionInvestment in Hotel Properties Under Development + ReferencesNo definition available. + Details Name: inn_InvestmentInHotelPropertiesUnderDevelopment Namespace Prefix: inn_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionNoncash Interest Income + ReferencesNo definition available. + Details Name: inn_NoncashInterestIncome Namespace Prefix: inn_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionProceeds From Sale Of Non-Controlling Interests Namespace Prefix: inn_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionRecoveries Of Credit Losses + ReferencesNo definition available. + Details Name: inn_RecoveriesOfCreditLosses Namespace Prefix: inn_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_AdjustmentsNoncashItemsToReconcileNetIncomeLossToCashProvidedByUsedInOperatingActivitiesAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemBalance Type: na Period Type: duration X - DefinitionAmount of amortization expense attributable to debt issuance costs. + ReferencesReference 1: [http://fasb.org/us-gaap/role/ref/legacyRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph \(SX 210.5-03\(8\)\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2Reference 2:](http://fasb.org/us-gaap/role/ref/legacyRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(8)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2Reference 2:) [http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1F -Subparagraph \(b\)\(2\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1FReference 3:](http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1F -Subparagraph (b)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1FReference 3:) [http://www.xbrl.org/2009/role/commonPracticeRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph \(b\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28Reference 4:](http://www.xbrl.org/2009/role/commonPracticeRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28Reference 4:) <http://www.xbrl.org/2009/role/commonPracticeRef -Topic 835 -SubTopic 30 -Name Accounting Standards Codification -Section 45 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482925/835-30-45-3> + Details Name: us-gaap_AmortizationOffinancingCosts Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount of currency on hand as well as demand deposits with banks or financial institutions. Includes other kinds of accounts that have the general characteristics of demand deposits. 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. Excludes cash and cash equivalents within disposal group and discontinued operation. + ReferencesReference 1: [http://www.xbrl.org/2003/role/disclosureRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph \(SX 210.5-02\(1\)\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2:](http://www.xbrl.org/2003/role/disclosureRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(1)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2:) [http://www.xbrl.org/2003/role/exampleRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Subparagraph \(a\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483467/210-10-45-1Reference 3:](http://www.xbrl.org/2003/role/exampleRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483467/210-10-45-1Reference 3:) <http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 230 -SubTopic 10 -Section 45 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-4> + Details Name: us-gaap_CashAndCashEquivalentsAtCarryingValue Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - ReferencesNo definition available. + Details Name: us-gaap_CashAndCashEquivalentsAtCarryingValueAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemBalance Type: na Period Type: duration X - DefinitionAmount of cash and cash equivalents, and cash and cash equivalents restricted to withdrawal or usage. Excludes amount for disposal group and discontinued operations. Cash includes, but is not limited to, currency on hand, demand deposits with banks or financial institutions, and other accounts with general characteristics of demand deposits. Cash equivalents include, but are not limited to, short-term, highly liquid investments that are both readily convertible to known amounts of cash and so near their maturity that they present insignificant risk of changes in value because of changes in interest rates. + ReferencesReference 1: [http://www.xbrl.org/2003/role/disclosureRef -Topic 230 -SubTopic 10 -Section 45 -Paragraph 2 -Subparagraph \(b\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482913/230-10-50-8Reference 2:](http://www.xbrl.org/2003/role/disclosureRef -Topic 230 -SubTopic 10 -Section 45 -Paragraph 2 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482913/230-10-50-8Reference 2:) <http://fasb.org/us-gaap/role/ref/legacyRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 24 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-24Reference 3:> <http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 230 -SubTopic 10 -Section 45 -Paragraph 1 -SubTopic 230 -Topic 830 -Publisher FASB -URI https://asc.fasb.org/1943274/2147477401/830-230-45-1> + Details Name: us-gaap_CashCashEquivalentsRestrictedCashAndRestrictedCashEquivalentsPeriodIncreaseDecreaseIncludingExchangeRateEffect Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionThe current period expense charged against earnings on long-lived, physical assets not used in production, and which are not intended for resale, to allocate or recognize the cost of such assets over their useful lives; or to record the reduction in book value of an intangible asset over the benefit period of such asset; or to reflect consumption during the period of an asset that is not used in production. + ReferencesReference 1: [http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph \(b\) -SubTopic 10 -Topic 230 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28Reference 2:](http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph (b) -SubTopic 10 -Topic 230 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28Reference 2:) [http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 360 -SubTopic 10 -Section 50 -Paragraph 1 -Subparagraph \(a\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482099/360-10-50-1](http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 360 -SubTopic 10 -Section 50 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482099/360-10-50-1) + Details Name: us-gaap_DepreciationAndAmortization Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount of gain (loss) on sale or disposal of assets, including but not limited to property plant and equipment, intangible assets and equity in securities

of subsidiaries or equity method investee. + ReferencesReference 1: <http://www.xbrl.org/2009/role/commonPracticeRef> -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph (b) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147482740/230-10-45-28> + Details Name: us-gaap GainLossOnDispositionOfAssets1 Namespace Prefix: us-gaap Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionDifference between the fair value of payments made and the carrying amount of debt which is extinguished prior to maturity. + ReferencesReference 1: <http://fasb.org/us-gaap/role/ref/legacyRef> -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph (b) -SubTopic 10 -Topic 230 -Publisher FASB -URI <https://asc.fasb.org/1943274/2147482740/230-10-45-28>Reference 2: <http://fasb.org/us-gaap/role/ref/legacyRef> -Name Accounting Standards Codification -Topic 470 -SubTopic 50 -Section 40 -Paragraph 2 -Publisher FASB -URI <https://asc.fasb.org/1943274/2147481303/470-50-40-2>Reference 3: <http://fasb.org/us-gaap/role/ref/legacyRef> -Name Accounting Standards Codification -Topic 470 -SubTopic 50 -Section 40 -Paragraph 4 -Publisher FASB -URI <https://asc.fasb.org/1943274/2147481303/470-50-40-4> + Details Name: us-gaap GainsLossesOnExtinguishmentOfDebt Namespace Prefix: us-gaap Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionThe increase (decrease) during the reporting period in the aggregate amount of liabilities incurred (and for which invoices have typically been received) and payable to vendors for goods and services received that are used in an entity's business. + ReferencesReference 1: <http://fasb.org/us-gaap/role/ref/legacyRef> -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph (a) -SubTopic 10 -Topic 230 -Publisher FASB -URI <https://asc.fasb.org/1943274/2147482740/230-10-45-28> + Details Name: us-gaap IncreaseDecreaseInAccountsPayable Namespace Prefix: us-gaap Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionThe increase (decrease) during the reporting period in amount due within one year (or one business cycle) from customers for the credit sale of goods and services. + ReferencesReference 1: <http://fasb.org/us-gaap/role/ref/legacyRef> -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph (a) -SubTopic 10 -Topic 230 -Publisher FASB -URI <https://asc.fasb.org/1943274/2147482740/230-10-45-28> + Details Name: us-gaap IncreaseDecreaseInAccountsReceivable Namespace Prefix: us-gaap Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount of increase (decrease) in accrued expenses, and obligations classified as other. + ReferencesReference 1: <http://www.xbrl.org/2009/role/commonPracticeRef> -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph (a) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147482740/230-10-45-28> + Details Name: us-gaap IncreaseDecreaseInAccruedLiabilitiesAndOtherOperatingLiabilities Namespace Prefix: us-gaap Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap IncreaseDecreaseInOperatingCapitalAbstract Namespace Prefix: us-gaap Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount of increase (decrease) in prepaid expenses, and assets classified as other. + ReferencesReference 1: <http://fasb.org/us-gaap/role/ref/legacyRef> -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph (a) -SubTopic 10 -Topic 230 -Publisher FASB -URI <https://asc.fasb.org/1943274/2147482740/230-10-45-28> + Details Name: us-gaap IncreaseDecreaseInPrepaidDeferredExpenseAndOtherAssets Namespace Prefix: us-gaap Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount of cash inflow (outflow) from financing activities, including discontinued operations. Financing activity cash flows include obtaining resources from owners and providing them with a return on, and a return of, their investment; borrowing money and repaying amounts borrowed, or settling the obligation; and obtaining and paying for other resources obtained from creditors on long-term credit. + ReferencesReference 1: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 24 -Publisher FASB -URI <https://asc.fasb.org/1943274/2147482740/230-10-45-24> + Details Name: us-gaap NetCashProvidedByUsedInFinancingActivities Namespace Prefix: us-gaap Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap NetCashProvidedByUsedInFinancingActivitiesAbstract Namespace Prefix: us-gaap Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount of cash inflow (outflow) from investing activities, including discontinued operations. Investing activity cash flows include making and collecting loans and acquiring and disposing of debt or equity instruments and property, plant, and equipment and other productive assets. + ReferencesReference 1: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 24 -Publisher FASB -URI <https://asc.fasb.org/1943274/2147482740/230-10-45-24> + Details Name: us-gaap NetCashProvidedByUsedInInvestingActivities Namespace Prefix: us-gaap Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap NetCashProvidedByUsedInInvestingActivitiesAbstract Namespace Prefix: us-gaap Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount of cash inflow (outflow) from operating activities, including discontinued operations. Operating activity cash flows include transactions, adjustments, and changes in value not defined as investing or financing activities. + ReferencesReference 1: <http://fasb.org/us-gaap/role/ref/legacyRef> -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Publisher FASB -URI <https://asc.fasb.org/1943274/2147482740/230-10-45-28>Reference 2: <http://fasb.org/us-gaap/role/ref/legacyRef> -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 24 -Publisher FASB -URI <https://asc.fasb.org/1943274/2147482740/230-10-45-24>Reference 3: <http://fasb.org/us-gaap/role/ref/legacyRef> -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 25 -Publisher FASB -URI <https://asc.fasb.org/1943274/2147482740/230-10-45-25> + Details Name: us-gaap NetCashProvidedByUsedInOperatingActivities Namespace Prefix: us-gaap Data Type: xbrli:monetaryItemType Balance Type: na Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap NetCashProvidedByUsedInOperatingActivitiesAbstract Namespace Prefix: us-gaap Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount of income (expense) included in net income that results in no cash inflow (outflow), classified as other. + ReferencesReference 1: <http://fasb.org/us-gaap/role/ref/legacyRef> -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Publisher FASB -URI <https://asc.fasb.org/1943274/2147482740/230-10-45-28> + Details Name: us-gaap OtherNoncashIncomeExpense Namespace Prefix: us-gaap Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionThe cash outflow for acquisition of or capital improvements to properties held for investment (operating, managed, leased) or for use. + ReferencesReference 1: <http://fasb.org/us-gaap/role/ref/legacyRef> -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 13 -Subparagraph (c) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147482740/230-10-45-13> + Details Name: us-gaap PaymentsForCapitalImprovements Namespace Prefix: us-gaap Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionThe distributions of earnings to an entity that is affiliated with the reporting entity by means of direct or indirect ownership. + ReferencesReference 1: <http://fasb.org/us-gaap/role/ref/legacyRef> -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 15 -Subparagraph (a) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147482740/230-10-45-15> + Details Name: us-gaap PaymentsOfDistributionsToAffiliates Namespace Prefix: us-gaap Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount of cash outflow in the form of ordinary dividends to common shareholders of the parent entity. + ReferencesReference 1: <http://fasb.org/us-gaap/role/ref/legacyRef> -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 15 -Subparagraph (a) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147482740/230-10-45-15> + Details Name: us-gaap PaymentsOfDividendsCommonStock Namespace Prefix: us-gaap Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount of cash outflow in the form of ordinary dividends to preferred shareholders of the parent entity. + ReferencesReference 1: <http://fasb.org/us-gaap/role/ref/legacyRef> -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 15 -Subparagraph (a) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147482740/230-10-45-15> + Details Name: us-gaap PaymentsOfDividendsPreferredStockAndPreferenceStock Namespace Prefix: us-gaap Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionThe cash outflow for loan and debt issuance costs. + ReferencesReference 1: <http://fasb.org/us-gaap/role/ref/legacyRef> -Name Accounting Standards Codification -Topic 230 -SubTopic 10 -Section 45 -Paragraph 15 -Publisher FASB -URI <https://asc.fasb.org/1943274/2147482740/230-10-45-15> + Details Name: us-gaap PaymentsOffinancingCosts Namespace Prefix: us-gaap Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount of cash outflow to satisfy grantee's tax withholding obligation for award under share-based payment arrangement. + ReferencesReference 1: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 15 -Subparagraph (a) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147482740/230-10-45-15> + Details Name: us-gaap PaymentsRelatedToTaxWithholdingForShareBasedCompensation Namespace Prefix: us-gaap Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionThe cash outflow from the acquisition of property as primarily intended to generate income for its owner. + ReferencesReference 1: <http://fasb.org/us-gaap/role/ref/legacyRef> -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 13 -Subparagraph (c) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147482740/230-10-45-13> + Details Name: us-gaap PaymentsToAcquireCommercialRealEstate Namespace Prefix: us-gaap Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionThe cash outflow to acquire an agreement for an unconditional promise by the maker to pay the entity (holder) a definite sum of money at a future date. Such amount may include accrued interest receivable in accordance with the terms of the note. The note also may contain provisions including a discount or premium, payable on demand, secured, or unsecured, interest bearing or noninterest bearing, among myriad other features and characteristics. + ReferencesReference 1: <http://fasb.org/us-gaap/role/ref/legacyRef> -Name Accounting Standards Codification -Topic 230 -SubTopic 10 -Section 45 -Paragraph 13 -Subparagraph (a) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147482740/230-10-45-13> + Details Name: us-gaap PaymentsToAcquireNotesReceivable Namespace Prefix: us-gaap Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionThe cash inflow from an entity that is affiliated with the entity by means of direct or indirect ownership. + ReferencesReference 1: <http://fasb.org/us-gaap/role/ref/legacyRef> -Name Accounting Standards Codification -Topic 230 -SubTopic 10 -Section 45 -Paragraph 14 -Publisher FASB -URI <https://asc.fasb.org/1943274/2147482740/230-10-45-14> + Details Name: us-gaap ProceedsFromContributionsFromAffiliates Namespace Prefix: us-gaap Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionThe cash inflow during the period from additional borrowings in aggregate debt. Includes proceeds from short-term and long-term debt. + ReferencesReference 1: <http://www.xbrl.org/2009/role/commonPracticeRef> -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 14 -Subparagraph (b) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147482740/230-10-45-14> + Details Name: us-gaap ProceedsFromIssuanceOfDebt Namespace Prefix: us-gaap Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionThe cash inflow associated with the sale and collection of loans receivables arising from the financing of goods and services. + ReferencesReference 1: <http://fasb.org/us-gaap/role/ref/legacyRef> -Name Accounting Standards Codification -Topic 230 -SubTopic 10 -Section 45 -Paragraph 12 -Subparagraph (a) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147482740/230-10-45-12> + Details Name: us-gaap ProceedsFromSaleAndCollectionOfLoansReceivable Namespace Prefix: us-gaap Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionThe cash inflow from the sale of property, plant and equipment (capital expenditures), software, and other intangible assets. + ReferencesReference 1: <http://fasb.org/us-gaap/role/ref/legacyRef> -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 12 -Subparagraph (c) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147482740/230-10-45-12> + Details Name: us-gaap ProceedsFromSaleOfProductiveAssets Namespace Prefix: us-gaap Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionThe consolidated profit or loss for the period, net of income taxes, including the portion attributable to the noncontrolling interest. + ReferencesReference 1: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI <https://asc.fasb.org/1943274/2147483443/250-10-50-6>Reference 2: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 9 -Publisher FASB -URI <https://asc.fasb.org/1943274/2147483443/250-10-50-9>Reference 3: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 805 -SubTopic 60 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (g) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147476176/805-60-65-1>Reference 4: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 323 -Name Accounting Standards Codification -Section 65 -Paragraph 2 -Subparagraph (g)(3) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147478666/740-323-65-2>Reference 5: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(g)(1)(iii)) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147480678/235-10-S99-1>Reference 6: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 323 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147481687/323-10-50-3>Reference 7: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 825 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 28 -Subparagraph (f) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147482907/825-10-50-28>Reference 8: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (b)(2) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147483443/250-10-50-1>Reference 9: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 815 -SubTopic 40 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (f) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147480175/815-40-65-1>Reference 10: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 8 -Publisher FASB -URI <https://asc.fasb.org/1943274/2147483443/250-10-50-8>Reference 11: <http://www.xbrl.org/2003/role/exampleRef> -Topic 946 -SubTopic 830 -Name Accounting Standards Codification -Section 55 -Paragraph 11 -Publisher FASB -URI <https://asc.fasb.org/1943274/2147479168/946-830-55-11>Reference 12: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 946 -SubTopic 205 -Name Accounting Standards Codification -Section 45 -Paragraph 3 -Subparagraph (a) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147478009/946-205-45-3>Reference 13: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section 45 -Paragraph 7 -Publisher FASB -URI <https://asc.fasb.org/1943274/2147479105/946-220-45-7>Reference 14: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 944 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-04(16)) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147477250/944-220-S99-1>Reference 15: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-07(9)) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147479134/946-220-S99-1>Reference 16: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(1)(d)) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147479134/946-220-S99-3>Reference 17: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 19 -Publisher FASB -URI <https://asc.fasb.org/1943274/2147481231/810-10-45-19>Reference 18: <http://www.xbrl.org/2009/role/commonPracticeRef> -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI <https://asc.fasb.org/1943274/2147482765/220-10-50-6>Reference 19: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(i)) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147480097/470-10-S99-1A>Reference 20: <http://www.xbrl.org/2009/role/commonPracticeRef> -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iii)) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147480097/470-10-S99-1A>Reference 21: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iii)(A)) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147480097/470-10-S99-1A>Reference 22: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iv)) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147480097/470-10-S99-1A>Reference 23: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(5)) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147480097/470-10-S99-1A>Reference 24: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(i)) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147480097/470-10-S99-1B>Reference 25: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(A)) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147480097/470-10-S99-1B>Reference 26: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(B)) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147480097/470-10-S99-1B>Reference 27: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iv)) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147480097/470-10-S99-1B>Reference 28: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(5)) -Publisher FASB

<https://asc.fasb.org/1943274/2147480097/210-5-S99-IBReference 29>: [http://www.xbrl.org/2003/role/disclosureRef -Topic 942 -SubTopic 235 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph \(SX 210.5-05\(b\)\(2\)\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477314/942-235-S99-1Reference 30](http://www.xbrl.org/2003/role/disclosureRef -Topic 942 -SubTopic 235 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-05(b)(2)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477314/942-235-S99-1Reference 30): <http://www.xbrl.org/2003/role/disclosureRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 7 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483499/205-20-50-7Reference 31>: <http://www.xbrl.org/2003/role/exampleRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 4J -Publisher FASB -URI https://asc.fasb.org/1943274/2147481175/810-10-55-4JReference 32>: <http://www.xbrl.org/2003/role/exampleRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 4K -Publisher FASB -URI https://asc.fasb.org/1943274/2147481175/810-10-55-4KReference 33>: [http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1A -Subparagraph \(a\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-1AReference 34](http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1A -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-1AReference 34): [http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1B -Subparagraph \(a\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-1BReference 35](http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1B -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-1BReference 35): <http://www.xbrl.org/2003/role/disclosureRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-2Reference 36>: [http://www.xbrl.org/2003/role/disclosureRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1A -Subparagraph \(a\)\(1\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481203/810-10-50-1AReference 37](http://www.xbrl.org/2003/role/disclosureRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1A -Subparagraph (a)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481203/810-10-50-1AReference 37): [http://www.xbrl.org/2003/role/disclosureRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1A -Subparagraph \(c\)\(1\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481203/810-10-50-1A + Details Name: us-gaap ProfitLoss Namespace Prefix: us-gaap Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount of cash outflow for short-term and long-term debt. Excludes payment of lease obligation. + ReferencesReference 1](http://www.xbrl.org/2003/role/disclosureRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1A -Subparagraph (c)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481203/810-10-50-1A + Details Name: us-gaap ProfitLoss Namespace Prefix: us-gaap Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount of cash outflow for short-term and long-term debt. Excludes payment of lease obligation. + ReferencesReference 1): [http://www.xbrl.org/2009/role/commonPracticeRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 15 -Subparagraph \(b\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-15 + Details Name: us-gaap RepaymentsOfDebt Namespace Prefix: us-gaap Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount of cash outflow for payment of an obligation from a lender, including but not limited to, letter of credit, standby letter of credit and revolving credit arrangements. + ReferencesReference 1](http://www.xbrl.org/2009/role/commonPracticeRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 15 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-15 + Details Name: us-gaap RepaymentsOfDebt Namespace Prefix: us-gaap Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount of cash outflow for payment of an obligation from a lender, including but not limited to, letter of credit, standby letter of credit and revolving credit arrangements. + ReferencesReference 1): [http://www.xbrl.org/2009/role/commonPracticeRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 15 -Subparagraph \(b\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-15Reference 2](http://www.xbrl.org/2009/role/commonPracticeRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 15 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-15Reference 2): [http://www.xbrl.org/2009/role/commonPracticeRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph \(SX 210.4-08\(f\)\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1 + Details Name: us-gaap RepaymentsOfLinesOfCredit Namespace Prefix: us-gaap Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount of cash restricted as to withdrawal or usage. Cash includes, but is not limited to, currency on hand, demand deposits with banks or financial institutions, and other accounts with general characteristics of demand deposits. + ReferencesReference 1](http://www.xbrl.org/2009/role/commonPracticeRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(f)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1 + Details Name: us-gaap RepaymentsOfLinesOfCredit Namespace Prefix: us-gaap Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount of cash restricted as to withdrawal or usage. Cash includes, but is not limited to, currency on hand, demand deposits with banks or financial institutions, and other accounts with general characteristics of demand deposits. + ReferencesReference 1): [http://www.xbrl.org/2009/role/commonPracticeRef -Topic 944 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph \(SX 210.7-03\(a\)\(2\)\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478777/944-210-S99-1Reference 2](http://www.xbrl.org/2009/role/commonPracticeRef -Topic 944 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-03(a)(2)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478777/944-210-S99-1Reference 2): [http://www.xbrl.org/2009/role/commonPracticeRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph \(SX 210.5-02\(1\)\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 3](http://www.xbrl.org/2009/role/commonPracticeRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(1)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 3): <http://www.xbrl.org/2009/role/commonPracticeRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 8 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482913/230-10-50-8Reference 4>: [http://www.xbrl.org/2009/role/commonPracticeRef -Topic 942 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph \(SX 210.9-03\(1\)\(a\)\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478546/942-210-S99-1 + Details Name: us-gaap RestrictedCash Namespace Prefix: us-gaap Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount of noncash expense for share-based payment arrangement. + ReferencesReference 1](http://www.xbrl.org/2009/role/commonPracticeRef -Topic 942 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-03(1)(a)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478546/942-210-S99-1 + Details Name: us-gaap RestrictedCash Namespace Prefix: us-gaap Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount of noncash expense for share-based payment arrangement. + ReferencesReference 1):

adoption is permitted. The adoption of ASU 2023-07 will not have a material effect on our Consolidated Financial Statements.In December 2023, the FASB issued ASU 2023-09, Income Taxes (Topic 740): Improvements to Income Tax Disclosures. ASU 2023-09 includes amendments that further enhance income tax disclosures, primarily through standardization and disaggregation of rate reconciliation categories and income taxes paid by jurisdiction. ASU 2023-09 is effective for annual periods beginning after December 15, 2024. Early adoption is permitted for annual financial statements that have not yet been issued or made available for issuance. The adoption of ASU 2023-09 will not have a material effect on our Consolidated Financial Statements. X - ReferencesNo definition available. + Details Name: us-gaap_AccountingPoliciesAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe entire disclosure for the basis of presentation and significant accounting policies concepts. Basis of presentation describes the underlying basis used to prepare the financial statements (for example, US Generally Accepted Accounting Principles, Other Comprehensive Basis of Accounting, IFRS). Accounting policies describe all significant accounting policies of the reporting entity. + ReferencesReference 1: <http://fasb.org/us-gaap/role/ref/legacyRef-Topic 235> -Name Accounting Standards Codification -Publisher FASB -URI <http://www.xbrl.org/2003/role/disclosureRef-Topic 974> -SubTopic 720 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Publisher FASB -URI <https://asc.fasb.org/1943274/214747728/974-720-50-1> -Reference 2: <http://fasb.org/us-gaap/role/ref/legacyRef-Topic 976> -Name Accounting Standards Codification -Publisher FASB -URI <https://asc.fasb.org/976/tableOfContentReference 3> -<http://fasb.org/us-gaap/role/ref/legacyRef-Topic 978> -Name Accounting Standards Codification -Publisher FASB -URI <https://asc.fasb.org/978/tableOfContentReference 4> -<http://fasb.org/us-gaap/role/ref/legacyRef-Topic 970> -Name Accounting Standards Codification -Publisher FASB -URI <https://asc.fasb.org/970/tableOfContentReference 5> -<http://fasb.org/us-gaap/role/ref/legacyRef-Topic 972> -Name Accounting Standards Codification -Publisher FASB -URI <https://asc.fasb.org/972/tableOfContentReference 6> -<http://fasb.org/us-gaap/role/ref/legacyRef-Topic 974> -Name Accounting Standards Codification -Publisher FASB -URI

pay other fees, including arrangement and administrative fees. We are required to comply with various financial and other covenants to draw and maintain borrowings under the 2024 Term Loan.Convertible Senior Notes and Capped Call OptionsIn January 2021, we entered into an underwriting agreement (the “Convertible Notes Offering”) pursuant to which the Company agreed to offer and sell an aggregate of \$287.5Å million of 1.50% convertible senior notes due in 2026 (the “Convertible Notes”). The net proceeds from the Convertible Notes Offering, after deducting underwriting discounts and commissions and offering expenses payable by the Company (including net proceeds from the full exercise by the underwriters of their over-allotment option to purchase additional Convertible Notes), were approximately \$280.0Å million before consideration of the Capped Call Transactions (as described below). These proceeds were used to pay the cost of the Capped Call Transactions and to partially repay outstanding obligations under our senior credit facility that was replaced by the 2023 Senior Credit Facility and another term loan.The Convertible Notes bear interest at a rate of 1.50% per year, payable semi-annually in arrears on February 15 and August 15 of each year, beginning on August 15, 2021. The Convertible Notes will mature on February 15, 2026 (the “Maturity Date”), unless earlier converted, purchased, or redeemed. Prior to August 15, 2025, the Convertible Notes will be convertible only upon certain circumstances and during certain periods. On or after August 15, 2025 and through the Maturity Date, holders may convert any of their Convertible Notes into shares of the Company’s common stock, at the applicable conversion rate, unless the Convertible Notes have been previously purchased or redeemed by the Company. The Company recorded interest expense of \$1.1Å million for each of the three months ended June 30, 2024 and 2023, respectively, and \$2.2Å million for each of the six months ended June 30, 2024 and 2023, respectively. The Company incurred debt issuance costs related to the Convertible Notes Offering of \$7.6Å million, of which \$0.4Å million was amortized as non-cash interest expense for each of the three months ended June 30, 2024 and 2023, respectively, and \$0.7Å million for each of the six months ended June 30, 2024 and 2023, respectively. Including the amortization of the debt issuance costs, the effective interest rate on the Convertible Notes was approximately 2.00% for the three and six months ended June 30, 2024 and 2023. The unamortized discount related to the Convertible Notes was \$2.5Å million and \$3.2Å million at June 30, 2024 and December 31, 2023, respectively. The initial conversion rate of the Convertible Notes is 83.4028 shares of common stock per \$1,000 principal amount of Convertible Notes, which is equivalent to an initial conversion price of \$11.99 per share of common stock based on the 37.5% base conversion premium on the reference price of \$8.72 per share. In no event will the conversion rate exceed 114.6788 shares of common stock per \$1,000 principal amount of Convertible Notes, subject to certain adjustments defined in the Convertible Notes Offering. Commensurate with the declaration of dividends and distributions on our common stock and Common Units, respectively, on May 1, 2024, the conversion rate of the Convertible Notes was adjusted to 89.10 shares of common stock per \$1,000 principal amount of Convertible Notes.On January 7, 2021, in connection with the pricing of the Convertible Notes, and on January 8, 2021, in connection with the full exercise by the underwriters of their option to purchase additional Convertible Notes pursuant to the underwriting agreement, the Company entered into privately negotiated capped call transactions (the “Capped Call Transactions”) with certain of the underwriters or their respective affiliates and another financial institution (the “Capped Call Counterparties”). The Capped Call Transactions initially cover, subject to anti-dilution adjustments substantially similar to those applicable to the Convertible Notes, the number of shares of common stock underlying the Convertible Notes. The Capped Call Transactions are generally expected to reduce the potential dilution to holders of shares of common stock upon conversion of the Convertible Notes or offset the potential cash payments that the Company could be required to make in excess of the principal amount of any converted Convertible Notes upon conversion thereof, with such reduction or offset subject to a cap.The effective strike price of the Capped Call Transactions was initially \$15.26, which represented a premium of 75.0% over the last reported sale price of our common stock on the New York Stock Exchange on January 7, 2021 and is subject to certain adjustments under the terms of the Capped Call transactions. The current strike price is \$14.28 due to the adjustments related to the dividends paid during the period that the Capped Call securities have been outstanding.MetaBank LoanIn June 2017, Summit Meta 2017, LLC, a subsidiary of our Operating Partnership, entered into a \$47.6Å million secured, non-recourse loan with MetaBank (the “MetaBank Loan”). In June 2024, the outstanding balance of the loan was \$42.3Å million at which time we repaid the MetaBank Loan for \$39.1Å million prior to its scheduled maturity date, which represented a discount of \$3.2Å million and resulted in a gain on extinguishment of debt of \$3.0Å million after legal fees and unamortized debt issuance costs that were written-off on the closing date. As a result of this repayment, the three lodging properties previously held as collateral for the MetaBank Loan were released. Bank of the CascadesIn May 2024, we repaid the outstanding principal of the Bank of the Cascades that was scheduled to mature in December 2024 with no prepayment penalty. This repayment resulted in the release of the lodging property that was pledged as collateral for this mortgage loan. GIC Joint Venture Credit FacilityIn October 2019, Summit JV MR 1, LLC (the “Borrower”), as borrower, and Summit Hospitality JV, LP (the “Parent” or “GIC Joint Venture”), as parent of the Borrower, and each party executing the credit facility documentation as a subsidiary guarantor, entered into a \$200.0Å million credit facility (the “GIC Joint Venture Credit Facility”) with Bank of America, N.A., as administrative agent and sole initial lender, and BofA Securities, Inc., as sole lead arranger and sole bookrunner. The Operating Partnership and the Company are not borrowers or guarantors of the GIC Joint Venture Credit Facility. The GIC Joint Venture Credit Facility is guaranteed by all of the Borrower’s existing and future subsidiaries, subject to certain exceptions. The GIC Joint Venture Credit Facility is comprised of a \$125.0Å million revolving credit facility (the “\$125Å Million Revolver”) and a \$75.0Å million term loan (the “\$75Å Million Term Loan”). The GIC Joint Venture Credit Facility has an accordion feature which allows us to increase the total commitments by up to \$300.0Å million, for aggregate potential borrowings of up to \$500.0Å million. At June 30, 2024, we had \$125.0Å million outstanding under the \$125 Million Revolver.Amendments to the \$200Å million GIC Joint Venture Credit FacilityIn February 2023, the Borrower entered into the Fifth Amendment to Credit Agreement to, among other things, convert the reference rate used in interest rate calculations from the London Interbank Offered Rate (“LIBOR”) to adjusted term or daily SOFR (using a 10-basis point credit spread adjustment), with Borrower’s option to borrow base rate advances, term SOFR advances or daily SOFR advances.In September 2023, the GIC Joint Venture entered into an amendment to the GIC Joint Venture Credit Facility (the “GIC Joint Venture Credit Amendment”). The GIC Joint Venture Credit Amendment extends the maturity of the \$125 Million Revolver and the \$75Å Million Term Loan to September 2027, which may be extended by the Company for a single twelve-month period, subject to certain conditions. The interest rate on the \$125 Million Revolver is unchanged and is based on the higher of the following:i.Daily SOFR or Term SOFR (1-month or 3-month), plus a SOFR adjustment of 0.10%, plus a margin of 2.15%, or,ii.the applicable base rate, which is the greatest of the administrative agent’s prime rate, the federal funds rate plus 0.50%, and 1-month Term SOFR plus 1.00%, plus a base rate margin of 1.15%. The interest rate on the \$75Å Million Term Loan is five basis points less than the interest rate on the \$125 Million Revolver referenced above. In addition, on a quarterly basis, we are required to pay a fee of 0.25% of the average unused amount of the GIC Joint Venture Credit Facility. We are also required to pay other fees, including customary arrangement and administrative fees.The GIC Joint Venture Credit Amendment requires the GIC Joint Venture and certain subsidiaries to pledge to the secured parties all of the equity interests in the entities that own the 13 properties included in the borrowing base assets, the related TRS entities that lease each of the borrowing base assets, and all other subsidiaries of the borrower and the subsidiary guarantors, subject to certain exceptions.GIC Joint Venture Term LoanIn January and March 2022, the Operating Partnership and the GIC Joint Venture closed on a transaction with NewcrestImage Holdings, LLC, a Delaware limited liability company, and NewcrestImage Holdings II, LLC, a Delaware limited liability company (together, “NewcrestImage”), to acquire a portfolio of 27 lodging properties, containing an aggregate of 3,709 guestrooms, and two parking structures, containing 1,002 spaces and various financial incentives for an aggregate purchase price of \$822.0Å million (the “NCI Transaction”). In connection with the NCI Transaction, in January 2022, Summit JV MR 2, LLC, Summit JV MR 3, LLC and Summit NCI NOLA BR 184, LLC (each of which is a subsidiary of the GIC Joint Venture, and are collectively, the “Term Loan Borrower”), the GIC Joint Venture, as parent guarantor, and each party executing the credit facility documentation as a subsidiary guarantor, entered into a \$410.0Å million senior secured term loan facility (the “GIC Joint Venture Term Loan”) with Bank of America, N.A., as administrative agent and initial lender, Wells Fargo Bank, National Association, as syndication agent and an initial lender, and BofA Securities, Inc. and Wells Fargo Securities, LLC, as joint lead arrangers and joint bookrunners.Neither the Operating Partnership nor the Company are borrowers or guarantors of the GIC Joint Venture Term Loan. The GIC Joint Venture Term Loan is guaranteed by the GIC Joint Venture and all of the Term Loan Borrower’s existing and future subsidiaries, subject to certain exceptions.The GIC Joint Venture Term Loan has an accordion feature that permits an increase in the total commitments by up to \$190.0Å million, for aggregate potential borrowings of up to \$600.0Å million. The GIC Joint Venture Term Loan will mature on January 13, 2026 and can be extended for one twelve-month period at the option of the GIC Joint Venture, subject to certain conditions.As of June 30, 2024, we had \$396.0Å million outstanding on the GIC Joint Venture Term Loan bearing interest at a floating rate of SOFR plus 2.75%. The GIC Joint Venture Term Loan is secured primarily by a first priority pledge of the Term Loan Borrower’s equity interests in the subsidiaries that hold a direct or indirect interest in 25 of the lodging properties and two parking facilities at June 30, 2024 purchased in the NCI Transaction that constitute borrowing base assets. The GIC Joint Venture Term Loan contains terms, conditions, and covenants typical for similar credit facilities. PACE LoanAs part of the NCI Transaction, a subsidiary of the GIC Joint Venture assumed a Property Assessed Clean Energy (“PACE”) loan of approximately \$6.5Å million. The loan bears fixed interest at 6.10%, has an amortization period of 20 years, and matures on July 31, 2040. The PACE loan is secured by an assessment lien imposed by the County of Tarrant, TX for the benefit of the lender. As of June 30, 2024, the outstanding balance of the PACE loan was \$6.0Å million. X - ReferencesNo definition available. + Details Name: us-gaap DebtDisclosureAbstract Namespace Prefix: us-gaap Data Type: xbrl:stringItemType Balance Type: na Period Type: duration X - DefinitionThe entire disclosure for information about short-term and long-term debt arrangements, which includes amounts of borrowings under each line of credit, note payable, commercial paper issue, bonds indenture, debenture issue, own-share lending arrangements and any other contractual agreement to repay funds, and about the underlying arrangements, rationale for a classification as long-term, including repayment terms, interest rates, 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. + ReferencesReference 1: [http://www.xbrl.org/2003/role/disclosureRef-Topic 470-SubTopic 10-Name Accounting Standards Codification-Section 50-Paragraph 6-Subparagraph \(b\)-Publisher FASB-URI](http://www.xbrl.org/2003/role/disclosureRef-Topic 470-SubTopic 10-Name Accounting Standards Codification-Section 50-Paragraph 6-Subparagraph (b)-Publisher FASB-URI) <https://asc.fasb.org/1943274/2147481544/470-10-50-6Reference 2:> [http://www.xbrl.org/2003/role/disclosureRef-Topic 470-SubTopic 10-Name Accounting Standards Codification-Section 50-Paragraph 6-Subparagraph \(a\)-Publisher FASB-URI](http://www.xbrl.org/2003/role/disclosureRef-Topic 470-SubTopic 10-Name Accounting Standards Codification-Section 50-Paragraph 6-Subparagraph (a)-Publisher FASB-URI) <https://asc.fasb.org/1943274/2147481544/470-10-50-6Reference 3:> [http://www.xbrl.org/2003/role/disclosureRef-Topic 405-SubTopic 40-Name Accounting Standards Codification-Section 50-Paragraph 1-Subparagraph \(d\)-Publisher FASB-URI](http://www.xbrl.org/2003/role/disclosureRef-Topic 405-SubTopic 40-Name Accounting Standards Codification-Section 50-Paragraph 1-Subparagraph (d)-Publisher FASB-URI) <https://asc.fasb.org/1943274/2147477092/405-40-50-1Reference 4:> [http://www.xbrl.org/2003/role/disclosureRef-Topic 405-SubTopic 40-Name Accounting Standards Codification-Section 50-Paragraph 1-Subparagraph \(a\)\(3\)-Publisher FASB-URI](http://www.xbrl.org/2003/role/disclosureRef-Topic 405-SubTopic 40-Name Accounting Standards Codification-Section 50-Paragraph 1-Subparagraph (a)(3)-Publisher FASB-URI) <https://asc.fasb.org/1943274/2147477092/405-40-50-1Reference 5:> [http://www.xbrl.org/2003/role/disclosureRef-Topic 405-SubTopic 40-Name Accounting Standards Codification-Section 50-Paragraph 1-Subparagraph \(a\)\(2\)-Publisher FASB-URI](http://www.xbrl.org/2003/role/disclosureRef-Topic 405-SubTopic 40-Name Accounting Standards Codification-Section 50-Paragraph 1-Subparagraph (a)(2)-Publisher FASB-URI) <https://asc.fasb.org/1943274/2147477092/405-40-50-1Reference 6:> [http://www.xbrl.org/2003/role/disclosureRef-Topic 405-SubTopic 40-Name Accounting Standards Codification-Section 50-Paragraph 1-Subparagraph \(a\)\(1\)-Publisher FASB-URI](http://www.xbrl.org/2003/role/disclosureRef-Topic 405-SubTopic 40-Name Accounting Standards Codification-Section 50-Paragraph 1-Subparagraph (a)(1)-Publisher FASB-URI) <https://asc.fasb.org/1943274/2147477092/405-40-50-1Reference 7:> [http://www.xbrl.org/2003/role/disclosureRef-Topic 405-SubTopic 40-Name Accounting Standards Codification-Section 50-Paragraph 1-Subparagraph \(a\)-Publisher FASB-URI](http://www.xbrl.org/2003/role/disclosureRef-Topic 405-SubTopic 40-Name Accounting Standards Codification-Section 50-Paragraph 1-Subparagraph (a)-Publisher FASB-URI) <https://asc.fasb.org/1943274/2147477092/405-40-50-1Reference 8:> [http://www.xbrl.org/2003/role/disclosureRef-Topic 470-SubTopic 20-Name Accounting Standards Codification-Section 50-Paragraph 1B-Subparagraph \(h\)-Publisher FASB-URI](http://www.xbrl.org/2003/role/disclosureRef-Topic 470-SubTopic 20-Name Accounting Standards Codification-Section 50-Paragraph 1B-Subparagraph (h)-Publisher FASB-URI) <https://asc.fasb.org/1943274/2147481139/470-20-50-1BReference 9:> [http://www.xbrl.org/2003/role/disclosureRef-Topic 235-SubTopic 10-Name Accounting Standards Codification-Section S99-Paragraph 1-Subparagraph \(SX 210.4-08\)\(c\)-Publisher FASB-URI](http://www.xbrl.org/2003/role/disclosureRef-Topic 235-SubTopic 10-Name Accounting Standards Codification-Section S99-Paragraph 1-Subparagraph (SX 210.4-08)(c)-Publisher FASB-URI) <https://asc.fasb.org/1943274/2147480678/235-10-S99-1Reference 10:> <http://fasb.org/us-gaap/role/ref/legacyRef-Topic 470-Name Accounting Standards Codification-Publisher FASB-URI> <https://asc.fasb.org/470/tableOfContentReference 11:> <http://www.xbrl.org/2003/role/disclosureRef-Topic 835-SubTopic 30-Name Accounting Standards Codification-Section 45-Paragraph 2-Publisher FASB-URI> <https://asc.fasb.org/1943274/2147482925/835-30-45-2Reference 12:> <http://www.xbrl.org/2003/role/disclosureRef-Topic 470-SubTopic 20-Name Accounting Standards Codification-Section 50-Paragraph 1B-Publisher FASB-URI> <https://asc.fasb.org/1943274/2147481139/470-20-50-1BReference 13:> [http://www.xbrl.org/2003/role/disclosureRef-Topic 470-SubTopic 20-Name Accounting Standards Codification-Section 50-Paragraph 1B-Subparagraph \(g\)-Publisher FASB-URI](http://www.xbrl.org/2003/role/disclosureRef-Topic 470-SubTopic 20-Name Accounting Standards Codification-Section 50-Paragraph 1B-Subparagraph (g)-Publisher FASB-URI) <https://asc.fasb.org/1943274/2147481139/470-20-50-1BReference 14:> [http://www.xbrl.org/2003/role/disclosureRef-Topic 470-SubTopic 20-Name Accounting Standards Codification-Section 50-Paragraph 1B-Subparagraph \(i\)-Publisher FASB-URI](http://www.xbrl.org/2003/role/disclosureRef-Topic 470-SubTopic 20-Name Accounting Standards Codification-Section 50-Paragraph 1B-Subparagraph (i)-Publisher FASB-URI) <https://asc.fasb.org/1943274/2147481139/470-20-50-1BReference 15:> [http://www.xbrl.org/2003/role/disclosureRef-Topic 470-SubTopic 20-Name Accounting Standards Codification-Section 50-Paragraph 1C-Subparagraph \(a\)-Publisher FASB-URI](http://www.xbrl.org/2003/role/disclosureRef-Topic 470-SubTopic 20-Name Accounting Standards Codification-Section 50-Paragraph 1C-Subparagraph (a)-Publisher FASB-URI) <https://asc.fasb.org/1943274/2147481139/470-20-50-1CReference 16:> [http://www.xbrl.org/2003/role/disclosureRef-Topic 470-SubTopic 20-Name Accounting Standards Codification-Section 50-Paragraph 1C-Subparagraph \(b\)-Publisher FASB-URI](http://www.xbrl.org/2003/role/disclosureRef-Topic 470-SubTopic 20-Name Accounting Standards Codification-Section 50-Paragraph 1C-Subparagraph (b)-Publisher FASB-URI) <https://asc.fasb.org/1943274/2147481139/470-20-50-1CReference 17:> [http://www.xbrl.org/2003/role/disclosureRef-Topic 470-SubTopic 20-Name Accounting Standards Codification-Section 50-Paragraph 1C-Subparagraph \(c\)-Publisher FASB-URI](http://www.xbrl.org/2003/role/disclosureRef-Topic 470-SubTopic 20-Name Accounting Standards Codification-Section 50-Paragraph 1C-Subparagraph (c)-Publisher FASB-URI) <https://asc.fasb.org/1943274/2147481139/470-20-50-1CReference 18:> [http://www.xbrl.org/2003/role/disclosureRef-Topic 470-SubTopic 20-Name Accounting Standards Codification-Section 50-Paragraph 1E-Subparagraph \(b\)-Publisher FASB-URI](http://www.xbrl.org/2003/role/disclosureRef-Topic 470-SubTopic 20-Name Accounting Standards Codification-Section 50-Paragraph 1E-Subparagraph (b)-Publisher FASB-URI) <https://asc.fasb.org/1943274/2147481139/470-20-50-1CReference 19:> [http://www.xbrl.org/2003/role/disclosureRef-Topic 470-SubTopic 20-Name Accounting Standards Codification-Section 50-Paragraph 11-Subparagraph \(a\)-Publisher FASB-URI](http://www.xbrl.org/2003/role/disclosureRef-Topic 470-SubTopic 20-Name Accounting Standards Codification-Section 50-Paragraph 11-Subparagraph (a)-Publisher FASB-URI) <https://asc.fasb.org/1943274/2147481139/470-20-50-11Reference 20:> [http://www.xbrl.org/2003/role/disclosureRef-Topic 470-SubTopic 20-Name Accounting Standards Codification-Section 50-Paragraph 11-Subparagraph \(b\)-Publisher FASB-URI](http://www.xbrl.org/2003/role/disclosureRef-Topic 470-SubTopic 20-Name Accounting Standards Codification-Section 50-Paragraph 11-Subparagraph (b)-Publisher FASB-URI) <https://asc.fasb.org/1943274/2147481139/470-20-50-11Reference 21:> [http://www.xbrl.org/2003/role/disclosureRef-Topic 470-SubTopic 20-Name Accounting Standards Codification-Section 50-Paragraph 11-Subparagraph \(d\)-Publisher FASB-URI](http://www.xbrl.org/2003/role/disclosureRef-Topic 470-SubTopic 20-Name Accounting Standards Codification-Section 50-Paragraph 11-Subparagraph (d)-Publisher FASB-URI) [http://www.xbrl.org/2003/role/disclosureRef-Topic 842-SubTopic 20-Name Accounting Standards Codification-Publisher FASB-URI](https://asc.fasb.org/1943274/2147481139/470-20-50-11+Details Name: us-gaap DebtDisclosureTextBlock Namespace Prefix: us-gaap Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 24 R13.htm IDEA: XBRL DOCUMENT v3.24.2 LEASES 6 Months Ended Jun. 30, 2024 Leases [Abstract] Å LEASES LEASESThe Company has operating leases related to the land under certain lodging properties, conference centers, parking spaces, automobiles, our corporate office, and miscellaneous office equipment. These leases have remaining terms of one year to 74.0 years, some of which include options to extend the leases for additional years. The exercise of lease renewal options is at our sole discretion. As of June 30, 2024 and December 31, 2023, the weighted-average operating lease term was approximately 32.1 years and 32.2 years, respectively. Certain leases also include options to purchase the leased property. As of June 30, 2024 and December 31, 2023, our weighted-average incremental borrowing rate for leases was 4.8%.Certain of our lease agreements include rental payments based on a percentage of revenue over contractual levels and others include rental payments adjusted periodically for inflation. Our lease agreements do not contain any material residual value guarantees or restrictive covenants that materially affect our business. In addition, we lease certain owned real estate to third parties. We recorded gross third-party tenant income of $0.6Å million and $0.7Å million for the three months ended June 30, 2024 and 2023, respectively, and $1.4Å million during each of the six months ended June 30, 2024 and 2023, respectively, which was recorded in Other income, net in our Condensed Consolidated Statement of Operations.During each of the three months ended June 30, 2024 and 2023, the Company’s total operating lease cost was $1.1Å million, and the cash payments on operating leases were $1.0Å million.During each of the six months ended June 30, 2024 and 2023, the Company’s total operating lease cost was $2.3Å million, and the cash payments on operating leases were $2.0Å million.Operating lease maturities as of June 30, 2024 are as follows (in thousands):For the Year EndingDecember 31,Amount2024$1,126Å 2025,252Å 2026,206Å 2027,249Å 2028,208Å 2029,090Å Thereafter$3,803Å Total lease payments (145,726Å Less: Imputed interest(20,568)Total$25,158Å (1)Certain payments above include future increases to the minimum fixed rent based on the Consumer Price Index in effect at the initial measurement of the lease balances. X - ReferencesNo definition available. + Details Name: us-gaap LeasesAbstract Namespace Prefix: us-gaap Data Type: xbrl:stringItemType Balance Type: na Period Type: duration X - DefinitionThe entire disclosure for operating leases of lessee. Includes, but is not limited to, description of operating lease and maturity analysis of operating lease liability. + ReferencesReference 1: <a href=)

20242.86Å %\$75,000Å \$75,000Å \$479Å 1,170Å June 11, 2018December 31, 2018December 31, 2025.92Å %125,000Å 125,000Å 3,393Å 2,877Å July 26, 2022January 31, 2023January 31, 20272.60Å %100,000Å 100,000Å 4.23Å 3,134Å July 26, 2022January 31, 2023January 31, 20292.56Å %100,000Å 100,000Å 6.145Å 4,273Å Total Operating Partnership400,000Å 400,000Å 14.251Å 11,454Å GIC Joint Venture:March 24, 2023July 1, 2023January 13, 20263.35Å %100,000Å 100,000Å 1.948Å 1,254Å January 19, 2024October 1, 2024January 13, 20263.77Å %100,000Å (1)ä€”Å 945Å ä€”Å Total GIC Joint Venture300,000Å 200,000Å 4.840Å 2,504Å Totals700,000Å \$600,000Å \$19,091Å \$13,958Å (1) Å Å Å At December 31, 2023, we had interest rate swaps that were in effect with a notional amount totaling \$600.0Å million. In January, 2024, we executed one additional interest rate swap with a notional amount totaling \$100.0Å million that becomes effective on October 1, 2024. At JuneÅ 30, 2024, debt related to our wholly-owned properties and our pro rata share of joint venture debt has a fixed-rate debt ratio of approximately 76% of our total pro rata indebtedness when taking into consideration interest rate swaps that are currently in effect.At JuneÅ 30, 2024 and DecemberÅ 31, 2023, we had \$600.0Å million of debt with variable interest rates that had been converted to fixed interest rates through derivative financial instruments which are carried at fair value. Differences between carrying value and fair value of our fixed-rate debt are primarily due to changes in interest rates. Inherently, fixed-rate debt is subject to fluctuations in fair value as a result of changes in the current market rate of interest on the valuation date. In January 2024, subsidiaries of the GIC Joint Venture that are the borrowers under the GIC Joint Venture Term Loan entered into a \$100.0Å million interest rate swap to fix one-month term SOFR until January 2026. The interest rate swap has an effective date of October 1, 2024 and a termination date of January 13, 2026. Pursuant to the interest rate swap, we will pay a fixed rate of 3.77% and receive the one-month term SOFR floating rate index. Our interest rate swaps have been designated as cash flow hedges and are valued using a market approach, which is a Level 2 valuation technique. At JuneÅ 30, 2024 and DecemberÅ 31, 2023, our interest rate swaps were in an asset position. Derivative assets related to our interest rate swaps are recorded in Other assets in our Condensed Consolidated Balance Sheets. We are not required to post any collateral related to these agreements and are not in breach of any financial provisions of the agreements. Changes in the fair value of the hedging instruments are deferred in Accumulated other comprehensive income (loss) in our Condensed Consolidated Balance Sheets and are reclassified as Interest expense in our Condensed Consolidated Statements of Operations in the period in which the hedged item affects earnings. In the next twelve months, we estimate that \$11.5Å million will be reclassified from Accumulated other comprehensive income (loss) and recorded as a decrease to Interest expense.Å We characterize the realized and unrealized gain or loss related to derivative financial instruments designated as cash flow hedges as follows (in thousands):Å Three Months EndedJuneÅ 30,Six Months EndedJuneÅ 30,Å 2024202320242023Unrealized gain recognized in Accumulated other comprehensive income (loss) on derivative financial instruments\$3,097Å \$13,286Å \$12,473Å \$10,846Å Gain reclassified from Accumulated other comprehensive income (loss) to Interest expense\$3,660Å \$2,313Å \$7,340Å \$4,261Å Total interest expense and other finance expense presented in the Condensed Consolidated Statements of Operations in which the effects of cash flow hedges are recorded\$20,830Å \$22,248Å \$42,412Å \$43,157Å X - ReferencesNo definition available. + Details Name: us-gaap DerivativeInstrumentsAndHedgingActivitiesDisclosureAbstract Namespace Prefix: us-gaap Data Type: xbrl:stringItemType Balance Type: na Period Type: duration X - DefinitionThe entire disclosure for derivative instruments and hedging activities including, but not limited to, risk management strategies, non-hedging derivative instruments, assets, liabilities, revenue and expenses, and methodologies and assumptions used in determining the amounts. + ReferencesReference 1: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 815 -SubTopic 40 -Name Accounting Standards Codification -Section 50 -Paragraph 5 -Subparagraph (f) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147480237/815-40-50-5>Reference 2: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 815 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 5C -Subparagraph (b) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147480434/815-10-50-5C>Reference 3: <http://fasb.org/us-gaap/role/ref/legacyRef> -Topic 815 -Name Accounting Standards Codification -Publisher FASB -URI <https://asc.fasb.org/815/tableOfContent> + Details Name: us-gaap DerivativeInstrumentsAndHedgingActivitiesDisclosureTextBlock Namespace Prefix: us-gaap Data Type: dtr:text:TextBlockItemType Balance Type: na Period Type: duration XML 26 R15.htm IDEA: XBRL DOCUMENT v3.24.2 EQUITY 6 Months Ended Jun. 30, 2024 Equity [Abstract] Å EQUITY EQUITYÅ Common StockÅ The Company is authorized to issue up to 500,000,000 shares of common stock, \$0.01 par value per share ("Common Stock"). Å Each outstanding share of our Common Stock entitles the holder to one vote on all matters submitted to a vote of stockholders, including the election of directors and, except as may be provided with respect to any other class or series of stock, the holders of such shares possess the exclusive voting power. In May 2022, the Company and the Operating Partnership entered into an equity distribution agreement (the "ä€œEquity Distribution Agreementä€œ) with a group of underwriters as sales agents for the Company, principals and with certain exceptions, forward sellers (collectively the "ä€œManagersä€œ) and certain banks as forward purchasers, providing for the offer and sale of shares of the Companyä€œ”s Common Stock, having a maximum aggregate offering price of up to \$200.0Å million through or to the Managers, as the Companyä€œ”s sales agents or, if applicable, as forward sellers, or directly to the Managers, as principals (the "ä€œ2022 ATM Programä€œ). To date, we have not sold any shares of our Common Stock under the 2022 ATM Program.Changes in Common Stock during the six months ended JuneÅ 30, 2024 and 2023 were as follows:Six Months EndedJuneÅ 30,20242023Beginning shares of Common Stock outstanding107,593,373Å 106,901,576Å Common Unit redemptions310Å ä€”Å Grants under the Equity Plan (as defined below in "Note 12 - Equity-Based Compensation")1,055,544Å 875,055Å Annual grants to independent directors127,491Å 113,141Å Performance share and other forfeitures(355,821) (139,254)Shares acquired for employee withholding requirements(144,654) (180,780)Ending shares of Common Stock outstanding108,276,243Å 107,569,738Å Preferred StockÅ The Company is authorized to issue up to 100,000,000 shares of preferred stock, \$0.01 par value per share, of which 89,600,000 is currently undesignated, 6,400,000Å shares have been designated asÅ 6.25%Å Series E Cumulative Redeemable Preferred Stock (the "Series E Preferred Stock") and 4,000,000 shares have been designated as 5.875% Series F Cumulative Redeemable Preferred Stock (the "Series F Preferred Stock").The Company's outstanding shares of preferred stock (collectively, "ä€œPreferred Sharesä€œ) rank senior to our Common Stock and on parity with each other with respect to the payment of dividends and distributions of assets in the event of a liquidation, dissolution, or winding up. The Preferred Shares do not have maturity dates and are not subject to mandatory redemption or sinking fund requirements. The Series E Preferred Stock is redeemable by the Company at its election. The Company may not redeem the Series F Preferred Stock prior to August 12, 2026, except in limited circumstances relating to the Companyä€œ”s continuing qualification as a REIT or in connection with certain changes in control. When redeemable, the Company may, at its option, redeem the applicable Preferred Shares, in whole or from time to time in part, by payment ofÅ \$25 per share, plus any accumulated, accrued and unpaid dividends up to, but not including the date of redemption. If the Company does not exercise its rights to redeem the Preferred Shares upon certain changes in control, the holders of the Preferred Shares have the right to convert some or all of their shares into a number of the Companyä€œ”s Common Stock based on a defined formula, subject to a share cap, or alternative consideration. The share cap on each share of Series E Preferred Stock and Series F Preferred Stock is 3.1686 and 5.8275 shares of Common Stock, respectively, all subject to certain adjustments.Å The Company pays dividends at an annual rate of \$1.5625 for each Series E Preferred Stock and \$1.46875 for each share of Series F Preferred Stock. Dividend payments are made quarterly in arrears on or about the last day of February, May, August,Å and NovemberÅ of each year. X - ReferencesNo definition available. + Details Name: us-gaap EquityAbstract Namespace Prefix: us-gaap Data Type: xbrl:stringItemType Balance Type: na Period Type: duration X - DefinitionThe entire disclosure for equity. + ReferencesReference 1: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 13 -Subparagraph (b) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147481112/505-10-50-13>Reference 2: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 13 -Subparagraph (b) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147481112/505-10-50-13>Reference 3: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 14 -Subparagraph (b) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147481112/505-10-50-14>Reference 4: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 946 -SubTopic 235 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147477968/946-235-50-2>Reference 5: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 946 -SubTopic 235 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (d) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147477968/946-235-50-2>Reference 6: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 946 -SubTopic 505 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI <https://asc.fasb.org/1943274/2147478448/946-505-50-6>Reference 7: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 815 -SubTopic 40 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Subparagraph (a) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147480237/815-40-50-6>Reference 8: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 599 -Paragraph 1 -Subparagraph (SX 210.3-04) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147480008/505-10-S99-1>Reference 9: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section 599 -Paragraph 1 -Subparagraph (SX 210.4-08(e)(1)) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147480678/235-10-S99-1>Reference 10: <http://fasb.org/us-gaap/role/ref/legacyRef> -Topic 505 -Name Accounting Standards Codification -Publisher FASB -URI <https://asc.fasb.org/505/tableOfContentReference> 11: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 13 -Publisher FASB -URI <https://asc.fasb.org/1943274/2147481112/505-10-50-13>Reference 12: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 13 -Subparagraph (g) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147481112/505-10-50-13>Reference 13: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 13 -Subparagraph (i) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147481112/505-10-50-13>Reference 14: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 14 -Subparagraph (a) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147481112/505-10-50-14>Reference 15: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 14 -Subparagraph (c) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147481112/505-10-50-14>Reference 16: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 16 -Subparagraph (b) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147481112/505-10-50-16>Reference 17: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 16 -Subparagraph (b) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147481112/505-10-50-16>Reference 18: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 18 -Subparagraph (b) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147481112/505-10-50-18>Reference 19: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 18 -Subparagraph (d) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147481112/505-10-50-18> + Details Name: us-gaap StockholdersEquityNoteDisclosureTextBlock Namespace Prefix: us-gaap Data Type: dtr:text:TextBlockItemType Balance Type: na Period Type: duration XML 27 R16.htm IDEA: XBRL DOCUMENT v3.24.2 NON-CONTROLLING INTERESTS AND REDEEMABLE NON-CONTROLLING INTERESTS 6 Months Ended Jun. 30, 2024 Equity [Abstract] Å NON-CONTROLLING INTERESTS AND REDEEMABLE NON-CONTROLLING INTERESTS NON-CONTROLLING INTERESTS AND REDEEMABLE NON-CONTROLLING INTERESTSNon-controlling Interests in Operating PartnershipPursuant to the limited partnership agreement of our Operating Partnership, the unaffiliated third parties who hold Common Units have the right to request that we redeem their Common Units in exchange for cash based upon the fair value of an equivalent number of our shares of Common Stock at the time of redemption; however, the Company has the option to redeem Common Units with shares of our Common Stock on a one-for-one basis. The number of shares of our Common Stock issuable upon redemption of Common Units may be adjusted upon the occurrence of certain events such as share dividend payments, share subdivisions or combinations. In the first quarter of 2022, in connection with the NCI Transaction, the Operating Partnership issued an aggregate of 15,864,674 Common Units as partial consideration for the purchase. NewcrestImage and other unaffiliated third parties collectively owned 15,948,318 of Common Units at JuneÅ 30, 2024 and DecemberÅ 31, 2023, which represents approximately 13% of the outstanding Common Units.Å We classify outstanding Common Units held by unaffiliated third parties as Non-controlling interests, a component of equity in our Condensed Consolidated Balance Sheets. The portion of net income (loss) allocated to these Common Units is included on the Companyä€œ”s Condensed Consolidated Statements of Operations as Net income (loss) attributable to non-controlling interests.Non-controlling Interests in Consolidated Joint VenturesAt JuneÅ 30, 2024, the Company is a partner with a majority equity interest in the three joint ventures described below, which are consolidated in our Condensed Consolidated Financial Statements. The portion of net income (loss) allocated to these non-controlling interests is included on the Companyä€œ”s Condensed Consolidated Statements of Operations as Net income (loss) attributable to non-controlling interests.GIC Joint VentureIn July 2019, the Company entered into the GIC Joint Venture to acquire assets that align with the Companyä€œ”s current investment strategy and criteria. The Company serves as general partner and asset manager of the GIC Joint Venture and has historically and in the future intends to invest 51%Å of the equity capitalization of the limited partnership, with GIC investing the remainingÅ 49%. TheÅ Company earns fees for providingÅ services to the GIC Joint Venture and has the potential to earn incentive feesÅ based on the GIC Joint Venture achieving certain return thresholds. As of JuneÅ 30, 2024, the GIC Joint Venture owns 39 lodging properties containing 5,335 guestrooms in nine states. The GIC Joint Venture owns the lodging properties through master REITs (the "ä€œMaster REITä€œ) and subsidiary REITs (the "ä€œSubsidiary REITä€œ). All of the lodging properties owned by the GIC Joint Venture are leased to taxable REIT subsidiaries of the Subsidiary REITs (the "ä€œSubsidiary REIT TRSsä€œ). To qualify as a REIT, the Master REIT and each Subsidiary REIT must meet all of the REIT requirements provided in the Internal Revenue Code, as amended. Taxable income related to the Subsidiary REIT TRSs is subject to federal, state and local income taxes at applicable tax rates.Brickell Joint VentureIn June 2022, the Company entered into the Brickell Joint Venture to facilitate the exercise of a purchase option to acquire a 90% equity interest in the AC/Element Hotel. Our joint venture partner, C-F Brickell, owns the remaining 10% equity interest in the Brickell Joint Venture. The Company has an option to purchase the remaining 10% equity interest in the Brickell Joint Venture from C-F Brickell in December 2026 with the exercise of a second purchase option at its market value on the exercise date. The Company serves as the managing member of the Brickell Joint Venture.Onera Joint Venture In October 2022, the Company entered into a joint venture with Onera (the "Onera Joint Venture"), developers of alternative accommodation properties, with the acquisition of a 90% equity interest in the Onera Joint Venture for \$5.2Å million in cash, plus additional contingent consideration of \$1.8Å million paid in September 2023. The \$1.8Å million contingent consideration paid represents our 90% pro rata share of the maximum increase in value of the property of \$2.0Å million as a result of the property outperforming a pre-established threshold over a twelve-month period after the closing of the transaction. The Onera Joint Venture owns a 100% fee simple interest in real property and improvements located in Fredericksburg, TX (the "Onera Property") consisting of 11 glamping lodging units and a 6.4-acre parcel of undeveloped land that is being developed as phase two of the lodging property. The Onera Joint Venture incurred \$2.5Å million of development costs during the six months ended JuneÅ 30, 2024, and \$4.0Å million from inception of the development related to the development of phase two of a property that is recorded as Investment in lodging property under development in our Condensed Consolidated Balance Sheets at JuneÅ 30, 2024. The Company serves as the managing member of the Onera Joint Venture. Redeemable Non-controlling InterestsIn connection with the NCI Transaction, Summit Hotel GP, LLC, a wholly-owned subsidiary of the Company and the sole general partner of the Operating Partnership, on its own behalf as general partner of the Operating Partnership and on behalf of the limited partners of the Operating Partnership, on January 13, 2022, entered into the Tenth Amendment (the "ä€œTenth Amendmentä€œ) to the First Amended and Restated Agreement of Limited Partnership of the Operating Partnership, to provide for the issuance of up to 2,000,000 Series Z Preferred Units. The Series Z Preferred Units rank on a parity with the Operating Partnershipä€œ”s 6.25% Series E and 5.875% Series F Preferred Units and holders will receive quarterly distributions at a rate of 5.25% per year. From issuance until the tenth anniversary of their issuance, the Series Z Preferred Units will be redeemable at the holderä€œ”s request at any time, or in connection with a change of control of the Company, for cash or shares of the Companyä€œ”s 5.25% Series Z Cumulative Perpetual Preferred Stock (which will be designated and authorized following notice of redemption by holder of the Series Z Preferred Units) at the Companyä€œ”s election, on a one-for-one basis. After the fifth anniversary of their issuance, the Company may redeem the Series Z Preferred Units for cash at a redemption amount of \$25 per unit. For a 90-day period immediately following both the tenth and the eleventh anniversaries of their issuance or in connection with a change of control of the Company, the Series Z Preferred Units will be redeemable at the holderä€œ”s request for cash at a redemption amount of \$25 per unit. On January 13, 2022 and March 23, 2022, in connection with the NCI Transaction, the Operating Partnership issued an aggregate of 2,000,000 Series Z Preferred Units as partial consideration for the purchase. At JuneÅ 30, 2024, the redeemable Series Z Preferred Units issued in connection with the NCI Transaction are recorded as

temporary equity and reflected as Redeemable non-controlling interests on our Condensed Consolidated Balance Sheets. X - ReferencesNo definition available. + Details Name: us-gaap_EquityAbstractNamespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe entire disclosure for noncontrolling interest in consolidated subsidiaries, which could include the name of the subsidiary, the ownership percentage held by the parent, the ownership percentage held by the noncontrolling owners, the amount of the noncontrolling interest, the location of this amount on the balance sheet (when not reported separately), an explanation of the increase or decrease in the amount of the noncontrolling interest, the noncontrolling interest share of the net Income or Loss of the subsidiary, the location of this amount on the income statement (when not reported separately), the nature of the noncontrolling interest such as background information and terms, the amount of the noncontrolling interest represented by preferred stock, a description of the preferred stock, and the dividend requirements of the preferred stock. + ReferencesReference 1: <http://fasb.org/us-gaap/role/ref/legacyRef-Topic 810 -Name Accounting Standards Codification -Publisher FASB -URI https://asc.fasb.org/810/tableOfContent> + Details Name: us-gaap_MinorityInterestDisclosureTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 28 R17.htm IDEA: XBRL DOCUMENT v3.24.2 FAIR VALUE MEASUREMENT 6 Months Ended Jun. 30, 2024 Fair Value Disclosures [Abstract] A FAIR VALUE MEASUREMENT FAIR VALUE MEASUREMENTA The following table presents information about our financial instruments measured at fair value on a recurring basis at JuneA 30, 2024 and DecemberA 31, 2023. In instances in which the inputs used to measure fair value fall into different levels of the fair value hierarchy, we classify assets and liabilities based on the lowest level of input that is significant to the fair value measurement. Our assessment of the significance of a particular input to the fair value measurement in its entirety requires judgment and considers factors specific to the asset or liability.A Disclosures concerning financial instruments measured at fair value are as follows (in thousands):A FairA ValueA MeasurementsA at June 30, 2024 usingLevelA 1LevelA 2LevelA 3TotalAssets:Interest rate swaps\$A€A \$19,091A \$A€A \$19,091A Onera Purchase OptionA€A \$A€A A 931A 931A A FairA ValueA MeasurementsA at December 31, 2023 usingLevelA 1LevelA 2LevelA 3TotalAssets:Interest rate swaps\$A€A \$13,958A \$A€A \$13,958A Onera Purchase OptionA€A \$A€A A 931A 931A The Onera Purchase Option does not have a readily determinable fair value. The fair value was estimated using the Black-Scholes model and was based on unobservable inputs for which there is little or no market information available. As such, we were required to develop assumptions to determine the fair value of the Onera Purchase Option as follows (dollars in thousands):Exercise prices\$8,206A First option exercise date (11/10/2024Expected volatility52.20A %Risk free rate4.15A %Expected annualized equity dividend yieldA€A % (1)The first option exercise date is the date used for estimating the fair value of the purchase option. The Onera Purchase Option is exercisable when the lodging development is fully constructed and open for business and expires one year from the date that it is initially exercisable. X - ReferencesNo definition available. + Details Name: us-gaap_FairValueDisclosuresAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe 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. + ReferencesReference 1: <http://www.xbrl.org/2003/role/exampleRef-Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 107 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482078/820-10-55-107>Reference 2: <http://www.xbrl.org/2003/role/exampleRef-Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 100 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482078/820-10-55-100>Reference 3: [http://www.xbrl.org/2003/role/disclosureRef-Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph \(c\)\(3\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2](http://www.xbrl.org/2003/role/disclosureRef-Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2)Reference 4: [http://www.xbrl.org/2003/role/disclosureRef-Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6A -Subparagraph \(a\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-6](http://www.xbrl.org/2003/role/disclosureRef-Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6A -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-6)Reference 5: [http://www.xbrl.org/2003/role/disclosureRef-Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2E -Subparagraph \(h\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2E](http://www.xbrl.org/2003/role/disclosureRef-Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2E -Subparagraph (h) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2E)Reference 6: [http://www.xbrl.org/2003/role/disclosureRef-Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6A -Subparagraph \(h\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-6](http://www.xbrl.org/2003/role/disclosureRef-Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6A -Subparagraph (h) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-6)Reference 7: [http://www.xbrl.org/2003/role/disclosureRef-Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6A -Subparagraph \(f\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-6](http://www.xbrl.org/2003/role/disclosureRef-Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6A -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-6)Reference 8: [http://www.xbrl.org/2003/role/disclosureRef-Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6A -Subparagraph \(e\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-6](http://www.xbrl.org/2003/role/disclosureRef-Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6A -Subparagraph (e) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-6)Reference 9: [http://www.xbrl.org/2003/role/disclosureRef-Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6A -Subparagraph \(d\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-6](http://www.xbrl.org/2003/role/disclosureRef-Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6A -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-6)Reference 10: [http://www.xbrl.org/2003/role/disclosureRef-Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph \(h\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2](http://www.xbrl.org/2003/role/disclosureRef-Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (h) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2)Reference 11: [http://www.xbrl.org/2003/role/disclosureRef-Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph \(g\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2](http://www.xbrl.org/2003/role/disclosureRef-Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (g) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2)Reference 12: [http://www.xbrl.org/2003/role/disclosureRef-Topic 940 -SubTopic 820 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph \(a\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478119/940-820-50-1](http://www.xbrl.org/2003/role/disclosureRef-Topic 940 -SubTopic 820 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478119/940-820-50-1) + Details Name: us-gaap_FairValueDisclosuresTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 29 R18.htm IDEA: XBRL DOCUMENT v3.24.2 COMMITMENTS AND CONTINGENCIES 6 Months Ended Jun. 30, 2024 Commitments and Contingencies Disclosure [Abstract] A COMMITMENTS AND CONTINGENCIES COMMITMENTS AND CONTINGENCIESA Franchise AgreementsA All of our lodging properties (with the exception of the Onera Joint Venture property and the Nordic Lodge - Steamboat Springs, CO) operate under franchise agreements with major hotel franchisors. The initial terms of our franchise agreements generally range from 10 to 30 years with various extension provisions. Each franchisor receives franchise fees ranging from 3% to 6% of each lodging propertyA€”s room revenue, and some agreements require that we pay marketing fees of up to 4% of room revenue. In addition, some of these franchise agreements require that we deposit into a reserve fund for capital expenditures up to 5% of the lodging property's gross room revenue to ensure that we comply with the franchisor's standards and requirements. We also pay fees to our franchisors for services related to reservation and information systems. We expensed fees related to our franchise agreements of \$14.2A million and \$14.0A million for the three months ended JuneA 30, 2024 and 2023, respectively, and \$27.6A million and \$27.1A million for the six months ended JuneA 30, 2024 and 2023, respectively.Management AgreementsA Our lodging properties operate pursuant to management agreements with various professional third-party management companies. The remaining terms of our management agreements range from month-to-month to 12 years and have various extension provisions. Each management company receives a base management fee, which is a percentage of total lodging property revenues.A In addition, our lodging property management agreements generally provide that the lodging property manager can earn an incentive fee for hotel-levelA Earnings Before Interest, Taxes, Depreciation and Amortization over certain thresholds of a required investment return. In some cases, there are also monthly fees for certain services, such as accounting and shared services, based on the number of guestrooms. Generally, there are also incentive fees payable to our property managers based on attaining certain financial thresholds at lodging properties under their management. Management fee expenses were \$4.4A million and \$5.0A million for the three months ended JuneA 30, 2024 and 2023, respectively, and \$9.3A million and \$9.8A million for the six months ended JuneA 30, 2024 and 2023, respectively.LitigationA We are involved from time to time in litigation arising in the ordinary course of business. There are currently no pending legal actions that we believe would have a material effect on our consolidated financial position or results of operations. X - ReferencesNo definition available. + Details Name: us-gaap_CommitmentsAndContingenciesDisclosureAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe entire disclosure for commitments and contingencies. + ReferencesReference 1: <http://www.xbrl.org/2009/role/commonPracticeRef-Topic 405 -SubTopic 30 -Name Accounting Standards Codification -Publisher FASB -URI https://asc.fasb.org/405-30/tableOfContent>Reference 2: [http://www.xbrl.org/2003/role/disclosureRef-Topic 440 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Subparagraph \(a\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482648/440-10-50-4](http://www.xbrl.org/2003/role/disclosureRef-Topic 440 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482648/440-10-50-4)Reference 3: <http://www.xbrl.org/2009/role/commonPracticeRef-Topic 450 -Name Accounting Standards Codification -Publisher FASB -URI https://asc.fasb.org/450/tableOfContent>Reference 4: [http://www.xbrl.org/2003/role/disclosureRef-Topic 954 -SubTopic 440 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph \(a\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478522/954-440-50-1](http://www.xbrl.org/2003/role/disclosureRef-Topic 954 -SubTopic 440 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478522/954-440-50-1)Reference 5: [http://www.xbrl.org/2003/role/disclosureRef-Topic 440 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Subparagraph \(c\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482648/440-10-50-4](http://www.xbrl.org/2003/role/disclosureRef-Topic 440 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482648/440-10-50-4)Reference 6: <http://fasb.org/us-gaap/role/ref/legacyRef-Topic 440 -Name Accounting Standards Codification -Publisher FASB -URI https://asc.fasb.org/440/tableOfContent> + Details Name: us-gaap_CommitmentsAndContingenciesDisclosureTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 30 R19.htm IDEA: XBRL DOCUMENT v3.24.2 EQUITY-BASED COMPENSATION 6 Months Ended Jun. 30, 2024 Share-Based Payment Arrangement [Abstract] A EQUITY-BASED COMPENSATION EQUITY-BASED COMPENSATIONA Our currently outstanding equity-based awards were issued under the prior Summit Hotel Properties, Inc. 2011 Equity Incentive Plan, and future awards will be issued under the Summit Hotel Properties, Inc. 2024 Equity Incentive Plan effective May 22, 2024 (the "Equity Plan"), which provides for the granting of stock options, stock appreciation rights, restricted stock, restricted stock units, dividend equivalent rights, and other equity-based awards or incentive awards. Stock options granted may be either incentive stock options or non-qualified stock options.A Vesting terms may vary with each grant. At JuneA 30, 2024, we only have outstanding restricted stock awards. All of our outstanding equity-based awards are classified as equity awards.Time-Based Restricted Stock Awards Made Pursuant to Our Equity PlanA The following table summarizes time-based restricted stock award activity under our Equity Plan:A A NumberA of A SharesWeighted-AverageGrantA DateA FairA ValueAggregateCurrentA ValueA A (perA share)(inA thousands)Non-vested at December 31, 2023861,713A \$8.79A \$5,791A Granted548,138A 6.56A Vested(369,312)9.24A Forfeited(31,891)7.20A Non-vested at June 30, 20241,008,648A \$7.46A \$6,042A The awards granted to our non-executive employees prior to 2022 vest over a four-year period based on continuous service (20% on the first, second and third anniversary of the grant date and 40% on the fourth anniversary of the grant date). The awards granted to our non-executive employees in 2022 and thereafter vest over a three-year period based on continuous service (25% on the first and second anniversary of the grant date and 50% on the third anniversary of the grant date). The awards granted to our executive officers generally vest over a three-year period based on continuous service (25% on the first and second anniversary of the grant date and 50% on the third anniversary of the grant date) or in certain circumstances upon a change in control.The holders of these time-based restricted stock awards have the right to vote their unvested restricted shares of Common Stock and receive all dividends declared and paid whether or not vested. The fair value of time-based restricted stock awards granted is calculated based on the market value of our Common Stock on the date of grant.Performance-Based Restricted Stock Awards Made Pursuant to Our Equity PlanThe following table summarizes performance-based restricted stock activity under the Equity Plan:A A NumberA of A SharesWeighted-AverageGrantA DateA FairA Value (1)AggregateCurrentA ValueA A (perA share)(inA thousands)Non-vested at December 31, 20231,056,272A \$11.93A \$7,098A Granted507,406A 7.40A Forfeited(323,930)14.05A Non-vested at June 30, 20241,239,748A \$9.52A \$7,426A (1)A A A The amounts included in this column represent the expected future value of the performance-based restricted stock awards calculated using the Monte Carlo simulation valuation model.Our performance-based restricted stock awards are market-based awards and are accounted for based on the fair value of our Common Stock on the grant date. The fair value of the performance-based restricted stock awards granted was estimated using a Monte Carlo simulation valuation model. These awards cliff vest on the third anniversary of the grants based on our total shareholder return relative to the total shareholder return of companies within the Dow Jones U.S. Hotels Index (the "Index") at the end of the period or upon a change in control.A The awards generally require continuous service during the measurement period and are subject to the other conditions described in the Equity Plan or award document.The number of shares the executive officers may earn under these awards range from zero shares to twice the number of shares granted based on our percentile ranking within the Index at the end of the measurement period. In addition, a portion of the performance-based shares may be earned based on the Company's absolute total shareholder return calculated during the performance period.The holders of these performance-based restricted stock awards have the right to vote their unvested restricted shares of Common Stock and any dividends declared accrue and will be subject to the same vesting conditions as the performance awards.A Further, if additional shares are earned based on our percentile ranking within the index, dividend payments will be paid as if the additional shares had been held throughout the measurement period.Equity-Based Compensation ExpenseA Equity-based compensation expense included in Corporate general and administrative expenses in the Condensed Consolidated Statements of Operations is as follows (in thousands):A Three Months EndedJuneA 30, Six Months EndedJuneA 30,2024202320242023Time-based restricted stocks\$618A \$847A \$1,488A \$1,538A Performance-based restricted stock1,250A 976A 2,228A 1,753A Director stock767A 755A 767A 755A 2,635A \$2,578A \$4,483A \$4,046A We recognize equity-based compensation expense ratably over the vesting periods. The amount of expense may be subject to adjustment in future periods due to forfeitures of time-based restricted stock.Unrecognized equity-based compensation expense for all non-vested awards pursuant to our Equity Plan was \$12.3A million at JuneA 30, 2024 and will be recorded as follows (in thousands):A Total2024202520262027Time-based restricted stocks\$5,664A \$1,670A \$2,428A \$1,354A 212A Performance-based restricted stock6,626A 1,981A 2,904A 1,512A 229A \$1,129A \$3,651A \$5,332A \$2,866A \$441A X - DefinitionThe entire disclosure for share-based payment arrangement. + ReferencesReference 1: [http://www.xbrl.org/2003/role/exampleRef-Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph \(a\)\(1\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2](http://www.xbrl.org/2003/role/exampleRef-Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2)Reference 2: <http://www.xbrl.org/2003/role/disclosureRef-Topic 718 -Name Accounting Standards Codification -Publisher FASB -URI https://asc.fasb.org/718/tableOfContent>Reference 3: [http://www.xbrl.org/2003/role/disclosureRef-Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph \(a\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2](http://www.xbrl.org/2003/role/disclosureRef-Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2)Reference 4: [http://www.xbrl.org/2003/role/disclosureRef-Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph \(h\)\(2\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2](http://www.xbrl.org/2003/role/disclosureRef-Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (h)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2)Reference 5: [http://www.xbrl.org/2003/role/disclosureRef-Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph \(h\)\(2\)\(i\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2](http://www.xbrl.org/2003/role/disclosureRef-Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (h)(2)(i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2)Reference 6: [http://www.xbrl.org/2003/role/disclosureRef-Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph \(l\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2](http://www.xbrl.org/2003/role/disclosureRef-Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (l) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2) + Details Name: us-gaap_DisclosureOfCompensationRelatedCostsShareBasedPaymentsTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_DisclosureOfCompensationRelatedCostsShareBasedPaymentsAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration XML 31 R20.htm IDEA: XBRL DOCUMENT v3.24.2 INCOME TAXES 6 Months Ended Jun. 30, 2024 Income Tax Disclosure [Abstract] A INCOME TAXES INCOME TAXESA We have elected to be taxed as a REIT. As a REIT, we are generally not subject to corporate-level income taxes on taxable income we distribute to our stockholders.Income related to our TRS Lessees is subject to federal, state and local taxes at applicable corporate tax rates. Our consolidated tax provision includes the income tax provision related to the operations of the TRS Lessees as well as state and local income taxes related to the Operating Partnership. Where required, we account for federal and state income taxes using the asset and liability method. Deferred tax assets and liabilities are recognized for: i) the future tax consequences attributable to differences between carrying amounts of existing assets and liabilities based on

and the respective carrying amounts for tax purposes, and ii) operating losses and tax-credit carryforwards. Deferred tax assets and liabilities are measured using enacted tax rates expected to apply to taxable income in the years in which temporary differences are expected to be recovered or settled. The effect on deferred tax assets and liabilities of a change in tax rates is recognized in income in the period that includes the enactment date of the change in tax rates. However, deferred tax assets are recognized only to the extent that it is more likely than not they will be realized based on consideration of available evidence. Valuation allowances are provided if, based upon the weight of the available evidence, it is more likely than not that some or all of the deferred tax assets will not be realized. We consider all available evidence, both positive and negative, to determine whether, based on the weight of that evidence, a valuation allowance for deferred tax assets is needed. Certain of our TRS Lessees have incurred operating losses in the past and the realizability of our deferred tax assets as of June 30, 2024 is not reasonably assured.Â Therefore, we have recorded a valuation allowance against substantially all our deferred tax assets at June 30, 2024. The Company recorded an income tax expense of \$2.4Â million and \$0.8Â million for the three months ended June 30, 2024 and 2023, respectively, and \$2.6Â million and \$0.3Â million for the six months ended June 30, 2024 and 2023, respectively. We file U.S. and state income tax returns in jurisdictions with varying statutes of limitations. In general, we are not subject to tax examinations by tax authorities for years before 2018. In the normal course of business, we are subject to examination by federal, state, and local jurisdictions where applicable. We had no unrecognized tax benefits at June 30, 2024. We expect no significant increase or decrease in unrecognized tax benefits due to changes in tax positions within the next year. X - ReferencesNo definition available. + Details Name: us-gaap IncomeTaxDisclosureAbstract Namespace Prefix: us-gaap Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe entire disclosure for income tax. + ReferencesReference 1: <http://www.xbrl.org/2003/role/disclosureRef-Topic 740-SubTopic 10-Name Accounting Standards Codification-Section 50-Paragraph 12-Publisher FASB-URI https://asc.fasb.org/1943274/2147482685/740-10-50-12>Reference 2: <http://www.xbrl.org/2003/role/exampleRef-Topic 740-SubTopic 10-Name Accounting Standards Codification-Section 55-Paragraph 231-Publisher FASB-URI https://asc.fasb.org/1943274/2147482663/740-10-55-231>Reference 3: <http://www.xbrl.org/2003/role/disclosureRef-Topic 740-SubTopic 10-Name Accounting Standards Codification-Section 50-Paragraph 12C-Publisher FASB-URI https://asc.fasb.org/1943274/2147482685/740-10-50-12>Reference 4: <http://www.xbrl.org/2003/role/disclosureRef-Topic 740-SubTopic 10-Name Accounting Standards Codification-Section 50-Paragraph 12B-Publisher FASB-URI https://asc.fasb.org/1943274/2147482685/740-10-50-12B>Reference 5: <http://www.xbrl.org/2003/role/disclosureRef-Topic 740-SubTopic 270-Name Accounting Standards Codification-Section 50-Paragraph 1-Publisher FASB-URI https://asc.fasb.org/1943274/2147477891/740-270-50-1>Reference 6: [http://www.xbrl.org/2003/role/disclosureRef-Topic 740-SubTopic 10-Name Accounting Standards Codification-Section S99-Paragraph 1-Subparagraph \(SAB Topic 6.1.5.Q1\)-Publisher FASB-URI https://asc.fasb.org/1943274/2147479360/740-10-S99-1](http://www.xbrl.org/2003/role/disclosureRef-Topic 740-SubTopic 10-Name Accounting Standards Codification-Section S99-Paragraph 1-Subparagraph (SAB Topic 6.1.5.Q1)-Publisher FASB-URI https://asc.fasb.org/1943274/2147479360/740-10-S99-1)Reference 7: <http://www.xbrl.org/2003/role/disclosureRef-Topic 946-SubTopic 20-Name Accounting Standards Codification-Section 50-Paragraph 13-Publisher FASB-URI https://asc.fasb.org/1943274/2147480990/946-20-50-13>Reference 8: [http://www.xbrl.org/2003/role/disclosureRef-Topic 235-SubTopic 10-Name Accounting Standards Codification-Section S99-Paragraph 1-Subparagraph \(SX 210.4-08\(h\)\(2\)\)-Publisher FASB-URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1](http://www.xbrl.org/2003/role/disclosureRef-Topic 235-SubTopic 10-Name Accounting Standards Codification-Section S99-Paragraph 1-Subparagraph (SX 210.4-08(h)(2))-Publisher FASB-URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1)Reference 9: <http://www.xbrl.org/2003/role/disclosureRef-Topic 740-Name Accounting Standards Codification-Publisher FASB-URI https://asc.fasb.org/740/tableOfContent>Reference 10: <http://www.xbrl.org/2003/role/disclosureRef-Topic 740-SubTopic 10-Name Accounting Standards Codification-Section 50-Paragraph 14-Publisher FASB-URI https://asc.fasb.org/1943274/2147482685/740-10-50-14>Reference 11: <http://www.xbrl.org/2003/role/disclosureRef-Topic 740-SubTopic 10-Name Accounting Standards Codification-Section 50-Paragraph 21-Publisher FASB-URI https://asc.fasb.org/1943274/2147482685/740-10-50-21>Reference 12: [http://www.xbrl.org/2003/role/disclosureRef-Topic 740-SubTopic 10-Name Accounting Standards Codification-Section 50-Paragraph 17-Subparagraph \(b\)-Publisher FASB-URI https://asc.fasb.org/1943274/2147482685/740-10-50-17](http://www.xbrl.org/2003/role/disclosureRef-Topic 740-SubTopic 10-Name Accounting Standards Codification-Section 50-Paragraph 17-Subparagraph (b)-Publisher FASB-URI https://asc.fasb.org/1943274/2147482685/740-10-50-17)Reference 13: [http://www.xbrl.org/2003/role/disclosureRef-Topic 740-SubTopic 10-Name Accounting Standards Codification-Section S99-Paragraph 2-Subparagraph \(SAB Topic 11.C\)-Publisher FASB-URI https://asc.fasb.org/1943274/2147479360/740-10-S99-2](http://www.xbrl.org/2003/role/disclosureRef-Topic 740-SubTopic 10-Name Accounting Standards Codification-Section S99-Paragraph 2-Subparagraph (SAB Topic 11.C)-Publisher FASB-URI https://asc.fasb.org/1943274/2147479360/740-10-S99-2)Reference 14: [http://www.xbrl.org/2003/role/disclosureRef-Topic 740-SubTopic 30-Name Accounting Standards Codification-Section 50-Paragraph 2-Subparagraph \(a\)-Publisher FASB-URI https://asc.fasb.org/1943274/2147482603/740-30-50-2](http://www.xbrl.org/2003/role/disclosureRef-Topic 740-SubTopic 30-Name Accounting Standards Codification-Section 50-Paragraph 2-Subparagraph (a)-Publisher FASB-URI https://asc.fasb.org/1943274/2147482603/740-30-50-2) + Details Name: us-gaap IncomeTaxDisclosureTextBlock Namespace Prefix: us-gaap Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 32 R21.htm IDEA: XBRL DOCUMENT v3.24.2 EARNINGS PER SHARE 6 Months Ended Jun. 30, 2024 Earnings Per Share [Abstract] Â EARNINGS PER SHARE EARNINGS PER SHAREBasic earnings (loss) per share (â€œEPSâ€) is computed by dividing net income (loss) available to common stockholders by the weighted-average number of shares of Common Stock outstanding for the period. We apply the two-class method of computing EPS, which requires the calculation of separate EPS amounts for participating securities. Under the two-class computation method, net losses are not allocated to participating securities unless the holder of the security has a contractual obligation to share in the losses. Any anti-dilutive securities are excluded from the basic EPS calculation.Diluted EPS is computed by dividing net income (loss) available to common stockholders, as adjusted for dilutive securities, by the weighted-average number of shares of Common Stock outstanding plus dilutive securities. Any anti-dilutive securities are excluded from the diluted EPS calculation. Potentially dilutive shares include unvested restricted share grants and unvested performance share grants, calculated using the treasury stock method, shares of Common Stock issuable upon conversion of convertible debt and shares of Common Stock issuable upon conversion of Common Units of our Operating Partnership.Below is a summary of the components used to calculate basic and diluted earnings per share (in thousands, except per share amounts):Three Months EndedJune 30,Six Months EndedJune 30,2024202320242023Numerator:Net income (loss) attributable to common stockholders\$30,849Â \$(753)\$28,733Â \$(5,981)Adjusted for:Allocation of income to participating securities(311)Â â€“(269)Â â€“Â Net income (loss) allocated to common stockholders - basic\$30,538Â (753)\$28,464Â \$(5,981)Adjusted for:Adjustment for income allocated to dilutive participating securities\$3,533Â â€“(2,180)Â â€“Â Net income (loss) allocated to common stockholders - diluted\$34,071Â \$(753)\$30,644Â \$(5,981)Denominator:Weighted average common shares outstanding - basic105,918Â 105,562Â 105,819Â 105,438Â Adjusted for:Dilutive effect of equity-based compensation awards1,968Â â€“(1,896)Â â€“Â Effect of assumed conversion of convertible debt25,617Â â€“(25,448)Â â€“Â Effect of assumed conversion of Operating Partnership units15,948Â â€“(15,949)Â â€“Â Weighted average common shares outstanding - diluted149,451Â 105,562Â 149,112Â 105,438Â Net income (loss) per share available to common stockholders:Basic\$0.29Â \$(0.01)\$0.27Â \$(0.06)Diluted\$0.23Â \$(0.01)\$0.21Â \$(0.06)The effect of the conversion of the Convertible Notes has been included in the denominator of diluted earnings per share for the three and six months ended June 30, 2024. Due to the net loss attributable to common stockholders for basic earnings per share for the three and six months ending June 30, 2

These costs may include development, refurbishment, renovation, and remodeling expenditures, as well as certain indirect internal costs related to construction projects. If an asset requires a period of time in which to carry out the activities necessary to bring it to the condition necessary for its intended use, the interest cost incurred during that period as a result of expenditures for the asset is capitalized as part of the cost of the asset. We expense the cost of repairs and maintenance as incurred.Â We generally depreciate our lodging properties and related assets using the straight-line method over their estimated useful lives as follows:Â ClassificationÂ EstimatedÂ UsefulÂ LivesBuildings and improvements6 to 40 yearsFurniture, fixtures and equipment2 to 15 yearsÂ We periodically re-evaluate asset lives based on current assessments of remaining utilization, which may result in changes in estimated useful lives. Such changes are accounted for prospectively and will increase or decrease future depreciation expense.Â When depreciable property and equipment is retired or disposed, the related costs and accumulated depreciation are removed from the balance sheet and any gain or loss is reflected in current operations.Â On a limited basis, we provide financing to developers of lodging properties for development projects. We evaluate these arrangements to determine if we participate in residual profits of the lodging property through the loan provisions or other agreements. Where we conclude that these arrangements are more appropriately treated as an investment in the real property, we reflect the loan in Investments in lodging property, net in our Condensed Consolidated Balance Sheets. We monitor events and changes in circumstances for indicators that the carrying value of a lodging property or undeveloped land may be impaired. Additionally, we perform at least annual reviews to monitor the factors that could trigger an impairment.Â Factors that we consider for an impairment analysis include, among others: i)Â A significant underperformance relative to historical or anticipated operating results, ii)Â A significant changes in the manner of use of a property or the strategy of our overall business, including changes in the estimated holding periods for lodging properties and land parcels, iii)Â A significant increase in competition, iv)Â A significant adverse change in legal factors or regulations, v)Â changes in values of comparable land or lodging property sales, vi) significant negative industry or economic trends, and fair value less costs to sell of lodging properties held for sale relative to the contractual selling price. When such factors are identified, we prepare an estimate of the undiscounted future cash flows of the specific property and determine if the carrying amount of the asset is recoverable. If the carrying amount of the asset is not recoverable, we estimate the fair value of the property based on discounted cash flows or sales price if the property is under contract and an adjustment is made to reduce the carrying value of the property to its estimated net fair value. Segment Disclosure Segment Disclosure Accounting Standards Codification (âASCâ) No. 280, Segment Reporting, establishes standards for reporting financial and descriptive information about an enterpriseââ reportable segments. We have determined that we have one reportable operating segment for activities related to investing in real estate; thus, all required financial segment information is included in the Condensed Consolidated Financial Statements as a single operating segment because all of our lodging properties have similar economic characteristics, facilities, and services. Exchange or Modification of Debt Exchange or Modification of DebtWe consider modifications or exchanges of debt as extinguishments in accordance with ASC No. 470, Debt, with gains or losses recognized in current earnings if the terms of the new debt and original instrument are substantially different. If the original and new debt instruments are substantially different, the original debt is derecognized and the new debt is initially recorded at fair value, with the difference recognized as an extinguishment gain or loss. Under an exchange or modification accounted for as a debt extinguishment, fees paid to the lenders are included in the gain or loss on extinguishment of debt. Costs incurred with third parties, such as legal fees, directly related to the exchange or modification are capitalized as deferred financing costs and amortized over the initial term of the new debt. Previously deferred fees and costs for existing debt are included in the calculation of gain or loss. Under an exchange or modification not accounted for as a debt extinguishment, fees paid to the lenders are reflected as additional debt discount and amortized as non-cash interest expense over the remaining initial term of the exchanged or modified debt. Furthermore, costs incurred with third parties, such as legal fees, directly related to the exchange or modification are expensed as incurred. Additionally, previously deferred fees and costs are amortized as non-cash interest expense over the remaining initial term of the exchanged or modified debt. New Accounting Standards New Accounting StandardsIn November 2023, the Financial Accounting Standards Board (  FASB  ) issued Accounting Standards Update (  ASU  ) 2023-07, Segment Reporting (Topic 280). ASU 2023-07 will improve financial reporting by requiring disclosure of incremental segment information on an annual and interim basis for all public entities to enable investors to develop more decision-useful financial analyses. Although we operate only a single segment, ASU 2023-07 will require us to adhere to all disclosure requirements of the pronouncement which includes among other things, disclosures related to our chief operating decision maker. ASU 2023-07 is effective for fiscal years beginning after December 15, 2023, and interim periods within fiscal years beginning after December 15, 2024. Early adoption is permitted. The adoption of ASU 2023-07 will not have a material effect on our Consolidated Financial Statements.In December 2023, the FASB issued ASU 2023-09, Income Taxes (Topic 740): Improvements to Income Tax Disclosures. ASU 2023-09 includes amendments that further enhance income tax disclosures, primarily through standardization and disaggregation of rate reconciliation categories and income taxes paid by jurisdiction. ASU 2023-09 is effective for annual periods beginning after December 15, 2024. Early adoption is permitted for annual financial statements that have not yet been issued or made available for issuance. The adoption of ASU 2023-09 will not have a material effect on our Consolidated Financial Statements. X - DefinitionInvestment In Hotel Properties + ReferencesNo definition available. + Details Name: inn InvestmentInHotelPropertiesPolicyTextBlock Namespace Prefix: inn Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap AccountingPoliciesAbstract Namespace Prefix: us-gaap Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionDisclosure of accounting policy for basis of accounting, or basis of presentation, used to prepare the financial statements (for example, US Generally Accepted Accounting Principles, Other Comprehensive Basis of Accounting, IFRS). + ReferencesNo definition available. + Details Name: us-gaap BasisOfAccountingPolicyPolicyTextBlock Namespace Prefix: us-gaap Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - DefinitionDisclosure of accounting policy for credit loss on financial instrument measured at amortized cost basis, net investment in lease, off-balance sheet credit exposure, and available-for-sale debt security. Includes, but is not limited to, methodology used to estimate allowance for credit loss, how writeoff of uncollectible amount is recognized, and determination of past due status and nonaccrual status. + ReferencesReference 1: [http://www.xbrl.org/2003/role/disclosureRef -Topic 326 -SubTopic 20 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph \(SAB Topic 6.M.2.Q4\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483530/326-20-S99-1](http://www.xbrl.org/2003/role/disclosureRef -Topic 326 -SubTopic 20 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SAB Topic 6.M.2.Q4) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483530/326-20-S99-1)Reference 2: <http://www.xbrl.org/2003/role/disclosureRef -Topic 326 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 14 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479319/326-20-50-14>Reference 3: <http://www.xbrl.org/2003/role/disclosureRef -Topic 326 -SubTopic 20 -Name Accounting Standards Codification -Section 30 -Paragraph 5A -Publisher FASB -URI https://asc.fasb.org/1943274/2147479391/326-20-30-5A>Reference 4: <http://www.xbrl.org/2003/role/disclosureRef -Topic 326 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 3C -Publisher FASB -URI https://asc.fasb.org/1943274/2147479319/326-20-50-3C>Reference 5: <http://www.xbrl.org/2003/role/disclosureRef -Topic 326 -SubTopic 20 -Name Accounting Standards Codification -Section 35 -Paragraph 8A -Publisher FASB -URI https://asc.fasb.org/1943274/2147479366/326-20-35-8A>Reference 6: <http://www.xbrl.org/2003/role/disclosureRef -Topic 326 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 3D -Publisher FASB -URI https://asc.fasb.org/1943274/2147479319/326-20-50-3D>Reference 7: <http://www.xbrl.org/2003/role/disclosureRef -Topic 326 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 5 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479344/326-20-45-5>Reference 8: <http://www.xbrl.org/2003/role/disclosureRef -Topic 326 -SubTopic 30 -Name Accounting Standards Codification -Section 30 -Paragraph 1B -Publisher FASB -URI https://asc.fasb.org/1943274/2147479175/326-30-1B>Reference 9: <http://www.xbrl.org/2003/role/disclosureRef -Topic 326 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 3C -Publisher FASB -URI https://asc.fasb.org/1943274/2147479106/326-30-50-3C>Reference 10: <http://www.xbrl.org/2003/role/disclosureRef -Topic 326 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 3A -Publisher FASB -URI https://asc.fasb.org/1943274/2147479106/326-30-50-3A>Reference 11: <http://www.xbrl.org/2003/role/disclosureRef -Topic 326 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 3D -Publisher FASB -URI https://asc.fasb.org/1943274/2147479106/326-30-50-3D>Reference 12: <http://www.xbrl.org/2003/role/disclosureRef -Topic 326 -SubTopic 30 -Name Accounting Standards Codification -Section 35 -Paragraph 13A -Publisher FASB -URI https://asc.fasb.org/1943274/2147479148/326-30-35-13A>Reference 13: <http://www.xbrl.org/2003/role/disclosureRef -Topic 326 -SubTopic 20 -Name Accounting Standards Codification -Section 30 -Paragraph 4A -Publisher FASB -URI https://asc.fasb.org/1943274/2147479391/326-20-30-4A>Reference 14: <http://www.xbrl.org/2003/role/disclosureRef -Topic 326 -SubTopic 30 -Name Accounting Standards Codification -Section 35 -Paragraph 7A -Publisher FASB -URI https://asc.fasb.org/1943274/2147479148/326-30-35-7A>Reference 15: <http://www.xbrl.org/2003/role/disclosureRef -Topic 326 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 21 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479319/326-20-50-21>Reference 16: <http://www.xbrl.org/2003/role/disclosureRef -Topic 326 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 11 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479319/326-20-50-11>Reference 17: <http://www.xbrl.org/2003/role/disclosureRef -Topic 326 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 7 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479106/326-30-50-7>Reference 18: <http://www.xbrl.org/2003/role/disclosureRef -Topic 326 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 17 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479319/326-20-50-17> + Details Name: us-gaap CreditLossFinancialInstrumentPolicyTextBlock Namespace Prefix: us-gaap Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - DefinitionDisclosure of accounting policy related to debt. Includes, but is not limited to, debt issuance costs, the effects of refinancings, method of amortizing debt issuance costs and original issue discount, and classifications of debt. + ReferencesReference 1: <http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 50 -Paragraph 1 -SubTopic 10 -Topic 470 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481544/470-10-50-1> + Details Name: us-gaap DebtPolicyTextBlock Namespace Prefix: us-gaap Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - DefinitionDisclosure of accounting policy pertaining to new accounting pronouncements that may impact the entity's financial reporting. Includes, but is not limited to, quantification of the expected or actual impact. + ReferencesNo definition available. + Details Name: us-gaap NewAccountingPronouncementsPolicyPolicyTextBlock Namespace Prefix: us-gaap Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - DefinitionDisclosure of accounting policy for segment reporting. + ReferencesReference 1: [http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 41 -Subparagraph \(a\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-41](http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 41 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-41)Reference 2: [http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 47 -Subparagraph \(bb\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482785/280-10-55-47](http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 47 -Subparagraph (bb) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482785/280-10-55-47)Reference 3: [http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 29 -Subparagraph \(d\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-29](http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 29 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-29)Reference 4: [http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 54 -Subparagraph \(b\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482785/280-10-55-54](http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 54 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482785/280-10-55-54)Reference 5: <http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 36 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-36>Reference 6: [http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 47 -Subparagraph \(b\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482785/280-10-55-47](http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 47 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482785/280-10-55-47)Reference 7: [http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 29 -Subparagraph \(d\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-29](http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 29 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-29)Reference 8: [http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 29 -Subparagraph \(a\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-29](http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 29 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-29)Reference 9: [http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 29 -Subparagraph \(b\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-29](http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 29 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-29)Reference 10: [http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 29 -Subparagraph \(c\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-29](http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 29 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-29)Reference 11: [http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 29 -Subparagraph \(d\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-29](http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 29 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-29)Reference 12: [http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 29 -Subparagraph \(a\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-29](http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 29 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-29)Reference 13: [http://www.xbrl.org/2009/role/commonPracticeRef -Topic 310 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph \(a\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481962/310-10-50-2](http://www.xbrl.org/2009/role/commonPracticeRef -Topic 310 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481962/310-10-50-2)Reference 14: <http://www.xbrl.org/2009/role/commonPracticeRef -Topic 310 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481569/310-20-50-1>Reference 5: [http://fasb.org/us-gaap/role/ref/otherTransitionRef -Topic 310 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 15 -Subparagraph \(d\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481962/310-10-50-15](http://fasb.org/us-gaap/role/ref/otherTransitionRef -Topic 310 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 15 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481962/310-10-50-15)Reference 6: [http://fasb.org/us-gaap/role/ref/otherTransitionRef -Topic 310 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 11B -Subparagraph \(b\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481962/310-10-50-11B](http://fasb.org/us-gaap/role/ref/otherTransitionRef -Topic 310 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 11B -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481962/310-10-50-11B) + Details Name: us-gaap TradeAndOtherAccountsReceivablePolicy Namespace Prefix: us-gaap Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - DefinitionDisclosure of accounting policy for the use of estimates in the preparation of financial statements in conformity with generally accepted accounting principles. + ReferencesReference 1: <http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 275 -SubTopic 10 -Section 50 -Paragraph 9 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482861/275-10-50-9>Reference 2: <http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 275 -SubTopic 10 -Section 50 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482861/275-10-50-4>Reference 3: [http://www.xbrl.org/2003/role/disclosureRef -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph \(b\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482861/275-10-50-1](http://www.xbrl.org/2003/role/disclosureRef -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482861/275-10-50-1)Reference 4: [http://www.xbrl.org/2003/role/disclosureRef -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph \(c\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482861/275-10-50-1](http://www.xbrl.org/2003/role/disclosureRef -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482861/275-10-50-1)Reference 5: <http://www.xbrl.org/2003/role/disclosureRef -Name Accounting Standards Codification -Section 50 -Paragraph 11 -SubTopic 10 -Topic 275 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482861/275-10-50-11>Reference 6: <http://www.xbrl.org/2003/role/disclosureRef -Name Accounting Standards Codification -Section 50 -Paragraph 12 -SubTopic 10 -Topic 275 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482861/275-10-50-12>Reference 7: <http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 275 -SubTopic 10 -Section 50 -Paragraph 8 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482861/275-10-50-8>Reference 8: [http://www.xbrl.org/2003/role/disclosureRef -Name Accounting Standards Codification -Section 50 -Paragraph 11B -Subparagraph \(b\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482861/275-10-50-11B](http://www.xbrl.org/2003/role/disclosureRef -Name Accounting Standards Codification -Section 50 -Paragraph 11B -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482861/275-10-50-11B) + Details Name: us-gaap TradeAndOtherAccountsReceivablePolicy Namespace Prefix: us-gaap Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - DefinitionDisclosure of accounting policy for the use of estimates in the preparation of financial statements in conformity with generally accepted accounting principles. + ReferencesReference 1: <http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 275 -SubTopic 10 -Section 50 -Paragraph 9 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482861/275-10-50-9>Reference 2: <http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 275 -SubTopic 10 -Section 50 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482861/275-10-50-4>Reference 3: [http://www.xbrl.org/2003/role/disclosureRef -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph \(b\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482861/275-10-50-1](http://www.xbrl.org/2003/role/disclosureRef -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482861/275-10-50-1)Reference 4: [http://www.xbrl.org/2003/role/disclosureRef -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph \(c\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482861/275-10-50-1](http://www.xbrl.org/2003/role/disclosureRef -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482861/275-10-50-1)Reference 5: <http://www.xbrl.org/2003/role/disclosureRef -Name Accounting Standards Codification -Section 50 -Paragraph 11 -SubTopic 10 -Topic 275 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482861/275-10-50-11>Reference 6: <http://www.xbrl.org/2003/role/disclosureRef -Name Accounting Standards Codification -Section 50 -Paragraph 12 -SubTopic 10 -Topic 275 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482861/275-10-50-12>Reference 7: <http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 275 -SubTopic 10 -Section 50 -Paragraph 8 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482861/275-10-50-8>Reference 8: [http://www.xbrl.org/2003/role/disclosureRef -Name Accounting Standards Codification -Section 50 -Paragraph 11B -Subparagraph \(b\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482861/275-10-50-11B](http://www.xbrl.org/2003/role/disclosureRef -Name Accounting Standards Codification -Section 50 -Paragraph 11B -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482861/275-10-50-11B) + Details Name: us-gaap TradeAndOtherAccountsReceivablePolicy Namespace Prefix: us-gaap Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - DefinitionDisclosure of accounting policy for the use of estimates in the preparation of financial statements in conformity with generally accepted accounting principles. + ReferencesReference 1: <http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 275 -SubTopic 10 -Section 50 -Paragraph 9 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482861/275-10-50-9>Reference 2: <http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 275 -SubTopic 10 -Section 50 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482861/275-10-50-4>Reference 3:

URI <https://asc.fasb.org/1943274/2147482099/360-10-50-1> + Details Name: us-gaap PropertyPlantAndEquipmentTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 38 R27.htm IDEA: XBRL DOCUMENT v3.24.2 INVESTMENTS IN LODGING PROPERTY, NET (Tables) 6 Months Ended Jun. 30, 2024 Real Estate [Abstract] A Schedule of Investment in Lodging Properties, Net We generally depreciate our lodging properties and related assets using the straight-line method over their estimated useful lives as follows: A Classification A Estimated A Useful A Lives Buildings and improvements 6 to 40 years Furniture, fixtures and equipment 2 to 15 years Investments in lodging property, net is as follows (in thousands): June 30, 2023 Lodging buildings and improvements \$2,806,950A \$2,786,223A Land 373,039A Furniture, fixtures and equipment 275,917A 268,631A Construction in progress \$58,965A 41,324A Intangible assets 39,954A 39,954A Real estate development loan, net 4,442A 4,176A 3,559,267A 3,513,347A Less accumulated depreciation and amortization (857,229)(784,298)\$2,702,038A \$2,729,049A Schedule of Lodging Property Acquisitions and Sale We acquired the following properties during the six months ended June 30, 2023 (in thousands): Date Acquired Brand/Hotel Name Location Guest rooms Purchase Price June 1, 2023 Residence Inn by Marriott Scottsdale, AZ 120 \$29,000A June 23, 2023 Nordic Lodge Steamboat Springs, CO 4713,700A Total 167 \$42,700A The allocation of the aggregate purchase prices to the fair value of assets and liabilities acquired for the above acquisitions is as follows (in thousands): Six Months Ended June 30, 2023 Land \$12,257A Lodging buildings and improvements 29,225A Furniture, fixtures and equipment 1,331A Net assets acquired (1)\$42,813A (1) Net assets acquired during the six months ended June 30, 2023 is based on an aggregate purchase price of \$42.7A million plus transaction costs of \$0.1A million. In May 2023, we completed the sale of four lodging properties (the "Sale Portfolio") for an aggregate gross selling price of \$28.1A million as follows: Franchise/Brand Location Guestrooms Hyatt Place Chicago (Lombard/Oak Brook), IL 151 Hyatt Place Chicago (Hoffman Estates), IL 126 Hilton Garden Inn Minneapolis (Eden Prairie), MN 97 Holiday Inn Express & Suites Minneapolis (Minnetonka), MN 93467 Schedule of Asset Held for Sale Assets held for sale, net is as follows (in thousands): June 30, 2024 December 31, 2023 Under Contract for Sale: Courtyard by Marriott and SpringHill Suites - New Orleans, LA \$43,504A Hilton Garden Inn - Bryan (College Station), TX \$4,10,642A Hyatt Place - Dallas (Plano), TX \$4,9,940A Parcel of undeveloped land - San Antonio, TX 1,225A 1,225A 1,225A 65,311A Marketed for Sale: One individual lodging property 8,065A 8,004A Parcel of undeveloped land - Flagstaff, AZ 425A 425A \$9,715A \$73,740A Schedule of Indefinite-Lived Intangible Assets Intangible assets, net is as follows (in thousands): June 30, 2024 December 31, 2023 Indefinite-lived intangible assets: Air rights \$10,754A \$10,754A Other 80A 80A 10,834A 10,834A Finite-lived intangible assets: Tax incentives 19,750A 19,750A Key money 9,370A 9,370A 29,120A 29,120A Intangible assets 39,954A 39,954A Less - accumulated amortization (11,315)(9,251) Intangible assets, net is as follows (in thousands): June 30, 2024 December 31, 2023 Indefinite-lived intangible assets: Air rights \$10,754A \$10,754A Other 80A 80A 10,834A 10,834A Finite-lived intangible assets: Tax incentives 19,750A 19,750A Key money 9,370A 9,370A 29,120A 29,120A Intangible assets 39,954A 39,954A Less - accumulated amortization (11,315)(9,251) Intangible assets, net \$28,639A \$30,703A Schedule of Future Amortization Expenses Future amortization expense related to intangible assets is as follows (in thousands): For the Year Ending December 31, Amount 2024 \$2,454A 2025 1,564A 2026 1,564A 2027 1,374A 2028 1,016A Thereafter 9,833A \$17,805A X - Definition Tabular disclosure of asset acquisition. + References Reference 1: <http://www.xbrl.org/2009/role/commonPracticeRef-Topic 805 -SubTopic 50 -Name Accounting Standards Codification -Section 15 -Paragraph 3 -Publisher FASB -URI> <https://asc.fasb.org/1943274/2147480123/805-50-15-3> + Details Name: us-gaap AssetAcquisitionTableTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - Definition Tabular disclosure of long lived assets held for sale. Disclosure may include the description of the facts and circumstances leading to the expected disposal, manner and timing of disposal, the carrying value of the assets held for sale, the gain (loss) recognized in the income statement and the income statement caption that includes that gain (loss). + References Reference 1: <http://fasb.org/us-gaap/role/ref/legacyRef-Name Accounting Standards Codification -Section 50 -Paragraph 3 -SubTopic 10 -Topic 360 -Publisher FASB -URI> <https://asc.fasb.org/1943274/2147482099/360-10-50-3> + Details Name: us-gaap DisclosureOfLongLivedAssetsHeldForSaleTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - Definition Tabular disclosure of physical assets used in the normal conduct of business and not intended for resale. Includes, but is not limited to, balances by class of assets, depreciation and depletion expense and method used, including composite depreciation, and accumulated depreciation. + References Reference 1: <http://fasb.org/us-gaap/role/ref/legacyRef-Name Accounting Standards Codification -Section 50 -Paragraph 1 -SubTopic 10 -Topic 360 -Publisher FASB -URI> <https://asc.fasb.org/1943274/2147482099/360-10-50-1> + Details Name: us-gaap PropertyPlantAndEquipmentTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - References No definition available. + Details Name: us-gaap RealEstateAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - Definition Tabular disclosure of assets, excluding financial assets and goodwill, lacking physical substance with a finite life, by either major class or business segment. + References Reference 1: <http://www.xbrl.org/2003/role/exampleRef-Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 55 -Paragraph 40 -Publisher FASB -URI> <https://asc.fasb.org/1943274/2147482640/350-30-55-40> Reference 2: [http://www.xbrl.org/2009/role/commonPracticeRef-Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph \(a\) -Publisher FASB -URI](http://www.xbrl.org/2009/role/commonPracticeRef-Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a) -Publisher FASB -URI) <https://asc.fasb.org/1943274/2147482665/350-30-50-2> + Details Name: us-gaap ScheduleOfFiniteLivedIntangibleAssetsTableTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - Definition Tabular disclosure of assets, excluding financial assets and goodwill, lacking physical substance and exist in perpetuity, by either major class or business segment. + References Reference 1: <http://www.xbrl.org/2003/role/exampleRef-Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 55 -Paragraph 40 -Publisher FASB -URI> <https://asc.fasb.org/1943274/2147482640/350-30-55-40> Reference 2: [http://www.xbrl.org/2009/role/commonPracticeRef-Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph \(b\) -Publisher FASB -URI](http://www.xbrl.org/2009/role/commonPracticeRef-Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (b) -Publisher FASB -URI) <https://asc.fasb.org/1943274/2147482665/350-30-50-2> + Details Name: us-gaap ScheduleOfIndefiniteLivedIntangibleAssetsTableTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - Definition Tabular disclosure of the amount of amortization expense expected to be recorded in succeeding fiscal years for finite-lived intangible assets. + References Reference 1: <http://www.xbrl.org/2003/role/exampleRef-Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 55 -Paragraph 40 -Publisher FASB -URI> <https://asc.fasb.org/1943274/2147482640/350-30-55-40> Reference 2: [http://www.xbrl.org/2009/role/commonPracticeRef-Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph \(a\)\(3\) -Publisher FASB -URI](http://www.xbrl.org/2009/role/commonPracticeRef-Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a)(3) -Publisher FASB -URI) <https://asc.fasb.org/1943274/2147482665/350-30-50-2> + Details Name: us-gaap ScheduleOfFiniteLivedIntangibleAssetsFutureAmortizationExpenseTableTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 39 R28.htm IDEA: XBRL DOCUMENT v3.24.2 DEBT (Tables) 6 Months Ended Jun. 30, 2024 Debt Disclosure [Abstract] A Schedule of Outstanding Indebtedness June 30, 2024 December 31, 2023 Revolving debt \$135,000A \$125,000A Term loans \$71,037A \$910,000A Convertible notes \$287,500A \$287,500A Mortgage loans \$65,649A \$123,393A \$1,359,186A \$1,445,839A Unamortized debt issuance costs (13,694)(15,171)A A A Debt, net of debt issuance costs \$1,345,492A \$1,430,668A Detailed information about our gross debt at June 30, 2024 and December 31, 2023 is as follows (dollars in thousands): Principal Balance Outstanding Lender Interest Rate Initial Maturity A Date Fully Extended Maturity A Date Number A of Encumbered A Properties June 30, 2024 December 31, 2023 OPERATING PARTNERSHIP DEBT: 2023 Senior Credit and Term Loan Facility Bank of America, N.A. \$400 Million Revolver (1)7.38% Variable 6/21/2027 6/21/2028n/a \$10,000A \$4200 Million Term Loan (1)7.34% Variable 6/21/2026 6/21/2028n/a \$200,000A \$200,000A Total Senior Credit and Term Loan Facility 210,000A \$200,000A Term Loans KeyBank National Association Term Loan (1)(2)n/a 2/14/2025 2/14/2025n/a \$225,000A Regions Bank 2024 Term Loan Facility (1)7.33% Variable 2/26/2022 2/26/2029n/a \$200,000A \$200,000A Convertible Notes 1.50% Fixed 12/15/2026 12/15/2026n/a \$287,500A Secured Mortgage Indebtedness MetaBank (2)4.44% Fixed 7/1/2027 7/1/2027n/a \$42,611A Bank of the Cascades (2)7.32% Variable 12/19/2024 12/19/2024n/a \$7,425A 4.30% Fixed 12/19/2024 12/19/2024n/a \$7,425A Total Mortgage Loans \$42,611A \$57,461A Total Operating Partnership Debt \$697,500A \$769,961A JOINT VENTURE DEBT: Brickell Joint Venture Mortgage Loan City National Bank of Florida 8.29% Variable 6/9/2025 6/9/2025 2A \$47,000A \$47,000A GIC Joint Venture Credit Facility and Term Loans Bank of America, N.A. \$125 Million Revolver (3)7.59% Variable 6/15/2027 6/15/2028n/a \$125,000A \$125,000A \$75 Million Term Loan (3)7.54% Variable 6/15/2027 6/15/2028n/a \$75,000A Bank of America, N.A. Term Loan (4)8.21% Variable 1/13/2026 1/13/2027n/a \$396,037A \$410,000A Wells Fargo 4.99% Fixed 6/6/2028 6/6/2028 12,657A 12,785A PACE loan 6.10% Fixed 7/31/2040 7/31/2040n/a \$5,992A 6.093A Total GIC Joint Venture Credit Facility and Term Loans \$1614,686A \$28,878A Total Joint Venture Debt \$3661,686A \$675,878A Total Debt \$3,359,186A \$1,445,839A (1) The 2023 Senior Credit and Term Loan Facility is supported by a borrowing base of 53 unencumbered hotel properties. (2) The KeyBank Term Loan was paid off with proceeds from the Regions Bank 2024 Term Loan. The MetaBank loan was paid off in June 2024. The Bank of the Cascades mortgage loan was comprised of two promissory notes. We repaid The Bank of the Cascades mortgage loans in May 2024. (3) The \$125 Million Revolver and the \$75 Million Term Loan are secured by pledges of the equity in the entities and affiliated entities that own 25 lodging properties and two parking garages. Schedule of Fixed-rate and Variable-rate Debt, after Giving Effect to Interest Rate Derivative Our total fixed-rate and variable-rate debt, after consideration of our interest rate derivative agreements that are currently in effect, is as follows (in thousands): A June 30, 2024 Percentage December 31, 2023 Percentage Fixed-rate debt (1)\$906,149A 67% \$956,414A 66% Variable-rate debt \$453,037A 33% \$489,425A 34% \$1,359,186A \$1,445,839A (1) At June 30, 2024, debt related to our wholly-owned properties and our pro rata share of joint venture debt has a fixed-rate debt ratio of approximately 76% of our total pro rata indebtedness when taking into consideration interest rate swaps that are currently in effect. Schedule of Fair Value of Fixed-rate that is Debt Not Recorded at Fair Value Information about the fair value of our fixed-rate debt that is not recorded at fair value is as follows (in thousands): A June 30, 2024 December 31, 2023 A Carrying Value Fair Value Carrying Value Fair Value A Technique Convertible notes \$287,500A \$260,336A \$287,500A \$256,141A Level 1 - Market approach Mortgage loans 18,649A 16,876A 68,915A 60,883A Level 2 - Market approach \$306,149A \$277,212A \$356,415A \$317,024A X - References No definition available. + Details Name: us-gaap DebtDisclosureAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - Definition Tabular disclosure of information pertaining to carrying amount and estimated fair value of short-term and long-term debt instruments or arrangements, including but not limited to, identification of terms, features, and collateral requirements. + References No definition available. + Details Name: us-gaap ScheduleOfCarryingValuesAndEstimatedFairValuesOfDebtInstrumentsTableTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - Definition Tabular disclosure of long-debt instruments or arrangements, including identification, terms, features, collateral requirements and other information necessary to a fair presentation. These are debt arrangements that originally required repayment more than twelve months after issuance or greater than the normal operating cycle of the entity, if longer. + References Reference 1: [http://fasb.org/us-gaap/role/ref/legacyRef-Name Accounting Standards Codification -Section 599 -Paragraph 1 -Subparagraph \(SX 210-5-02\(22\)\) -SubTopic 10 -Topic 210 -Publisher FASB -URI](http://fasb.org/us-gaap/role/ref/legacyRef-Name Accounting Standards Codification -Section 599 -Paragraph 1 -Subparagraph (SX 210-5-02(22)) -SubTopic 10 -Topic 210 -Publisher FASB -URI) <https://asc.fasb.org/1943274/2147480566/210-10-599-1> Reference 2: <http://www.xbrl.org/2003/role/exampleRef-Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 69B -Publisher FASB -URI> <https://asc.fasb.org/1943274/2147481568/470-20-55-69B> Reference 3: <http://www.xbrl.org/2003/role/exampleRef-Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 69E -Publisher FASB -URI> <https://asc.fasb.org/1943274/2147481568/470-20-55-69E> Reference 4: [http://www.xbrl.org/2009/role/commonPracticeRef-Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section 599 -Paragraph 3 -Subparagraph \(SX 210-12-04\(a\)\) -Publisher FASB -URI](http://www.xbrl.org/2009/role/commonPracticeRef-Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section 599 -Paragraph 3 -Subparagraph (SX 210-12-04(a)) -Publisher FASB -URI) <https://asc.fasb.org/1943274/2147480678/235-10-599-3> Reference 5: <http://www.xbrl.org/2009/role/commonPracticeRef-Topic 835 -SubTopic 30 -Name Accounting Standards Codification -Section 45 -Paragraph 2 -Publisher FASB -URI> <https://asc.fasb.org/1943274/2147482925/835-30-45-2> Reference 6: <http://fasb.org/us-gaap/role/ref/legacyRef-Name Accounting Standards Codification -Topic 505 -SubTopic 10 -Section 50 -Paragraph 3 -Publisher FASB -URI> <https://asc.fasb.org/1943274/2147481112/505-10-50-3> Reference 7: <http://fasb.org/us-gaap/role/ref/legacyRef-Name Accounting Standards Codification -Topic 942 -SubTopic 470 -Section 50 -Paragraph 3 -Publisher FASB -URI> <https://asc.fasb.org/1943274/214747734/942-470-50-3> Reference 8: <http://fasb.org/us-gaap/role/ref/legacyRef-Name Accounting Standards Codification -Topic 505 -SubTopic 10 -Section 50 -Paragraph 8 -Publisher FASB -URI> <https://asc.fasb.org/1943274/2147481112/505-10-50-8> Reference 9: <http://fasb.org/us-gaap/role/ref/legacyRef-Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI> <https://asc.fasb.org/1943274/2147481112/505-10-50-6> Reference 10: <http://fasb.org/us-gaap/role/ref/legacyRef-Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 7 -Publisher FASB -URI> <https://asc.fasb.org/1943274/2147481112/505-10-50-7> + Details Name: us-gaap ScheduleOfDebtInstrumentsTableTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - Definition 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. + References No definition available. + Details Name: us-gaap ScheduleOfDebtTableTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 40 R29.htm IDEA: XBRL DOCUMENT v3.24.2 LEASES (Tables) 6 Months Ended Jun. 30, 2024 Leases [Abstract] A Schedule of Operating Lease Maturity Operating lease maturities as of June 30, 2024 are as follows (in thousands): For the Year Ending December 31, Amount 2024 \$1,126A 2025 2,252A 2026 2,064A 2027 2,429A 2028 2,090A Thereafter 35,803A Total lease payments (145,726A) Less: Imputed interest (20,568A) Total \$25,158A (1) Certain payments above include future increases to the minimum fixed rent based on the Consumer Price Index in effect at the initial measurement of the lease balances. X - References No definition available. + Details Name: us-gaap LeasesAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - Definition Tabular disclosure of undiscounted cash flows of lessee's operating lease liability. Includes, but is not limited to, reconciliation of undiscounted cash flows to operating lease liability recognized in statement of financial position. + References Reference 1: <http://www.xbrl.org/2009/role/commonPracticeRef-Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI> <https://asc.fasb.org/1943274/2147478964/842-20-50-6> + Details Name: us-gaap LesseeOperatingLeaseLiabilityMaturityTableTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 41 R30.htm IDEA: XBRL DOCUMENT v3.24.2 DERIVATIVE FINANCIAL INSTRUMENTS AND HEDGING (Tables) 6 Months Ended Jun. 30, 2024 Derivative Instruments and Hedging Activities Disclosure [Abstract] A Schedule of Derivative Financial Instruments Information about our derivative financial instruments at June 30, 2024 and December 31, 2023 is as follows (dollars in thousands): A Notional Amount Fair Value Contract date Effective Date Expiration Date Average Annual Effective Fixed Rate June 30, 2024 December 31, 2023 June 30, 2024 December 31, 2023 Operating Partnership: June 1, 2018 September 28, 2018 September 30, 2022 8.6% \$75,000A \$75,000A \$479A \$1,170A June 11, 2018 December 31, 2018 December 31, 2025 9.2% \$125,000A \$125,000A 3,393A 2,877A July 26, 2022 January 31, 2023 January 31, 2027 6.0% \$100,000A \$100,000A 4,234A 3,134A July 26, 2022 January 31, 2023 January 31, 2029 5.6% \$100,000A \$100,000A 6,145A 4,273A Total Operating Partnership 400,000A 400,000A 14,251A 11,454A GIC Joint Venture: March 24, 2023 July 1, 2023 January 13, 2026 3.5% \$100,000A \$100,000A 1,947A 1,250A March 24, 2023 July 1, 2023 January 13, 2026 3.5% \$100,000A \$100,000A 1,948A 1,254A January 19, 2024 October 1, 2024 January 13, 2026 3.7% \$100,000A \$100,000A 1,945A \$4A Total GIC Joint Venture 300,000A 200,000A 4,840A 2,504A Totals 700,000A \$600,000A \$19,091A \$13,958A (1) A A A At December 31, 2023, we had interest rate swaps that are in effect with a notional amount totaling \$600.0A million. In January, 2024, we executed one additional interest rate swap with a notional amount totaling \$100.0A million that becomes effective on October 1, 2024. Schedule of Location in Financial Statements of Gain or Loss Recognized on Derivative Financial Instruments Designated as Cash Flow Hedges We characterize the realized and unrealized gain or loss related to derivative financial instruments designated as cash flow hedges as follows (in thousands): A Three Months Ended June 30, Six Months Ended June 30, A 2024 2023 2024 2023 Unrealized gain recognized in Accumulated other comprehensive income (loss) on derivative financial instruments \$3,097A \$13,286A \$12,473A \$10,846A Gain reclassified from Accumulated other comprehensive income (loss) to Interest expense \$3,660A \$2,313A \$7,340A \$4,261A Total interest expense and other finance expense presented in the Condensed Consolidated Statements of Operations in which the effects of cash flow hedges are recorded \$20,830A \$22,248A \$42,412A \$43,157A X - References No definition available. + Details Name: us-gaap DerivativeInstrumentsAndHedgingActivitiesDisclosureAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - Definition Tabular disclosure of the location and amount of derivative instruments and nonderivative

instruments designated as hedging instruments reported before netting adjustments, and the amount of gain (loss) on derivative instruments and nonderivative instruments designated and qualified as hedging instruments. + ReferencesReference 1: <http://www.xbrl.org/2003/role/disclosureRef -Topic 815 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 4E -Publisher FASB -URI https://asc.fasb.org/1943274/2147480434/815-10-50-4E>Reference 2: <http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 815 -SubTopic 10 -Section 50 -Paragraph 4C -Publisher FASB -URI https://asc.fasb.org/1943274/2147480434/815-10-50-4C>Reference 3: <http://www.xbrl.org/2003/role/exampleRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 103 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482078/820-10-55-103>Reference 2: [http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 13 -Subparagraph \(b\) -Publisher FASB -URI https://asc.fasb.org/1943274/214748112/505-10-50-13](http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 272 -SubTopic 10 -Section 50 -Paragraph 3 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482987/272-10-50-3 + Details Name: us-gaap_LimitedLiabilityCompanyLLCOrLimitedPartnershipLPManagingMemberOrGeneralPartnerOwnershipInterest Namespace Prefix: us-gaap_Data Type: dtr-types:percentItemType Balance Type: na Period Type: duration X - DefinitionThe parent entity's interest in net assets of the subsidiary, expressed as a percentage. + ReferencesNo definition available. + Details Name: us-gaap_MinorityInterestOwnershipPercentageByParent Namespace Prefix: us-gaap_Data Type: dtr-types:percentItemType Balance Type: na Period Type: instant X - DefinitionThe number of real estate properties owned as of the balance sheet date. + ReferencesNo definition available. + Details Name: us-gaap_NumberOfRealEstateProperties Namespace Prefix: us-gaap_Data Type: xbrli:integerItemType Balance Type: na Period Type: instant X - DefinitionThe number of states the entity operates in as of the balance sheet date. + ReferencesNo definition available. + Details Name: us-gaap_NumberOfStatesInWhichEntityOperates Namespace Prefix: us-gaap_Data Type: xbrli:integerItemType Balance Type: na Period Type: instant X - DefinitionThe number of units in a real estate property owned as of the balance sheet date. + ReferencesNo definition available. + Details Name: us-gaap_NumberOfUnitsInRealEstateProperty Namespace Prefix: us-gaap_Data Type: xbrli:integerItemType Balance Type: na Period Type: instant X - DefinitionThe percentage rate used to calculate dividend payments on preferred stock. + ReferencesReference 1: <a href=)Reference 2: [http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 320 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph \(SX 210.12-12\(Column A\)\(Footnote 4\)\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477271/946-320-S99-1](http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 320 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.12-12A(Column A)(Footnote 3)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477271/946-320-S99-2Reference 3: <a href=)Reference 4: [http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 320 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph \(SX 210.12-12B\(Column A\)\(Footnote 3\)\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477271/946-320-S99-3](http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 320 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.12-12B(Column A)(Footnote 3)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477271/946-320-S99-3)Reference 5:

price per share at which the preferred stock of an entity that has priority over common stock in the distribution of dividends and in the event of liquidation of the entity is redeemed or may be called at. The redemption features of this preferred stock are solely within the control of the issuer. + ReferencesReference 1: <http://fasb.org/us-gaap/role/ref/legacyRef-Name Accounting Standards Codification -Topic 505 -SubTopic 10 -Section 50 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-13>Reference 2:

Codification -Section 55 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479908/805-50-55-1Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 805 -SubTopic 50 -Name Accounting Standards Codification -Section 25 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480060/805-50-25-1Reference 3: https://www.xbrl.org/2009/role/commonPracticeRef -Topic 805 -SubTopic 50 -Name Accounting Standards Codification -Section 30 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480027/805-50-30-1Reference 4: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 805 -SubTopic 50 -Name Accounting Standards Codification -Section 30 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480027/805-50-30-2 + Details Name: us-gaap_AssetAcquisitionConsiderationTransferredTransactionCost Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_RealEstateAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration XML 53 R42.htm IDEA: XBRL DOCUMENT v3.24.2 INVESTMENTS IN LODGING PROPERTY, NET - Lodging Property Sales (Sale of Portfolio of Two Lodging Properties - New Orleans, LA) (Details) \$ in Millions 1 Months Ended Apr. 30, 2024 USD (\$) room hotel Jun. 30, 2024 hotel May 31, 2023 hotel New Orleans, LA Á Á Á Financing Receivable, Allowance for Credit Loss [Line Items] Á Á Á Sale of real estate property | \$ 73.0 Á Á Courtyard by Marriott | New Orleans, LA Á Á Á Financing Receivable, Allowance for Credit Loss [Line Items] Á Á Á Guestrooms sold | room 202 Á Á Á SpringHill Suites | New Orleans, LA Á Á Á Financing Receivable, Allowance for Credit Loss [Line Items] Á Á Á Guestrooms sold | room 208 Á Á Á Financing Receivable, Allowance for Credit Loss [Line Items] Á Á Á Guestrooms | hotel 2 96 4 Gains on sales of investment real estate | \$ 28.3 Á Á X - DefinitionSale of Investment Property, Number of Guestrooms Sold + ReferencesNo definition available. + Details Name: inn_SaleOfInvestmentPropertyNumberOfGuestroomsSold Namespace Prefix: inn_ Data Type: xbrli:integerItemType Balance Type: na Period Type: instant X - DefinitionLine items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Name Regulation S-K (SK) -Number 229 -Section 1405 -Paragraph c -Publisher SECReference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 326 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 13 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479319/326-20-50-13 + Details Name: us-gaap_FinancingReceivableAllowanceForCreditLossesLineItems Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe net gain (loss) resulting from sales and other disposals of real estate owned for investment purposes. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(9)(a)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(7)(c)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2Reference 3: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-07(7)(a)(8)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-1Reference 4: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28Reference 5: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 942 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-04(14)(d)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478524/942-220-S99-1Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Name Accounting Standards Codification -Section 45 -Paragraph 3 -SubTopic 360 -Topic 944 -Publisher FASB -URI https://asc.fasb.org/1943274/2147477875/944-360-45-3Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Name Accounting Standards Codification -Section 45 -Paragraph 4 -SubTopic 360 -Topic 944 -Publisher FASB -URI https://asc.fasb.org/1943274/2147477875/944-360-45-4Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Name Accounting Standards Codification -Section 50 -Paragraph 1 -SubTopic 360 -Topic 944 -Publisher FASB -URI https://asc.fasb.org/1943274/2147478586/944-360-50-1 + Details Name: us-gaap_GainsLossesOnSalesOfInvestmentRealEstate Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionThe number of real estate properties owned as of the balance sheet date. + ReferencesNo definition available. + Details Name: us-gaap_NumberOfRealEstateProperties Namespace Prefix: us-gaap_ Data Type: xbrli:integerItemType Balance Type: na Period Type: instant X - DefinitionCash received from the sale of real estate that is held for investment, that is, it is part of an investing activity during the period. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 12 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-12 + Details Name: us-gaap_ProceedsFromSaleOfRealEstateHeldforInvestment Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - Details Name: srt_StatementGeographicalAxis=inn_NewOrleansLAMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_RealEstateAndAccumulatedDepreciationDescriptionOfPropertyAxis=inn_CourtyardByMarriottMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_RealEstateAndAccumulatedDepreciationDescriptionOfPropertyAxis=inn_SpringHillSuitesMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_MortgageLoansOnRealEstateDescriptionTypeOfPropertyAxis=srt_HotelMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 54 R43.htm IDEA: XBRL DOCUMENT v3.24.2 INVESTMENTS IN LODGING PROPERTY, NET - Lodging Property Sales (Sale of Hilton Garden Inn - Bryan (College Station), TX) (Details) - Hilton Garden Inn - Bryan (College Station), TX \$ in Millions 1 Months Ended Apr. 30, 2024 USD (\$) room Financing Receivable, Allowance for Credit Loss [Line Items] Á Guestrooms sold | room 119 Sale of real estate property | \$ 11.0 X - DefinitionSale of Investment Property, Number of Guestrooms Sold + ReferencesNo definition available. + Details Name: inn_SaleOfInvestmentPropertyNumberOfGuestroomsSold Namespace Prefix: inn_ Data Type: xbrli:integerItemType Balance Type: na Period Type: instant X - DefinitionLine items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Name Regulation S-K (SK) -Number 229 -Section 1405 -Paragraph c -Publisher SECReference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 326 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 13 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479319/326-20-50-13 + Details Name: us-gaap_FinancingReceivableAllowanceForCreditLossesLineItems Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionCash received from the sale of real estate that is held for investment, that is, it is part of an investing activity during the period. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 12 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-12 + Details Name: us-gaap_ProceedsFromSaleOfRealEstateHeldforInvestment Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - Details Name: srt_RealEstateAndAccumulatedDepreciationDescriptionOfPropertyAxis=inn_HiltonGardenInnMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_StatementGeographicalAxis=inn_BryanCollegeStationTXMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 55 R44.htm IDEA: XBRL DOCUMENT v3.24.2 INVESTMENTS IN LODGING PROPERTY, NET - Lodging Property Sales (Sale of Hyatt Place - Dallas (Plano), TX) (Details) - Hyatt Place - Dallas (Plano), TX \$ in Millions 1 Months Ended Feb. 29, 2024 USD (\$) room Financing Receivable, Allowance for Credit Loss [Line Items] Á Guestrooms sold | room 127 Sale of real estate property | \$ 10.3 X - DefinitionSale of Investment Property, Number of Guestrooms Sold + ReferencesNo definition available. + Details Name: inn_SaleOfInvestmentPropertyNumberOfGuestroomsSold Namespace Prefix: inn_ Data Type: xbrli:integerItemType Balance Type: na Period Type: instant X - DefinitionLine items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Name Regulation S-K (SK) -Number 229 -Section 1405 -Paragraph c -Publisher SECReference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 326 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 13 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479319/326-20-50-13 + Details Name: us-gaap_FinancingReceivableAllowanceForCreditLossesLineItems Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionCash received from the sale of real estate that is held for investment, that is, it is part of an investing activity during the period. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 12 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-12 + Details Name: us-gaap_ProceedsFromSaleOfRealEstateHeldforInvestment Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - Details Name: srt_RealEstateAndAccumulatedDepreciationDescriptionOfPropertyAxis=inn_HyattPlaceMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_StatementGeographicalAxis=inn_DallasPlanoTXMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 56 R45.htm IDEA: XBRL DOCUMENT v3.24.2 INVESTMENTS IN LODGING PROPERTY, NET - Schedule of Lodging Property Acquisitions (Details) \$ in Millions 1 Months Ended May 31, 2023 USD (\$) room hotel Jun. 30, 2024 room hotel Apr. 30, 2024 hotel Financing Receivable, Allowance for Credit Loss [Line Items] Á Á Á Guestrooms 467 Á Á Á Hotels Á Á Á Financing Receivable, Allowance for Credit Loss [Line Items] Á Á Á Number of hotel properties | hotel 4 96 2 Proceeds from sale, property, held-for-sale | \$ 28.1 Á Á Á Guestrooms 14,256 Á Hotels | Hilton Garden Inn Á Á Á Financing Receivable, Allowance for Credit Loss [Line Items] Á Á Á Guestrooms 97 Á Á Á Hotels | Holiday Inn Express & Suites Á Á Á Financing Receivable, Allowance for Credit Loss [Line Items] Á Á Á Guestrooms 93 Á Á Á Hotels | Hyatt Place Á Á Á Financing Receivable, Allowance for Credit Loss [Line Items] Á Á Á Guestrooms 126 Á Á Á Hotels | Hyatt Place Á Á Á Financing Receivable, Allowance for Credit Loss [Line Items] Á Á Á Guestrooms 151 Á Á X - DefinitionLine items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Name Regulation S-K (SK) -Number 229 -Section 1405 -Paragraph c -Publisher SECReference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 326 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 13 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479319/326-20-50-13 + Details Name: us-gaap_FinancingReceivableAllowanceForCreditLossesLineItems Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe number of real estate properties owned as of the balance sheet date. + ReferencesNo definition available. + Details Name: us-gaap_NumberOfRealEstateProperties Namespace Prefix: us-gaap_ Data Type: xbrli:integerItemType Balance Type: na Period Type: instant X - DefinitionThe number of units in a real estate property owned as of the balance sheet date. + ReferencesNo definition available. + Details Name: us-gaap_NumberOfUnitsInRealEstateProperty Namespace Prefix: us-gaap_ Data Type: xbrli:integerItemType Balance Type: na Period Type: instant X - DefinitionThe cash inflow from the sale of formerly productive land held for sale, anything permanently fixed to it, including buildings, structures on it, and so forth. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 12 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-12 + Details Name: us-gaap_ProceedsFromSaleOfPropertyHeldForSale Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - Details Name: srt_MortgageLoansOnRealEstateDescriptionTypeOfPropertyAxis=srt_HotelMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_AssetAcquisitionAxis=inn_HiltonGardenInnMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_AssetAcquisitionAxis=inn_HolidayInnExpressSuitesMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_AssetAcquisitionAxis=inn_HyattPlaceHoffmanEstatesMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_AssetAcquisitionAxis=inn_HyattPlaceLombardMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 57 R46.htm IDEA: XBRL DOCUMENT v3.24.2 INVESTMENTS IN LODGING PROPERTY, NET - Schedule of Assets Held for Sale (Details) - Disposed of by Sale - USD (\$) \$ in Thousands Jun. 30, 2024 Dec. 31, 2023 Under Contract For Sale Á Á Á Business Acquisition [Line Items] Á Á Á Net carrying amount \$ 1,225 \$ 65,311 One individual lodging property Á Á Business Acquisition [Line Items] Á Á Á Net carrying amount 8,065 8,004 Market For Sale Á Á Business Acquisition [Line Items] Á Á Á Net carrying amount 9,715 73,740 DallasTX | Under Contract For Sale Á Á Business Acquisition [Line Items] Á Á Á Net carrying amount 0 9,940 New Orleans, LA | Under Contract For Sale Á Á Business Acquisition [Line Items] Á Á Á Net carrying amount 0 43,504 Bryan (College Station), TX | Under Contract For Sale Á Á Business Acquisition [Line Items] Á Á Á Net carrying amount 0 10,642 San Antonio, TX | Undeveloped Land Á Á Business Acquisition [Line Items] Á Á Á Net carrying amount 1,225 1,225 Flagstaff, AZ | Market For Sale Á Á Business Acquisition [Line Items] Á Á Á Net carrying amount \$ 425 \$ 425 X - DefinitionLine items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 805 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 5 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479907/805-20-50-5 + Details Name: us-gaap_BusinessAcquisitionLineItems Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount of consideration received or receivable for the disposal of assets and liabilities, including discontinued operation. + ReferencesNo definition available. + Details Name: us-gaap_DisposalGroupIncludingDiscontinuedOperationConsideration Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - Details Name: us-gaap_DisposalGroupClassificationAxis=us-gaap_DisposalGroupDisposedOfBySaleNotDiscontinuedOperationsMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_IncomeStatementBalanceSheetAndAdditionalDisclosuresByDisposalGroupsIncludingDiscontinuedOperationsAxis=inn_UnderContractForSaleMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_IncomeStatementBalanceSheetAndAdditionalDisclosuresByDisposalGroupsIncludingDiscontinuedOperationsAxis=inn_OneIndividualLodgingPropertyMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_IncomeStatementBalanceSheetAndAdditionalDisclosuresByDisposalGroupsIncludingDiscontinuedOperationsAxis=inn_MarketForSaleMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_StatementGeographicalAxis=inn_DallasTXMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_StatementGeographicalAxis=inn_NewOrleansLAMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_StatementGeographicalAxis=inn_BryanCollegeStationTXMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_StatementGeographicalAxis=inn_SanAntonioTXMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_IncomeStatementBalanceSheetAndAdditionalDisclosuresByDisposalGroupsIncludingDiscontinuedOperationsAxis=inn_UndevelopedLandMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_StatementGeographicalAxis=inn_FlagstaffAZMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 58 R47.htm IDEA: XBRL DOCUMENT v3.24.2 INVESTMENTS IN LODGING PROPERTY, NET - Schedule of Intangible Assets, Net (Details) - USD (\$) \$ in Thousands 3 Months Ended 6 Months Ended Jun. 30, 2024 Jun. 30, 2023 Jun. 30, 2024 Jun. 30, 2023 Dec. 31, 2023 Intangible Assets, Net (Excluding Goodwill) [Abstract] Á Á Á Á Indefinite-lived intangible assets \$ 10,834 Á \$ 10,834 Á \$ 10,834 Finite-lived intangible assets 29,120 Á 29,120 Á 29,120 Intangible assets 39,954 Á 39,954 Á 39,954 Less - accumulated amortization (11,315) Á (11,315) Á (9,251) Intangible assets, net 28,639 Á 28,639 Á 30,703 Amortization expenses 1,000 Á 1,000 2,100 Á 2,100 Á Tax incentives Á Á Á Á Intangible Assets, Net (Excluding Goodwill) [Abstract] Á Á Á Á Finite-lived intangible assets 19,750 Á 19,750 Á 19,750 Key money Á Á Á Á Intangible Assets, Net (Excluding Goodwill) [Abstract] Á Á Á Á Finite-lived intangible assets 9,370 Á 9,370 Á 9,370 Air rights Á Á Á Á Intangible Assets, Net (Excluding Goodwill) [Abstract] Á Á Á Á Indefinite-lived intangible assets 10,754 Á 10,754 Á 10,754 Other Á Á Á Á Intangible Assets, Net (Excluding Goodwill) [Abstract] Á Á Á Á Indefinite-lived intangible assets \$ 80 Á \$ 80 Á \$ 80 X - DefinitionThe aggregate expense charged against earnings to allocate the cost of intangible assets (nonphysical assets not used in production) in a systematic and rational manner to the periods expected to benefit from such assets. As a noncash expense, this element is added back to net income when calculating cash provided by or used in operations using the indirect method. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph (b) -SubTopic 10 -Topic 230 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28Reference 2:

[http://www.xbrl.org/2003/role/exampleRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 55 -Paragraph 40 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482640/350-30-55-40Reference 3:](#) [http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph \(a\)\(2\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482665/350-30-50-2Reference 4:](#) [http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 45 -Paragraph 2 -Subparagraph \(a\)\(2\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482665/350-30-50-2Reference 4:](#) [http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 55 -Paragraph 40 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482665/350-30-50-2Reference 4:](#)

-Name Accounting Standards Codification -Section 45 -Paragraph 2 -Subparagraph (a)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482665/350-30-50-2Reference 4: us-gaap AmortizationOfIntangibleAssets Namespace Prefix: us-gaap Data Type: xbrli:monetaryItem Type Balance Type: debit Period Type: duration X - Definition Accumulated amount of amortization of assets, excluding financial assets and goodwill, lacking physical substance with a finite life. + ReferencesReference 1: [http://www.xbrl.org/2003/role/exampleRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 55 -Paragraph 40 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482640/350-30-55-40Reference 2:](#) [http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 10 -Name Accounting Standards Codification -Section S45 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480265/350-10-S45-1Reference 3:](#) [http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph \(a\)\(1\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482665/350-30-50-2Reference 4:](#) [http://www.xbrl.org/2003/role/disclosureRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph \(SX 210.5-02\(16\)\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap FiniteLivedIntangibleAssetsAccumulatedAmortization Namespace Prefix: us-gaap Data Type: xbrli:monetaryItem Type Balance Type: credit Period Type: instant X - Definition Amount before amortization of assets, excluding financial assets and goodwill, lacking physical substance with a finite life. + ReferencesReference 1: \[http://www.xbrl.org/2003/role/exampleRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 55 -Paragraph 40 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482640/350-30-55-40Reference 2:\]\(#\) \[http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 10 -Name Accounting Standards Codification -Section S45 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480265/350-10-S45-1Reference 3:\]\(#\) \[http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph \\(a\\)\\(1\\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482665/350-30-50-2Reference 4:\]\(#\) \[http://www.xbrl.org/2003/role/disclosureRef -Topic 928 -SubTopic 340 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147478859/928-340-50-1 + Details Name: us-gaap FiniteLivedIntangibleAssetsGross Namespace Prefix: us-gaap Data Type: xbrli:monetaryItem Type Balance Type: debit Period Type: instant X - Definition Amount of assets, excluding financial assets and goodwill, lacking physical substance and having a projected indefinite period of benefit. + ReferencesReference 1: \\[http://www.xbrl.org/2003/role/exampleRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 55 -Paragraph 40 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482640/350-30-55-40Reference 2:\\]\\(#\\) \\[http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 10 -Name Accounting Standards Codification -Section S45 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480265/350-10-S45-1Reference 3:\\]\\(#\\) \\[http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph \\\(b\\\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482665/350-30-50-2 + Details Name: us-gaap IndefiniteLivedIntangibleAssetsExcludingGoodwill Namespace Prefix: us-gaap Data Type: xbrli:monetaryItem Type Balance Type: debit Period Type: instant X - Definition Amount before accumulated amortization of intangible assets, excluding goodwill. + ReferencesReference 1: \\\[http://www.xbrl.org/2003/role/disclosureRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph \\\\(SX 210.5-02\\\\(15\\\\)\\\\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap IntangibleAssetsGrossExcludingGoodwill Namespace Prefix: us-gaap Data Type: xbrli:monetaryItem Type Balance Type: debit Period Type: instant X - Definition Sum of the carrying amounts of all intangible assets, excluding goodwill, as of the balance sheet date, net of accumulated amortization and impairment charges. + ReferencesReference 1: \\\\[http://www.xbrl.org/2009/role/commonPracticeRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph \\\\\(a\\\\\)\\\\\(1\\\\\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482665/350-30-50-2Reference 2:\\\\]\\\\(#\\\\) \\\\[http://www.xbrl.org/2009/role/commonPracticeRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph \\\\\(b\\\\\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482665/350-30-50-2Reference 3:\\\\]\\\\(#\\\\) \\\\[http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482686/350-30-45-1 + Details Name: us-gaap IntangibleAssetsNetExcludingGoodwill Namespace Prefix: us-gaap Data Type: xbrli:monetaryItem Type Balance Type: debit Period Type: instant X - ReferencesNo definition available. + Details Name: us-gaap IntangibleAssetsNetExcludingGoodwillAbstract Namespace Prefix: us-gaap Data Type: xbrli:stringItem Type Balance Type: na Period Type: duration X - Details Name: us-gaap FiniteLivedIntangibleAssetsByMajorClassAxis=inn TaxIncentivesMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap FiniteLivedIntangibleAssetsByMajorClassAxis=inn KeyIncomeMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap IndefiniteLivedIntangibleAssetsByMajorClassAxis=inn AirRightsMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap IndefiniteLivedIntangibleAssetsByMajorClassAxis=us-gaap UnclassifiedIndefiniteLivedIntangibleAssetsMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 59 R48.htm IDEA: XBRL DOCUMENT v3.24.2 INVESTMENTS IN LODGING PROPERTY, NET - Schedule of Future Amortization Expense Related to Intangible Assets \\\\\(Details\\\\\) \\\\\\$ in Thousands Jun. 30, 2024 USD \\\\\(\\\\\\$ Real Estate \\\\\[Abstract\\\\\] Á 2024 \\\\\\$ 2,454 2025 1,564 2026 1,564 2027 1,374 2028 1,016 Thereafter 9,833 Finite-lived intangible assets, net \\\\\\$ 17,805 X - DefinitionFinite-Lived Intangible Asset, Expected Amortization, After Year Four + ReferencesNo definition available. + Details Name: inn FiniteLivedIntangibleAssetExpectedAmortizationAfterYearFour Namespace Prefix: inn Data Type: xbrli:monetaryItem Type Balance Type: debit Period Type: instant X - DefinitionAmount of amortization for assets, excluding financial assets and goodwill, lacking physical substance with finite life expected to be recognized in next fiscal year following current fiscal year. Excludes interim and annual periods when interim periods are reported from current statement of financial position date \\\\\(rolling approach\\\\\). + ReferencesReference 1: \\\\\[http://www.xbrl.org/2003/role/exampleRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 55 -Paragraph 40 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482640/350-30-55-40Reference 2:\\\\\]\\\\\(#\\\\\) \\\\\[http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph \\\\\\(a\\\\\\)\\\\\\(3\\\\\\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482665/350-30-50-2Reference 3:\\\\\]\\\\\(#\\\\\) \\\\\[http://www.xbrl.org/2003/role/disclosureRef -Topic 985 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481283/985-20-50-2 + Details Name: us-gaap FiniteLivedIntangibleAssetsAmortizationExpenseNextTwelveMonths Namespace Prefix: us-gaap Data Type: xbrli:monetaryItem Type Balance Type: debit Period Type: instant X - DefinitionAmount of amortization for assets, excluding financial assets and goodwill, lacking physical substance with finite life expected to be recognized in remainder of current fiscal year. + ReferencesReference 1: \\\\\\[http://www.xbrl.org/2009/role/commonPracticeRef -Topic 985 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481283/985-20-50-2 + Details Name: us-gaap FiniteLivedIntangibleAssetsAmortizationExpenseRemainderOfFiscalYear Namespace Prefix: us-gaap Data Type: xbrli:monetaryItem Type Balance Type: debit Period Type: instant X - DefinitionAmount of amortization for assets, excluding financial assets and goodwill, lacking physical substance with finite life expected to be recognized in fourth fiscal year following current fiscal year. Excludes interim and annual periods when interim periods are reported from current statement of financial position date \\\\\\\(rolling approach\\\\\\\). + ReferencesReference 1: \\\\\\\[http://www.xbrl.org/2003/role/exampleRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 55 -Paragraph 40 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482640/350-30-55-40Reference 2:\\\\\\\]\\\\\\\(#\\\\\\\) \\\\\\\[http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 55 -Paragraph 40 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482665/350-30-50-2Reference 3:\\\\\\\]\\\\\\\(#\\\\\\\) \\\\\\\[http://www.xbrl.org/2003/role/disclosureRef -Topic 985 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481283/985-20-50-2 + Details Name: us-gaap FiniteLivedIntangibleAssetsAmortizationExpenseYearFour Namespace Prefix: us-gaap Data Type: xbrli:monetaryItem Type Balance Type: debit Period Type: instant X - DefinitionAmount of amortization for assets, excluding financial assets and goodwill, lacking physical substance with finite life expected to be recognized in third fiscal year following current fiscal year. Excludes interim and annual periods when interim periods are reported from current statement of financial position date \\\\\\\\(rolling approach\\\\\\\\). + ReferencesReference 1: \\\\\\\\[http://www.xbrl.org/2003/role/exampleRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 55 -Paragraph 40 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482640/350-30-55-40Reference 2:\\\\\\\\]\\\\\\\\(#\\\\\\\\) \\\\\\\\[http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph \\\\\\\\\(a\\\\\\\\\)\\\\\\\\\(3\\\\\\\\\) -Publisher FASB -URI https://asc.fasb.org/1943274/21\\\\\\\\]\\\\\\\\(#\\\\\\\\)\\\\\\\]\\\\\\\(#\\\\\\\)\\\\\\]\\\\\\(#\\\\\\)\\\\\]\\\\\(#\\\\\)\\\\]\\\\(#\\\\)\\\]\\\(#\\\)\\]\\(#\\)\]\(#\)](#)

https://asc.fasb.org/1943274/2147478494/946-205-50-2Reference 1:

[SubParagraph 1F - SubParagraph \(b\)\(1\) - Publisher FASB - URI https://asc.fasb.org/1943274/2147481139/470-20-50-1Reference 24: http://www.xbrl.org/2003/role/disclosureRef - Topic 470 - SubTopic 20 - Name Accounting Standards Codification - Section 50 - Paragraph 1F - SubParagraph \(b\)\(2\) - Publisher FASB - URI https://asc.fasb.org/1943274/2147481139/470-20-50-1Reference 25: http://www.xbrl.org/2003/role/disclosureRef - Topic 470 - SubTopic 20 - Name Accounting Standards Codification - Section 50 - Paragraph 1F - SubParagraph \(c\) - Publisher FASB - URI https://asc.fasb.org/1943274/2147481139/470-20-50-1Reference 26: http://www.xbrl.org/2009/role/commonPracticeRef - Topic 835 - SubTopic 30 - Name Accounting Standards Codification - Section 45 - Paragraph 2 - Publisher FASB - URI https://asc.fasb.org/1943274/2147482925/835-30-45-2Reference 27: http://www.xbrl.org/2009/role/commonPracticeRef - Topic 835 - SubTopic 30 - Name Accounting Standards Codification - Section 50 - Paragraph 1 - Publisher FASB - URI https://asc.fasb.org/1943274/2147482900/835-30-50-1 + Details Name: us-gaap_DebtInstrumentLineItems Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe interest rate applicable to the portion of the carrying amount of long-term borrowings outstanding as of the balance sheet date, including current maturities, which accrues interest at a set, unchanging rate. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef - Topic 210 - SubTopic 10 - Name Accounting Standards Codification - Section S99 - Paragraph 1 - Subparagraph \(SX 210.5-02\(22\)\(a\)\(1\)\) - Publisher FASB - URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_LongTermDebtPercentageBearingFixedInterestRate Namespace Prefix: us-gaap_ Data Type: dtr-types:percentItem Type Balance Type: na Period Type: instant X - DefinitionThe interest rate applicable to the portion of the carrying amount of long-term borrowings outstanding as of the balance sheet date, including current maturities, which accrues interest at a rate subject to change from time to time. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef - Topic 210 - SubTopic 10 - Name Accounting Standards Codification - Section S99 - Paragraph 1 - Subparagraph \(SX 210.5-02\(22\)\(a\)\(1\)\) - Publisher FASB - URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_LongTermDebtPercentageBearingVariableInterestRate Namespace Prefix: us-gaap_ Data Type: dtr-types:percentItem Type Balance Type: na Period Type: instant X - DefinitionThe portion of the carrying amount of long-term borrowings outstanding as of the balance sheet date, including current maturities, which accrues interest at a set, unchanging rate. + ReferencesNo definition available. + Details Name: us-gaap_LongtermDebtPercentageBearingFixedInterestAmount Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionThe portion of the carrying amount of long-term borrowings outstanding as of the balance sheet date, including current maturities, which accrues interest at a rate subject to change from time to time. + ReferencesNo definition available. + Details Name: us-gaap_LongtermDebtPercentageBearingVariableInterestAmount Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - Details Name: us-gaap_DebtInstrumentAxis=inn_WhollyOwnedPropertiesAndJointVentureDebtMember Namespace Prefix: Data Type: na Balance Type: Period Type: Value | XML 64 R53.htm IDEA: XBRL DOCUMENT v3.24.2 DEBT - Fair Value of Fixed-Rate Debt Not Recorded at Fair Value \(Details\) - USD \(\\$\) \\$ in Thousands Jun. 30, 2024 Dec. 31, 2023 Carrying Value | Á Fair Value, Balance Sheet Grouping, Financial Statement Captions \[Line Items\] Á | Debt 287,500 287,500 Carrying Value | LevelÁ 2 | Mortgage loans Á | Fair Value, Balance Sheet Grouping, Financial Statement Captions \[Line Items\] Á | Debt 18,649 68,915 FairÁ Value Á | Fair Value, Balance Sheet Grouping, Financial Statement Captions \[Line Items\] Á | Debt 277,212 317,024 FairÁ Value | LevelÁ 1 | Convertible notes Á | Fair Value, Balance Sheet Grouping, Financial Statement Captions \[Line Items\] Á | Debt 260,336 256,141 FairÁ Value | LevelÁ 2 | Mortgage loans Á | Fair Value, Balance Sheet Grouping, Financial Statement Captions \[Line Items\] Á | Debt \\$ 16,876 \\$ 60,883 X - DefinitionFair value portion of debt instrument payable, including, but not limited to, notes payable and loans payable. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef - Topic 820 - SubTopic 10 - Name Accounting Standards Codification - Section 50 - Paragraph 2E - Publisher FASB - URI https://asc.fasb.org/1943274/2147482106/820-10-50-2EReference 2: http://www.xbrl.org/2009/role/commonPracticeRef - Topic 820 - SubTopic 10 - Name Accounting Standards Codification - Section 50 - Paragraph 2 - Subparagraph \(b\) - Publisher FASB - URI https://asc.fasb.org/1943274/2147482106/820-10-50-2Reference 3: http://www.xbrl.org/2009/role/commonPracticeRef - Topic 820 - SubTopic 10 - Name Accounting Standards Codification - Section 50 - Paragraph 2 - Subparagraph \(bbb\)\(2\)\(i\) - Publisher FASB - URI https://asc.fasb.org/1943274/2147482106/820-10-50-2Reference 4: http://www.xbrl.org/2009/role/commonPracticeRef - Topic 820 - SubTopic 10 - Name Accounting Standards Codification - Section 50 - Paragraph 2 - Subparagraph \(bbb\)\(2\) - Publisher FASB - URI https://asc.fasb.org/1943274/2147482106/820-10-50-2Reference 5: http://www.xbrl.org/2009/role/commonPracticeRef - Topic 820 - SubTopic 10 - Name Accounting Standards Codification - Section 50 - Paragraph 2 - Subparagraph \(bbb\)\(1\) - Publisher FASB - URI https://asc.fasb.org/1943274/2147482106/820-10-50-2Reference 6: http://www.xbrl.org/2003/role/exampleRef - Topic 470 - SubTopic 20 - Name Accounting Standards Codification - Section 55 - Paragraph 69B - Publisher FASB - URI https://asc.fasb.org/1943274/2147481568/470-20-55-69BReference 7: http://www.xbrl.org/2003/role/exampleRef - Topic 470 - SubTopic 20 - Name Accounting Standards Codification - Section 55 - Paragraph 69C - Publisher FASB - URI https://asc.fasb.org/1943274/2147481568/470-20-55-69CReference 8: http://www.xbrl.org/2003/role/disclosureRef - Topic 470 - SubTopic 20 - Name Accounting Standards Codification - Section 50 - Paragraph 1D - Subparagraph \(c\) - Publisher FASB - URI https://asc.fasb.org/1943274/2147481139/470-20-50-1DR eference 9: http://www.xbrl.org/2003/role/disclosureRef - Topic 825 - SubTopic 10 - Name Accounting Standards Codification - Section 50 - Paragraph 10 - Publisher FASB - URI https://asc.fasb.org/1943274/2147482907/825-10-50-10 + Details Name: us-gaap_DebtInstrumentFairValue Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionLine items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table. + ReferencesNo definition available. + Details Name: us-gaap_FairValueBalanceSheetGroupingFinancialStatementCaptionsLineItems Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - Details Name: us-gaap_FairValueByMeasurementBasisAxis=us-gaap_CarryingReportedAmountFairValueDisclosureMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_FairValueByFairValueHierarchyLevelAxis=us-gaap_FairValueInputsLevel1Member Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_LongtermDebtTypeAxis=us-gaap_ConvertibleDebtMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_FairValueByFairValueHierarchyLevelAxis=us-gaap_FairValueInputsLevel2Member Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_LongtermDebtTypeAxis=us-gaap_MortgagesMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_FairValueByMeasurementBasisAxis=us-gaap_EstimateOfFairValueFairValueDisclosureMember Namespace Prefix: Data Type: na Balance Type: Period Type: Value | XML 65 R54.htm IDEA: XBRL DOCUMENT v3.24.2 DEBT - Schedule of Outstanding Indebtedness \(Details\) 6 Months Ended Jun. 30, 2024 USD \(\\$\) room property parkingStructure hotel Instrument Apr. 30, 2024 hotel Dec. 31, 2023 USD \(\\$\)](#)

Jun. 30, 2023 USD (\$)

May 31, 2023 hotel room Mar. 31, 2022 hotel Mar. 31, 2022 hotel Mar. 31, 2022 parkingStructure Mar. 31, 2022 parkingSpace Mar. 23, 2022 USD (\$)

(Jan. 31, 2021 USD (\$)

Oct. 31, 2019 USD (\$)

Debt Instrument [Line Items]

Number of promissory notes

Number of units in real estate property

Guestrooms

hotel 96 2

Number of units in real estate property

room 14,256

Joint Venture with GIC

Hotels

Portfolio Purchase Through Contribution And Purchase Agreement

parkingStructure

Debt Instrument [Line Items]

NCI Transaction

Portfolio Purchase Through Contribution And Purchase Agreement

Guestrooms

Senior Credit Facility

Joint Venture with GIC

Hotels

NCI Transaction

Portfolio Purchase Through Contribution And Purchase Agreement

Debt Instrument [Line Items]

Guestrooms

property 25

\$400 Million Revolver

Debt Instrument [Line Items]

Interest Rate 1.00%

\$125 Million Revolving Credit Facility

Debt Instrument [Line Items]

Interest Rate 0.50%

\$125 Million Revolving Credit Facility

Revolving Credit Facility

Debt Instrument [Line Items]

Credit facility, maximum borrowing capacity

\$125,000,000

\$125,000,000

\$75 Million Term Loan

Debt Instrument [Line Items]

Debt instrument, face amount

\$75,000,000

\$75,000,000

\$75 Million Term Loan

Revolving Credit Facility

Debt Instrument [Line Items]

Debt instrument, face amount

\$200,000,000

Interest Rate 0.25%

Term Loans with Wells Fargo due June 6, 2028

Debt Instrument [Line Items]

Number of Encumbered Properties

property 1

PACE Loan

NCI Transaction

Debt Instrument [Line Items]

Interest Rate

6.10%

Debt instrument, face amount

\$6,500,000

Unsecured debt

2018 Senior Credit Facility

Debt Instrument [Line Items]

Principal Balance Outstanding

\$210,000,000

200,000,000

Number of unencumbered hotel properties

hotel 53

Credit facility, maximum borrowing capacity

\$600,000,000

Unsecured debt

\$400 Million Revolver

Debt Instrument [Line Items]

Interest Rate 7.38%

Principal Balance Outstanding

\$10,000,000

Credit facility, maximum borrowing capacity

\$400,000,000

400,000,000

Unsecured debt

\$200 Million Term Loan

Debt Instrument [Line Items]

Interest Rate 7.34%

Principal Balance Outstanding

\$200,000,000

200,000,000

Credit facility, maximum borrowing capacity

200,000,000

Debt instrument, face amount

\$200,000,000

Unsecured debt

Term Loans

Keybank National Association Term Loan due February 14, 2025

A

Debt Instrument [Line Items]

Principal Balance Outstanding

\$0

225,000,000

Unsecured debt

Regions Bank 2024 Term Loan Facility due February 14, 2027

A

Debt Instrument [Line Items]

Interest Rate 7.33%

Principal Balance Outstanding

\$200,000,000

Unsecured debt

Joint Venture Credit Facility

<

Paragraph 69C -Publisher FASB -URI <https://asc.fasb.org/1943274/2147481568/470-20-55-69C>Reference 5: <http://www.xbrl.org/2003/role/disclosureRef -Topic 835 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482900/835-30-50-1>Reference 6: <http://www.xbrl.org/2003/role/disclosureRef -Topic 835 -SubTopic 30 -Name Accounting Standards Codification -Section 45 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482925/835-30-45-2> + Details Name: us-gaap DebtInstrumentFaceAmount Namespace Prefix: us-gaap Data Type: xbrli:monetaryItem Type Balance Type: credit Period Type: instant X - DefinitionContractual interest rate for funds borrowed, under the debt agreement. + ReferencesReference 1: [http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph \(SX 210.5-02\(22\)\(a\)\(1\)\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1](http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(22)(a)(1)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1)Reference 2: [http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1B -Subparagraph \(b\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1B](http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1B -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1B) + Details Name: us-gaap DebtInstrumentInterestRateStatedPercentage Namespace Prefix: us-gaap Data Type: dtr-types:percentItem Type Balance Type: na Period Type: instant X - DefinitionLine items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table. + ReferencesReference 1: <http://www.xbrl.org/2003/role/exampleRef -Topic 835 -SubTopic 30 -Name Accounting Standards Codification -Section 55 -Paragraph 8 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482949/835-30-55-8>Reference 2: [http://www.xbrl.org/2009/role/commonPracticeRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph \(SX 210.4-08\(f\)\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1](http://www.xbrl.org/2009/role/commonPracticeRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(f)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1)Reference 3: [http://www.xbrl.org/2003/role/disclosureRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph \(SX 210.12-04\(a\)\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-3](http://www.xbrl.org/2003/role/disclosureRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.12-04(a)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-3)Reference 4: [http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1B -Subparagraph \(a\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1B](http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1B -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1B)Reference 5: <http://www.xbrl.org/2003/role/exampleRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 69B -Publisher FASB -URI https://asc.fasb.org/1943274/2147481568/470-20-55-69B>Reference 6: <http://www.xbrl.org/2003/role/exampleRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 69C -Publisher FASB -URI https://asc.fasb.org/1943274/2147481568/470-20-55-69C>Reference 7: <http://www.xbrl.org/2003/role/exampleRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 69E -Publisher FASB -URI https://asc.fasb.org/1943274/2147481568/470-20-55-69E>Reference 8: <http://www.xbrl.org/2003/role/exampleRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 69F -Publisher FASB -URI https://asc.fasb.org/1943274/2147481568/470-20-55-69F>Reference 9: [http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1B -Subparagraph \(b\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1B](http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1B -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1B)Reference 10: [http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1B -Subparagraph \(c\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1B](http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1B -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1B)Reference 11: [http://www.xbrl.org/2003/role/exampleRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1B -Subparagraph \(d\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1B](http://www.xbrl.org/2003/role/exampleRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1B -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1B)Reference 12: [http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1B -Subparagraph \(e\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1B](http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1B -Subparagraph (e) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1B)Reference 13: [http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1B -Subparagraph \(f\) -Publisher FASB -URI 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https://asc.fasb.org/1943274/2147481139/470-20-50-1B](http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1D -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1B)Reference 16: [http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1D -Subparagraph \(b\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1B](http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1D -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1B)Reference 17: [http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1D -Subparagraph \(c\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1B](http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1D -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1B)Reference 18: [http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1E -Subparagraph \(a\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1B](http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1E -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1B)Reference 19: [http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1E -Subparagraph \(c\) -Publisher FASB -URI 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https://asc.fasb.org/1943274/2147481139/470-20-50-1B](http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1F -Subparagraph (b)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1B)Reference 24: [http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1F -Subparagraph \(b\)\(2\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1B](http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1F -Subparagraph (b)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1B)Reference 25: [http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1I -Subparagraph \(c\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1B](http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1I -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1B)Reference 26: <http://www.xbrl.org/2009/role/commonPracticeRef -Topic 835 -SubTopic 30 -Name Accounting Standards Codification -Section 45 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482925/835-30-45-2>Reference 27: <http://www.xbrl.org/2009/role/commonPracticeRef -Topic 835 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482900/835-30-50-1> + Details Name: us-gaap DebtInstrumentLineItems Namespace Prefix: us-gaap Data Type: xbrli:stringItem Type Balance Type: na Period Type: duration X - DefinitionMaximum 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. + ReferencesReference 1: [http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph \(SX 210.5-02\(22\)\(b\)\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1](http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(22)(b)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1)Reference 2: [http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph \(SX 210.5-02\(19\)\(b\)\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1](http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(19)(b)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1) + Details Name: us-gaap LineOfCreditFacilityMaximumBorrowingCapacity Namespace Prefix: us-gaap Data Type: xbrli:monetaryItem Type Balance Type: credit Period Type: instant X - DefinitionThe number of real estate properties owned as of the balance sheet date. + ReferencesNo definition available. + Details Name: us-gaap NumberOfRealEstateProperties Namespace Prefix: us-gaap Data Type: xbrli:integerItem Type Balance Type: na Period Type: instant X - DefinitionThe number of units in a real estate property owned as of the balance sheet date. + ReferencesNo definition available. + Details Name: us-gaap NumberOfUnitsInRealEstateProperty Namespace Prefix: us-gaap Data Type: xbrli:integerItem Type Balance Type: na Period Type: instant X - Details Name: srt MortgageLoansOnRealEstateDescriptionTypeOfPropertyAxis=srt HotelMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt ConsolidatedEntitiesAxis=inn JointVentureWithGICMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap AssetAcquisitionAxis=inn PortfolioPurchaseThroughContributionAndPurchaseAgreementMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt ScheduleOfEquityMethodInvestmentEquityMethodInvesteeNameAxis=inn NCITransactionMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap DebtInstrumentAxis=inn SeniorCreditFacilitySixHundredMillionMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap DebtInstrumentAxis=inn RevolvingCreditFacilityFourHundredMillionMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap DebtInstrumentAxis=inn A125MillionRevolvingCreditFacilityMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap CreditFacilityAxis=us-gaap RevolvingCreditFacilityMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap DebtInstrumentAxis=inn A75MillionTermLoanMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap DebtInstrumentAxis=inn TermLoansWithWellsFargoDueJune62028Member Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap DebtInstrumentAxis=inn PACELoanMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap LongtermDebtTypeAxis=us-gaap UnsecuredDebtMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap DebtInstrumentAxis=inn TermLoanTwoHundredMillionMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap DebtInstrumentAxis=inn TermLoansMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap DebtInstrumentAxis=inn KeybankNationalAssociationTermLoanDueFebruary142025Member Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap DebtInstrumentAxis=inn RegionsBank2024TermLoanFacilityDueFebruary142027Member Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap DebtInstrumentAxis=inn JointVentureCreditFacilityMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap DebtInstrumentAxis=inn BankOfAmericaN.ATermLoanVariableDueJanuary132027Member Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap DebtInstrumentAxis=inn GICJointVentureCreditFacilityAndTermLoansMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap LongtermDebtTypeAxis=us-gaap ConvertibleDebtMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap DebtInstrumentAxis=inn A150ConvertibleSeniorNotesMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap MortgagesMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap DebtInstrumentAxis=inn MortgageLoanWithMetaBankDueJuly12027Member Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap DebtInstrumentAxis=inn MortgageLoanWithBankOfCascadesDueDecember192024NoteAMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap DebtInstrumentAxis=inn MortgageLoanWithBankOfCascadesDueDecember192024NoteBMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap DebtInstrumentAxis=inn SecuredMortgageIndebtednessMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap DebtInstrumentAxis=inn CityNationalBankOfFloridaVariableDueJune92025Member Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap LongtermDebtTypeAxis=us-gaap LoansPayableMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 66 R55.htm IDEA: XBRL DOCUMENT V3.24.2 DEBT - \$600 Million Senior Credit and Term Loan Facility (Details) 1 Months Ended 6 Months Ended Jun. 30, 2023 USD (\$) Jun. 30, 2024 USD (\$) tradingday Dec. 31, 2023 USD (\$) Debt Instrument [Line Items] A A Outstanding borrowings A \$ 1,359,186,000 \$ 1,445,839,000 Line of Credit | Minimum | Revolving Credit Facility A A Debt Instrument [Line Items] A A Line of credit facility, commitment fee percentage A 0.20% A Line of credit facility, commitment fee percentage, rate threshold A 50.00% A Line of Credit | Maximum | Revolving Credit Facility A A Debt Instrument [Line Items] A A Line of credit facility, commitment fee percentage A 0.25% A 2018 Senior Credit Facility | Unsecured debt A A Debt Instrument [Line Items] A A Credit facility, maximum borrowing capacity \$ 600,000,000 A Additional borrowing capacity \$ 300,000,000 A Outstanding borrowings A \$ 210,000,000 200,000,000 Amount available for borrowing A \$ 400,000,000 A \$400 Million Revolver A A Debt Instrument [Line Items] A A Interest rate A 1.00% A Debt instrument, basis spread on variable rate, floor A 0.00% A \$400 Million Revolver | Federal Funds Rate A A Debt Instrument [Line Items] A A Debt basis spread on variable rate A 0.50% A \$400 Million Revolver | Interest Rate Floor A A Debt Instrument [Line Items] A A Interest rate A 1.00% A \$400 Million Revolver | Minimum A A Debt Instrument [Line Items] A A Debt basis spread on variable rate 1.40% A \$400 Million Revolver | Minimum | Base rate A A Debt Instrument [Line Items] A A Debt basis spread on variable rate 0.40% A \$400 Million Revolver | Maximum A A Debt Instrument [Line Items] A A Debt basis spread on variable rate 2.40% A \$400 Million Revolver | Maximum | Base rate A A Debt Instrument [Line Items] A A Debt basis spread on variable rate 1.40% A \$400 Million Revolver | Unsecured debt A A Debt Instrument [Line Items] A A Credit facility, maximum borrowing capacity \$ 400,000,000 \$ 400,000,000 Outstanding borrowings A \$ 10,000,000 0 Line of credit facility, extension periods | tradingday A 2 A Line of credit facility, extension term A 6 months A Interest rate A 7.38% A \$200 Million Term Loan | Minimum A A Debt Instrument [Line Items] A A Debt basis spread on variable rate A 1.35% A \$200 Million Term Loan | Minimum | Base rate A A Debt Instrument [Line Items] A A Debt basis spread on variable rate A 0.35% A \$200 Million Term Loan | Maximum A A Debt Instrument [Line Items] A A Debt basis spread on variable rate A 2.35% A \$200 Million Term Loan | Maximum | Base rate A A Debt Instrument [Line Items] A A Debt basis spread on variable rate A 1.35% A \$200 Million Term Loan | Unsecured debt A A Debt Instrument [Line Items] A A Credit facility, maximum borrowing capacity A \$ 200,000,000 Debt instrument, face amount \$ 200,000,000 200,000,000 Outstanding borrowings A \$ 200,000,000 \$ 200,000,000 Line of credit facility, extension periods | tradingday A 2 A Line of credit facility, extension term A 12 months A Interest rate A 7.34% A X - DefinitionDebt Instrument, Basis Spread on Variable Rate, Floor + ReferencesNo definition available. + Details Name: inn DebtInstrumentBasisSpreadOnVariableRateFloor Namespace Prefix: inn Data Type: dtr-types:percentItem Type Balance Type: na Period Type: duration X - DefinitionLine Of Credit Facility, Extension Periods + ReferencesNo definition available. + Details Name: inn LineOfCreditFacilityExtensionPeriods Namespace Prefix: inn Data Type: xbrli:integerItem Type Balance Type: na Period Type: duration X - DefinitionLine Of Credit Facility, Extension Term + ReferencesNo definition available. + Details Name: inn LineOfCreditFacilityExtensionTerm Namespace Prefix: inn Data Type: xbrli:durationItem Type Balance Type: na Period Type: duration X - DefinitionLine Of Credit Facility, Unsecured Capacity, Commitment Fee Percentage, Rate Threshold + ReferencesNo definition available. + Details Name: inn LineOfCreditFacilityUnsecuredCapacityCommitmentFeePercentageRateThreshold Namespace Prefix: inn Data Type: dtr-types:percentItem Type Balance Type: na Period Type: duration X - DefinitionLine Of Credit, Additional Borrowing Capacity Without Restrictions + ReferencesNo definition available. + Details Name: inn LineOfCreditAdditionalBorrowingCapacityWithoutRestrictions Namespace Prefix: inn Data Type: xbrli:monetaryItem Type Balance Type: credit Period Type: instant X - DefinitionPercentage points added to the reference rate to compute the variable rate on the debt instrument. + ReferencesNo definition available. + Details Name: us-gaap DebtInstrumentBasisSpreadOnVariableRate1 Namespace Prefix: us-gaap Data Type: dtr-types:percentItem Type Balance Type: na Period Type: duration X - DefinitionAmount, before unamortized (discount) premium and debt issuance costs, of long-term debt. Includes, but is not limited to, notes payable, bonds payable, commercial loans, mortgage loans, convertible debt, subordinated debt and other types of debt. + ReferencesReference 1: [http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph \(SX 210.5-02\(22\)\) -SubTopic 10 -Topic 210 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1](http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(22)) -SubTopic 10 -Topic 210 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1)Reference 2: [http://fasb.org/us-gaap/role/ref/legacyRef -Topic 942 -SubTopic 20 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph \(SX 210.9-03\(16\)\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478546/942-20-S99-1](http://fasb.org/us-gaap/role/ref/legacyRef -Topic 942 -SubTopic 20 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-03(16)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478546/942-20-S99-1)Reference 3: [http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Subparagraph \(b\)\(1\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-4](http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Subparagraph (b)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-4) + Details Name: us-gaap DebtInstrumentCarryingAmount Namespace Prefix: us-gaap Data Type: xbrli:monetaryItem Type Balance Type: credit Period Type: instant X - DefinitionFace (par) amount of debt instrument at time of issuance. + ReferencesReference 1: <http://www.xbrl.org/2003/role/exampleRef -Topic 835 -SubTopic 30 -Name Accounting Standards Codification -Section 55 -Paragraph 8 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482949/835-30-55-8>Reference 2: [http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1B -Subparagraph \(a\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1B](http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1B -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1B)Reference 3: <http://www.xbrl.org/2003/role/exampleRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 69B -Publisher FASB -URI https://asc.fasb.org/1943274/2147481568/470-20-55-69B>Reference 4: <http://www.xbrl.org/2003/role/exampleRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 69C -Publisher FASB -URI https://asc.fasb.org/1943274/2147481568/470-20-55-69C>

https://asc.fasb.org/1943274/2147481568/470-20-55-69CReference 5:

-Paragraph 1E -Subparagraph (d) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147481139/470-20-50-1FReference> 21: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1F -Subparagraph (a) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147481139/470-20-50-1FReference> 22: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1F -Subparagraph (b) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147481139/470-20-50-1FReference> 23: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1F -Subparagraph (b)(1) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147481139/470-20-50-1FReference> 24: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1F -Subparagraph (b)(2) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147481139/470-20-50-1FReference> 25: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 11 -Subparagraph (c) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147481139/470-20-50-1FReference> 26: <http://www.xbrl.org/2009/role/commonPracticeRef> -Topic 835 -SubTopic 30 -Name Accounting Standards Codification -Section 45 -Paragraph 2 -Publisher FASB -URI <https://asc.fasb.org/1943274/2147482925/835-30-45-2Reference> 27: <http://www.xbrl.org/2009/role/commonPracticeRef> -Topic 835 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Publisher FASB -URI <https://asc.fasb.org/1943274/2147482900/835-30-50-1> + Details Name: us-gaap DebtInstrumentLineItems Namespace Prefix: us-gaap_ Data Type: xbrli:stringItem Type Balance Type: na Period Type: duration X - Definition The carrying value as of the balance sheet date of the current and noncurrent portions of long-term obligations drawn from a line of credit, which is a bank's commitment to make loans up to a specific amount. Examples of items that might be included in the application of this element may consist of letters of credit, standby letters of credit, and revolving credit arrangements, under which borrowings can be made up to a maximum amount as of any point in time conditional on satisfaction of specified terms before, as of and after the date of drawdowns on the line. Includes short-term obligations that would normally be classified as current liabilities but for which (a) postbalance sheet date issuance of a long term obligation to refinance the short term obligation on a long term basis, or (b) the enterprise has entered into a financing agreement that clearly permits the enterprise to refinance the short-term obligation on a long term basis and the following conditions are met (1) the agreement does not expire within 1 year and is not cancelable by the lender except for violation of an objectively determinable provision, (2) no violation exists at the BS date, and (3) the lender has entered into the financing agreement is expected to be financially capable of honoring the agreement. + ReferencesReference 1: <http://fasb.org/us-gaap/role/ref/legacyRef> -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(22)) -SubTopic 10 -Topic 210 -Publisher FASB -URI <https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference> 2: <http://fasb.org/us-gaap/role/ref/legacyRef> -Topic 942 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-03(16)) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147478546/942-210-S99-1Reference> 3: <http://www.xbrl.org/2009/role/commonPracticeRef> -Topic 944 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-03(a)(16)(a)(2)) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147478777/944-210-S99-1> + Details Name: us-gaap LineOfCredit Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItem Type Balance Type: credit Period Type: instant X - Definition The cash outflow for the settlement of obligation drawn from a contractual arrangement with the lender, including letter of credit, standby letter of credit and revolving credit arrangements, under which borrowings can be made up to a specific amount at any point in time with maturities due beyond one year or the operating cycle, if longer. + ReferencesReference 1: <http://fasb.org/us-gaap/role/ref/legacyRef> -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 15 -Subparagraph (b) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147482740/230-10-45-15> + Details Name: us-gaap RepaymentsOfLongTermLinesOfCredit Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItem Type Balance Type: credit Period Type: duration X - Details Name: us-gaap DebtInstrumentAxis=inn_A2024TermLoanMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap LongtermDebtTypeAxis=us-gaap_UnsecuredDebtMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt RangeAxis=srt_MinimumMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt RangeAxis=srt_MaximumMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap DebtInstrumentAxis=inn_RevolvingCreditFacilityFourHundredMillionMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: XML 68 R57.htm IDEA: XBRL DOCUMENT v3.24.2 DEBT - Convertible Senior Notes and Capped Call Options (Details) \$ / shares in Units, \$ in Thousands 1 Months Ended 3 Months Ended 6 Months Ended May 01, 2021 Jan. 31, 2021 USD (\$) \$ / shares Jun. 30, 2024 USD (\$) \$ / shares Jun. 30, 2023 USD (\$) Jun. 30, 2024 USD (\$) \$ / shares Jun. 30, 2023 USD (\$) Dec. 31, 2023 USD (\$) Jan. 07, 2021 \$ / shares Debt Instrument [Line Items] Á Á Á Á Á Á Á Á Amortization of debt issuance costs Á Á Á Á \$ 3,240 \$ 2,785 Á Á Share price (in dollars per share) | \$ / shares Á \$ 8.72 Á Á Á Á Á 1.50% Convertible Senior Notes | Convertible notes Á Á Á Á Á Á Á Á Debt Instrument [Line Items] Á Á Á Á Á Á Á Á Debt instrument, face amount Á \$ 287,500 Á Á Á Á Á Interest rate Á 1.50% 1.50% Á 1.50% Á Á Proceeds from convertible debt Á \$ 280,000 Á Á Á Á Á Interest rate effect on assumed conversion of convertible debt Á \$ 1,100 \$ 1,100 \$ 2,200 2,200 Á Á Debt issuance costs Á \$ 7,600 Á Á Á Á Á Amortization of debt issuance costs Á \$ 400 \$ 400 \$ 700 \$ 700 Á Á Debt instrument, effective interest rate Á 2.00% 2.00% 2.00% 2.00% Á Á Unamortized discount related to convertible notes Á \$ (2,500) Á \$ (2,500) Á \$ (3,200) Á Debt instrument, conversion ratio 0.0891 0.0834028 Á Á Á Á Á Conversion price, debt instruments (in dollars per share) | \$ / shares Á \$ 11.99 Á Á Á Á Á Conversion price, premium percentage Á 37.50% Á Á Á Á Debt instrument convertible strike price of capped call transactions (in dollars per share) | \$ / shares Á \$ 14.28 Á \$ 14.28 Á \$ 15.26 Debt instrument convertible strike price of capped call transactions premium percentage Á Á Á Á Á 75.00% 1.50% Convertible Senior Notes | Convertible notes | Maximum Á Á Á Á Á Á Á Á Debt Instrument [Line Items] Á Á Á Á Á Debt instrument, conversion ratio Á 0.1146788 Á Á Á Á Á Á Á Á X - DefinitionDebt Instrument, Convertible, Conversion Price, Premium Percentage + ReferencesNo definition available. + Details Name: inn_DebtInstrumentConvertibleConversionPricePremiumPercentage Namespace Prefix: inn_ Data Type: dtr-types:1.percentItem Type Balance Type: na Period Type: instant X - DefinitionDebt Instrument, Convertible, Strike Price Of Capped Call Transactions + ReferencesNo definition available. + Details Name: inn_DebtInstrumentConvertibleStrikePriceOfCappedCallTransactions Namespace Prefix: inn_ Data Type: dtr-types:1.perShareItem Type Balance Type: na Period Type: instant X - DefinitionDebt Instrument, Convertible, Strike Price Of Capped Call Transactions Premium Percentage + ReferencesNo definition available. + Details Name: inn_DebtInstrumentConvertibleStrikePriceOfCappedCallTransactionsPremiumPercentage Namespace Prefix: inn_ Data Type: dtr-types:1.percentItem Type Balance Type: na Period Type: instant X - DefinitionAmount of amortization expense attributable to debt issuance costs. + ReferencesReference 1: <http://fasb.org/us-gaap/role/ref/legacyRef> -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(8)) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147483621/220-10-S99-2Reference> 2: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1F -Subparagraph (b)(2) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147481139/470-20-50-1FReference> 3: <http://www.xbrl.org/2009/role/commonPracticeRef> -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph (b) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147482740/230-10-45-28Reference> 4: <http://www.xbrl.org/2009/role/commonPracticeRef> -Topic 835 -SubTopic 30 -Name Accounting Standards Codification -Section 45 -Paragraph 3 -Publisher FASB -URI <https://asc.fasb.org/1943274/2147482925/835-30-45-3> + Details Name: us-gaap AmortizationOfFinancingCosts Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItem Type Balance Type: debit Period Type: duration X - DefinitionThe price per share of the conversion feature embedded in the debt instrument. + ReferencesReference 1: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1B -Subparagraph (b) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147481139/470-20-50-1BReference> 2: <http://fasb.org/us-gaap/role/ref/legacyRef> -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 5 -Subparagraph (b) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147481139/470-20-50-5> + Details Name: us-gaap DebtInstrumentConvertibleConversionPrice1 Namespace Prefix: us-gaap_ Data Type: dtr-types:perShareItem Type Balance Type: na Period Type: instant X - DefinitionRatio applied to the conversion of debt instrument into equity with equity shares divided by debt principal amount. + ReferencesReference 1: <http://fasb.org/us-gaap/role/ref/legacyRef> -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(22)(a)(5)) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference> 2: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1B -Subparagraph (c) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147481139/470-20-50-1BReference> 3: <http://fasb.org/us-gaap/role/ref/legacyRef> -Name Accounting Standards Codification -Topic 505 -SubTopic 10 -Section 50 -Paragraph 3 -Publisher FASB -URI <https://asc.fasb.org/1943274/2147481112/505-10-50-3Reference> 4: <http://fasb.org/us-gaap/role/ref/legacyRef> -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 7 -Publisher FASB -URI <https://asc.fasb.org/1943274/2147481112/505-10-50-7Reference> 5: <http://fasb.org/us-gaap/role/ref/legacyRef> -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Subparagraph (b) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147481112/505-10-50-6> + Details Name: us-gaap DebtInstrumentConvertibleConversionRatio1 Namespace Prefix: us-gaap_ Data Type: xbrli:pureItem Type Balance Type: na Period Type: duration X - DefinitionFace (par) amount of debt instrument at time of issuance. + ReferencesReference 1: <http://www.xbrl.org/2003/role/exampleRef> -Topic 835 -SubTopic 30 -Name Accounting Standards Codification -Section 55 -Paragraph 8 -Publisher FASB -URI <https://asc.fasb.org/1943274/2147482949/835-30-55-8Reference> 2: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1B -Subparagraph (a) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147481139/470-20-50-1BReference> 3: <http://www.xbrl.org/2003/role/exampleRef> -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 69B -Publisher FASB -URI <https://asc.fasb.org/1943274/2147481568/470-20-55-69BReference> 4: <http://www.xbrl.org/2003/role/exampleRef> -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 69C -Publisher FASB -URI <https://asc.fasb.org/1943274/2147481568/470-20-55-69CReference> 5: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 835 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Publisher FASB -URI <https://asc.fasb.org/1943274/2147482900/835-30-50-1Reference> 6: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 835 -SubTopic 30 -Name Accounting Standards Codification -Section 45 -Paragraph 2 -Publisher FASB -URI <https://asc.fasb.org/1943274/2147482925/835-30-45-2> + Details Name: us-gaap DebtInstrumentFaceAmount Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItem Type Balance Type: credit Period Type: instant X - DefinitionEffective interest rate for the funds borrowed under the debt agreement considering interest compounding and original issue discount or premium. + ReferencesReference 1: <http://www.xbrl.org/2003/role/exampleRef> -Topic 835 -SubTopic 30 -Name Accounting Standards Codification -Section 55 -Paragraph 8 -Publisher FASB -URI <https://asc.fasb.org/1943274/2147482949/835-30-55-8Reference> 2: <http://fasb.org/us-gaap/role/ref/legacyRef> -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(22)(a)(1)) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference> 3: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 835 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Publisher FASB -URI <https://asc.fasb.org/1943274/2147482900/835-30-50-1Reference> 4: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 835 -SubTopic 30 -Name Accounting Standards Codification -Section 45 -Paragraph 2 -Publisher FASB -URI <https://asc.fasb.org/1943274/2147482925/835-30-45-2Reference> 5: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Subparagraph (a) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147481139/470-20-50-6> + Details Name: us-gaap DebtInstrumentInterestRateEffectivePercentage Namespace Prefix: us-gaap_ Data Type: dtr-types:percentItem Type Balance Type: na Period Type: instant X - DefinitionContractual interest rate for funds borrowed, under the debt agreement. + ReferencesReference 1: <http://fasb.org/us-gaap/role/ref/legacyRef> -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(22)(a)(1)) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference> 2: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1B -Subparagraph (b) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147481139/470-20-50-1B> + Details Name: us-gaap DebtInstrumentInterestRateStatedPercentage Namespace Prefix: us-gaap_ Data Type: dtr-types:percentItem Type Balance Type: na Period Type: instant X - DefinitionLine items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table. + ReferencesReference 1: <http://www.xbrl.org/2003/role/exampleRef> -Topic 835 -SubTopic 30 -Name Accounting Standards Codification -Section 55 -Paragraph 8 -Publisher FASB -URI <https://asc.fasb.org/1943274/2147482949/835-30-55-8Reference> 2: <http://www.xbrl.org/2009/role/commonPracticeRef> -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(f)) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147480678/235-10-S99-1Reference> 3: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.12-04(a)) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147480678/235-10-S99-3Reference> 4: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1B -Subparagraph (a) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147481139/470-20-50-1BReference> 5: <http://www.xbrl.org/2003/role/exampleRef> -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 69B -Publisher FASB -URI <https://asc.fasb.org/1943274/2147481568/470-20-55-69BReference> 6: <http://www.xbrl.org/2003/role/exampleRef> -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 69C -Publisher FASB -URI <https://asc.fasb.org/1943274/2147481568/470-20-55-69CReference> 7: <http://www.xbrl.org/2003/role/exampleRef> -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 69E -Publisher FASB -URI <https://asc.fasb.org/1943274/2147481568/470-20-55-69EReference> 8: <http://www.xbrl.org/2003/role/exampleRef> -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 69F -Publisher FASB -URI <https://asc.fasb.org/1943274/2147481568/470-20-55-69FReference> 9: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1B -Subparagraph (b) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147481139/470-20-50-1BReference> 10: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1B -Subparagraph (c) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147481139/470-20-50-1BReference> 11: <http://www.xbrl.org/2003/role/exampleRef> -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1B -Subparagraph (d) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147481139/470-20-50-1BReference> 12: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1B -Subparagraph (e) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147481139/470-20-50-1BReference> 13: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1B -Subparagraph (f) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147481139/470-20-50-1BReference> 14: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1B -Subparagraph (h) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147481139/470-20-50-1BReference> 15: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1D -Subparagraph (a) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147481139/470-20-50-1DReference> 16: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1D -Subparagraph (b) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147481139/470-20-50-1DReference> 17: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1D -Subparagraph (c) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147481139/470-20-50-1DReference> 18: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1E -Subparagraph (a) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147481139/470-20-50-1EReference> 19: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1E -Subparagraph (c) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147481139/470-20-50-1EReference> 20: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1E -Subparagraph (d) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147481139/470-20-50-1EReference> 21: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1F -Subparagraph (a) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147481139/470-20-50-1FReference> 22: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1F -Subparagraph (b) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147481139/470-20-50-1FReference> 23: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1F -Subparagraph (b)(1) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147481139/470-20-50-1FReference> 24: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 470 -

[SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1F -Subparagraph \(b\)\(2\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1Reference 25: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 11 -Subparagraph \(c\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1Reference 26: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 835 -SubTopic 30 -Name Accounting Standards Codification -Section 45 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482925/835-30-45-2Reference 27: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 835 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482900/835-30-50-1 + Details Name: us-gaap DebtInstrumentLineItems Namespace Prefix: us-gaap Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount, after accumulated amortization, of debt discount. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 835 -SubTopic 30 -Name Accounting Standards Codification -Section 45 -Paragraph 1A -Publisher FASB -URI https://asc.fasb.org/1943274/2147482925/835-30-45-1Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 835 -SubTopic 30 -Name Accounting Standards Codification -Section 45 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482925/835-30-45-2Reference 3: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 835 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482900/835-30-50-1Reference 4: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1D -Subparagraph \(a\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1D + Details Name: us-gaap DebtInstrumentUnamortizedDiscount Namespace Prefix: us-gaap Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount, after tax, of interest recognized on convertible debt instrument excluding interest on principal required to be paid in cash. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph \(a\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482662/260-10-50-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 16 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-16Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 40 -Subparagraph \(b\)\(1\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-40 + Details Name: us-gaap InterestOnConvertibleDebtNetOfTax Namespace Prefix: us-gaap Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionThe cash inflow from the issuance of a long-term debt 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. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 230 -SubTopic 10 -Section 45 -Paragraph 14 -Subparagraph \(b\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-14 + Details Name: us-gaap ProceedsFromConvertibleDebt Namespace Prefix: us-gaap Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionPrice of a single share of a number of saleable stocks of a company. + ReferencesNo definition available. + Details Name: us-gaap SharePrice Namespace Prefix: us-gaap Data Type: dtr-types:perShareItem Type Balance Type: na Period Type: instant X - Details Name: us-gaap DebtInstrumentAxis=inn A150ConvertibleSeniorNotesMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap LongtermDebtTypeAxis=us-gaap ConvertibleDebtMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt RangeAxis=srt MaximumMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 69 R58.htm IDEA: XBRL DOCUMENT v3.24.2 DEBT - MetaBank Loan \(Details\) \\$ in Thousands 1 Months Ended 3 Months Ended 6 Months Ended Jun. 30, 2024 USD \(\\$\) property Jun. 30, 2024 USD \(\\$\) property Jun. 30, 2023 USD \(\\$\) Jun. 30, 2024 USD \(\\$\) property Jun. 30, 2023 USD \(\\$\) Dec. 31, 2023 USD \(\\$\) Jun. 30, 2017 USD \(\\$\) Debt Instrument \[Line Items\] A A A A A Outstanding loan balance \\$ 1,345,492 \\$ 1,345,492 \\$ 1,345,492 \\$ 1,430,668 A Gain on extinguishment of debt A 3,000 \\$ 0 3,000 \\$ 0 A Non-recourse Loan | MetaBank | Secured debt A A A A A Debt Instrument \[Line Items\] A A A A A Debt instrument, face amount A A A A A \\$ 47,600 Outstanding loan balance 42,300 \\$ 42,300 A \\$ 42,300 A A Repayment of outstanding balance 39,100 A A A A A Extinguishment of debt, discount 3,200 A A A A A Gain on extinguishment of debt 3,000 A A A A A Number of hotel properties | property 3 3 A A A X - DefinitionExtinguishment of Debt, Discount + ReferencesNo definition available. + Details Name: inn ExtinguishmentOfDebtDiscount Namespace Prefix: inn Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionFace \(par\) amount of debt instrument at time of issuance. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 835 -SubTopic 30 -Name Accounting Standards Codification -Section 55 -Paragraph 8 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482949/835-30-55-8Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1B -Subparagraph \(a\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1BReference 3: http://www.xbrl.org/2003/role/exampleRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 69B -Publisher FASB -URI https://asc.fasb.org/1943274/2147481568/470-20-55-69BReference 4: http://www.xbrl.org/2003/role/exampleRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 69C -Publisher FASB -URI https://asc.fasb.org/1943274/2147481568/470-20-55-69CReference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 835 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482900/835-30-50-1Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 835 -SubTopic 30 -Name Accounting Standards Codification -Section 45 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482925/835-30-45-2 + Details Name: us-gaap DebtInstrumentFaceAmount Namespace Prefix: us-gaap Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionLine items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 835 -SubTopic 30 -Name Accounting Standards Codification -Section 55 -Paragraph 8 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482949/835-30-55-8Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph \(SX 210.4-08\(f\)\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph \(SX 210.12-04\(a\)\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-3Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1B -Subparagraph \(a\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1BReference 5: http://www.xbrl.org/2003/role/exampleRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 69B -Publisher FASB -URI https://asc.fasb.org/1943274/2147481568/470-20-55-69BReference 6: http://www.xbrl.org/2003/role/exampleRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 69C -Publisher FASB -URI https://asc.fasb.org/1943274/2147481568/470-20-55-69CReference 7: http://www.xbrl.org/2003/role/exampleRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 69E -Publisher FASB -URI https://asc.fasb.org/1943274/2147481568/470-20-55-69EReference 8: http://www.xbrl.org/2003/role/exampleRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 69F -Publisher FASB -URI https://asc.fasb.org/1943274/2147481568/470-20-55-69FReference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1B -Subparagraph \(b\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1BReference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1B -Subparagraph \(c\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1BReference 11: http://www.xbrl.org/2003/role/exampleRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1B -Subparagraph \(d\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1BReference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1B -Subparagraph \(e\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1BReference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1B -Subparagraph \(f\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1BReference 14: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1B -Subparagraph \(g\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1BReference 15: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1D -Subparagraph \(a\) -Publisher FAS](#)

A A Debt Instrument [Line Items] A A A A A A A Debt basis spread on variable rate A 1.00% A A A A A Interest rate A 0.50% A A A A A A Debt instrument, effective interest rate A 1.15% A A A A A \$125 Million Revolver | Unsecured debt A A A A A A A Debt Instrument [Line Items] A A A A A A Debt basis spread on variable rate A 0.10% A A A A A A \$125 Million Revolver | Minimum | Unsecured debt A A A A A A A Debt Instrument [Line Items] A A A A A A A Interest rate A 2.15% A A A A A A \$75 Million Term Loan A A A A A A A Debt Instrument [Line Items] A A A A A A A Debt instrument, face amount A A A A A \$75,000,000 A A \$75,000,000 \$75 Million Term Loan | Unsecured debt A A A A A A A A Debt Instrument [Line Items] A A A A A A A Debt instrument, face amount A \$75,000,000 A A A A A A A Outstanding borrowings A 75,000,000 A 75,000,000 A A A A A Joint Venture Credit Facility | Unsecured debt A A A A A A A A Debt Instrument [Line Items] A A A A A A A Outstanding borrowings A \$661,686,000 A 675,878,000 A A A A A Debt basis spread on variable rate A 0.05% A A A A A A A Revolving Credit Facility | \$125 Million Revolver A A A A A A A A Debt Instrument [Line Items] A A A A A A A A Credit facility, maximum borrowing capacity A A A A \$125,000,000 A A 125,000,000 Revolving Credit Facility | \$125 Million Revolver | Unsecured debt A A A A A A A A Debt Instrument [Line Items] A A A A A A A A Credit facility, maximum borrowing capacity A \$125,000,000 A A A A A A A Outstanding borrowings A \$125,000,000 A \$125,000,000 A A A A A Interest rate A 7.59% A A A A A A A Revolving Credit Facility | \$75 Million Term Loan A A A A A A A A A Debt Instrument [Line Items] A A A A A A A A A Interest rate A 0.25% A A A A A A A A Revolving Credit Facility | \$75 Million Term Loan | Unsecured debt A A A A A A A A A Debt Instrument [Line Items] A A A A A A A A A Interest rate A 7.54% A A A A A A A A A Line of Credit A A A A A A A A A Debt Instrument [Line Items] A A A A A A A A A Credit facility, current borrowing capacity A A A A A A A 200,000,000 Credit facility, maximum borrowing capacity A A A A A A A 500,000,000 Additional borrowing capacity A A A A A A A \$300,000,000 X - DefinitionLine of Credit, Additional Borrowing Capacity Without Restrictions + ReferencesNo definition available. + Details Name: inn_LineOfCreditAdditionalBorrowingCapacityWithoutRestrictions Namespace Prefix: inn_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionPercentage points added to the reference rate to compute the variable rate on the debt instrument. + ReferencesNo definition available. + Details Name: us-gaap_DebtInstrumentBasisSpreadOnVariableRate1 Namespace Prefix: us-gaap_ Data Type: dtr-types:percentItemType Balance Type: na Period Type: duration X - DefinitionAmount, before unamortized (discount) premium and debt issuance costs, of long-term debt. Includes, but is not limited to, notes payable, bonds payable, commercial loans, mortgage loans, convertible debt, subordinated debt and other types of debt. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section S99 -Paragraph 1 - Subparagraph (SX 210.5-02(22)) -SubTopic 10 -Topic 210 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 942 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-03(16)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478546/942-210-S99-1Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Subparagraph (b)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-4 + Details Name: us-gaap_DebtInstrumentCarryingAmount Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionFace (par) amount of debt instrument at time of issuance. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 835 -SubTopic 30 -Name Accounting Standards Codification -Section 55 -Paragraph 8 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482949/835-30-55-8Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1B -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1BReference 3: http://www.xbrl.org/2003/role/exampleRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 69B -Publisher FASB -URI https://asc.fasb.org/1943274/2147481568/470-20-55-69BReference 4: http://www.xbrl.org/2003/role/exampleRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 69C -Publisher FASB -URI https://asc.fasb.org/1943274/2147481568/470-20-55-69CReference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 835 -SubTopic 30 -Name Accounting Standards Codification -Section 55 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482900/835-30-50-1Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 835 -SubTopic 30 -Name Accounting Standards Codification -Section 45 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482925/835-30-45-2 + Details Name: us-gaap_DebtInstrumentFaceAmount Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionEffective interest rate for the funds borrowed under the debt agreement considering interest compounding and original issue discount or premium. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 835 -SubTopic 30 -Name Accounting Standards Codification -Section 55 -Paragraph 8 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482949/835-30-55-8Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(22)(a)(1)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 835 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482900/835-30-50-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 835 -SubTopic 30 -Name Accounting Standards Codification -Section 45 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482925/835-30-45-2Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-6 + Details Name: us-gaap_DebtInstrumentInterestRateEffectivePercentage Namespace Prefix: us-gaap_ Data Type: dtr-types:percentItemType Balance Type: na Period Type: instant X - DefinitionContractual interest rate for funds borrowed, under the debt agreement. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(22)(a)(1)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1B -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1B + Details Name: us-gaap_DebtInstrumentInterestRateStatedPercentage Namespace Prefix: us-gaap_ Data Type: dtr-types:percentItemType Balance Type: na Period Type: instant X - DefinitionLine items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 835 -SubTopic 30 -Name Accounting Standards Codification -Section 55 -Paragraph 8 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482949/835-30-55-8Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(f)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.12-04(a)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-3Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 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http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1B -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1BReference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1B -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1BReference 11: http://www.xbrl.org/2003/role/exampleRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1B -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1BReference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1B -Subparagraph (e) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1BReference 13: http://www.xbrl.org/2003/role/disclosureRef 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-Paragraph 1F -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1FReference 22: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1F -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1FReference 23: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1F -Subparagraph (b)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1FReference 24: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1F -Subparagraph (b)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1FReference 25: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 11 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1FReference 26: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 835 -SubTopic 30 -Name Accounting Standards Codification -Section 45 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482925/835-30-45-2Reference 27: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 835 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482900/835-30-50-1 + Details Name: us-gaap_DebtInstrumentLineItems Namespace Prefix: us-gaap_ Data Type: xbrli:stringItem Type Balance Type: na Period Type: duration X - DefinitionAmount of current borrowing capacity under the credit facility considering any current restrictions on the amount that could be borrowed (for example, borrowings may be limited by the amount of current assets), but without considering any amounts currently outstanding under the facility. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(22)(b)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(19)(b)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_LineOfCreditFacilityCurrentBorrowingCapacity Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionMaximum 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. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(22)(b)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(19)(b)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_LineOfCreditFacilityMaximumBorrowingCapacity Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionThe number of real estate properties owned as of the balance sheet date. + ReferencesNo definition available. + Details Name: us-gaap_NumberOfRealEstateProperties Namespace Prefix: us-gaap_ Data Type: xbrli:integerItemType Balance Type: na Period Type: instant X - Details Name: srt_MortgageLoansOnRealEstateDescriptionTypeOfPropertyAxis=srt_HotelMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_ConsolidatedEntitiesAxis=inn_JointVentureWithGICMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_ScheduleOfEquityMethodInvestmentEquityMethodInvesteeNameAxis=inn_NCITransactionMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_AssetAcquisitionAxis=inn_PortfolioPurchaseThroughContributionAndPurchaseAgreementMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_DebtInstrumentAxis=inn_TermLoanTwoHundredMillionMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_LongtermDebtTypeAxis=us-gaap_UnsecuredDebtMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_RangeAxis=srt_MinimumMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_DebtInstrumentAxis=inn_A125MillionRevolvingCreditFacilityMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_DebtInstrumentAxis=inn_A75MillionTermLoanMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_DebtInstrumentAxis=inn_JointVentureCreditFacilityMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_CreditFacilityAxis=us-gaap_RevolvingCreditFacilityMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_CreditFacilityAxis=us-gaap_LineOfCreditMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML T1 R60.htm IDEA: XBRL DOCUMENT v3.24.2 DEBT - GIC Joint Venture Term Loan (Details) \$ in Thousands 1 Months Ended 6 Months Ended Jan. 13, 2022 USD (\$) extensionOption Mar. 31, 2022 USD (\$) room Jun. 30, 2024 USD (\$) room hotel parkingStructure property Apr. 30, 2024 hotel Dec. 31, 2023 USD (\$) May 31, 2023 hotel room Mar. 31, 2022 hotel Mar. 31, 2022 parkingStructure Mar. 31, 2022 parkingSpace Debt Instrument [Line Items] A A A A A A A Guestrooms | room A A A A A 467 A A A Consideration transferred to acquire hotel property A A \$0 A A A A A Outstanding borrowings A \$1,359,186 A \$1,445,839 A A A A Hotels A A A A A A Debt Instrument [Line Items] A A A A A A A A A Guestrooms | hotel A A 96 A 4 A A A Guestrooms | room A A 14,256 A A A A A Joint Venture with GIC | Hotels | Portfolio Purchase Through Contribution And Purchase Agreement A A A A A A A Debt Instrument [Line Items] A A A A A A A Guestrooms | parkingStructure A A 2 A A A A A Joint Venture with GIC | Hotels | Portfolio Purchase Through Contribution And Purchase Agreement | NCI Transaction A A A A A A A A Debt Instrument [Line Items] A A A A A A A Guestrooms A A 13 A A 27 A A A Guestrooms A 3,709 A A A A A 2,1,002 Consideration transferred to acquire hotel property A \$822,000 A A A A A A Joint Venture Term Loan | Secured debt A A A A A A A A Debt Instrument [Line Items] A A A A A A A A Debt instrument, face amount \$410,000 A A A A A A A Debt, increase of commitments amount 190,000 A A A A A A A A Credit facility, maximum borrowing capacity \$600,000 A A A A A A A Number of extension options | extensionOption 1 A A A A A A A Debt extension period 12 months A A A A A A A Outstanding borrowings A \$396,000 A A A A A A Debt basis spread on variable rate A 2.75% A A A A A X - DefinitionDebt Instrument, Accrion Feature, Increase Of Commitments Amount + ReferencesNo definition available. + Details Name: inn_DebtInstrumentAccrionFeatureIncreaseOfCommitmentsAmount Namespace Prefix: inn_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionDebt Instrument, Extension Period + ReferencesNo definition available. + Details Name:

Options + ReferencesNo definition available. + Details Name: inn DebtInstrumentNumberOfExtensionOptions Namespace Prefix: inn Data Type: xbrli:integerItem Type Balance Type: na Period Type: duration X - DefinitionAmount of consideration transferred in asset acquisition. Includes, but is not limited to, cash, liability incurred by acquirer, and equity interest issued by acquirer. + ReferencesReference 1:

rate related to the group of interest rate derivatives. + ReferencesNo definition available. + Details Name: us-gaap_DerivativeAverageFixedInterestRate Namespace Prefix: us-gaap_Data Type: dtr-types:percentItem Type Balance Type: na Period Type: instant X - DefinitionLine items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table. + ReferencesReference 1: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 815 -SubTopic 40 -Name Accounting Standards Codification -Section 50 -Paragraph 5 -Subparagraph (f) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147480237/815-40-50-5> + Details Name: us-gaap_DerivativeLineItems Namespace Prefix: us-gaap_Data Type: xbrli:stringItem Type Balance Type: na Period Type: duration X - DefinitionNominal or face amount used to calculate payment on derivative. + ReferencesReference 1: <http://www.xbrl.org/2009/role/commonPracticeRef> -Topic 815 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1B -Publisher FASB -URI <https://asc.fasb.org/1943274/2147480434/815-10-50-1B>Reference 2: <http://www.xbrl.org/2009/role/commonPracticeRef> -Topic 815 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1A -Subparagraph (d) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147480434/815-10-50-1A> + Details Name: us-gaap_DerivativeNotionalAmount Namespace Prefix: us-gaap_Data Type: xbrli:monetaryItem Type Balance Type: na Period Type: instant X - Details Name: us-gaap_DerivativeInstrumentRiskAxis=us-gaap_InterestRateSwapMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_CounterpartyNameAxis=inn_RegionsBankMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_HedgingDesignationAxis=us-gaap_DesignatedAsHedgingInstrumentMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_DebtInstrumentAxis=inn_GICJointVentureCreditFacilityAndTermLoansMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_DerivativeInstrumentRiskAxis=inn_InterestRateSwapExpiringSeptember302024Member Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_DerivativeInstrumentRiskAxis=inn_InterestRateSwapExpiringDecember312025Member Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_DerivativeInstrumentRiskAxis=inn_InterestRateSwapExpiringJanuary312027Member Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_DerivativeInstrumentRiskAxis=inn_InterestRateSwapExpiringJanuary312029Member Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_DerivativeInstrumentRiskAxis=inn_InterestRateSwapExpiringJanuary312026OneMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_DerivativeInstrumentRiskAxis=inn_InterestRateSwapExpiringJanuary312026TwoMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_DerivativeInstrumentRiskAxis=inn_InterestRateSwapExpiringJanuary312026ThreeMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 76 R65.htm IDEA: XBRL DOCUMENT v3.24.2 DERIVATIVE FINANCIAL INSTRUMENTS AND HEDGING - Additional Information (Details) - USD (\$) \$ in Millions Jun. 30, 2024 Jan. 31, 2024 Dec. 31, 2023 Derivative [Line Items] A A A Debt instrument, fixed rate debt, percentage 67.00% A 66.00% CIG Joint Ventures A A A Derivative [Line Items] A A A Fixed interest rate 3.77% A A Interest rate swaps A A A Derivative [Line Items] A A A Reclassification from other comprehensive income in next 12 months 11.5 A A Wholly Owned Properties and Joint Venture Debt A A A Derivative [Line Items] A A A Debt instrument, fixed rate debt, percentage 76.00% A A Joint Venture Term Loan | GIC Joint Venture A A A Derivative [Line Items] A A A Debt instrument, face amount A \$ 100.0 A Joint Venture Term Loan | Interest rate swaps A A A Derivative [Line Items] A A A Debt instrument, variable interest rates \$ 600.0 A \$ 600.0 X - DefinitionDebt Instrument, Variable Rate Debt Converted to Fixed Rate Debt + ReferencesNo definition available. + Details Name: inn_DebtInstrumentVariableRateDebtConvertedToFixedRateDebt Namespace Prefix: inn_Data Type: xbrli:monetaryItem Type Balance Type: debit Period Type: instant X - DefinitionFace (par) amount of debt instrument at time of issuance. + ReferencesReference 1: <http://www.xbrl.org/2003/role/exampleRef> -Topic 835 -SubTopic 30 -Name Accounting Standards Codification -Section 55 -Paragraph 8 -Publisher FASB -URI <https://asc.fasb.org/1943274/2147482949/835-30-55-8>Reference 2: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1B -Subparagraph (a) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147481139/470-20-50-1B>Reference 3: <http://www.xbrl.org/2003/role/exampleRef> -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 69B -Publisher FASB -URI <https://asc.fasb.org/1943274/2147481568/470-20-55-69B>Reference 4: <http://www.xbrl.org/2003/role/exampleRef> -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 69C -Publisher FASB -URI <https://asc.fasb.org/1943274/2147481568/470-20-55-69C>Reference 5: <https://asc.fasb.org/1943274/2147481568/470-20-55-69C>Reference 6: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 835 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Publisher FASB -URI <https://asc.fasb.org/1943274/2147482900/835-30-50-1>Reference 6: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 835 -SubTopic 30 -Name Accounting Standards Codification -Section 45 -Paragraph 2 -Publisher FASB -URI <https://asc.fasb.org/1943274/2147482925/835-30-45-2> + Details Name: us-gaap_DebtInstrumentFaceAmount Namespace Prefix: us-gaap_Data Type: xbrli:monetaryItem Type Balance Type: credit Period Type: instant X - DefinitionFixed interest rate related to the interest rate derivative. + ReferencesNo definition available. + Details Name: us-gaap_DerivativeFixedInterestRate Namespace Prefix: us-gaap_Data Type: dtr-types:percentItem Type Balance Type: na Period Type: instant X - DefinitionLine items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table. + ReferencesReference 1: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 815 -SubTopic 40 -Name Accounting Standards Codification -Section 50 -Paragraph 5 -Subparagraph (f) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147480237/815-40-50-5> + Details Name: us-gaap_DerivativeLineItems Namespace Prefix: us-gaap_Data Type: xbrli:stringItem Type Balance Type: na Period Type: duration X - DefinitionThe estimated net amount of unrealized gains or losses on interest rate cash flow hedges as of the balance sheet date expected to be reclassified to earnings within the next twelve months. + ReferencesReference 1: <http://fasb.org/us-gaap/role/ref/legacyRef> -Name Accounting Standards Codification -Topic 815 -SubTopic 30 -Section 50 -Paragraph 1 -Subparagraph (c) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147480870/815-30-50-1> + Details Name: us-gaap_InterestRateCashFlowHedgeGainLossToBeReclassifiedDuringNext12MonthsNet Namespace Prefix: us-gaap_Data Type: xbrli:monetaryItem Type Balance Type: credit Period Type: instant X - DefinitionThe interest rate applicable to the portion of the carrying amount of long-term borrowings outstanding as of the balance sheet date, including current maturities, which accrues interest at a set, unchanging rate. + ReferencesReference 1: <http://fasb.org/us-gaap/role/ref/legacyRef> -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(22)(a)(1)) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147480566/210-10-S99-1> + Details Name: us-gaap_LongTermDebtPercentageBearingFixedInterestRate Namespace Prefix: us-gaap_Data Type: dtr-types:percentItem Type Balance Type: na Period Type: instant X - Details Name: dei_LegalEntityAxis=inn_CIGJointVenturesMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_DerivativeInstrumentRiskAxis=us-gaap_InterestRateSwapMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_DebtInstrumentAxis=inn_WhollyOwnedPropertiesAndJointVentureDebtMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_DebtInstrumentAxis=inn_JointVentureTermLoanMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: dei_LegalEntityAxis=inn_GICJointVentureMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 77 R66.htm IDEA: XBRL DOCUMENT v3.24.2 DERIVATIVE FINANCIAL INSTRUMENTS AND HEDGING - Schedule of Gain or Loss Recognized on Derivative Financial Instruments (Details) - Cash flow hedges - Interest rate swaps - USD (\$) \$ in Thousands 3 Months Ended 6 Months Ended Jun. 30, 2024 Jun. 30, 2023 Jun. 30, 2024 Jun. 30, 2023 Derivative instruments, gain (loss) recognized A A A Unrealized gain recognized in Accumulated other comprehensive income (loss) on derivative financial instruments \$ 3,097 \$ 13,286 \$ 12,473 \$ 10,846 Total interest expense and other finance expense presented in the Condensed Consolidated Statements of Operations in which the effects of cash flow hedges are recorded 20,830 22,248 42,412 43,157 Interest expense A A A Derivative instruments, gain (loss) recognized A A A Gain reclassified from Accumulated other comprehensive income (loss) to Interest expense \$ 3,660 \$ 2,313 \$ 7,340 \$ 4,261 X - DefinitionLine items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table. + ReferencesReference 1: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 815 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 4E -Publisher FASB -URI <https://asc.fasb.org/1943274/2147480434/815-10-50-4E> + Details Name: us-gaap_DerivativeInstrumentsGainLossLineItems Namespace Prefix: us-gaap_Data Type: xbrli:stringItem Type Balance Type: na Period Type: duration X - DefinitionAmount of interest expense classified as operating and nonoperating. Includes, but is not limited to, cost of borrowing accounted for as interest expense. + ReferencesReference 1: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 22 -Subparagraph (d) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147482810/280-10-50-22>Reference 2: <http://www.xbrl.org/2003/role/exampleRef> -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 48 -Publisher FASB -URI <https://asc.fasb.org/1943274/2147482785/280-10-55-48>Reference 3: <http://www.xbrl.org/2003/role/exampleRef> -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 49 -Publisher FASB -URI <https://asc.fasb.org/1943274/2147482785/280-10-55-49>Reference 4: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 270 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (i) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147482964/270-10-50-1>Reference 5: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (ee) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147482810/280-10-50-32>Reference 6: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 24 -Publisher FASB -URI <https://asc.fasb.org/1943274/2147482810/280-10-50-24>Reference 7: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 22 -Publisher FASB -URI <https://asc.fasb.org/1943274/2147482810/280-10-50-22>Reference 8: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 835 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147483013/835-20-50-1> + Details Name: us-gaap_InterestExpense Namespace Prefix: us-gaap_Data Type: xbrli:monetaryItem Type Balance Type: debit Period Type: duration X - DefinitionAmount, after tax and before reclassification, of gain (loss) from derivative instrument designated and qualifying as cash flow hedge included in assessment of hedge effectiveness. + ReferencesReference 1: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 11 -Publisher FASB -URI <https://asc.fasb.org/1943274/2147482790/220-10-45-11>Reference 2: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 10A -Subparagraph (d) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147482790/220-10-45-10A> + Details Name: us-gaap_OtherComprehensiveIncomeLossCashFlowHedgeGainLossBeforeReclassificationAfterTax Namespace Prefix: us-gaap_Data Type: xbrli:monetaryItem Type Balance Type: credit Period Type: duration X - DefinitionAmount, after tax, of reclassification of gain (loss) from accumulated other comprehensive income (AOCI) for derivative instrument designated and qualifying as cash flow hedge included in assessment of hedge effectiveness. + ReferencesReference 1: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 11 -Publisher FASB -URI <https://asc.fasb.org/1943274/2147482790/220-10-45-11>Reference 2: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 15 -Publisher FASB -URI <https://asc.fasb.org/1943274/2147482790/220-10-45-15> + Details Name: us-gaap_OtherComprehensiveIncomeLossCashFlowHedgeGainLossReclassificationAfterTax Namespace Prefix: us-gaap_Data Type: xbrli:monetaryItem Type Balance Type: debit Period Type: duration X - Details Name: us-gaap_DerivativeInstrumentsGainLossByHedgingRelationshipAxis=us-gaap_CashFlowHedgingMember Namespace Prefix: Data Type: na Balance Type: Period Type: Period Type: X - Details Name: us-gaap_DerivativeInstrumentRiskAxis=us-gaap_InterestRateSwapMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_IncomeStatementLocationAxis=us-gaap_InterestExpenseMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 78 R67.htm IDEA: XBRL DOCUMENT v3.24.2 EQUITY - Narrative (Details) \$ / shares in Units, \$ in Millions 1 Months Ended 6 Months Ended 12 Months Ended May 31, 2022 USD (\$) Jun. 30, 2024 vote \$ / shares shares Dec. 31, 2023 \$ / shares shares Class of Stock [Line Items] A A A Common stock, shares authorized (in shares) A 500,000,000 500,000,000 Common stock, par value (in dollars per share) | \$ / shares A \$ 0.01 A Common stock, number of votes | vote A 1 A Preferred stock, shares authorized (in shares) A 100,000,000 100,000,000 Preferred stock, par value (in dollars per share) | \$ / shares A \$ 0.01 A 0.01 Preferred stock, convertible, conversion price (in dollars per share) | \$ / shares A \$ 25 A Undesignated Preferred Stock A A A Class of Stock [Line Items] A A A Preferred stock, shares authorized (in shares) A 89,600,000 A 6.25% Series A E Preferred Stock A A A Class of Stock [Line Items] A A A Preferred stock, shares outstanding (in shares) A 6,400,000 6,400,000 Preferred stock, shares issued (in shares) A 6,400,000 6,400,000 Preferred stock, dividend rate A 6.25% 6.25% Annual dividend rate per share (in dollars per share) | \$ / shares A \$ 1.5625 A Series F Cumulative Redeemable Preferred Stock A A A Class of Stock [Line Items] A A A Preferred stock, shares outstanding (in shares) A 4,000,000 4,000,000 Preferred stock, shares issued (in shares) A 4,000,000 4,000,000 Preferred stock, dividend rate A 5.875% 5.875% Annual dividend rate per share (in dollars per share) | \$ / shares A \$ 1.46875 A Maximum | 6.25% Series A E Preferred Stock A A A Class of Stock [Line Items] A A A Ratio for conversion A 3.1686 A Maximum | Series F Cumulative Redeemable Preferred Stock A A A Class of Stock [Line Items] A A A Ratio for conversion A 5.8275 A Maximum | 2022 ATM Program A A A Class of Stock [Line Items] A A A Sale of stock aggregate offering price | \$ 200.0 A A X - DefinitionCommon Stock Voting Rights Number + ReferencesNo definition available. + Details Name: inn_CommonStockVotingRightsNumber Namespace Prefix: inn_Data Type: xbrli:integerItem Type Balance Type: na Period Type: duration X - DefinitionRepresents the ratio applied to the conversion of one type of equity or a class of equity into another type of equity, with new equity shares divided by the former equity shares. + ReferencesNo definition available. + Details Name: inn_StockConversionRatio Namespace Prefix: inn_Data Type: xbrli:pureItem Type Balance Type: na Period Type: duration X - DefinitionLine items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table. + ReferencesReference 1: <http://www.xbrl.org/2003/role/exampleRef> -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 13 -Subparagraph (d) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147481112/505-10-50-13>Reference 2: <http://www.xbrl.org/2003/role/recommendedDisclosureRef> -Topic 272 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 3 -Publisher FASB -URI <https://asc.fasb.org/1943274/2147483014/272-10-45-3>Reference 3: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 272 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Publisher FASB -URI <https://asc.fasb.org/1943274/2147482987/272-10-50-1>Reference 4: <http://www.xbrl.org/2009/role/commonPracticeRef> -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(d)) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147480678/235-10-S99-1>Reference 5: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 13 -Subparagraph (a) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147481112/505-10-50-13>Reference 6: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 13 -Subparagraph (b) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147481112/505-10-50-13>Reference 7: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 13 -Subparagraph (c) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147481112/505-10-50-13>Reference 8: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 13 -Subparagraph (h) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147481112/505-10-50-13>Reference 9: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 14 -Subparagraph (b) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147481112/505-10-50-14>Reference 10: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 18 -Subparagraph (c) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147481112/505-10-50-18>Reference 11: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(27)(b)) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147480566/210-10-S99-1>Reference 12: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(28)) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147480566/210-10-S99-1>Reference 13: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Publisher FASB -URI <https://asc.fasb.org/1943274/2147481112/505-10-50-2>Reference 14: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(29)) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147480566/210-10-S99-1>Reference 15: <http://www.xbrl.org/2003/role/disclosureRef> -Topic

us-gaap SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-03(i)(2)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479886/946-10-S99-3Reference 16: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-03(i)(1)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479886/946-10-S99-3Reference 17: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-03(i)(2)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479886/946-10-S99-3Reference 18: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-03(i)(2)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479886/946-10-S99-3 + Details Name: us-gaap ClassOfStockLineItems Namespace Prefix: us-gaap Data Type: xbrli:stringItem Type Balance Type: na Period Type: duration X - DefinitionFace amount or stated value per share of common stock + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(29)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap CommonStockParOrStatedValuePerShare Namespace Prefix: us-gaap Data Type: dtr-types:perShareItem Type Balance Type: na Period Type: instant X - DefinitionThe maximum number of common shares permitted to be issued by an entity's charter and bylaws. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(29)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-04(16)(a)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-1 + Details Name: us-gaap CommonStockSharesAuthorized Namespace Prefix: us-gaap Data Type: xbrli:sharesItem Type Balance Type: na Period Type: instant X - DefinitionPer share conversion price of preferred stock + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 13 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-13 + Details Name: us-gaap PreferredStockConvertibleConversionPrice Namespace Prefix: us-gaap Data Type: dtr-types:perShareItem Type Balance Type: na Period Type: instant X - DefinitionThe amount per share used to calculate dividend payments on preferred stock. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 13 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-13 + Details Name: us-gaap PreferredStockDividendRatePerDollarAmount Namespace Prefix: us-gaap Data Type: dtr-types:perShareItem Type Balance Type: na Period Type: duration X - DefinitionThe percentage rate used to calculate dividend payments on preferred stock. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 13 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-13Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 320 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.12-12A(Column A)(Footnote 3)) -Publisher FASB -URI https://asc.fasb.org/1943274/214777271/946-320-S99-2Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 320 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.12-12(Column A)(Footnote 4)) -Publisher FASB -URI https://asc.fasb.org/1943274/214777271/946-320-S99-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 320 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.12-12B(Column A)(Footnote 3)) -Publisher FASB -URI https://asc.fasb.org/1943274/214777271/946-320-S99-3Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 320 -Name Accounting Standards Codification -Section S99 -Paragraph 6 -Subparagraph (SX 210.12-14(Column A)(Footnote 3)) -Publisher FASB -URI https://asc.fasb.org/1943274/214777271/946-320-S99-6 + Details Name: us-gaap PreferredStockDividendRatePercentage Namespace Prefix: us-gaap Data Type: dtr-types:percentItem Type Balance Type: na Period Type: duration X - DefinitionFace amount or stated value per share of preferred stock nonredeemable or redeemable solely at the option of the issuer. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph 1 -Subparagraph (SX 210.5-02(28)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 13 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-13 + Details Name: us-gaap PreferredStockParOrStatedValuePerShare Namespace Prefix: us-gaap Data Type: dtr-types:perShareItem Type Balance Type: na Period Type: instant X - DefinitionThe maximum number of nonredeemable preferred shares (or preferred stock redeemable solely at the option of the issuer) permitted to be issued by an entity's charter and bylaws. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(28)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-04(16)(a)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-1 + Details Name: us-gaap PreferredStockSharesAuthorized Namespace Prefix: us-gaap Data Type: xbrli:sharesItem Type Balance Type: na Period Type: instant X - DefinitionNumber of shares issued for nonredeemable preferred shares and preferred shares redeemable solely at option of issuer. Includes, but is not limited to, preferred shares issued, repurchased, and held as treasury shares. Excludes preferred shares classified as debt. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(28)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 13 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-13 + Details Name: us-gaap PreferredStockSharesIssued Namespace Prefix: us-gaap Data Type: xbrli:sharesItem Type Balance Type: na Period Type: instant X - DefinitionAggregate share number for all nonredeemable preferred stock (or preferred stock redeemable solely at the option of the issuer) held by stockholders. Does not include preferred shares that have been repurchased. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(28)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.6-05(4)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-2Reference 3: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(4)(b)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-04(16)(a)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-1Reference 5: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(7)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3 + Details Name: us-gaap PreferredStockSharesOutstanding Namespace Prefix: us-gaap Data Type: xbrli:sharesItem Type Balance Type: na Period Type: instant X - DefinitionCash received on stock transaction after deduction of issuance costs. + ReferencesNo definition available. + Details Name: us-gaap SaleOfStockConsiderationReceivedOnTransaction Namespace Prefix: us-gaap Data Type: xbrli:monetaryItem Type Balance Type: debit Period Type: duration X - Details Name: us-gaap StatementClassOfStockAxis=inn PreferredStockUndesignatedMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap StatementClassOfStockAxis=us-gaap SeriesFPreferredStockMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt RangeAxis=srt MaximumMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap SubsidiarySaleOfStockAxis=inn A2022ATMProgramMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 79 R68.htm IDEA: XBRL DOCUMENT v3.2.4 EQUITY - Changes in Common Stock (Details) - shares 6 Months Ended Jun. 30, 2024 Jun. 30, 2023 Changes in Common Stock [Roll Forward] A Beginning shares of Common Stock outstanding (in shares) 107,593,373 106,901,576 Common Unit redemptions (in shares) 310 0 Grants under the Equity Plan (in shares) 1,055,544 875,055 Performance share and other forfeitures (in shares) (355,821) (139,254) Shares acquired for employee withholding requirements (in shares) (144,654) (180,780) Ending shares of Common Stock outstanding (in shares) 108,276,243 107,569,738 Annual grants to independent directors A Changes in Common Stock [Roll Forward] A Grants under the Equity Plan (in shares) 127,491 113,141 X - DefinitionChanges in Common Stock [Roll Forward] + ReferencesNo definition available. + Details Name: inn ChangesInCommonStockRollForward Namespace Prefix: inn Data Type: xbrli:stringItem Type Balance Type: na Period Type: duration X - DefinitionNumber of shares of common stock outstanding. Common stock represent the ownership interest in a corporation. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 50 -Paragraph 2 -SubTopic 10 -Topic 505 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-2Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(29)) -Publisher FASB -URI https

DefinitionJoint Venture, Development Cost + ReferencesNo definition available. + Details Name: inn_JointVentureDevelopmentCost Namespace Prefix: inn_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionJoint Venture, Fee Simple Interest In Property And Investments + ReferencesNo definition available. + Details Name: inn_JointVentureFeeSimpleInterestInPropertyAndInvestments Namespace Prefix: inn_ Data Type: dtr-types:1:percentItemType Balance Type: na Period Type: duration X - DefinitionRatio applied to the conversion of limited partner capital account units into equity shares divided by limited partner capital account units. + ReferencesNo definition available. + Details Name: inn_LimitedPartnerCapitalAccountUnitsConversionRatio Namespace Prefix: inn_ Data Type: xbrli:pureItemType Balance Type: na Period Type: duration X - DefinitionNumber of Joint Ventures Entered Into + ReferencesNo definition available. + Details Name: inn_NumberOfJointVenturesEnteredInto Namespace Prefix: inn_ Data Type: xbrli:integerItem Type Balance Type: na Period Type: duration X - DefinitionPreferred Stock, Redemption Term, Period + ReferencesNo definition available. + Details Name: inn_PREFERREDStockRedemptionTermPeriod Namespace Prefix: inn_ Data Type: xbrli:durationItem Type Balance Type: na Period Type: duration X - DefinitionRedeemable Common Unit, Conversion Ratio + ReferencesNo definition available. + Details Name: inn_RedeemableCommonUnitConversionRatio Namespace Prefix: inn_ Data Type: xbrli:pureItem Type Balance Type: na Period Type: instant X - DefinitionPercentage of voting equity interests acquired at the acquisition date in the business combination. + ReferencesReference 1: <http://fasb.org/us-gaap/role/ref/legacyRef> -Name Accounting Standards Codification -Topic 805 -SubTopic 10 -Section 50 -Paragraph 2 -Subparagraph (c) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147479328/805-10-50-2> + Details Name: us-gaap_BusinessAcquisitionPercentageOfVotingInterestsAcquired Namespace Prefix: us-gaap_ Data Type: dtr-types:percentItemType Balance Type: na Period Type: instant X - DefinitionAmount of liability recognized arising from contingent consideration in a business combination. + ReferencesReference 1: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (bbb)(2)(i) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147482106/820-10-50-2>Reference 2: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (bbb)(2) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147482106/820-10-50-2>Reference 3: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (bbb)(1) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147482106/820-10-50-2>Reference 4: <http://fasb.org/us-gaap/role/ref/legacyRef> -Topic 805 -SubTopic 30 -Name Accounting Standards Codification -Section 35 -Paragraph 1 -Subparagraph (b) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147479613/805-30-35-1>Reference 5: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 805 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (c)(1) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147479581/805-30-50-1>Reference 6: <http://fasb.org/us-gaap/role/ref/legacyRef> -Name Accounting Standards Codification -Topic 805 -SubTopic 30 -Section 25 -Paragraph 6 -Publisher FASB -URI <https://asc.fasb.org/1943274/2147479668/805-30-25-6> + Details Name: us-gaap_BusinessCombinationContingentConsiderationLiability Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItem Type Balance Type: credit Period Type: instant X - DefinitionLine items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table. + ReferencesReference 1: <http://www.xbrl.org/2003/role/exampleRef> -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 13 -Subparagraph (d) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147481112/505-10-50-13>Reference 2: <http://www.xbrl.org/2003/role/recommendedDisclosureRef> -Topic 272 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 3 -Publisher FASB -URI <https://asc.fasb.org/1943274/2147483014/272-10-45-3>Reference 3: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 272 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Publisher FASB -URI <https://asc.fasb.org/1943274/2147482987/272-10-50-1>Reference 4: <http://www.xbrl.org/2009/role/commonPracticeRef> -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(d)) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147480678/235-10-S99-1>Reference 5: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 13 -Subparagraph (a) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147481112/505-10-50-13>Reference 6: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 13 -Subparagraph (b) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147481112/505-10-50-13>Reference 7: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 13 -Subparagraph (h) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147481112/505-10-50-13>Reference 8: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 13 -Subparagraph (h) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147481112/505-10-50-13>Reference 9: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 14 -Subparagraph (b) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147481112/505-10-50-14>Reference 10: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 18 -Subparagraph (c) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147481112/505-10-50-18>Reference 11: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(27)(b)) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147480566/210-10-S99-1>Reference 12: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(28)) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147480566/210-10-S99-1>Reference 13: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Publisher FASB -URI <https://asc.fasb.org/1943274/2147481112/505-10-50-2>Reference 14: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(29)) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147480566/210-10-S99-1>Reference 15: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 946 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-03(i)(2)) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147479886/946-10-S99-3>Reference 16: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 946 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-03(i)(1)) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147479886/946-10-S99-3>Reference 17: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 946 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-03(i)(2)(i)) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147479886/946-10-S99-3>Reference 18: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 946 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-03(i)(2)(ii)) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147479886/946-10-S99-3> + Details Name: us-gaap_ClassOfStockLineItems Namespace Prefix: us-gaap_ Data Type: xbrli:stringItem Type Balance Type: na Period Type: duration X - DefinitionCarrying amount of land available for development. + ReferencesReference 1: <http://www.xbrl.org/2009/role/commonPracticeRef> -Topic 944 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-03(a)(1)(d)) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147478777/944-210-S99-1>Reference 2: <http://www.xbrl.org/2009/role/commonPracticeRef> -Topic 944 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-03(a)(1)(6)) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147478777/944-210-S99-1> + Details Name: us-gaap_LandAvailableForDevelopment Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItem Type Balance Type: debit Period Type: instant X - DefinitionPercentage investment held by the managing member or general partner of the limited liability company (LLC) or limited partnership (LP). + ReferencesReference 1: <http://fasb.org/us-gaap/role/ref/legacyRef> -Name Accounting Standards Codification -Topic 272 -SubTopic 10 -Section 50 -Paragraph 3 -Subparagraph (b) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147482987/272-10-50-3> + Details Name: us-gaap_LimitedLiabilityCompanyLLCOrLimitedPartnershipLPManagingMemberOrGeneralPartnerOwnershipInterest Namespace Prefix: us-gaap_ Data Type: dtr-types:percentItem Type Balance Type: na Period Type: duration X - DefinitionPercentage investment held by members or limited partners of limited liability company (LLC) or limited partnership (LP). + ReferencesReference 1: <http://fasb.org/us-gaap/role/ref/legacyRef> -Name Accounting Standards Codification -Topic 272 -SubTopic 10 -Section 50 -Paragraph 3 -Subparagraph (b) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147482987/272-10-50-3> + Details Name: us-gaap_LimitedLiabilityCompanyLLCOrLimitedPartnershipLPMembersOrLimitedPartnersOwnershipInterest Namespace Prefix: us-gaap_ Data Type: dtr-types:percentItem Type Balance Type: na Period Type: duration X - DefinitionThe number of limited partner units outstanding. + ReferencesReference 1: <http://fasb.org/us-gaap/role/ref/legacyRef> -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 5 -Subparagraph (SAB Topic 4.F) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147480008/505-10-S99-5> + Details Name: us-gaap_LimitedPartnersCapitalAccountUnitsOutstanding Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItem Type Balance Type: na Period Type: instant X - DefinitionThe number of real estate properties owned as of the balance sheet date. + ReferencesNo definition available. + Details Name: us-gaap_NumberOfRealEstateProperties Namespace Prefix: us-gaap_ Data Type: xbrli:integerItem Type Balance Type: na Period Type: instant X - DefinitionThe number of states the entity operates in as of the balance sheet date. + ReferencesNo definition available. + Details Name: us-gaap_NumberOfStatesInWhichEntityOperates Namespace Prefix: us-gaap_ Data Type: xbrli:integerItem Type Balance Type: na Period Type: instant X - DefinitionThe number of units in a real estate property owned as of the balance sheet date. + ReferencesNo definition available. + Details Name: us-gaap_NumberOfUnitsInRealEstateProperty Namespace Prefix: us-gaap_ Data Type: xbrli:integerItem Type Balance Type: na Period Type: instant X - DefinitionThe cash outflow associated with the acquisition of business during the period. The cash portion only of the acquisition price. + ReferencesReference 1: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 805 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (b)(1) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147479581/805-30-50-1>Reference 2: <http://fasb.org/us-gaap/role/ref/legacyRef> -Name Accounting Standards Codification -Topic 230 -SubTopic 10 -Section 45 -Paragraph 13 -Subparagraph (b) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147482740/230-10-45-13> + Details Name: us-gaap_PaymentsToAcquireBusinessesGross Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItem Type Balance Type: credit Period Type: duration X - DefinitionThe percentage rate used to calculate dividend payments on preferred stock. + ReferencesReference 1: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 13 -Subparagraph (b) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147481112/505-10-50-13>Reference 2: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 946 -SubTopic 320 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.12-12A(Column A)(Footnote 3)) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147477271/946-320-S99-2>Reference 3: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 946 -SubTopic 320 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.12-12(Column A)(Footnote 4)) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147477271/946-320-S99-1>Reference 4: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 946 -SubTopic 320 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.12-12B(Column A)(Footnote 3)) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147477271/946-320-S99-3>Reference 5: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 946 -SubTopic 320 -Name Accounting Standards Codification -Section S99 -Paragraph 6 -Subparagraph (SX 210.12-14(Column A)(Footnote 3)) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147477271/946-320-S99-6> + Details Name: us-gaap_PREFERREDStockDividendRatePercentage Namespace Prefix: us-gaap_ Data Type: dtr-types:percentItem Type Balance Type: na Period Type: duration X - DefinitionThe price per share at which the preferred stock of an entity that has priority over common stock in the distribution of dividends and in the event of liquidation of the entity is redeemed or may be called at. The redemption features of this preferred stock are solely within the control of the issuer. + ReferencesReference 1: <http://fasb.org/us-gaap/role/ref/legacyRef> -Name Accounting Standards Codification -Topic 505 -SubTopic 10 -Section 50 -Paragraph 3 -Publisher FASB -URI <https://asc.fasb.org/1943274/2147481112/505-10-50-3>Reference 2: <http://fasb.org/us-gaap/role/ref/legacyRef> -Name Accounting Standards Codification -Topic 505 -SubTopic 10 -Section 50 -Paragraph 5 -Subparagraph (a) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147481112/505-10-50-5>Reference 3: <http://fasb.org/us-gaap/role/ref/legacyRef> -Name Accounting Standards Codification -Topic 505 -SubTopic 10 -Section 50 -Paragraph 11 -Publisher FASB -URI <https://asc.fasb.org/1943274/2147481112/505-10-50-11> + Details Name: us-gaap_PREFERREDStockRedemptionPricePerShare Namespace Prefix: us-gaap_ Data Type: dtr-types:perShareItem Type Balance Type: na Period Type: instant X - DefinitionThe number of securities classified as temporary equity that have been sold (or granted) to the entity's shareholders. Securities issued include securities outstanding and securities held in treasury. Temporary equity is a security with redemption features that are outside the control of the issuer, is not classified as an asset or liability in conformity with GAAP, and is not mandatorily redeemable. Includes any type of security that is redeemable at a fixed or determinable price or on a fixed or determinable date or dates, is redeemable at the option of the holder, or has conditions for redemption which are not solely within the control of the issuer. If convertible, the issuer does not control the actions or events necessary to issue the maximum number of shares that could be required to be delivered under the conversion option if the holder exercises the option to convert the stock to another class of equity. If the security is a warrant or a rights issue, the warrant or rights issue is considered to be temporary equity if the issuer cannot demonstrate that it would be able to deliver upon the exercise of the option by the holder in all cases. Includes stock with put option held by ESOP and stock redeemable by holder only in the event of a change in control of the issuer. + ReferencesReference 1: <http://fasb.org/us-gaap/role/ref/legacyRef> -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(27)(h)) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147480566/210-10-S99-1> + Details Name: us-gaap_TemporaryEquitySharesIssued Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItem Type Balance Type: na Period Type: instant X - Details Name: us-gaap_BusinessAcquisitionAxis=inn_OneraJointVentureMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_RangeAxis=srt_MaximumMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_OwnershipAxis=inn_SummitHotelOperatingPartnershipMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_PartiallyOwnedPropertiesMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_MortgageLoansOnRealEstateDescriptionTypeOfPropertyAxis=inn_ACElementHotelMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: dei_LegalEntityAxis=inn_SummitHotelOPLPMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_AssetAcquisitionAxis=inn_PortfolioPurchaseThroughContributionAndPurchaseAgreementMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_StatementClassOfStockAxis=inn_OperatingPartnershipUnitsMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: dei_LegalEntityAxis=inn_GICMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_AccountsNotesLoansAndFinancingReceivablesByLegalEntityOfCounterpartyTypeAxis=inn_UnaffiliatedThirdPartiesMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: dei_LegalEntityAxis=inn_SummitHotelOperatingPartnershipMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 81 R70.htm IDEA: XBRL DOCUMENT v3.24.2 FAIR VALUE MEASUREMENT - Schedule of Disclosures Concerning Financial Instruments Measured at Fair Value (Details) - Recurring basis - USD (\$) in Thousands Jun. 30, 2024 Dec. 31, 2023 Assets: A A Onera Purchase Option \$ 931 \$ 931 Level 1 A A Assets: A A Onera Purchase Option 0 0 Level 2 A A Assets: A A Onera Purchase Option 0 0 Level 3 A A Assets: A A Onera Purchase Option 931 931 Interest rate swaps A A Assets: A A Interest rate swaps 19,091 13,958 Interest rate swaps | Level 1 A A Assets: A A Interest rate swaps 0 0 Interest rate swaps | Level 2 A A Assets: A A Interest rate swaps 19,091 13,958 Interest rate swaps | Level 3 A A Assets: A A Interest rate swaps 0 0 X - DefinitionFinancing Receivable Purchase Options + ReferencesNo definition available. + Details Name: inn_FinancingReceivablePurchaseOptions Namespace Prefix: inn_ Data Type: xbrli:monetaryItem Type Balance Type: debit Period Type: instant X - ReferencesNo definition available. + Details Name: us-gaap_AssetsFairValueDisclosureAbstract Namespace Prefix: us-gaap_ Data Type:

xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionValue, value of the effects of master netting arrangements, of a financial asset or other contract with one or more underlyings, notional amount or payment provision or both, and the contract can be net settled by means outside the contract or delivery of an asset. Includes assets not subject to a master netting arrangement and not elected to be offset. + ReferencesReference 1: <http://www.xbrl.org/2003/role/exampleRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 103 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482078/820-10-55-103>Reference 2: <http://www.xbrl.org/2003/role/exampleRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 100 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482078/820-10-55-100>Reference 3:

Data Type: dtr-types:perShareItem Type Balance Type: na Period Type: duration X - DefinitionThe number of non-vested equity-based payment instruments, excluding stock (or unit) options, that validly exist and are outstanding as of the balance sheet date. + ReferencesReference 1:

Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsGrantsInPeriod Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItem Type Balance Type: na Period Type: duration X - DefinitionThe weighted average fair value at grant date for nonvested equity-based awards issued during the period on other than stock (or unit) option plans (for example, phantom stock or unit plan, stock or unit appreciation rights plan, performance target plan). + ReferencesReference 1:

15Reference 3:

xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount of undistributed earnings (loss) allocated to participating securities for the diluted earnings (loss) per share or per unit calculation under the two-class method. + ReferencesReference 1: <http://www.xbrli.org/2003/role/recommendedDisclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 60 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-60>Reference 2: <http://www.xbrli.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 65 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-65>Reference 3: <http://www.xbrli.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 66 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-66>Reference 4: [http://www.xbrli.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 66 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-66](http://www.xbrli.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 60B -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-60B + Details Name: us-gaap -UndistributedEarningsLossAllocatedToParticipatingSecuritiesDiluted Namespace Prefix: us-gaap Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X -DefinitionAmount of undistributed earnings (loss) allocated to common stock as if earnings had been distributed. Excludes distributed earnings. + ReferencesReference 1: <a href=)Reference 2: [http://www.xbrli.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph \(a\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482662/260-10-50-1](http://www.xbrli.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 60B -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-60B + Details Name: us-gaap -UndistributedEarningsLossAvailableToCommonShareholdersBasic Namespace Prefix: us-gaap Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X -DefinitionThe average number of shares or units issued and outstanding that are used in calculating diluted EPS or earnings per unit (EPU), determined based on the timing of issuance of shares or units in the period. + ReferencesReference 1: <a href=)Reference 2: [http://www.xbrli.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph \(a\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482662/260-10-50-1](http://www.xbrli.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 10 -Name Accounting Standards Codification -Section 45 -Paragraph 60B -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-10 + Details Name: us-gaap -WeightedAverageNumberOfSharesOutstandingBasic Namespace Prefix: us-gaap Data Type: xbrli:shareItem Type Balance Type: na Period Type: duration X -ReferencesNo definition available. + Details Name: us-gaap -WeightedAverageNumberOfSharesOutstandingAbstract Namespace Prefix: us-gaap Data Type: xbrli:stringItem Type Balance Type: na Period Type: duration X -DefinitionNumber of [basic] shares or units, after adjustment for contingently issuable shares or units and other shares or units not deemed outstanding, determined by relating the portion of time within a reporting period that common shares or units have been outstanding to the total time in that period. + ReferencesReference 1: <a href=)Reference 2: [http://www.xbrli.org/2003/role/disclosureRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2A -Publisher FASB -URI https://asc.fasb.org/1943274/2147482913/230-10-50-2A](http://www.xbrli.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 10 -Name Accounting Standards Codification -Section 45 -Paragraph 60B -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-10 + Details Name: us-gaap -WeightedAverageNumberOfSharesOutstandingBasic Namespace Prefix: us-gaap Data Type: xbrli:shareItem Type Balance Type: na Period Type: duration XML 91 R80.htm IDEA: XBRL DOCUMENT 33.24.2 SUPPLEMENTAL CASH FLOW INFORMATION (Details) - USD ($) in Thousands 6 Months Ended Jun. 30, 2024 Jun. 30, 2023 Organization, Consolidation and Presentation of Financial Statements [Abstract] A Cash payments for interest $ 42,619 $ 38,250 Insurance premium financing 0 10,877 Accrued acquisitions and improvements to lodging properties 10,054 8,820 Increase in carrying amount of lodging property related to contingent consideration 0 2,000 Cash payments for income taxes, net of refunds 1,377 1,925 Accrued and unpaid dividends $ 44 $ 58 X - DefinitionAccrued Acquisitions Costs And Improvements To Hotel Properties + ReferencesNo definition available. + Details Name: inn -AccruedAcquisitionsCostsAndImprovementsToHotelProperties Namespace Prefix: inn Data Type: xbrli:monetaryItem Type Balance Type: credit Period Type: duration X - DefinitionAccrued And Unpaid Dividends + ReferencesNo definition available. + Details Name: inn -AccruedAndUnpaidDividends Namespace Prefix: inn Data Type: xbrli:monetaryItem Type Balance Type: credit Period Type: duration X - DefinitionIncrease in Carrying Value of Lodging Property Related to Contingent Consideration + ReferencesNo definition available. + Details Name: inn -IncreaseInCarryingValueOfLodgingPropertyRelatedToContingentConsideration Namespace Prefix: inn Data Type: xbrli:monetaryItem Type Balance Type: credit Period Type: duration X - DefinitionInsurance Premium Financing + ReferencesNo definition available. + Details Name: inn -InsurancePremiumFinancing Namespace Prefix: inn Data Type: xbrli:monetaryItem Type Balance Type: credit Period Type: duration X - DefinitionAmount, after refund, of cash paid to foreign, federal, state, and local jurisdictions as income tax. + ReferencesReference 1: <a href=)Reference 2: <http://www.xbrli.org/2003/role/disclosureRef -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 23 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482685/740-10-50-23>Reference 3: <http://www.xbrli.org/2003/role/disclosureRef -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 22 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482685/740-10-50-22>Reference 4: [http://www.xbrli.org/2003/role/disclosureRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 17 -Subparagraph \(d\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-17](http://www.xbrli.org/2003/role/disclosureRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482913/230-10-50-2 + Details Name: us-gaap -IncomeTaxesPaidNet Namespace Prefix: us-gaap Data Type: xbrli:monetaryItem Type Balance Type: credit Period Type: duration X - DefinitionAmount of cash paid for interest, excluding capitalized interest, classified as operating activity. Includes, but is not limited to, payment to settle zero-coupon bond for accreted interest of debt discount and debt instrument with insignificant coupon interest rate in relation to effective interest rate of borrowing attributable to accreted interest of debt discount. + ReferencesReference 1: <a href=)Reference 2: [http://www.xbrli.org/2003/role/disclosureRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 25 -Subparagraph \(e\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-25](http://www.xbrli.org/2003/role/disclosureRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 25 -Subparagraph (e) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-25)Reference 3: [http://www.xbrli.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 13 -Subparagraph \(b\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-13](http://www.xbrli.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 13 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-13)Reference 2: [http://www.xbrli.org/2003/role/disclosureRef -Topic 946 -SubTopic 320 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph \(SX 210.12-12A\) \(Column A\) \(Footnote 3\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477271/946-320-S99-2](http://www.xbrli.org/2003/role/disclosureRef -Topic 946 -SubTopic 320 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.12-12A) (Column A) (Footnote 3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477271/946-320-S99-2)Reference 3: [http://www.xbrli.org/2003/role/disclosureRef -Topic 946 -SubTopic 320 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph \(SX 210.12-12\) \(Column A\) \(Footnote 4\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477271/946-320-S99-1](http://www.xbrli.org/2003/role/disclosureRef -Topic 946 -SubTopic 320 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.12-12) (Column A) (Footnote 4) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477271/946-320-S99-1)Reference 4: [http://www.xbrli.org/2003/role/disclosureRef -Topic 830 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481674/830-30-2](http://www.xbrli.org/2003/role/disclosureRef -Topic 946 -SubTopic 320 -Name Accounting Standards Codification -Section S99 -Paragraph 6 -Subparagraph (SX 210.12-14) (Column A) (Footnote 3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477271/946-320-S99-6 + Details Name: us-gaap -PreferredStockDividendRatePercentage Namespace Prefix: us-gaap Data Type: dtr-types:percentItem Type Balance Type: na Period Type: duration X - DefinitionAggregate dividends declared during the period for each share of preferred stock outstanding. + ReferencesNo definition available. + Details Name: us-gaap -PreferredStockDividendsPerShareDeclared Namespace Prefix: us-gaap Data Type: dtr-types:perShareItem Type Balance Type: na Period Type: duration X - DefinitionDetail information of subsequent event by type. User is expected to use existing line items from elsewhere in the taxonomy as the primary line items for this disclosure, which is further associated with dimension and member elements pertaining to a subsequent event. + ReferencesReference 1: <a href=)Reference 2:

[illegible]

[illegible]

*7. A3Y*EX%&FJC/V8Z*^YZ.EP!4F:U7B0K(9:#=- MNCK2P:'V?P2ZX&JHIV)8<@6A 8-0N, 'T6KC 4X@X?)IVU!FZUU/A.%-@-TJ M?S-@?^BF_AMH7=->.NW%WU>.8CRIVU7.OM@=>#ZJH,!!'~25!>X?M19 MW2Y(O=>6.0,203UR7F.*%K6J Y4M;5W =>=%'LUU<4.-L!>U+>?M9N=-Q MU1Z!@8#U@&BV80=>.+6O>A!&-V+9W@ \$)&? Q1-<CU@PCPU/PRABS!GZVR M?>? UWX#KX#M!>?>I+V>#1<5PIEF<=&P3/LE:P5;2GVW+>W.HQM@N81# M/'C9@EJ8:BT JP&.%%FLQ7@9LEYT>WOMJUC@I74=IUX6E%> MCXX.S-JM/#H0:UWRFMU*HM95!>7+''20%'^(&4+=WROU+@P3I8T06!9 K+ MZE;'OVF'40*'U8J+FD@V/OP=> LG>XW&YIRJQZ>.3S(1XO#>70>'(1858 MR7*-'!0>3^R4E24'>1K7&LQ1Q(9W+2?+P).#F=94=5.1PDG+ 3R<2.2,'F M=%WJ. '1&VO.\$R%>+DIE7LES!<=D7RMM*@:9M@XK5)TN^'-!#X<.,OM'; M'C):GE% CPZD>^82=P.N:HAAN4X54ZY5Y+>.N13Q@<G9UD(V!=%8RM7)

ΠΒ3*Y2#4L8B>#DN*Z+E&^I M1R8K4@I*(Y(FGN,&^~#9W0#S\$ MD1_&4_3A# TPFB2/2&~@PC)P4UK14M(F A3IVB M0>TB8BW0@|E|+~#59-2X)P|W|)%|S44*M TT+(*A4 \$ T4JP5_#F|? 7(K M>9WS\$2W|~2V-FGU _V X1+3XPDP9AQ0\$0\$ S1M#~.8 MO/1~%HR=|(Y/N5/L|B>~>I2W\$35HJ)264HK <B| BGU/2|7.O9|F*~ M-*#A &B|O|H IK-|@~@- QZV7.7UOBI7=HLCO|E4H<=H\$S>*>R5R:L|A~|C~|M IY59.1%|4HW|1|KZ7Y_ =6P|(LDBV,AAQOK3# T#P/_5C:166RCB,T.EI M#~=(ZRV7W4MEL.O*Y%~% PZ1|K|UJROES=2OYIED|+ 5G+0+~6D20|G>_M-58X<=6|DVDD=129.S0A~|7A=N>LGI*(54Y+4|1|) (+~#1+>~>1B-C4FYZ|1| MP.O|P#<=Z6P4M%0:9P1|8Z_9>|B\$N|TOR6E2TS|99|90H8 MB3-KM3.G PB|MIJ<7C>0K^~27#U NSIML|(C~H0)AGP6Q~?ZLU,K4-#<@I MOD|7@ZV=+DHA>+D%&0SC0S|:1UA\$ "Q,1~A2>:HEKDF0+XNV.D7|U!| M.ODH|_1X+Z_IKE+H4E724S=FV;7|<1<~%0\$A~&X#~+&S\$6-QOZXN-IPPG=>~|MK?D7V-A01NH01:~|ADVE>~|<@~"AF@%<+C.LC*XFEELE>D|(PIGO%\$<R2- MHIRZGIO&2~>YIYZF1X|US~|H|N5&3<~#1661G0|_ M_I|UHFHT|FA~<~ZJ1) MV@!M@|AP#4@<~>W8K6/U!_RW.OMXUYWOOKU "GL_KX"/56M5RL<3CI#%OF M,R%AML(DPGD_X?A6R^1+V>L@S\$N164*S(IR,S&P72TKWT|~|S<-&- GLYL/2574|8.0 MBVHEN6%6V7L4~*)~|ALA7~RP-8?0@HN1D?0^7#~*7-&71AE_%F00K&~.6H^X1CS|MC:~|^~V_6G-T@X&D|SDXE|J|WNW6|A~#~+/-

OQ|)N^<~|T^KZ-J|I?D37#=<~>#**_74PV5M5K#='05U0~XJL%6E\=E MO M8BZ?T+T|@N^|J02_2|SS4<|:D^R~G87| 9|0HF.X?YVH=K_-B&:ZX S_1 M4:P3M=NHS?|VTM>:E9FTTWP30:4|HJ#B+IG%|_7|<~>#EAU|:9GNK MJ|S+R5@%FA<~>@7S(KI6P4AHO G-49W16WYK|V2B6R9S_ T>3|>|U|FV|ZM MI5C- QB158|>#67VR57|@E<~67P0+& 6F_~^~%8|:9F2-P9OU1P=P1 M_?7_|L~R^6|5Z~TP_1L8\$FYGZ#2_T|U%<~>2+O64-W&@&|J3G=*"P^3RS84+ MDV^_8|YV3_YEL&|6\$<~>5|U7|N>_|? M_9Y|2~5P8W|&EK&WW:PSYC|I~<~%84 MF_~^~&4+179@0-:BXCW_|1-06ZW7|A|6@?~|2|L2CFPN|_ZHNH M7WL_RU6YD053&~M^D_N&700B1O_ 5R_59L_*~<~>GT-U|+ P04_*~+ MCOU8T_|+E0<~!|@_&Q_&L+W=OYW|MWU|UOC|VCZL0?>YJ|>TB|HJ.6|R1O|_N|H:~>TMA_>+MV M&U|HB@~|1%9OFB23N|921|MY6+NVRIE|24F_UO9>6|2|_IQA_KM%-(P~%K|* M_45^4|5|&~="~WYMIJR% N2P64~|>6H<~>H"U|>W3B?>4|D>?&8_H|L^N7_N&1^P^W?>? MLJ|J|S4TC~+ 4K~O90<~1| EDGB|WRH57V_5G|<~>1Y^TC4_~|K^6NON^NWT= MG@FRON=1 |@<~>XN4%#Y7|18S|W9@76GF@M!_EP M_|JVD^~<~>Z8|)~!~!^XZO|G4%8|NE4=RF#HZD|J|ZXONW%_MN/81_B|POJ|IKRKVK2_OAK&Z&Z<0|&2~#-S\$|_7%FE9/O3E^ZTIFG; M&|X|Y#~2\$E5H898_L|H0?<~>M13|BGNB26_KP&_~9X|39|J_-S|B|FY_P~D9 MBH|@~\$T&V61Z0>_ACO~#<~>+~|O|ZJ|Y-CW1B8VZ1L_F|J^X2BRY_H\$uW|A\$S| MD5M-UFT-1|SC2|_1@~#~_~#_~KLGQO- 8XRS7UN9|USRV|IC~|~"R\$Y#@<~>~(D|B) MBFKFYCI>@~^~^W^J2W_@~&=(|NY+E&~|C~|_M|ZU#|+0>ZKWC5O|J|QU4W^1Z/ M=|UJ^M8YMO|ZCE@>Q-3DZ\$~PWSK|S7|P3Q.803YQ@<~>5CSBT? H?0<~>0P^~#1# M_2S_~51+ P04_*~+COU8T|KQO|D_#_#0_&Q_&L+W=O= MSC|E8>KDDP+K@_D\$DMZY>|X|F|M^52X4=4Y%WF6~W~L672|L2B~%NUC~ M(UF97|1X|4|?1|<5CQ|Y>|JX\$W3O|)=BD1FT|T+>?D^9VB^<~>1J4S:HMZBH^M+<+60>2B~<~>W?>P%>|V=V-P W E=X8@WD3LKO<~>C|)CSN^80Y|L8B~<~>KRLVU7~W|A|_ M&|Y&~<~>K~P.F5|B25_K|H|G|E|1_Y4=I~F1E%P7YF=9^?2D=GRS5N3|B|ET|V=9<~>19_|JN|Z|M^7QZ_X|O|P~G|>3~?7L?>~|W+>4?>T=OZ\$M0#>|P|S48=|@QPO3|@RQ-LN&| M3#~|N|N2Y98W6_~82V^?JIS^PAl#YC|H4APPK8H_<~>+2U45^>VPZ12_F MJJCOC=V<~>I0_1TX4H%\$V^22_0 UGOB>3U|5^<~>M^1~47_1J|DH=H=U|I_Z MO|W|1YWZ\$115? 8&~:U|S_3|VR<~>D%+4112^ACV9T@_J1Y|SV\$COOI2|3_3/M-O=O^U%|~W<~>IV4M\$<~>ZVW9\$&@~P4^9V^<~>+P+C:K|~V\$5|O|<~>~&4 PP2+U00_M|FXU|S\$&6&N8R|R71L|?2@~M-2& R66ERTON^_J4V/548%|J@5OPH>~6Y0T^ M^?26@WZ|N1\$X\$G_1-0^G^4|B|N|U|E|1_&X+~|M^?>[2^<~>~&8PK6UV6|1 MG/%K|N|LTB|DYKKBRI2H~>6A|5_X|R^? MX^G@ID? &U787N^39^<~>WD+Y20S_R&-A1_1_X29Y^@|J|FX R71+\$&H|H=P|MPWMXZ201F7|BGESBP8ABK~XG|_1^"FJF6~17.O6^|FK_6M1M~>2^ M^?M^WT|P(OWD N8=2G7Q: |QO>P~%C\$|H^<~>C|<~>20V:~>OYOVLE^T+U@_M^|Z|I&~" O86G0YU|+N+>5V6H-UYC|2E^>M^TAA&W2O^*~!~!H^N2T^<~>K3_<~>9W|!N0^<~>K&A35E DOEM6OR\$D&?~?171^<~>L= MTH6|YXZUW^|H<~>J|P=12_2%v\$TZU_S|O|W&~2N4RV6|>?XMYD^G^K M P|S|_14\$N4|>?T=:7CFA8&V?P^R^FSQW|IN77_B5LW|CN M^\$U~>~!~!O|~>H904CK3_1>KH:K=ZHWYD8- U6F2~61^<~>|HOFI|Y/G_~W1_H^P^<~>M^X&1_5%<~>281XK\$&_J|@|LP|2|K|PAPW~ZZH|J|XNAX3F|E|>U:5~>3_ZX MON^<~>F~%&@J23ZF<~>R<~>-79_>~>Z3BL_?Y? M2VG6\$QNL<~>0\$ULC5\$MCLV|Y/M&K4_1^>~>W^DF@|M.MW6 MAVRIK>BZ|J9L98_<~>H^<~>EY^<~>E9^?28KE@7O^P^A|<~>~>M^1~47_1J|DH=H=U|I_Z MO|W|1YWZ\$115? 8&~:U|S_3|VR<~>D%+4112^ACV9T@_J1Y|SV\$COOI2|3_3/M-O=O^U%|~W<~>IV4M\$<~>ZVW9\$&@~P4^9V^<~>+P+C:K|~V\$5|O|<~>~&4 PP2+U00_M|FXU|S\$&6&N8R|R71L|?2@~M-2& R66ERTON^_J4V/548%|J@5OPH>~6Y0T^ M^?26@WZ|N1\$X\$G_1-0^G^4|B|N|U|E|1_&X+~|M^?>[2^<~>~&8PK6UV6|1 MG/%K|N|LTB|DYKKBRI2H~>6A|5_X|R^? MX^G@ID? &U787N^39^<~>WD+Y20S_R&-A1_1_X29Y^@|J|FX R71+\$&H|H=P|MPWMXZ201F7|BGESBP8ABK~XG|_1^"FJF6~17.O6^|FK_6M1M~>2^ M^?M^WT|P(OWD N8=2G7Q: |QO>P~%C\$|H^<~>C|<~>20V:~>OYOVLE^T+U@_M^|Z|I&~" O86G0YU|+N+>5V6H-UYC|2E^>M^TAA&W2O^*~!~!H^N2T^<~>K3_<~>9W|!N0^<~>K&A35E DOEM6OR\$D&?~?171^<~>L= MTH6|YXZUW^|H<~>J|P=12_2%v\$TZU_S|O|W&~2N4RV6|>?XMYD^G^K M P|S|_14\$N4|>?T=:7CFA8&V?P^R^FSQW|IN77_B5LW|CN M^\$U~>~!~!O|~>H904CK3_1>KH:K=ZHWYD8- U6F2~61^<~>|HOFI|Y/G_~W1_H^P^<~>M^X&1_5%<~>281XK\$&_J|@|LP|2|K|PAPW~ZZH|J|XNAX3F|E|>U:5~>3_ZX MON^<~>F~%&@J23ZF<~>R<~>-79_>~>Z3BL_?Y? M2VG6\$QNL<~>0\$ULC5\$MCLV|Y/M&K4_1^>~>W^DF@|M.MW6 MAVRIK>BZ|J9L98_<~>H^<~>EY^<~>E9^?28KE@7O^P^A|<~>~>M^1~47_1J|DH=H=U|I_Z MO|W|1YWZ\$115? 8&~:U|S_3|VR<~>D%+4112^ACV9T@_J1Y|SV\$COOI2|3_3/M-O=O^U%|~W<~>IV4M\$<~>ZVW9\$&@~P4^9V^<~>+P+C:K|~V\$5|O|<~>~&4 PP2+U00_M|FXU|S\$&6&N8R|R71L|?2@~M-2& R66ERTON^_J4V/548%|J@5OPH>~6Y0T^ M^?26@WZ|N1\$X\$G_1-0^G^4|B|N|U|E|1_&X+~|M^?>[2^<~>~&8PK6UV6|1 MG/%K|N|LTB|DYKKBRI2H~>6A|5_X|R^? MX^G@ID? &U787N^39^<~>WD+Y20S_R&-A1_1_X29Y^@|J|FX R71+\$&H|H=P|MPWMXZ201F7|BGESBP8ABK~XG|_1^"FJF6~17.O6^|FK_6M1M~>2^ M^?M^WT|P(OWD N8=2G7Q: |QO>P~%C\$|H^<~>C|<~>20V:~>OYOVLE^T+U@_M^|Z|I&~" O86G0YU|+N+>5V6H-UYC|2E^>M^TAA&W2O^*~!~!H^N2T^<~>K3_<~>9W|!N0^<~>K&A35E DOEM6OR\$D&?~?171^<~>L= MTH6|YXZUW^|H<~>J|P=12_2%v\$TZU_S|O|W&~2N4RV6|>?XMYD^G^K M P|S|_14\$N4|>?T=:7CFA8&V?P^R^FSQW|IN77_B5LW|CN M^\$U~>~!~!O|~>H904CK3_1>KH:K=ZHWYD8- U6F2~61^<~>|HOFI|Y/G_~W1_H^P^<~>M^X&1_5%<~>281XK\$&_J|@|LP|2|K|PAPW~ZZH|J|XNAX3F|E|>U:5~>3_ZX MON^<~>F~%&@J23ZF<~>R<~>-79_>~>Z3BL_?Y? M2VG6\$QNL<~>0\$ULC5\$MCLV|Y/M&K4_1^>~>W^DF@|M.MW6 MAVRIK>BZ|J9L98_<~>H^<~>EY^<~>E9^?28KE@7O^P^A|<~>~>M^1~47_1J|DH=H=U|I_Z MO|W|1YWZ\$115? 8&~:U|S_3|VR<~>D%+4112^ACV9T@_J1Y|SV\$COOI2|3_3/M-O=O^U%|~W<~>IV4M\$<~>ZVW9\$&@~P4^9V^<~>+P+C:K|~V\$5|O|<~>~&4 PP2+U00_M|FXU|S\$&6&N8R|R71L|?2@~M-2& R66ERTON^_J4V/548%|J@5OPH>~6Y0T^ M^?26@WZ|N1\$X\$G_1-0^G^4|B|N|U|E|1_&X+~|M^?>[2^<~>~&8PK6UV6|1 MG/%K|N|LTB|DYKKBRI2H~>6A|5_X|R^? MX^G@ID? &U787N^39^<~>WD+Y20S_R&-A1_1_X29Y^@|J|FX R71+\$&H|H=P|MPWMXZ201F7|BGESBP8ABK~XG|_1^"FJF6~17.O6^|FK_6M1M~>2^ M^?M^WT|P(OWD N8=2G7Q: |QO>P~%C\$|H^<~>C|<~>20V:~>OYOVLE^T+U@_M^|Z|I&~" O86G0YU|+N+>5V6H-UYC|2E^>M^TAA&W2O^*~!~!H^N2T^<~>K3_<~>9W|!N0^<~>K&A35E DOEM6OR\$D&?~?171^<~>L= MTH6|YXZUW^|H<~>J|P=12_2%v\$TZU_S|O|W&~2N4RV6|>?XMYD^G^K M P|S|_14\$N4|>?T=:7CFA8&V?P^R^FSQW|IN77_B5LW|CN M^\$U~>~!~!O|~>H904CK3_1>KH:K=ZHWYD8- U6F2~61^<~>|HOFI|Y/G_~W1_H^P^<~>M^X&1_5%<~>281XK\$&_J|@|LP|2|K|PAPW~ZZH|J|XNAX3F|E|>U:5~>3_ZX MON^<~>F~%&@J23ZF<~>R<~>-79_>~>Z3BL_?Y? M2VG6\$QNL<~>0\$ULC5\$MCLV|Y/M&K4_1^>~>W^DF@|M.MW6 MAVRIK>BZ|J9L98_<~>H^<~>EY^<~>E9^?28KE@7O^P^A|<~>~>M^1~47_1J|DH=H=U|I_Z MO|W|1YWZ\$115? 8&~:U|S_3|VR<~>D%+4112^ACV9T@_J1Y|SV\$COOI2|3_3/M-O=O^U%|~W<~>IV4M\$<~>ZVW9\$&@~P4^9V^<~>+P+C:K|~V\$5|O|<~>~&4 PP2+U00_M|FXU|S\$&6&N8R|R71L|?2@~M-2& R66ERTON^_J4V/548%|J@5OPH>~6Y0T^ M^?26@WZ|N1\$X\$G_1-0^G^4|B|N|U|E|1_&X+~|M^?>[2^<~>~&8PK6UV6|1 MG/%K|N|LTB|DYKKBRI2H~>6A|5_X|R^? MX^G@ID? &U787N^39^<~>WD+Y20S_R&-A1_1_X29Y^@|J|FX R71+\$&H|H=P|MPWMXZ201F7|BGESBP8ABK~XG|_1^"FJF6~17.O6^|FK_6M1M~>2^ M^?M^WT|P(OWD N8=2G7Q: |QO>P~%C\$|H^<~>C|<~>20V:~>OYOVLE^T+U@_M^|Z|I&~" O86G0YU|+N+>5V6H-UYC|2E^>M^TAA&W2O^*~!~!H^N2T^<~>K3_<~>9W|!N0^<~>K&A35E DOEM6OR\$D&?~?171^<~>L= MTH6|YXZUW^|H<~>J|P=12_2%v\$TZU_S|O|W&~2N4RV6|>?XMYD^G^K M P|S|_14\$N4|>?T=:7CFA8&V?P^R^FSQW|IN77_B5LW|CN M^\$U~>~!~!O|~>H904CK3_1>KH:K=ZHWYD8- U6F2~61^<~>|HOFI|Y/G_~W1_H^P^<~>M^X&1_5%<~>281XK\$&_J|@|LP|2|K|PAPW~ZZH|J|XNAX3F|E|>U:5~>3_ZX MON^<~>F~%&@J23ZF<~>R<~>-79_>~>Z3BL_?Y? M2VG6\$QNL<~>0\$ULC5\$MCLV|Y/M&K4_1^>~>W^DF@|M.MW6 MAVRIK>BZ|J9L98_<~>H^<~>EY^<~>E9^?28KE@7O^P^A|<~>~>M^1~47_1J|DH=H=U|I_Z MO|W|1YWZ\$115? 8&~:U|S_3|VR<~>D%+4112^ACV9T@_J1Y|SV\$COOI2|3_3/M-O=O^U%|~W<~>IV4M\$<~>ZVW9\$&@~P4^9V^<~>+P+C:K|~V\$5|O|<~>~&4 PP2+U00_M|FXU|S\$&6&N8R|R71L|?2@~M-2& R66ERTON^_J4V/548%|J@5OPH>~6Y0T^ M^?26@WZ|N1\$X\$G_1-0^G^4|B|N|U|E|1_&X+~|M^?>[2^<~>~&8PK6UV6|1 MG/%K|N|LTB|DYKKBRI2H~>6A|5_X|R^? MX^G@ID? &U787N^39^<~>WD+Y20S_R&-A1_1_X29Y^@|J|FX R71+\$&H|H=P|MPWMXZ201F7|BGESBP8ABK~XG|_1^"FJF6~17.O6^|FK_6M1M~>2^ M^?M^WT|P(OWD N8=2G7Q: |QO>P~%C\$|H^<~>C|<~>20V:~>OYOVLE^T+U@_M^|Z|I&~" O86G0YU|+N+>5V6H-UYC|2E^>M^TAA&W2O^*~!~!H^N2T^<~>K3_<~>9W|!N0^<~>K&A35E DOEM6OR\$D&?~?171^<~>L= MTH6|YXZUW^|H<~>J|P=12_2%v\$TZU_S|O|W&~2N4RV6|>?XMYD^G^K M P|S|_14\$N4|>?T=:7CFA8&V?P^R^FSQW|IN77_B5LW|CN M^\$U~>~!~!O|~>H904CK3_1>KH:K=ZHWYD8- U6F2~61^<~>|HOFI|Y/G_~W1_H^P^<~>M^X&1_5%<~>281XK\$&_J|@|LP|2|K|PAPW~ZZH|J|XNAX3F|E|>U:5~>3_ZX MON^<~>F~%&@J23ZF<~>R<~>-79_>~>Z3BL_?Y? M2VG6\$QNL<~>0\$ULC5\$MCLV|Y/M&K4_1^>~>W^DF@|M.MW6 MAVRIK>BZ|J9L98_<~>H^<~>EY^<~>E9^?28KE@7O^P^A|<~>~>M^1~47_1J|DH=H=U|I_Z MO|W|1YWZ\$115? 8&~:U|S_3|VR<~>D%+4112^ACV9T@_J1Y|SV\$COOI2|3_3/M-O=O^U%|~W<~>IV4M\$<~>ZVW9\$&@~P4^9V^<~>+P+C:K|~V\$5|O|<~>~&4 PP2+U00_M|FXU|S\$&6&N8R|R71L|?2@~M-2& R66ERTON^_J4V/548%|J@5OPH>~6Y0T^ M^?26@WZ|N1\$X\$G_1-0^G^4|B|N|U|E|1_&X+~|M^?>[2^<~>~&8PK6UV6|1 MG/%K|N|LTB|DYKKBRI2H~>6A|5_X|R^? MX^G@ID? &U787N^39^<~>WD+Y20S_R&-A1_1_X29Y^@|J|FX R71+\$&H|H=P|MPWMXZ201F7|BGESBP8ABK~XG|_1^"FJF6~17.O6^|FK_6M1M~>2^ M^?M^WT|P(OWD N8=2G7Q: |QO>P~%C\$|H^<~>C|<~>20V:~>OYOVLE^T+U@_M^|Z|I&~" O86G0YU|+N+>5V6H-UYC|2E^>M^TAA&W2O^*~!~!H^N2T^<~>K3_<~>9W|!N0^<~>K&A35E DOEM6OR\$D&?~?171^<~>L= MTH6|YXZUW^|H<~>J|P=12_2%v\$TZU_S|O|W&~2N4RV6|>?XMYD^G^K M P|S|_14\$N4|>?T=:7CFA8&V?P^R^FSQW|IN77_B5LW|CN M^\$U~>~!~!O|~>H904CK3_1>KH:K=ZHWYD8- U6F2~61^<~>|HOFI|Y/G_~W1_H^P^<~>M^X&1_5%<~>281XK\$&_J|@|LP|2|K|PAPW~ZZH|J|XNAX3F|E|>U:5~>3_ZX MON^<~>F~%&@J23ZF<~>R<~>-79_>~>Z3BL_?Y? M2VG6\$QNL<~>0\$ULC5\$MCLV|Y/M&K4_1^>~>W^DF@|M.MW6 MAVRIK>BZ|J9L98_<~>H^<~>EY^<~>E9^?28KE@7O^P^A|<~>~>M^1~47_1J|DH=H=U|I_Z MO|W|1YWZ\$115? 8&~:U|S_3|VR<~>D%+4112^ACV9T@_J1Y|SV\$COOI2|3_3/M-O=O^U%|~W<~>IV4M\$<~>ZVW9\$&@~P4^9V^<~>+P+C:K|~V\$5|O|<~>~&4 PP2+U00_M|FXU|S\$&6&N8R|R71L|?2@~M-2& R66ERTON^_J4V/548%|J@5OPH>~6Y0T^ M^?26@WZ|N1\$X\$G_1-0^G^4|B|N|U|E|1_&X+~|M^?>[2^<~>~&8PK6UV6|1 MG/%K|N|LTB|DYKKBRI2H~>6A|5_X|R^? 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W7@IH1J483FS9E.9SD1+>A.M.KT.<F^B7/464.M.<K.&9.NAIYO?>#F1F39>9.43X990.1^L5>U>V>VILJK2D0I19<2\$E.M.M\$EM.75#JTTI"R\$A.2YOL.M>I>?>
[9J?YDQIHU>G.U1.U/DT/DS<4>-9S.6.MJ.H4512%5-BTXH811(160L.P)R"A.5.L9JFSFK-GV2<.<89I(H@82\$M.D#>P#D#81.K1J-B5M.YJ1.#F^4.OI.OZ1\$YVXXDSTZ&UAX1A2%>@>BN!
M8*W>UYCUW.CZG.0TBV1YJ.UE08O&G.M5T1(2@->@I(B4%Y.H16N+9.F.M17V4%5ZK51.V/U.4G.H+0(E19J1=KZ1.O26WVVOF\$S(940M92D+1J?>HA" M)TUJ)6.Y94K816..X4?
N0&0ZK?>KT.H+0^FQ5"TFEP.I5W.G+I2\$>K2T7Z.M5LO<YJZ.ALB1L8VLY&U7KJUSI3Y2HD1A.OJLX+2E1#>\$5K"Z2O6GVWV219.MZZ2?
J=BS @.Z.LCPO7T1.1VEAP2B1\$IG/IT107BMI.D0U1T.M:ZZO+..W.M+>20G/@E9^#&8FC.WWVJISMBO<?>F^VU.MVIN7EIZ#IN"5I/MJ)M<C%M
MHOPDIXK9P2.XB.M.O?>U2S=EVJKN7O.S.IWUEI@>4?>THK7D-M.R7N15.M#JHUMNNG:U9T&X60IUNNR>)>DIO.K1I/EYGK1JH.0E"TW&IJO6@=>B#>148TJZ9-).ITK:>@-
I^4H1&I46@M1B# MUEY U7

!J,@15BBI{HE[.<8#G)Y0+&U7+GHAN;PMN]INQVKRB7L5S.-!7*1/MSWC35ON4!G@2YGJLW\$-N51;F^OR<[;8YRE/TU\$%&[1G^;BR+Y M@^&U3+DHQ@IBQ=CN2I-
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 M>_G,GP&^<N+>:G,IVZ_#4\$!M!U(R_5CFG;M:NO@+>+3 9 M+&P=VIR:VH965T!M=G,9QMO!4V15O<-(FT^T4O->#8!E8?KD3J)>#^<^>R1C1MZ=AR7N!<+>(MOD=)
 M14/Q\$4G=ON3*;*5^2L6^14E6HW62I72CN!&S&#6M ZC^W<=555YS/[P]@!2%GyDQO;R&6T2>3G_70LJE04.G-VZL M_V40VWVW#ZQ\$;>TJ5ITUA?>
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 !P%BA>@QHB9>D4>8>HGE,IICT+X+P!>K7K3PQ?>:::3%K3OH>X>BH!6% MG&M^ESHPPJ>>::1!6M?KU7U4!\$-6JF^CSYF>
 (=(S!D)BH07K807)UVC!<UEN&GNPNRLV\$1,T5K6S2RG9 M6A9S0>V!5W>D<C&X>KL5^PDI/(6VH)^6!9-GM,F8-N6!SIR<^>^!>PJ M3!INZ!=DS^\$F:L5N%<^<^> E43^*#7;
 M2L.H+>TIL_W\$3M144L!;I!<^>VYV/<0(2KJ/_L=)S1!S+8!-;>:9O!&Y2F MF <+!5J<9U%RJE!@5%>GU%03D&IV4894G!>OP *%>!B=I>.W=SOI%LVN MP>ZN!Z?
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 J755#-!>WM^EAWK7_0!N^/NY2<I&Z!>V^H0?>!!12<M?17M55 M:#\$>S=&L^3*&M!>V\$>=??7.7.%5LF>=>Z9PW2

[illegible]


```

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M'U^2DA5)5H1E2I>|;|<=>9,SJV9G0@IYMS>+<,<P&OM(GH:7ZILGB+R C."3*8F(16W)H,XV,1,Q6A1= OG M,1./Y21PIBPC>=&3;K99",C'DT)IE>:<*W8V-H@ 2MX3IC<
<3P^RH3B5>3>#F/L&A MM+4,&A,9)WGI+&Z0IHCXAH6|,7,P2D>G+&|X#%6SJXKWW@E0I>|>R/X M8-"W2QR5X4+>
(8>3$24'0*6U0),+57WE+>158MDH2T1P(W53J4GTOIW51=IG ML^DR^LR 4B^KR M'3,V,VE(IAD,C,N#SXJ#,R^+<GUSIS8QW^JM7(7GOH^WW$**SE G MG3.F%,<
(=>P+>P=H)U.T6S6EM3P^0N^W^P4DN,H9,IV+<41W^N,1+>2UDNU@ MC,&T$<Z, RJC < 8 26SUW4Z,0+>=8)F$>|>H5BX?>D$B^M,7BR2BX0*U MHJ5
#12B,%?Z#B1Z_X,AWIY,XSP;I!)X:>=>=I0;11%4.6%U1C&3,F1^FV, M^-TPI>|>7C(A?4TIB>_ ?F&*%W^VS9W+&|>S*%>| 1.42V;U:=|T8;V1WJMD M,L%<G6^>I)K
<6%>50#,<2A)H%<S6G%>+>=<($UBI04Q)SXT^X?)>?> O'P, E M-ITV^DN,PE?>@1/TXC92^5QM,M+<^FE Y@,I MI1IEWF$T%|KB$788V=ZP15U6?GNI%MDLI-KKG=V;+<@>1-4W
|>3|>7^>1>5.M%<K6B1+K0FE<QOP7,OZ1FVWZ8Y1D,M.I15Y13JXMTI>|>4R<^<4ZSIR@P=P=^F61DPYHALVU,BJSFVQ5B@VJWF MAU,U,
60MS^S^<N>VQI^YHQH|>7,7PIK2^&P=O=VIR-W-H965T^U4$!>+<IADB^M^"C, R:WDJ197QVR1V^"X-0:Y9F@BFR8BSA&F$5<B(W8D@G),N-0, <Y<,<J5F,P:O$|F M4L1RX=F?>
%<6KH=7S0$H6>|>1.I1A1O)<A9>P2C1P^&NVNIM(XCQ?^6$>0 MAI9,NB>B< <^&D,4&,<Q|(OIE-58X@B^+<LUMI,P^9IK7K5E8E 9;Z,M2DNU8GJPG,07DH+IYPU15
M+RU3@1L,>^*1;0F);Y.FS&1.<6P3@+>_WG+6V1^JL13@I7@, 351F&:R.W@, M^*W^I2I1^5R^K^N=>=<G$3XIPQ,MPD2/<7S?L$K2^#^X "U $AVOP,MV^MYV M78R&*@L
I^>VPZ,IQ461^6VRJWBD=41A=>NP MND=8GBZCA+T2JM?<=<I@UKKSE^"H(Y6GB2) 5W^VS51=4H $S6M^21M _MSL3M P 9P:>2Y^<ZA9V;UHBCKUO0 //@>
P+/(69H=>P,HZE |6J|L=<=< M)W1+&L^>DZJ> JW00=<NAB^M^9VOLV|K&F)40P1-6,M.BB>?>R^K4^592^>NU
M<S>:8<60Y#< RN1G7U>;O919&WYG21Q^HSTVPTG;&+<Y3N4+>+>Q0AQOZ<$5@<I/ MFQ7>2>R-G>=<=<2W>X|/P^P4&39/HI03>.>NJP<D,|6%<5%<SOKHX6X2%$H8NE%*^ M<
%>:SE=<=<=<=<21ZEOT/R@<@IJIY$S8BDF91E9^*O@LJNCQ?MIO^2B^>J> MW1-YTCV/PBB (I=<=<L7D180YKX(A7&HJK3 EOJX P3 M=>=<=<IEC F,6722JS (M=>?7:0BG,<+>G+&
I9Z14>$>V^"%,<79^<KZD%<6)5M1<4%4%1/7&ZSH6P$%> MTPIR=P^#^<@ OIK@/I4@<XT:T^FJW^X,-+M2KM7,70E@<I/5,5HAK46FIR,
M1JWRI:C^3B21UJB<=<#^>#>=>16CV<7>0,0."I^8Y,(404)WDPB=#^<+>^F,M:0%|J1I1E^F^W^"/,KAB5F4 Q32MMP4>^T>#>=>N1R1Z&XDCIR^A^Y*>=<IY
MB3$Z13$,XWZ&+<3W>^XW V,B 9?E-O^W #YCI6:JIP =<O7$^<BR9DH0^>O MPZFO7/VTWJ73^VAVAGU0=87^YS P(GEO^<^"MW9Q2^MVOGNO> 29 1W^TH^8YR2-
BN1ZN55Z,U-7UT5KC^2SRI0G@/ERCIDI5YXU8RKB60+TSV$F1>|>9<GNH,MUP9J48$W$RT^<^&S, "X$4$L^110 ( R, 5B/UW@<A 4 $ 7 9 M>=<P=O=VIR-W-H965T1F+I^ONU@/ M,
I&MZUUG+LTD3>|SEK1^PF0?>=ORI(LFPAK^2MOI@=<A,8AV5W8;RCQ3/; M8,5ICRS-V<38<+ZL4T,7E^>V=V7=^XER,K&B1(2ZQ=IDV^P^CI+>4M,V+>_M, M5F1-
Z:CJNR^F8UKRE,3XO@<L$>4,JA$AE,XFIC3V^0ID0>=<R&PRY,MVB:$% MVMX7HF6V^G<X(S4&15Q/C^MY$), *E<3V1, 8T3>0IBPI29->+<G$1,2^M<=<IC+B&0^<O12,W$> V0
M14J4 Y =YI08Y G6:<LNH7!I19R^OIR3C<F60@HSDI3 ZT1I0!PI V M^H^M^"X^N!>1<=<XZ>@ILHN<=<P6L4^M^<V0 M^N 7B:<HNZ X44E@<R8^<4I,
M$S9Z2B@O^"C1,CQ:73I$<5K&61^2X&Z^<I9N,UG,"+4&614?+>=>=>1C+1 06D2^WM TP87V>?>3^<4T,IN3ITK=<=<C^<5X$ I2 M5X^G=<462321^%0%<M^
>0,0ME=<=<KR6F^<0CMLT3&J4>Y=I8D1)OQ1P4E, MMF(H7P,6X|I@G& M$ 4,WO^"=<5O1E^L^M1D^Y63ZC@<I/ 7Y+<I/>1>Z>@I MPB:WZ170I@>A>=<Q01JWSEC7E^<ZPI@H
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M/34=ZM2T4:>+<Z&M/J^,QUO#F4U1C0:>UJ0A-S8@<=<9%TX+<A3:1PL^Y, M^R81^KBK&C1N=<Z,W>X^#A^<L&S8>135,DRKAVY 2N61,6%OT?LVE;O@IJI
M^<O@<JK7:1$<U60U8/X)ISV4 7^XIE<=<=<8W&A HUIJN61HIK?%,*<Kp=3 MC3>G0OR7^RKMUOFCFN9J YJNUNMVMVOJU=>^T7&,<^<90T^<O1O5&^<IOGX< M^HJ^
>4&6UL<=<=<MLX$<T50LLE4^9,D,7L<6+<P$3&9&+<S22M MPV(2&S&EL95(E13:9+<I^AY2B,KJLIL^<2+S,)^X$^<X6@OY74 FCSG&5=C<M^<J6Z^>5%=>04W4V^N XLO RIQI|N;
|GI>=<V<NYS(SLYDI^< ME#1C<,<2!+>+>7PY@P^TRLOIT>1VXV9M4F$P$<A$51^70C5,8LIM41^6 U=, M^"4">78FG=<IT-A@<ZU,UFJ3C8R2R^<FVY5,G8IOP@RB+5IH@A:P12RS
AC1UIM,L1PWVZ,HEU8I:GFB^JBB^<82GBZ^2T=<+<B9Z7NQ @RUGI|BT6F MDI>L:UO/I^OIM,AK9V20,UII7Z=<APT^Q^QW&L^2I^INAN^3ANZ6^<V#IBQ3^<DG@C^<J T
)<I^7930Z!/>7=9SY!P& E/R$1-XQ3V, MVVQ<G^TIWX "<H EK&8^/7AW:5^TF4&5R^A^<JSE^9E)4,U-2 6 MY)ORF=<S+>^<DM,1$ ZWR,ZAP^A+<7&K
M1,OWA,1N1K4LVL5A!/>ZS>=<^TUI^L^B5YQ54K<JB 8A9R5,5E4V^7,4PK ML-X&V^+Y:Y%OPL^<U/6 89E R#>+21S+<A^<^<43#&38CUNEM^=<JW^2^3ID$C9^&gt
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[http://www.shpreit.com/role/CondensedConsolidatedBalanceSheetsParentheticalCondensedConsolidatedBalanceSheets\(Parenthetical\)Statements3falsefalseR4.htm](http://www.shpreit.com/role/CondensedConsolidatedBalanceSheetsParentheticalCondensedConsolidatedBalanceSheets(Parenthetical)Statements3falsefalseR4.htm)
9952153 - Statement - Condensed Consolidated Statements of Operations (Unaudited) Sheet
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9952154 - Statement - Condensed Consolidated Statements of Comprehensive Income (Loss) (Unaudited) Sheet
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9952155 - Statement - Condensed Consolidated Statements of Changes in Equity and Redeemable Non-controlling Interests Sheet
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9952156 - Statement - Condensed Consolidated Statements of Cash Flows (Unaudited) Sheet
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9952157 - Disclosure - DESCRIPTION OF BUSINESS Sheet
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9952158 - Disclosure - BASIS OF PRESENTATION AND SIGNIFICANT ACCOUNTING POLICIES Sheet
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9952159 - Disclosure - INVESTMENTS IN LODGING PROPERTY, NET Sheet
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9952162 - Disclosure - LEASES Sheet
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9952164 - Disclosure - EQUITY Sheet
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9952165 - Disclosure - NON-CONTROLLING INTERESTS AND REDEEMABLE NON-CONTROLLING INTERESTS Sheet
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9952166 - Disclosure - FAIR VALUE MEASUREMENT Sheet
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9954471 - Disclosure - BASIS OF PRESENTATION AND SIGNIFICANT ACCOUNTING POLICIES (Policies) Sheet
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9954472 - Disclosure - BASIS OF PRESENTATION AND SIGNIFICANT ACCOUNTING POLICIES (Tables) Sheet
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9954476 - Disclosure - DERIVATIVE FINANCIAL INSTRUMENTS AND HEDGING (Tables) Sheet
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9954480 - Disclosure - EARNINGS PER SHARE (Tables) Sheet
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9954482 - Disclosure - DESCRIPTION OF BUSINESS (Details) Sheet
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9954483 - Disclosure - BASIS OF PRESENTATION AND SIGNIFICANT ACCOUNTING POLICIES - Additional Information (Details) Sheet
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9954484 - Disclosure - BASIS OF PRESENTATION AND SIGNIFICANT ACCOUNTING POLICIES - Schedule of Estimated Useful Lives of Hotel Properties and Related Assets (Details) Sheet
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9954485 - Disclosure - INVESTMENTS IN LODGING PROPERTY, NET - Schedule of Investment in Lodging Properties (Details) Sheet
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9954488 - Disclosure - INVESTMENTS IN LODGING PROPERTY, NET - Lodging Property Sales (Sale of Portfolio of Two Lodging Properties - New Orleans, LA) (Details) Sheet
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9954492 - Disclosure - INVESTMENTS IN LODGING PROPERTY, NET - Schedule of Assets Held for Sale (Details) Sheet
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9954493 - Disclosure - INVESTMENTS IN LODGING PROPERTY, NET - Schedule of Intangible Assets, Net (Details) Sheet
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9954494 - Disclosure - INVESTMENTS IN LODGING PROPERTY, NET - Schedule of Future Amortization Expense Related to Intangible Assets (Details) Sheet
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9954495 - Disclosure - INVESTMENT IN REAL ESTATE LOANS - Additional Information (Details) Sheet
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9954498 - Disclosure - DEBT - Fixed-Rate and Variable-Rate Debt, after Giving Effect to Interest Rate Derivatives (Details) Sheet
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9954501 - Disclosure - DEBT - \$600 Million Senior Credit and Term Loan Facility (Details) Sheet
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9954502 - Disclosure - DEBT - 2024 Term Loans (Details) Sheet
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9954503 - Disclosure - DEBT - Convertible Senior Notes and Capped Call Options (Details) Notes
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9954504 - Disclosure - DEBT - MetaBank Loan (Details) Sheet
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http://www.shpreit.com/role/DERIVATIVEFINANCIALINSTRUMENTSANDHEDGING-ScheduleofGainorLossRecognizedonDerivativeFinancialInstrumentsDetailsDetails 66 false false R67.htm 9954513 - Disclosure - EQUITY - Narrative (Details) Sheet http://www.shpreit.com/role/EQUITYNarrativeDetails EQUITY - Narrative (Details) Details 67 false false R68.htm 9954514 - Disclosure - EQUITY - Changes in Common Stock (Details) Sheet http://www.shpreit.com/role/EQUITYChangesinCommonStockDetails EQUITY - Changes in Common Stock (Details) Details 68 false false R69.htm 9954515 - Disclosure - NON-CONTROLLING INTERESTS AND REDEEMABLE NON-CONTROLLING INTERESTS (Details) Sheet http://www.shpreit.com/role/NONCONTROLLINGINTERESTSANDREDEEMABLENONCONTROLLINGINTERESTSDetails NON-CONTROLLING INTERESTS AND REDEEMABLE NON-CONTROLLING INTERESTS (Details) Details 69 false false R70.htm 9954516 - Disclosure - FAIR VALUE MEASUREMENT - Schedule of Disclosures Concerning Financial Instruments Measured at Fair Value (Details) Sheet http://www.shpreit.com/role/FAIRVALUEMEASUREMENTScheduleofDisclosuresConcerningFinancialInstrumentsMeasuredatFairValueDetails FAIR VALUE MEASUREMENT - 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Unrecognized Equity-based Compensation Expense for all Non-vested Awards (Details) Details 77 false false R78.htm 9954524 - Disclosure - INCOME TAXES (Details) Sheet http://www.shpreit.com/role/INCOMETAXESDetails INCOME TAXES (Details) Details 78 false false R79.htm 9954525 - Disclosure - EARNINGS PER SHARE (Details) Sheet http://www.shpreit.com/role/EARNINGSPERSHAREDetails EARNINGS PER SHARE (Details) Details 79 false false R80.htm 9954526 - Disclosure - SUPPLEMENTAL CASH FLOW INFORMATION (Details) Sheet http://www.shpreit.com/role/SUPPLEMENTALCASHFLOWINFORMATIONDetails SUPPLEMENTAL CASH FLOW INFORMATION (Details) Details 80 false false R81.htm 9954527 - Disclosure - SUBSEQUENT EVENTS (Details) Sheet http://www.shpreit.com/role/SUBSEQUENTEVENTSDetails SUBSEQUENT EVENTS (Details) Details 81 false false R82.htm 9954528 - Disclosure - SUBSEQUENT EVENTS - All Reports Book All Reports inn-20240630.htm inn-20240630.xsd inn-20240630_def.xml inn-20240630_lab.xml inn-20240630_pre.xml http://fasb.org/us-gaap/2024 http://xbrl.sec.gov/dei/2024 http://xbrl.sec.gov/ecd/2024 true true JSON 100 MetaLinks.json IDEA: XBRL DOCUMENT { "version": "2.2", "instance": { "inn-20240630.htm": { "nsPrefix": "inn", "nsURI": "http://www.shpreit.com/20240630", "dts": { "inline": { "local": { "inn-20240630.htm" }, "schema": { "local": { "inn-20240630.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/sfp/2024/sfp-2024.xsd" }, "calculationLink": { "local": { "inn-20240630.cal.xml" }, "definitionLink": { "local": { "inn-20240630_def.xml" } }, "labelLink": { "local": { "inn-20240630_lab.xml" }, "presentationLink": { "local": { "inn-20240630_pre.xml" } } }, "keyStandard": 290, "keyCustom": 88, "axisStandard": 44, "axisCustom": 1, "memberStandard": 60, "memberCustom": 88, "hidden": { "total": 8, "http://fasb.org/us-gaap/2024": 3, "http://xbrl.sec.gov/dei/2024": 5 }, "contextCount": 449, "entityCount": 1, "segmentCount": 157, "elementCount": 806, "unitCount": 21, "baseTaxonomies": { "http://fasb.org/us-gaap/2024": 1135, "http://xbrl.sec.gov/dei/2024": 36, "http://xbrl.sec.gov/ecd/2024": 4 }, "report": { "R1": { "role": "http://www.shpreit.com/role/Cover", "longName": "0000001 - 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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": { "r6", "r353", "r360", "r837" } }, "inn_AreaOfLandAcquired": { "xbrltype": "areaItemType", "nsuri": "http://www.shpreit.com/20240630", "localname": "AreaOfLandAcquired", "presentation": { "http://www.shpreit.com/role/NONCONTROLLINGINTERESTSANDREDEEMABLENONCONTROLLINGINTERESTSDetails" }, "lang": { "en-us": { "role": { "terseLabel": "Area of land acquired", "label": "Area of Land Acquired", "documentation": "Area of Land Acquired" } } }, "auth_ref": { "r6", "r353", "r360", "r837" } }, "us-gaap_ArrangementsAndNonarrangementTransactionsMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ArrangementsAndNonarrangementTransactionsMember", "presentation": { "http://www.shpreit.com/role/COMMITMENTSANDCONTINGENCIESDetails" }, "lang": { "en-us": { "role": { "terseLabel": "Collaborative Arrangement and Arrangement Other than Collaborative [Domain]", "label": "Collaborative Arrangement and Arrangement Other than Collaborative [Domain]", "documentation": "Collaborative arrangement and arrangement other than collaborative applicable to revenue-generating activity or operations." } } }, "auth_ref": { "r518" } }, "us-gaap_AssetAcquisitionAxis": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AssetAcquisitionAxis", "presentation": { "http://www.shpreit.com/role/DEBTGICJointVentureCreditFacilityDetails", "http://www.shpreit.com/role/DEBTGICJointVentureTermLoanDetails", "http://www.shpreit.com/role/INVESTMENTSINLODGINGPROPERTYNETSscheduleofLodgingPropertiesAcquiredDetails", "http://www.shpreit.com/role/INVESTMENTSINLODGINGPROPERTYNETSscheduleofLodgingPropertyAcquisitionsDetails" }, "lang": { "en-us": { "role": { "terseLabel": "Asset Acquisition [Axis]", "label": "Asset Acquisition [Axis]", "documentation": "Information by asset acquisition." } } }, "auth_ref": { "r354", "r355", "r356", "r357", "r358", "r1095" } }, "us-gaap_AssetAcquisitionConsiderationTransferred": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AssetAcquisitionConsiderationTransferred", "crdr": "credit", "presentation": { "http://www.shpreit.com/role/DEBTGICJointVentureTermLoanDetails", "http://www.shpreit.com/role/INVESTMENTSINLODGINGPROPERTYNETSscheduleofLodgingPropertiesAcquiredDetails" }, "lang": { "en-us": { "role": { "terseLabel": "Purchase Price", "label": "Consideration transferred to acquire hotel property", "documentation": "Asset Acquisition, Consideration Transferred", "documentation": "Amount of consideration transferred in asset acquisition. 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"http://www.shpreit.com/role/EQUITYBASEDCOMPENSATIONUnrecognizedEquitybasedCompensationExpenseforallNonvestedAwardsDetails",
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for disposal group and discontinued operations. Cash includes, but is not limited to, currency on hand, demand deposits with banks or financial institutions, and other
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from exchange rate change. Cash includes, but is not limited to, currency on hand, demand deposits with banks or financial institutions, and other accounts with general
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supplemental cash flow activities, including cash, noncash, and part noncash transactions, for the period. Noncash is defined as information about all investing and
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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": ["r93", "r157", "r646", "r723"] }, "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": "CommitmentsAndContingenciesDisclosureTextBlock", "presentation": ["http://www.shpreit.com/role/COMMITMENTSANDCONTINGENCIES"], "lang": { "en-us": { "role": { "terseLabel": "COMMITMENTS AND CONTINGENCIES", "label": "Commitments and Contingencies Disclosure [Text Block]", "documentation": "The entire disclosure for commitments and contingencies." } } }, "auth_ref": ["r128", "r375", "r376", "r799", "r1044", "r1049"] }, "us-gaap_CommonStockDividendsPerShareDeclared": { "xbrltype": "perShareItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "CommonStockDividendsPerShareDeclared", "presentation": ["http://www.shpreit.com/role/SUBSEQUENTEVENTSDetails"], "lang": { "en-us": { "role": { "terseLabel": "Common stock cash dividend (in dollars per share)", "label": "Common Stock, Dividends, Per Share, Declared", "documentation": "Aggregate dividends declared during the period for each share of common stock outstanding." } } }, "auth_ref": ["r139"] }, "us-gaap_CommonStockMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "CommonStockMember", "presentation": ["http://www.shpreit.com/role/CondensedConsolidatedStatementsOfChangesInEquityAndRedeemableNoncontrollingInterests", "http://www.shpreit.com/role/Cover"], "lang": { "en-us": { "role": { "terseLabel": "Common Stock", "label": "Common Stock [Member]", "documentation": "Stock that is subordinate to all other stock of the issuer." } } }, "auth_ref": ["r881", "r882", "r883", "r885", "r886", "r887", "r890", "r1015", "r1016", "r1018", "r1102", "r1175", "r1180"] }, "us-gaap_CommonStockParOrStatedValuePerShare": { "xbrltype": "perShareItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "CommonStockParOrStatedValuePerShare", "presentation": ["http://www.shpreit.com/role/CondensedConsolidatedBalanceSheetsParenthetical", "http://www.shpreit.com/role/EQUITYNarrativeDetails"], "lang": { "en-us": { "role": { "terseLabel": "Common stock, par value (in dollars per share)", "label": "Common Stock, Par or Stated Value Per Share", "documentation": "Face amount or stated value per share of common stock." } } }, "auth_ref": ["r97"] }, "us-gaap_CommonStockSharesAuthorized": { "xbrltype": "sharesItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "CommonStockSharesAuthorized", "presentation": ["http://www.shpreit.com/role/CondensedConsolidatedBalanceSheetsParenthetical", "http://www.shpreit.com/role/EQUITYNarrativeDetails"], "lang": { "en-us": { "role": { "terseLabel": "Common stock, shares authorized (in shares)", "label": "Common Stock, Shares Authorized", "documentation": "The maximum number of common shares permitted to be issued by an entity's charter and bylaws." } } }, "auth_ref": ["r97", "r724"] }, "us-gaap_CommonStockSharesIssued": { "xbrltype": "sharesItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "CommonStockSharesIssued", "presentation": ["http://www.shpreit.com/role/CondensedConsolidatedBalanceSheetsParenthetical"], "lang": { "en-us": { "role": { "terseLabel": "Common stock, shares issued (in shares)", "label": "Common Stock, Shares, Issued", "documentation": "Total number of common shares of an entity that have been sold or granted to shareholders (includes common shares that were issued, repurchased and remain in the treasury). These shares represent capital invested by the firm's shareholders and owners, and may be all or only a portion of the number of shares authorized. Shares issued include shares outstanding and shares held in the treasury." } } }, "auth_ref": ["r97"] }, "us-gaap_CommonStockSharesOutstanding": { "xbrltype": "sharesItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "CommonStockSharesOutstanding", "presentation": ["http://www.shpreit.com/role/CondensedConsolidatedBalanceSheetsParenthetical", "http://www.shpreit.com/role/CondensedConsolidatedStatementsOfChangesInEquityAndRedeemableNoncontrollingInterests", "http://www.shpreit.com/role/EQUITYChangesInCommonStockDetails"], "lang": { "en-us": { "role": { "terseLabel": "Common stock, shares outstanding (in shares)", "periodStartLabel": "Beginning shares of Common Stock outstanding (in shares)", "periodEndLabel": "Ending shares of Common Stock outstanding (in shares)", "label": "Common Stock, Shares, Outstanding", "documentation": "Number of shares of common stock outstanding. Common stock represent the ownership interest in a corporation." } } }, "auth_ref": ["r13", "r97", "r724", "r743", "r1180", "r1181"] }, "us-gaap_CommonStockValue": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "CommonStockValue", "crdr": "credit", "calculation": { "parentTag": "us-gaap_StockholdersEquity", "weight": 1.0, "order": 5.0 }, "presentation": ["http://www.shpreit.com/role/CondensedConsolidatedBalanceSheets"], "lang": { "en-us": { "role": { "terseLabel": "Common stock, \$0.01 par value per share, 500,000,000 shares authorized, 108,276,243 and 107,593,373 shares issued and outstanding at June/u00A0030, 2024 and December/u00A0031, 2023, respectively", "label": "Common Stock, Value, Issued", "documentation": "Aggregate par or stated value of issued nonredeemable common stock (or common stock redeemable solely at the option of the issuer). This item includes treasury stock repurchased by the entity. Note: elements for number of nonredeemable common shares, par value and other disclosure concepts are in another section within stockholders' equity." } } }, "auth_ref": ["r97", "r649", "r866"] }, "inn_CommonStockVotingRightsNumber": { "xbrltype": "integerItemType", "nsuri": "http://www.shpreit.com/20240630", "localname": "CommonStockVotingRightsNumber", "presentation": ["http://www.shpreit.com/role/EQUITYNarrativeDetails"], "lang": { "en-us": { "role": { "terseLabel": "Common stock, number of votes", "label": "Common Stock Voting Rights Number", "documentation": "Common Stock Voting Rights Number" } } }, "auth_ref": [] }, "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": ["r948"] }, "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": ["r947"] }, "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": ["r949"] }, "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": ["r946"] }, "inn_ComprehensiveIncomeLossAvailableToCommonStockholders": { "xbrltype": "monetaryItemType", "nsuri": "http://www.shpreit.com/20240630", "localname": "ComprehensiveIncomeLossAvailableToCommonStockholders", "crdr": "credit", "calculation": { "parentTag": null, "weight": null, "order": null, "root": true }, "presentation": ["http://www.shpreit.com/role/CondensedConsolidatedStatementsOfComprehensiveIncomeLossUnaudited"], "lang": { "en-us": { "role": { "totalLabel": "Comprehensive income (loss) attributable to common stockholders", "label": "Comprehensive Income (Loss) Available to Common Stockholders", "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 the common stockholders." } } }, "auth_ref": [] }, "us-gaap_ComprehensiveIncomeNetOfTax": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ComprehensiveIncomeNetOfTax", "crdr": "debit", "calculation": { "parentTag": "inn_ComprehensiveIncomeLossAvailableToCommonStockholders", "weight": 1.0, "order": 1.0 }, "presentation": ["http://www.shpreit.com/role/CondensedConsolidatedStatementsOfComprehensiveIncomeLossUnaudited"], "lang": { "en-us": { "role": { "totalLabel": "Comprehensive income attributable to Summit Hotel Properties, Inc.", "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": ["r21", "r216", "r218", "r226", "r639", "r660", "r662"] }, "us-gaap_ComprehensiveIncomeNetOfTaxAttributableToNoncontrollingInterest": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ComprehensiveIncomeNetOfTaxAttributableToNoncontrollingInterest", "crdr": "debit", "calculation": { "parentTag": "us-gaap_ComprehensiveIncomeNetOfTax", "weight": -1.0, "order": 1.0 }, "presentation": ["http://www.shpreit.com/role/CondensedConsolidatedStatementsOfComprehensiveIncomeLossUnaudited"], "lang": { "en-us": { "role": { "negatedTerseLabel": "Comprehensive (income) loss attributable to non-controlling interests", "label": "Comprehensive Income (Loss), Net of Tax, Attributable to Noncontrolling Interest", "documentation": "Amount after tax of increase (decrease) in equity from transactions and other events and circumstances from net income (loss) and other comprehensive income (loss), attributable to noncontrolling interests. Excludes changes in equity resulting from investments by owners and distributions to owners." } } }, "auth_ref": ["r4", "r60", "r63", "r216", "r218", "r225", "r638", "r660", "r661"] }, "us-gaap_ComprehensiveIncomeNetOfTaxIncludingPortionAttributableToNoncontrollingInterest": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ComprehensiveIncomeNetOfTaxIncludingPortionAttributableToNoncontrollingInterest", "crdr": "credit", "calculation": { "parentTag": "us-gaap_ComprehensiveIncomeNetOfTax", "weight": 1.0, "order": 2.0 }, "presentation": ["http://www.shpreit.com/role/CondensedConsolidatedStatementsOfComprehensiveIncomeLossUnaudited"], "lang": { "en-us": { "role": { "totalLabel": "Comprehensive income", "label": "Comprehensive Income (Loss), Net of Tax, Including Portion Attributable to Noncontrolling Interest", "documentation": "Amount after tax of increase (decrease) in equity from transactions and other events and circumstances from net income and other comprehensive income. Excludes changes in equity resulting from investments by owners and distributions to owners." } } }, "auth_ref": ["r63", "r146", "r216", "r218", "r224", "r637", "r660"] }, "srt_ConsolidatedEntitiesAxis": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/srt/2024", "localname": "ConsolidatedEntitiesAxis", "presentation": ["http://www.shpreit.com/role/DEBTGICJointVentureCreditFacilityDetails", "http://www.shpreit.com/role/DEBTGICJointVentureTermLoanDetails", "http://www.shpreit.com/role/DEBTScheduleofOutstandingIndebtednessDetails"], "lang": { "en-us": { "role": { "terseLabel": "Consolidated Entities [Axis]", "label": "Consolidated Entities [Axis]" } } }, "auth_ref": ["r245", "r520", "r521", "r524", "r525", "r591", "r804", "r1054", "r1057", "r1058"] }, "srt_ConsolidatedEntitiesDomain": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/srt/2024", "localname": "ConsolidatedEntitiesDomain", "presentation": ["http://www.shpreit.com/role/DEBTGICJointVentureCreditFacilityDetails", "http://www.shpreit.com/role/DEBTGICJointVentureTermLoanDetails", "http://www.shpreit.com/role/DEBTScheduleofOutstandingIndebtednessDetails"], "lang": { "en-us": { "role": { "terseLabel": "Consolidated Entities [Domain]", "label": "Consolidated Entities [Domain]" } } }, "auth_ref": ["r245", "r520", "r521", "r524", "r525", "r591", "r804", "r1054", "r1057", "r1058"] }, "us-gaap_ConstructionInProgressMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ConstructionInProgressMember", "presentation": ["http://www.shpreit.com/role/INVESTMENTSINLODGINGPROPERTYNETScheduloffInvestmentinLodgingPropertiesDetails"], "lang": { "en-us": { "role": { "terseLabel": "Construction in progress", "label": "Construction in Progress [Member]", "documentation": "Structure or a modification to a structure under construction. Includes recently completed structures or modifications to structures that have not been placed into service." } } }, "auth_ref": [] }, "us-gaap_ConstructionLoansMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ConstructionLoansMember", "presentation": ["http://www.shpreit.com/role/INVESTMENTINREALESTATELOANSAdditionalInformationDetails"], "lang": { "en-us": { "role": { "terseLabel": "Construction Loans", "label": "Construction Loans [Member]", "documentation": "A borrowing arrangement which provides the entity constructing a facility (such as a building and a landfill) with funds to effect construction, generally on a draw down, or as needed, basis." } } }, "auth_ref": ["r894", "r1029"] }, "us-gaap_ConvertibleDebtMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ConvertibleDebtMember", "presentation": ["http://www.shpreit.com/role/DEBTConvertibleSeniorNotesandCappedCallOptionsDetails", "http://www.shpreit.com/role/DEBTFairValueofFixedRateDebtNotRecordedatFairValueDetails", "http://www.shpreit.com/role/DEBTScheduleofDebtDetails", "http://www.shpreit.com/role/DEBTScheduleofOutstandingIndebtednessDetails"], "lang": { "en-us": { "role": { "terseLabel": "Convertible notes", "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": ["r130", "r393", "r394", "r404", "r405", "r406", "r410", "r411", "r412", "r413", "r414", "r838", "r839", "r840", "r841", "r842"] }, "us-gaap_CostOfGoodsAndServicesSold": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "CostOfGoodsAndServicesSold", "crdr": "debit", "calculation": { "parentTag": "us-gaap_CostsAndExpenses", "weight": 1.0, "order": 2.0 }, "presentation": ["http://www.shpreit.com/role/CondensedConsolidatedStatementsOfOperationsUnaudited"], "lang": { "en-us": { "role": { "terseLabel": "Cost of goods and services sold", "label": "Cost of Goods and Services Sold", "documentation": "The aggregate costs related to goods produced and sold and services rendered by an entity during the reporting period. 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For a 2006 annual report, which may also provide financial information from prior periods, fiscal 2006 should be given as the fiscal year focus. Example: 2006." } } }, "auth_ref": { "dei_DocumentPeriodEndDate": { "xbrltype": "dateItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "DocumentPeriodEndDate", "presentation": { "http://www.shpreit.com/role/Cover" }, "lang": { "en-us": { "role": { "terseLabel": "Document Period End Date", "label": "Document Period End Date", "documentation": "For the EDGAR submission types of Form 8-K: the date of the report, the date of the earliest event reported; for the EDGAR submission types of Form N-1A: the filing date; for all other submission types: the end of the reporting or transition period. 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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.shpreit.com/role/Cover" }, "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_EntityDomain": { "xbrltype": "domainItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityDomain", "presentation": { "http://www.shpreit.com/role/DERIVATIVEFINANCIALINSTRUMENTSANDHEDGINGAdditionalInformationDetails" }, "lang": { "en-us": { "role": { "terseLabel": "Entity [Domain]", "label": "Entity [Domain]", "documentation": "All the names of the entities being reported upon in a document. Any legal structure used to conduct activities or to hold assets. Some examples of such structures are corporations, partnerships, limited liability companies, grantor trusts, and other trusts. 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This information should be based on the registrant's current or most recent filing containing the related disclosure." } } }, "auth_ref": { "r896" }, "dei_EntityIncorporationStateCountryCode": { "xbrltype": "edgarStateCountryItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityIncorporationStateCountryCode", "presentation": { "http://www.shpreit.com/role/Cover" }, "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", "label": "Entity Information [Line Items]", "documentation": "Line items represent financial concepts included in a table. 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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." } } } . 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Excludes interim and

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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": ["r361", "r814", "r837"] } , "us-gaap_FiniteLivedIntangibleAssetsAmortizationExpenseYearThree": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "FiniteLivedIntangibleAssetsAmortizationExpenseYearThree", "crdr": "debit", "calculation": { "http://www.shpreit.com/role/INVESTMENTSINLODGINGPROPERTYNETSscheduleofFutureAmortizationExpenseRelatedtoIntangibleAssetsDetails": { "parentTag": "us-gaap_FiniteLivedIntangibleAssetsNet", "weight": 1.0, "order": 4.0 } } , "presentation": { "http://www.shpreit.com/role/INVESTMENTSINLODGINGPROPERTYNETSscheduleofFutureAmortizationExpenseRelatedtoIntangibleAssetsDetails" } , "lang": { "en-us": { "role": { "terseLabel": "2027", "label": "Finite-Lived Intangible Asset, Expected Amortization, Year Three", "documentation": "Amount of amortization for assets, excluding financial assets and goodwill, lacking physical substance with finite life expected to be recognized in third fiscal year following current fiscal year. 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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": ["r361", "r814", "r837"] } , "us-gaap_FiniteLivedIntangibleAssetsByMajorClassAxis": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "FiniteLivedIntangibleAssetsByMajorClassAxis", "presentation": { "http://www.shpreit.com/role/INVESTMENTSINLODGINGPROPERTYNETSscheduleofIntangibleAssetsNetDetails" } , "lang": { "en-us": { "role": { "terseLabel": "Finite-Lived Intangible Assets by Major Class [Axis]", "label": "Finite-Lived Intangible Assets by Major Class [Axis]", "documentation": "Information by major type or class of finite-lived intangible assets." } } } , "auth_ref": ["r352", "r354", "r355", "r356", "r358", "r359", "r363", "r364", "r603", "r604", "r814"] } , "us-gaap_FiniteLivedIntangibleAssetsGross": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "FiniteLivedIntangibleAssetsGross", "crdr": "debit", "calculation": { "http://www.shpreit.com/role/INVESTMENTSINLODGINGPROPERTYNETSscheduleofIntangibleAssetsNetDetails": { "parentTag": "us-gaap_IntangibleAssetsGrossExcludingGoodwill", "weight": 1.0, "order": 1.0 } } , "presentation": { "http://www.shpreit.com/role/INVESTMENTSINLODGINGPROPERTYNETSscheduleofIntangibleAssetsNetDetails" } , "lang": { "en-us": { "role": { "terseLabel": "Finite-lived intangible assets", "label": "Finite-Lived Intangible Assets, Gross", "documentation": "Amount before amortization of assets, excluding financial assets and goodwill, lacking physical substance with a finite life." } } } , "auth_ref": ["r351", "r359", "r604", "r837"] } , "us-gaap_FiniteLivedIntangibleAssetsLineItems": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "FiniteLivedIntangibleAssetsLineItems", "presentation": { "http://www.shpreit.com/role/INVESTMENTSINLODGINGPROPERTYNETSscheduleofIntangibleAssetsNetDetails" } , "lang": { "en-us": { "role": { "terseLabel": "Finite-Lived Intangible Assets [Line Items]", "label": "Finite-Lived Intangible Assets [Line Items]", "documentation": "Line items represent financial concepts included in a table. 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If rates fall below an agreed rate, the floor holder will receive cash payments from the floor writer equal to the difference between the market rate and an agreed rate multiplied by the notional principal amount." } } }, "auth_ref": ["r815"] }, "inn_InterestRateSwapExpiringDecember312025Member": { "xbrltype": "domainItemType", "nsuri": "http://www.shpreit.com/20240630", "localname": "InterestRateSwapExpiringDecember312025Member", "presentation": ["http://www.shpreit.com/role/DERIVATIVEFINANCIALINSTRUMENTSANDHEDGINGScheduleofDerivativeFinancialInstrumentsDetails"] }, "lang": { "en-us": { "role": { "terseLabel": "Interest Rate Swap Expiring December 31, 2025", "label": "Interest Rate Swap Expiring December 31, 2025 [Member]", "documentation": "Interest Rate Swap Expiring December 31, 2025 [Member]" } } }, "auth_ref": [] }, "inn_InterestRateSwapExpiringJanuary132026OneMember": { "xbrltype": "domainItemType", "nsuri": "http://www.shpreit.com/20240630", "localname": 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These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table." } } }, "auth ref": ["r579", "r586"] }, "us-gaap_LesseeLeaseDescriptionTable": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "LesseeLeaseDescriptionTable", "presentation": [] "http://www.shpreit.com/role/LEASESAdditionalInformationDetails"], "lang": { "en-us": { "role": { "terseLabel": "Lessee, Lease, Description [Table]", "label": "Lessee, Lease, Description [Table]", "documentation": "Disclosure of information about lessee's leases." } } }, "auth ref": ["r579", "r586"] }, "us-gaap_LesseeOperatingLeaseLiabilityMaturityTableTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "LesseeOperatingLeaseLiabilityMaturityTableTextBlock", "presentation": [] "http://www.shpreit.com/role/LEASESTables"], "lang": { "en-us": { "role": { "terseLabel": "Schedule of Operating Lease Maturity", "label": "Lessee, Operating Lease, Liability, to be Paid, Maturity [Table Text Block]", "documentation": "Tabular disclosure of undiscounted cash flows of lessee's operating lease liability. Includes, but is not limited to, reconciliation of undiscounted cash flows to operating lease liability recognized in statement of financial position." } } }, "auth ref": ["r1123"] }, "us-gaap_LesseeOperatingLeaseLiabilityPaymentsDue": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "LesseeOperatingLeaseLiabilityPaymentsDue", "crdr": "credit", "calculation": { "http://www.shpreit.com/role/LEASESOperatingLeaseMaturitiesDetails": { "parentTag": null, "weight": null, "order": null, "root": true }, "http://www.shpreit.com/role/LEASESOperatingLeaseMaturitiesDetails_1": { "parentTag": null, "weight": null, "order": null, "root": true } }, "presentation": [] "http://www.shpreit.com/role/LEASESOperatingLeaseMaturitiesDetails"], "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": ["r584"] }, "inn_LesseeOperatingLeaseLiabilityPaymentsDueAfterYearFour": { "xbrltype": "monetaryItemType", "nsuri": "http://www.shpreit.com/20240630", "localname": "LesseeOperatingLeaseLiabilityPaymentsDueAfterYearFour", "crdr": "credit", "calculation": { "http://www.shpreit.com/role/LEASESOperatingLeaseMaturitiesDetails_1": { "parentTag": "us-gaap_LesseeOperatingLeaseLiabilityPaymentsDue", "weight": 1.0, "order": 1.0 } }, "presentation": [] "http://www.shpreit.com/role/LEASESOperatingLeaseMaturitiesDetails"], "lang": { "en-us": { "role": { "terseLabel": "Thereafter", "label": "Lessee, Operating Lease, Liability, Payments Due, After 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": ["r584"] }, "us-gaap_LesseeOperatingLeaseLiabilityPaymentsDueYearFour": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "LesseeOperatingLeaseLiabilityPaymentsDueYearFour", "crdr": "credit", "calculation": { "http://www.shpreit.com/role/LEASESOperatingLeaseMaturitiesDetails_1": { "parentTag": "us-gaap_LesseeOperatingLeaseLiabilityPaymentsDue", "weight": 1.0, "order": 4.0 } }, "presentation": [] "http://www.shpreit.com/role/LEASESOperatingLeaseMaturitiesDetails"], "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": ["r584"] }, "us-gaap_LesseeOperatingLeaseLiabilityPaymentsDueYearThree": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "LesseeOperatingLeaseLiabilityPaymentsDueYearThree", "crdr": "credit", "calculation": { "http://www.shpreit.com/role/LEASESOperatingLeaseMaturitiesDetails_1": { "parentTag": "us-gaap_LesseeOperatingLeaseLiabilityPaymentsDue", "weight": 1.0, "order": 2.0 } }, "presentation": [] "http://www.shpreit.com/role/LEASESOperatingLeaseMaturitiesDetails"], "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. Excludes interim and annual periods when interim periods are reported from current statement of financial position date (rolling approach)." } } }, "auth ref": ["r584"] }, "us-gaap_LesseeOperatingLeaseLiabilityPaymentsDueYearTwo": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "LesseeOperatingLeaseLiabilityPaymentsDueYearTwo", "crdr": "credit", "calculation": { "http://www.shpreit.com/role/LEASESOperatingLeaseMaturitiesDetails_1": { "parentTag": "us-gaap_LesseeOperatingLeaseLiabilityPaymentsDue", "weight": 1.0, "order": 3.0 } }, "presentation": [] "http://www.shpreit.com/role/LEASESOperatingLeaseMaturitiesDetails"], "lang": { "en-us": { "role": { "terseLabel": "2024", "label": "Lessee, Operating Lease, Liability, to be Paid, Remainder of Fiscal Year", "documentation": "Amount of lessee's undiscounted obligation for lease payment for operating lease having initial or remaining lease term in excess of one year to be paid in remainder of current fiscal year." } } }, "auth ref": ["r1123"] }, "us-gaap_LesseeOperatingLeaseLiabilityUndiscountedExcessAmount": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "LesseeOperatingLeaseLiabilityUndiscountedExcessAmount", "crdr": "credit", "calculation": { "http://www.shpreit.com/role/LEASESOperatingLeaseMaturitiesDetails": { "parentTag": "us-gaap_LesseeOperatingLeaseLiabilityPaymentsDue", "weight": 1.0, "order": 1.0 } }, "presentation": [] "http://www.shpreit.com/role/LEASESOperatingLeaseMaturitiesDetails"], "lang": { "en-us": { "role": { "negatedTerseLabel": "Less: Imputed interest", "label": "Lessee, Operating Lease, Liability, Undiscounted Excess Amount", "documentation": "Amount of lessee's undiscounted obligation for lease payments in excess of discounted obligation for lease payments for operating lease." } } }, "auth ref": ["r584"] }, "us-gaap_LesseeOperatingLeasesTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "LesseeOperatingLeasesTextBlock", "presentation": [] "http://www.shpreit.com/role/LEASES"], "lang": { "en-us": { "role": { "terseLabel": "LEASES", "label": "Lessee, Operating Leases [Text Block]", "documentation": "The entire disclosure for operating leases of lessee. Includes, but is not limited to, description of operating lease and maturity analysis of operating lease liability." } } }, "auth ref": ["r574"] }, "us-gaap_LetterOfCreditMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "LetterOfCreditMember", "presentation": [] "http://www.shpreit.com/role/INVESTMENTINREALSTATELOANSAdditionalInformationDetails"], "lang": { "en-us": { "role": { "terseLabel": "Letter of Credit", "label": "Letter of Credit [Member]", "documentation": "A document typically issued by a financial institution which acts as a guarantee of payment to a beneficiary, or as the source of payment for a specific transaction (for example, wiring funds to a foreign exporter if and when specified merchandise is accepted pursuant to the terms of the letter of credit)." } } }, "auth ref": [] }, "us-gaap_Liabilities": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "Liabilities", "crdr": "credit", "calculation": { "http://www.shpreit.com/role/CondensedConsolidatedBalanceSheets": { "parentTag": "us-gaap_LiabilitiesAndStockholdersEquity", "weight": 1.0, "order": 1.0 } }, "presentation": [] "http://www.shpreit.com/role/CondensedConsolidatedBalanceSheets"], "lang": { "en-us": { "role": { "totalLabel": "Total liabilities", "label": "Liabilities", "documentation": "Amount of liability recognized for present obligation requiring transfer or otherwise providing economic benefit to others." } } }, "auth ref": ["r18", "r85", "r86", "r87", "r91", "r92", "r93", "r94", "r241", "r324", "r383", "r384", "r385", "r386", "r387", "r388", "r389", "r390", "r391", "r521", "r524", "r525", "r560", "r722", "r823", "r893", "r1055", "r1128", "r1129"] }, "us-gaap_LiabilitiesAbstract": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "LiabilitiesAbstract", "presentation": [] "http://www.shpreit.com/role/CondensedConsolidatedBalanceSheets"], "lang": { "en-us": { "role": { "terseLabel": "Liabilities", "label": "Liabilities [Abstract]" } } }, "auth ref": [] }, "us-gaap_LiabilitiesAndStockholdersEquity": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "LiabilitiesAndStockholdersEquity", "crdr": "credit", "calculation": { "http://www.shpreit.com/role/CondensedConsolidatedBalanceSheets": { "parentTag": null, "weight": null, "order": null, "root": true } }, "presentation": [] "http://www.shpreit.com/role/CondensedConsolidatedBalanceSheets"], "lang": { "en-us": { "role": { "totalLabel": "Total liabilities, redeemable non-controlling interests and equity", "label": "Liabilities and Equity", "documentation": "Amount of liabilities and equity items, including the portion of equity attributable to noncontrolling interests, if any." } } }, "auth ref": ["r103", "r159", "r653", "r866", "r1013", "r1034", "r1118"] }, "us-gaap_LiabilitiesAndStockholdersEquityAbstract": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "LiabilitiesAndStockholdersEquityAbstract", "presentation": []

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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": ["r18", "r156", "r141"] }, "us-gaap_LineOfCreditFacilityAxis": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "LineOfCreditFacilityAxis", "presentation": 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restrictions on the amount that could be borrowed (for example, borrowings may be limited by the amount of current assets), but without considering any amounts currently outstanding under the facility." } } }, "auth_ref": ["r84", "r90"] }, "inn_LineOfCreditFacilityExtensionPeriods": { "xbrltype": "integerItemType", "nsuri": "http://www.shpreit.com/20240630", "localname": "LineOfCreditFacilityExtensionPeriods", "presentation": ["http://www.shpreit.com/role/DEBT600MillionSeniorCreditandTermLoanFacilityDetails"], "lang": { "en-us": { "role": { "terseLabel": "Line of credit facility, extension periods", "label": "Line Of Credit Facility, Extension Periods", "documentation": "Line Of Credit Facility, Extension Periods" } } }, "auth_ref": [] }, "inn_LineOfCreditFacilityExtensionTerm": { "xbrltype": "durationItemType", "nsuri": "http://www.shpreit.com/20240630", "localname": "LineOfCreditFacilityExtensionTerm", "presentation": 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facility, commitment fee percentage", "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": [] }, "inn_LineOfCreditFacilityUnusedCapacityCommitmentFeePercentageRateThreshold": { "xbrltype": "percentItemType", "nsuri": "http://www.shpreit.com/20240630", "localname": "LineOfCreditFacilityUnusedCapacityCommitmentFeePercentageRateThreshold", "presentation": ["http://www.shpreit.com/role/DEBT600MillionSeniorCreditandTermLoanFacilityDetails"], "lang": { "en-us": { "role": { "terseLabel": "Line of credit facility, commitment fee percentage, rate threshold", "label": "Line Of Credit Facility, Unused Capacity, Commitment Fee Percentage, Rate Threshold", "documentation": "Line Of Credit Facility, Unused Capacity, Commitment Fee Percentage, Rate Threshold" } } }, "auth_ref": [] }, 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Excludes lease obligation." } } }, "auth_ref": ["r18", "r156", "r405", "r420", "r839", "r840", "r864", "r141"] }, "us-gaap_LongTermDebtPercentageBearingFixedInterestRate": { "xbrltype": "percentItemType", "nsuri": "http://fasb.org/us-

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"http://www.shpreit.com/role/DEBTGICJointVentureCreditFacilityDetails", "http://www.shpreit.com/role/DEBTGICJointVentureTermLoanDetails", "http://www.shpreit.com/role/DEBTMetaBankLoanDetails", "http://www.shpreit.com/role/DEBTScheduleofDebtDetails", "http://www.shpreit.com/role/DEBTScheduleofOutstandingIndebtednessDetails"], "lang": { "en-us": { "role": { "terseLabel": "Long-term Debt, Type [Axis]", "label": "Long-Term Debt, Type [Axis]", "documentation": "Information by type of long-term debt." } } }, "auth_ref": ["r18", "r1045", "r1046", "r1047"] }, "us-gaap_LongtermDebtTypeDomain": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "LongtermDebtTypeDomain", "presentation": ["http://www.shpreit.com/role/DEBT2024TermLoansDetails", "http://www.shpreit.com/role/DEBT600MillionSeniorCreditandTermLoanFacilityDetails", "http://www.shpreit.com/role/DEBTConvertibleSeniorNotesandCappedCallOptionsDetails", 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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": ["r18", "r37", "r1045", "r1046", "r1047"] }, "inn_ManagementAgreementsMember": { "xbrltype": "domainItemType", "nsuri": "http://www.shpreit.com/20240630", "localname": "ManagementAgreementsMember", "presentation": ["http://www.shpreit.com/role/COMMITMENTSANDCONTINGENCIESDetails"], "lang": { "en-us": { "role": { "terseLabel": "Management Agreements", "label": "Management Agreements [Member]", "documentation": "Represents information pertaining to the management agreements." } } }, "auth_ref": [] }, "us-gaap_ManagementServiceMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ManagementServiceMember", "presentation": ["http://www.shpreit.com/role/CondensedConsolidatedStatementsofOperationsUnaudited"], "lang": { "en-us": { "role": { "terseLabel": 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"http://www.shpreit.com/role/EQUITYBASEDCOMPENSATIONAdditionalInformationDetails", "http://www.shpreit.com/role/LEASESAdditionalInformationDetails"], "lang": { "en-us": { "role": { "terseLabel": "Minimum", "label": "Minimum [Member]", "auth_ref": ["r377", "r378", "r379", "r380", "r449", "r487", "r544", "r601", "r672", "r674", "r682", "r714", "r715", "r770", "r773", "r777", "r778", "r787", "r812", "r813", "r832", "r843", "r851", "r860", "r861", "r862", "r876", "r1059", "r1130", "r1131", "r1132", "r1133", "r1134", "r1135"] }, "us-gaap_MinorityInterest": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "MinorityInterest", "crdr": "credit", "calculation": { "http://www.shpreit.com/role/CondensedConsolidatedBalanceSheets": { "parentTag": "us-gaap_StockholdersEquityIncludingPortionAttributableToNoncontrollingInterest", "weight": 1.0, "order": 2.0 } }, "presentation": ["http://www.shpreit.com/role/CondensedConsolidatedBalanceSheets"], "lang": { "en-us": 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Excludes temporary equity." } } }, "auth_ref": ["r102", "r158", "r241", "r324", "r383", "r385", "r386", "r387", "r390", "r391", "r560", "r652", "r726"] }, "us-gaap_MinorityInterestDecreaseFromDistributionsToNoncontrollingInterestHolders": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "MinorityInterestDecreaseFromDistributionsToNoncontrollingInterestHolders", "crdr": "debit", "presentation": ["http://www.shpreit.com/role/CondensedConsolidatedStatementsofChangesinEquityandRedeemableNoncontrollingInterests"], "lang": { "en-us": { "role": {

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consolidated subsidiaries, which could include the name of the subsidiary, the ownership percentage held by the parent, the ownership percentage held by the noncontrolling owners, the amount of the noncontrolling interest, the location of this amount on the balance sheet (when not reported separately), an explanation of the increase or decrease in the amount of the noncontrolling interest, the noncontrolling interest share of the net income or loss of the subsidiary, the location of this amount on the income statement (when not reported separately), the nature of the noncontrolling interest such as background information and terms, the amount of the noncontrolling interest represented by preferred stock, a description of the preferred stock, and the dividend requirements of the preferred stock." } } }, "auth_ref": ["r145"] }, "us-gaap_MinorityInterestOwnershipPercentageByParent": { "xbrltype": "percentItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": 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"http://www.shpreit.com/role/DEBTScheduleofOutstandingIndebtednessDetails", "http://www.shpreit.com/role/DESCRIPTIONOFBUSINESSDetails"] }, "lang": { "en-us": { "role": { "terseLabel": "NCI Transaction", "label": "NCI Transaction [Member]", "documentation": "NCI Transaction" } } }, "auth_ref": [] }, "ecd_NamedExecutiveOfficersFnTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "NamedExecutiveOfficersFnTextBlock", "presentation": ["http://xbrl.sec.gov/ecd/role/PvpDisclosure"] }, "lang": { "en-us": { "role": { "terseLabel": "Named Executive Officers, Footnote", "label": "Named Executive Officers, Footnote [Text Block]" } } }, "auth_ref": ["r944"] }, "us-gaap_NatureOfOperations": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "NatureOfOperations", "presentation": ["http://www.shpreit.com/role/DESCRIPTIONOFBUSINESS"] }, "lang": { "en-us": { "role": { "terseLabel": "DESCRIPTION OF BUSINESS", "label": "Nature of Operations [Text Block]", "documentation": "The entire disclosure for the nature of an entity's business, major products or services, principal markets including location, and the relative importance of its operations in each business and the basis for the determination, including but not limited to, assets, revenues, or earnings. For an entity that has not commenced principal operations, disclosures about the risks and uncertainties related to the activities in which the entity is currently engaged and an understanding of what those activities are being directed toward." } } }, "auth_ref": ["r183", "r189"] }, "us-gaap_NetCashProvidedByUsedInFinancingActivities": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "NetCashProvidedByUsedInFinancingActivities", "crdr": "debit", "calculation": { "parentTag": "us-gaap_CashCashEquivalentsRestrictedCashAndRestrictedCashEquivalentsPeriodIncreaseDecreaseIncludingExchangeRateEffect", "weight": 1.0, "order": 3.0 } }, "presentation": ["http://www.shpreit.com/role/CondensedConsolidatedStatementsofCashFlowsUnaudited"] }, "lang": { "en-us": { "role": { "totalLabel": "NET CASH USED IN FINANCING ACTIVITIES", "label": "Net Cash Provided by (Used in) Financing Activities", "documentation": "Amount of cash inflow (outflow) from financing activities, including discontinued operations. Financing activity cash flows include obtaining resources from owners and providing them with a return on, and a return of, their investment; borrowing money and repaying amounts borrowed, or settling the obligation; and obtaining and paying for other resources obtained from creditors on long-term credit." } } }, "auth_ref": ["r233"] }, "us-gaap_NetCashProvidedByUsedInFinancingActivitiesAbstract": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "NetCashProvidedByUsedInFinancingActivitiesAbstract", "presentation": ["http://www.shpreit.com/role/CondensedConsolidatedStatementsofCashFlowsUnaudited"] }, "lang": { "en-us": { "role": { "terseLabel": "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": { "parentTag": "us-gaap_CashCashEquivalentsRestrictedCashAndRestrictedCashEquivalentsPeriodIncreaseDecreaseIncludingExchangeRateEffect", "weight": 1.0, "order": 2.0 } }, "presentation": ["http://www.shpreit.com/role/CondensedConsolidatedStatementsofCashFlowsUnaudited"] }, "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": ["r233"] }, "us-gaap_NetCashProvidedByUsedInInvestingActivitiesAbstract": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "NetCashProvidedByUsedInInvestingActivitiesAbstract", "presentation": ["http://www.shpreit.com/role/CondensedConsolidatedStatementsofCashFlowsUnaudited"] }, "lang": { "en-us": { "role": { "terseLabel": "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": { "parentTag": "us-gaap_CashCashEquivalentsRestrictedCashAndRestrictedCashEquivalentsPeriodIncreaseDecreaseIncludingExchangeRateEffect", "weight": 1.0, "order": 1.0 } }, "presentation": ["http://www.shpreit.com/role/CondensedConsolidatedStatementsofCashFlowsUnaudited"] }, "lang": { "en-us": { "role": { "totalLabel": "NET CASH PROVIDED BY OPERATING ACTIVITIES", "label": "Net Cash Provided by (Used in) Operating Activities", "documentation": "Amount of cash inflow (outflow) from operating activities, including discontinued operations. Operating activity cash flows include transactions, adjustments, and changes in value not defined as investing or financing activities." } } }, "auth_ref": ["r121", "r122", "r123"] }, "us-gaap_NetCashProvidedByUsedInOperatingActivitiesAbstract": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "NetCashProvidedByUsedInOperatingActivitiesAbstract", "presentation": ["http://www.shpreit.com/role/CondensedConsolidatedStatementsofCashFlowsUnaudited"] }, "lang": { "en-us": { "role": { "terseLabel": "OPERATING ACTIVITIES", "label": "Net Cash Provided by (Used in) Operating Activities [Abstract]" } } }, "auth_ref": [] }, "us-gaap_NetIncomeLoss": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "NetIncomeLoss", "crdr": "credit", "presentation": ["http://xbrl.sec.gov/ecd/role/PvpDisclosure"] }, "lang": { "en-us": { "role": { "terseLabel": "Net Income (Loss)", "label": "Net Income (Loss) Attributable to Parent", "documentation": "The portion of profit or loss for the period, net of income taxes, which is attributable to the parent." } } }, "auth_ref": ["r109", "r123", "r161", "r198", "r214", "r217", "r221", "r241", "r249", "r251", "r252", "r253", "r254", "r255", "r258"] }

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A noncontrolling interest is sometimes called a minority interest." } } }, "auth_ref": ["r58", "r440", "r1015", "r1016", "r1017", "r1018", "r1180"] }, "us-gaap_NonoperatingIncomeExpense": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "NonoperatingIncomeExpense", "weight": 1.0, "order": 2.0 }, "presentation": ["http://www.shpreit.com/role/CondensedConsolidatedStatementsOfOperationsUnaudited"] }, "label": { "en-us": { "role": { "totalLabel": "Total other expense, net", "label": "Nonoperating Income (Expense)", "documentation": "The aggregate amount of income or expense from ancillary business-related activities (that is to say, excluding major activities considered part of the normal operations of the business)." } } }, "auth_ref": ["r112"] }, "us-gaap_NonoperatingIncomeExpenseAbstract": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "NonoperatingIncomeExpenseAbstract", "presentation": ["http://www.shpreit.com/role/DEBTGICJointVentureCreditFacilityDetails", "http://www.shpreit.com/role/DEBTGICJointVentureTermLoanDetails", "http://www.shpreit.com/role/DEBTMetaBankLoanDetails", "http://www.shpreit.com/role/DESCRIPTIONOFBUSINESSDetails", "http://www.shpreit.com/role/INVESTMENTSINLODGINGPROPERTYNETLodgingPropertySalesSaleofPortfolioofTwoLodgingPropertiesNewOrleansLADetails", "http://www.shpreit.com/role/INVESTMENTSINLODGINGPROPERTYNETScheduleofLodgingPropertiesAcquiredDetails", "http://www.shpreit.com/role/INVESTMENTSINLODGINGPROPERTYNETScheduleofLodgingPropertyAcquisitionsDetails", "http://www.shpreit.com/role/NONCONTROLLINGINTERESTSANDREDEEMABLENONCONTROLLINGINTERESTSDetails"] }, "label": { "en-us": { "role": { "verboseLabel": "Number of hotel properties", "terseLabel": "Guestrooms", "label": "Number of Real Estate Properties", "documentation": "The number of real estate properties owned as" } } }, "auth_ref": [] }, "inn_NumberOfDebtInstrumentExtended": { "xbrltype": "integerItemType", "nsuri": "http://www.shpreit.com/20240630", "localname": "NumberOfDebtInstrumentExtended", "presentation": ["http://www.shpreit.com/role/DEBT2024TermLoansDetails"] }, "label": { "en-us": { "role": { "terseLabel": "Number of debt extended", "label": "Number of Debt Instrument Extended", "documentation": "Number of Debt Instrument Extended" } } }, "auth_ref": [] }, "inn_NumberOfJointVenturesEnteredInto": { "xbrltype": "integerItemType", "nsuri": "http://www.shpreit.com/20240630", "localname": "NumberOfJointVenturesEnteredInto", "presentation": ["http://www.shpreit.com/role/NONCONTROLLINGINTERESTSANDREDEEMABLENONCONTROLLINGINTERESTSDetails"] }, "label": { "en-us": { "role": { "terseLabel": "Number of joint ventures entered into", "label": "Number of Joint Ventures Entered Into", "documentation": "Number of Joint Ventures Entered Into" } } }, "auth_ref": [] }, "inn_NumberOfPromissoryNotes": { "xbrltype": "integerItemType", "nsuri": "http://www.shpreit.com/20240630", "localname": "NumberOfPromissoryNotes", "presentation": ["http://www.shpreit.com/role/DEBTScheduleOfOutstandingIndebtednessDetails"] }, "label": { "en-us": { "role": { "terseLabel": "Number of promissory notes", "label": "Number Of Promissory Notes", "documentation": "Number Of Promissory Notes" } } }, "auth_ref": [] }, "us-gaap_NumberOfRealEstateProperties": { "xbrltype": "integerItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "NumberOfRealEstateProperties", "presentation": ["http://www.shpreit.com/role/DEBTGICJointVentureCreditFacilityDetails", "http://www.shpreit.com/role/DEBTGICJointVentureTermLoanDetails", "http://www.shpreit.com/role/DEBTMetaBankLoanDetails", "http://www.shpreit.com/role/DESCRIPTIONOFBUSINESSDetails", "http://www.shpreit.com/role/INVESTMENTSINLODGINGPROPERTYNETLodgingPropertySalesSaleofPortfolioofTwoLodgingPropertiesNewOrleansLADetails", "http://www.shpreit.com/role/INVESTMENTSINLODGINGPROPERTYNETScheduleofLodgingPropertiesAcquiredDetails", "http://www.shpreit.com/role/INVESTMENTSINLODGINGPROPERTYNETScheduleofLodgingPropertyAcquisitionsDetails", "http://www.shpreit.com/role/NONCONTROLLINGINTERESTSANDREDEEMABLENONCONTROLLINGINTERESTSDetails"] }, "label": { "en-us": { "role": { "verboseLabel": "Number of hotel properties", "terseLabel": "Guestrooms", "label": "Number of Real Estate Properties", "documentation": "The number of real estate properties owned as" } } }, "auth_ref": [] }

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A reportable segment is a component of an entity for which there is an accounting requirement to report separate financial information on that component in the entity's financial statements." } } } , "auth ref": ["r825", "r831", "r1023"] , "inn_NumberOfSeparateJointVentures": { "xbrltype": "integerItemType", "nsuri": "http://www.shpreit.com/20240630", "localname": "NumberOfSeparateJointVentures", "presentation": ["http://www.shpreit.com/role/DESCRIPTIONOFBUSINESSDetails"] , "lang": { "en-us": { "role": { "terseLabel": "Number of separate joint ventures", "label": "Number of Separate Joint Ventures", "documentation": "Number of Separate Joint Ventures" } } } , "auth ref": [] , "us-gaap_NumberOfStatesInWhichEntityOperates": { "xbrltype": "integerItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "NumberOfStatesInWhichEntityOperates", "presentation": ["http://www.shpreit.com/role/DESCRIPTIONOFBUSINESSDetails" , "http://www.shpreit.com/role/NONCONTROLLINGINTERESTSANDREDEEMABLENONCONTROLLINGINTERESTSDetails"] , "lang": { "en-us": { "role": { "terseLabel": "Number of states in which hotel properties are located", "label": "Number of States in Which Entity Operates", "documentation": "The number of states the entity operates in as of the balance sheet date." } } } , "auth ref": [] , "inn_NumberOfUnencumberedHotelProperties": { "xbrltype": "integerItemType", "nsuri": "http://www.shpreit.com/20240630", "localname": "NumberOfUnencumberedHotelProperties", "presentation": ["http://www.shpreit.com/role/DEBTScheduleofOutstandingIndebtednessDetails"] , "lang": { "en-us": { "role": { "terseLabel": "Number of unencumbered hotel properties", "label": "Number of Unencumbered Hotel Properties", "documentation": "Number of Unencumbered Hotel Properties" } } } , "auth ref": [] , "us-gaap_NumberOfUnitsInRealEstateProperty": { "xbrltype": "integerItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "NumberOfUnitsInRealEstateProperty", "presentation": ["http://www.shpreit.com/role/DEBTGICJointVentureTermLoanDetails" , "http://www.shpreit.com/role/DEBTScheduleofOutstandingIndebtednessDetails" , "http://www.shpreit.com/role/DESCRIPTIONOFBUSINESSDetails" , "http://www.shpreit.com/role/INVESTMENTSINLODGINGPROPERTYNETScheduleofLodgingPropertyAcquisitionsDetails" , "http://www.shpreit.com/role/NONCONTROLLINGINTERESTSANDREDEEMABLENONCONTROLLINGINTERESTSDetails"] , "lang": { "en-us": { "role": { "terseLabel": "Guestrooms", "verboseLabel": "Number of units in real estate property", "label": "Number of Units in Real Estate Property", "documentation": "The number of units in a real estate property owned as of the balance sheet date." } } } , "auth ref": [] , "us-gaap_OccupancyMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "OccupancyMember", "presentation": ["http://www.shpreit.com/role/CondensedConsolidatedStatementsOfOperationsUnaudited"] , "lang": { "en-us": { "role": { "terseLabel": "Room", "label": "Occupancy [Member]", "documentation": "Residing in place for specified period of time. Including, but not limited to, hotel, cruise, or other type of lodging arrangement." } } } , "auth ref": ["r1063"] , "inn_OneIndividualLodgingPropertyMember": { "xbrltype": "domainItemType", "nsuri": "http://www.shpreit.com/20240630", "localname": "OneIndividualLodgingPropertyMember", "presentation": ["http://www.shpreit.com/role/INVESTMENTSINLODGINGPROPERTYNETScheduleofAssetsHeldforSaleDetails"] , "lang": { "en-us": { "role": { "terseLabel": "One individual lodging property", "label": "One Individual Lodging Property [Member]", "documentation": "One Individual Lodging Property" } } } , "auth ref": [] , "inn_OneJointVentureMember": { "xbrltype": "domainItemType", "nsuri": "http://www.shpreit.com/20240630", "localname": "OneJointVentureMember", "presentation": ["http://www.shpreit.com/role/DESCRIPTIONOFBUSINESSDetails" , "http://www.shpreit.com/role/NONCONTROLLINGINTERESTSANDREDEEMABLENONCONTROLLINGINTERESTSDetails"] , "lang": { "en-us": { "role": { "terseLabel": "Onera Joint Venture", "label": "Onera Joint Venture [Member]", "documentation": "Onera Joint Venture" } } } , "auth ref": [] , "inn_OneMozzanneLoanMember": { "xbrltype": "domainItemType", "nsuri": "http://www.shpreit.com/20240630", "localname": "OneMozzanneLoanMember", "presentation": ["http://www.shpreit.com/role/INVESTMENTINREALESTATELOANSAdditionalInformationDetails"] , "lang": { "en-us": { "role": { "terseLabel": "Onera Mezzanine Loan", "label": "Onera Mezzanine Loan [Member]", "documentation": "Onera Mezzanine Loan" } } } , "auth ref": [] , "us-gaap_OperatingExpensesAbstract": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "OperatingExpensesAbstract", "presentation": ["http://www.shpreit.com/role/CondensedConsolidatedStatementsOfOperationsUnaudited"] , "lang": { "en-us": { "role": { "terseLabel": "Expenses", "label": "Operating Expenses [Abstract]", "documentation": "Operating Income Loss", "crdr": "credit", "calculation": { "http://www.shpreit.com/role/CondensedConsolidatedStatementsOfOperationsUnaudited": { "parentTag": "us-gaap_IncomeLossFromContinuingOperationsBeforeIncomeTaxesExtraordinaryItemsNoncontrollingInterest", "weight": 1.0, "order": 1.0 } , "presentation": ["http://www.shpreit.com/role/CondensedConsolidatedStatementsOfOperationsUnaudited"] , "lang": { "en-us": { "role": { "totalLabel": "Operating income", "label": "Operating Income (Loss)", "documentation": "The net result for the period of deducting operating expenses from operating revenues." } } } , "auth ref": ["r169", "r824", "r1022", "r1024", "r1025", "r1026", "r1027"] , "us-gaap_OperatingLeaseCost": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "OperatingLeaseCost", "crdr": "debit", "presentation": ["http://www.shpreit.com/role/LEASESAdditionalInformationDetails"] , "lang": { "en-us": { "role": { "terseLabel": "Operating lease cost", "label": "Operating Lease, Cost", "documentation": "Amount of single lease cost, calculated by allocation of remaining cost of lease over remaining lease term. 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(parent) entity (1) at a fixed or determinable price on a fixed or determinable date, (2) at the option of the holder of the noncontrolling interest, or (3) upon occurrence of
an event that is not solely within the control of the (parent) entity. This item includes noncontrolling interest holder's ownership (or holders' ownership) regardless of the
type of equity interest (common, preferred, other) including all potential organizational (legal) forms of the investee entity." } } }, "auth_ref": { "r40", "r41", "r133",
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and other party that may be prevented from pursuing separate interests because of control, significant influence, or ownership interest." } } }, "auth_ref": { "r314",
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"http://www.shpreit.com/role/EQUITYBASEDCOMPENSATIONTimebasedRestrictedStockActivityDetails",
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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 entity, if longer." } } }, "auth_ref": ["r18", "r45", "r49", "r80", "r136", "r138", "r839", "r841", "r1014", "r1120"] }, {"us-gaap": "ScheduleOfDebtTableTextBlock", { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ScheduleOfDebtTableTextBlock", "presentation": ["http://www.shpreit.com/role/DEBTTables"] }, {"lang": { "en-us": { "role": { "terseLabel": "Schedule of Fixed-rate and Variable-rate Debt, after Giving Effect to Interest Rate Derivative", "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": "ScheduleOfDerivativeInstrumentsGainLossInStatementOfFinancialPerformanceTableTextBlock", { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ScheduleOfDerivativeInstrumentsGainLossInStatementOfFinancialPerformanceTableTextBlock", "presentation": ["http://www.shpreit.com/role/DERIVATIVEFINANCIALINSTRUMENTSANDHEDGINGTables"] }, {"lang": { "en-us": { "role": { "terseLabel": "Schedule of Location in Financial Statements of Gain or Loss Recognized on Derivative Financial Instruments Designated as Cash Flow Hedges", "label": "Derivative Instruments, Gain (Loss) [Table Text Block]", "documentation": "Tabular disclosure of the location and amount of derivative instruments and nonderivative instruments designated as hedging instruments reported before netting adjustments, and the amount of gain (loss) on derivative instruments and nonderivative instruments designated and qualified as hedging instruments." } } }, "auth_ref": ["r69", "r71", "r526"] }, {"us-gaap": "ScheduleOfEarningsPerShareBasicAndDilutedTableTextBlock", { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ScheduleOfEarningsPerShareBasicAndDilutedTableTextBlock", "presentation": ["http://www.shpreit.com/role/EARNINGSPEERSHARETables"] }, {"lang": { "en-us": { "role": { "terseLabel": "Schedule of Components used to Calculate Basic and Diluted Earnings Per Share", "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": ["r1020"] }, {"us-gaap": "ScheduleOfEmployeeServiceShareBasedCompensationAllocationOfRecognizedPeriodCostsTable", { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ScheduleOfEmployeeServiceShareBasedCompensationAllocationOfRecognizedPeriodCostsTable", "presentation": ["http://www.shpreit.com/role/EQUITYBASEDCOMPENSATIONUnrecognizedEquitybasedCompensationExpenseforallNonvestedAwardsDetails"] }, {"lang": { "en-us": { "role": { "terseLabel": "Share-Based Payment Arrangement, Expensed and Capitalized, Amount [Table]", "label": "Share-Based Payment Arrangement, Expensed and Capitalized, Amount [Table]", "documentation": "Disclosure of information about amount recognized for award under share-based payment arrangement. 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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": ["r1103", "r1104"] }, {"us-gaap": "ScheduleOfFinancingReceivableAllowanceForCreditLossesTable", { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ScheduleOfFinancingReceivableAllowanceForCreditLossesTable", "presentation": ["http://www.shpreit.com/role/INVESTMENTSINLODGINGPROPERTYNETLodgingPropertySalesSaleofHiltonGardenInnBryanCollegeStationTXDetails", "http://www.shpreit.com/role/INVESTMENTSINLODGINGPROPERTYNETLodgingPropertySalesSaleofHyattPlaceDallasPlanoTXDetails", "http://www.shpreit.com/role/INVESTMENTSINLODGINGPROPERTYNETLodgingPropertySalesSaleofPortfolioofTwoLodgingPropertiesNewOrleansLADetails", "http://www.shpreit.com/role/INVESTMENTSINLODGINGPROPERTYNETScheduleofInvestmentinLodgingPropertiesDetails", "http://www.shpreit.com/role/INVESTMENTSINLODGINGPROPERTYNETScheduleofLodgingPropertiesAcquiredDetails", "http://www.shpreit.com/role/INVESTMENTSINLODGINGPROPERTYNETScheduleofLodgingPropertyAcquisitionsDetails"] }, {"lang": { "en-us": { "role": { "terseLabel": "Financing Receivable, Allowance for Credit Loss [Table]", "label": "Financing Receivable, Allowance for Credit Loss [Table]", "documentation": "Disclosure of information about allowance for credit loss on financing receivable." } } }, "auth_ref": ["r194", "r1035"] }, {"us-gaap": "ScheduleOfFiniteLivedIntangibleAssetsTable", { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ScheduleOfFiniteLivedIntangibleAssetsTable", "presentation": ["http://www.shpreit.com/role/INVESTMENTSINLODGINGPROPERTYNETFiniteLivedIntangibleAssetsNetDetails"] }, {"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. 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Includes, but is not limited to, balances by class of assets, depreciation and depletion expense and method used, including composite depreciation, and accumulated depreciation." } } }, "auth_ref": ["r9", "r585"] }, {"us-gaap": "ScheduleOfRealEstatePropertiesTable", { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ScheduleOfRealEstatePropertiesTable", "presentation": ["http://www.shpreit.com/role/DESCRIPTIONOFBUSINESSDetails"] }, {"lang": { "en-us": { "role": { "terseLabel": "Schedule of Real Estate Properties [Table]", "label": "Real Estate Property, Ownership [Table]", "documentation": "Disclosure of information about real estate property by ownership of property." } } }, "auth_ref": [] }, {"us-gaap": "ScheduleOfShareBasedCompensationArrangementsByShareBasedPaymentAwardTable", { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ScheduleOfShareBasedCompensationArrangementsByShareBasedPaymentAwardTable", "presentation": ["http://www.shpreit.com/role/EQUITYBASEDCOMPENSATIONAdditionalInformationDetails", "http://www.shpreit.com/role/EQUITYBASEDCOMPENSATIONPerformanceBasedRestrictedStockAwardsDetails", "http://www.shpreit.com/role/EQUITYBASEDCOMPENSATIONTimebasedRestrictedStockActivityDetails"] }, {"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": ["r451", "r452", "r455", "r456", "r457", "r458", "r459", "r460", "r461", "r462", "r463", "r464", "r465", "r466", "r467", "r468", "r469", "r470", "r471", "r472", "r473", "r474", "r475", "r476", "r477", "r478", "r479", "r480"] }, {"us-gaap": "ScheduleOfStockByClassTable", { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ScheduleOfStockByClassTable", "presentation": ["http://www.shpreit.com/role/EQUITYChangesinCommonStockDetails", "http://www.shpreit.com/role/EQUITYNarrativeDetails", "http://www.shpreit.com/role/NONCONTROLLINGINTERESTSANDREEMABLENONCONTROLLINGINTERESTSDetails"] }, {"lang": { "en-us": { "role": { "terseLabel": "Schedule of Stock by Class [Table]", "label": "Stock, Class of Stock [Table]", "documentation": "Disclosure of information about stock by class. 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Includes, but is not limited to, combination of market, performance or service condition." } } }, "auth_ref": { "r852" } }, "us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsAdditionalDisclosuresAbstract": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsAdditionalDisclosuresAbstract", "presentation": { "http://www.shpreit.com/role/EQUITYBASEDCOMPENSATIONPerformanceBasedRestrictedStockAwardsDetails", "http://www.shpreit.com/role/EQUITYBASEDCOMPENSATIONTimebasedRestrictedStockActivityDetails": { "lang": { "en-us": { "role": { "terseLabel": "Aggregate Current\u00a0Value", "label": "Share-Based Compensation Arrangement by Share-Based Payment Award, Equity Instruments Other than Options, Additional Disclosures [Abstract]" } } }, "auth_ref": { 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An example of a convertible unit is an umbrella partnership real estate investment trust unit (UPREIT unit)." } } }, { "auth_ref": ["r13", "r97", "r101", "r102", "r139"] }, { "us-gaap_StockIssuedDuringPeriodValueShareBasedCompensation": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "StockIssuedDuringPeriodValueShareBasedCompensation", "crdr": "credit", "presentation": [{ "http://www.shpreit.com/role/CondensedConsolidatedStatementsOfChangesinEquityandRedeemableNoncontrollingInterests" }, { "en-us": { "role": { "terseLabel": "Equity-based compensation", "label": "Shares Issued, Value, Share-Based Payment Arrangement, after Forfeiture", "documentation": "Value, after forfeiture, of shares issued under share-based payment arrangement. Excludes employee stock ownership plan (ESOP)." } } }, { "auth_ref": ["r51", "r96", "r97", "r139"] }, { "us-

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User is expected to use existing line items from elsewhere in the taxonomy as the primary line items for this disclosure, which is further associated with dimension and member elements pertaining to a subsequent event." } } }, "auth_ref": { "r568", "r593" } }, "us-gaap_SubsequentEventMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "SubsequentEventMember", "presentation": { "http://www.shpreit.com/role/SUBSEQUENTEVENTSDetails": { "lang": { "en-us": { "role": { "terseLabel": "Subsequent Event", "label": "Subsequent Event [Member]", "documentation": "Identifies event that occurred after the balance sheet date but before financial statements are issued or available to be issued." } } }, "auth_ref": { "r568", "r593" } }, "us-gaap_SubsequentEventTable": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "SubsequentEventTable", "presentation": { "http://www.shpreit.com/role/SUBSEQUENTEVENTSDetails": { "lang": { "en-us": { "role": { "terseLabel": "Subsequent Event [Table]", "label": "Subsequent Event [Table]", "documentation": "Disclosure of information about significant event or transaction occurring between statement of financial position date and date when financial statements were issued." } } }, "auth_ref": { "r568", "r593" } }, "us-gaap_SubsequentEventTypeAxis": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "SubsequentEventTypeAxis", "presentation": { "http://www.shpreit.com/role/SUBSEQUENTEVENTSDetails": { "lang": { "en-us": { "role": { "terseLabel": "Subsequent Event Type [Axis]", "label": "Subsequent Event Type [Axis]", "documentation": "Information by event that occurred after the balance sheet date but before financial statements are issued or available to be issued." } } }, "auth_ref": { "r568", "r593" } }, "us-gaap_SubsequentEventTypeDomain": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "SubsequentEventTypeDomain", "presentation": { "http://www.shpreit.com/role/SUBSEQUENTEVENTSDetails": { "lang": { "en-us": { "role": { "terseLabel": "Subsequent Event Type [Domain]", "label": "Subsequent Event Type [Domain]", "documentation": "Event that occurred after the balance sheet date but before financial statements are issued or available to be issued." } } }, "auth_ref": { "r568", "r593" } }, "us-gaap_SubsequentEventsAbstract": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "SubsequentEventsAbstract", "lang": { "en-us": { "role": { "terseLabel": "Subsequent Events [Abstract]", "label": "Subsequent Events [Abstract]", "documentation": { "http://www.shpreit.com/role/SUBSEQUENTEVENTS": { "lang": { "en-us": { "role": { "terseLabel": "SUBSEQUENT EVENTS", "label": "Subsequent Events [Text Block]", "documentation": "The entire disclosure for significant events or transactions that occurred after the balance sheet date through the date the financial statements were issued or the date the financial statements were available to be issued. Examples include: the sale of a capital stock issue, purchase of a business, settlement of litigation, catastrophic loss, significant foreign exchange rate changes, loans to insiders or affiliates, and transactions not in the ordinary course of business." } } }, "auth_ref": { "r592", "r594" } }, "us-gaap_SubsidarySaleOfStockAxis": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "SubsidarySaleOfStockAxis", "presentation": { "http://www.shpreit.com/role/EQUITYNarrativeDetails": { "lang": { "en-us": { "role": { "terseLabel": "Sale of Stock [Axis]", "label": "Sale of Stock [Axis]", "documentation": "Information by type of sale of the entity's stock." } } }, "auth_ref": { "inn_SummitHotelOPLPMember": { "xbrltype": "domainItemType", "nsuri": "http://www.shpreit.com/20240630", "localname": "SummitHotelOPLPMember", "presentation": { "http://www.shpreit.com/role/NONCONTROLLINGINTERESTSANDREDEEMABLENONCONTROLLINGINTERESTSDetails": { "lang": { "en-us": { "role": { "terseLabel": "Operating partnership", "label": "Summit Hotel OP, LP [Member]", "documentation": "Summit Hotel OP, LP" } } }, "auth_ref": { "inn_SummitHotelOperatingPartnershipMember": { "xbrltype": "domainItemType", "nsuri": "http://www.shpreit.com/20240630", "localname": "SummitHotelOperatingPartnershipMember", "presentation": { "http://www.shpreit.com/role/NONCONTROLLINGINTERESTSANDREDEEMABLENONCONTROLLINGINTERESTSDetails": { "lang": { "en-us": { "role": { "terseLabel": "Summit Hotel Operating Partnership", "label": "Summit Hotel Operating Partnership [Member]", "documentation": "Represents information pertaining to the Summit Hotel OP, LP." } } }, "auth_ref": { "ecd_TabularListTableTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "TabularListTableTextBlock", "presentation": { "http://xbrl.sec.gov/ecd/role/PvpDisclosure": { "lang": { "en-us": { "role": { "terseLabel": "Tabular List, Table", "label": "Tabular List [Table Text Block]", "documentation": { "http://www.shpreit.com/role/INVESTMENTSINLODGINGPROPERTYNETSchedulEOFIntangibleAssetsNetDetails": { "lang": { "en-us": { "role": { "terseLabel": "Tax incentives", "label": "Tax Incentives [Member]", "documentation": "Tax Incentives" } } }, "auth_ref": { "us-gaap_TemporaryEquityAccretionToRedemptionValue": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "TemporaryEquityAccretionToRedemptionValue", "cldr": "credit", "presentation": { "http://www.shpreit.com/role/CondensedConsolidatedStatementsOfChangesInEquityAndRedeemableNoncontrollingInterests": { "lang": { "en-us": { "role": { "terseLabel": "Adjustment of redeemable non-controlling interests to redemption value", "label": "Temporary Equity, Accretion to Redemption Value", "documentation": "Value of accretion of temporary equity to its redemption value during the period." } } }, "auth_ref": { "us-gaap_TemporaryEquityDividendsAdjustment": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "TemporaryEquityDividendsAdjustment", "cldr": "debit", "presentation": { "http://www.shpreit.com/role/CondensedConsolidatedStatementsOfChangesInEquityAndRedeemableNoncontrollingInterests": { "lang": { "en-us": { "role": { "negatedTerseLabel": "Preferred dividends and distributions", "label": "Temporary Equity, Dividends, Adjustment", "documentation": "Accretion of temporary equity during the period due to cash, stock, and in-kind dividends. This item is an adjustment to net income necessary to derive net income apportioned to common stockholders and is to be distinguished from Temporary Equity, Accretion of Dividends (Temporary Equity, Accretion of Dividends)." } } }, "auth_ref": { "us-gaap_TemporaryEquitySharesIssued": { "xbrltype": "sharesItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "TemporaryEquitySharesIssued", "presentation": { "http://www.shpreit.com/role/NONCONTROLLINGINTERESTSANDREDEEMABLENONCONTROLLINGINTERESTSDetails": { "lang": { "en-us": { "role": { "terseLabel": "Temporary equity, shares issued (in shares)", "label": "Temporary Equity, Shares Issued", "documentation": "The number of securities classified as temporary equity that have been sold (or granted) to the entity's shareholders. Securities issued include securities outstanding and securities held in treasury. Temporary equity is a security with redemption features that are outside the control of the issuer, is not classified as an asset or liability in conformity with GAAP, and is not mandatorily redeemable. Includes any type of security that is redeemable at a fixed or determinable price or on a fixed or determinable date or dates, is redeemable at the option of the holder, or has conditions for redemption which are not solely within the control of the issuer. If convertible, the issuer does not control the actions or events necessary to issue the maximum number of shares that could be required to be delivered under the conversion option if the holder exercises the option to convert the stock to another class of equity. If the security is a warrant or a rights issue, the warrant or rights issue is considered to be temporary equity if the issuer cannot demonstrate that it would be able to deliver upon the exercise of the option by the holder in all cases. Includes stock with put option held by ESOP and stock redeemable by holder only in the event of a change in control of the issuer." } } }, "auth_ref": { "r95" } }, "inn_TermLoanTwoHundredMillionMember": { "xbrltype": "domainItemType", "nsuri": "http://www.shpreit.com/20240630", "localname": "TermLoanTwoHundredMillionMember", "presentation": { "http://www.shpreit.com/role/DEBT600MillionSeniorCreditandTermLoanFacilityDetails": { "http://www.shpreit.com/role/DEBTGICJointVentureCreditFacilityDetails", "http://www.shpreit.com/role/DEBTScheduleOfOutstandingIndebtednessDetails": { "lang": { "en-us": { "role": { "terseLabel": "\$200 Million Term Loan", "label": "Term Loan Two Hundred Million [Member]", "documentation": "Term Loan Two Hundred Million [Member]" } } }, "auth_ref": { "inn_TermLoansMember": { "xbrltype": "domainItemType", "nsuri": "http://www.shpreit.com/20240630", "localname": "TermLoansMember", "presentation": { "http://www.shpreit.com/role/DEBTScheduleOfOutstandingIndebtednessDetails": { "lang": { "en-us": { "role": { "terseLabel": "Term Loans", "label": "Term Loans [Member]", "documentation": "Term Loans" } } }, "auth_ref": { "inn_TermLoansWithWellsFargoDueJune2028Member": { "xbrltype": "domainItemType", "nsuri": "http://www.shpreit.com/20240630", "localname": "TermLoansWithWellsFargoDueJune2028Member", "presentation": { "http://www.shpreit.com/role/DEBTScheduleOfOutstandingIndebtednessDetails": { "lang": { "en-us": { "role": { "verboseLabel": "Term Loans with Wells Fargo due June 6, 2028", "label": "Term Loans With Wells Fargo Due June 6, 2028 [Member]", "documentation": "Term Loans With Wells Fargo Due June 6, 2028" } } }, "auth_ref": { "inn_TermOfContract": { "xbrltype": "durationItemType", "nsuri": "http://www.shpreit.com/20240630", "localname": "TermOfContract", "presentation": { "http://www.shpreit.com/role/COMMITMENTSANDCONTINGENCIESDetails": { "lang": { "en-us": { "role": { "terseLabel": "Management agreement, term", "label": "Term of Contract", "documentation": "Period the contract is outstanding, in 'PnYnMnDnHnMnS' format, for example, 'P1Y5M13D' represents the reported fact of one year, five months, and thirteen days." } } }, "auth_ref": { "srt TitleOfIndividualAxis": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/srt/2024", "localname": "TitleOfIndividualAxis", "presentation": { "http://www.shpreit.com/role/EQUITYBASEDCOMPENSATIONAdditionalInformationDetails", "http://www.shpreit.com/role/EQUITYBASEDCOMPENSATIONEquityBasedCompensationExpenseDetails", "http://www.shpreit.com/role/EQUITYChangesInCommonStockDetails": { "lang": { "en-us": { "role": { "terseLabel": "Title of Individual [Axis]", "label": "Title and Position [Axis]", "documentation": { "http://www.shpreit.com/role/EQUITYChangesInCommonStockDetails": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/srt/2024", "localname": "TitleOfIndividualWithRelationshipToEntityDomain", "presentation": { "http://www.shpreit.com/role/EQUITYBASEDCOMPENSATIONAdditionalInformationDetails", "http://www.shpreit.com/role/EQUITYBASEDCOMPENSATIONEquityBasedCompensationExpenseDetails", "http://www.shpreit.com/role/EQUITYChangesInCommonStockDetails": { "lang": { "en-us": { "role": { "terseLabel": "Title of Individual [Domain]", "label": "Title and Position [Domain]", "documentation": { "http://www.shpreit.com/role/EQUITYChangesInCommonStockDetails": { "xbrltype": "domainItemType", "nsuri": "http://www.shpreit.com/20240630", "localname": "TotalRevolvingCreditFacilityMember", "presentation": { "http://www.shpreit.com/role/DEBTScheduleOfDebtDetails": { "lang": { "en-us": { "role": {

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M,0+9=<=A GOV\$2+572-V= 1T &0UZOX>E/YU+X:/>3I- M82IT3+ C+? 8XG7QV6,TLV, PY70+NG+&37:ZE=I, .9+;N7X-T&~Y6V1PU8 M+W,5=2-9B9G;Z82IX?T#< MI?>JY1K<~T&KQ0L1V,0,4N@WQ~>I~Z9'6?>=]@O1G_Y9I1JZ+>/GFL-ML.R M<=SL6N*~<87UXTA9_/X/H@N(I<'K/>X3&I!<#B76B~\CJ|WDI/SR(6#IXTFO M9GIE#M) FB@6IU&X=NO%Q JT+~1L (@RYH@R(\$9~1,ZX7K+>5H K0%D2%J"B+," MOUQ%&H+G.SPP=>#C&X1'1\1'~?P#RZ5&A!%85XC1@|B0.S;M7;IQ(G;E#H\$US!11).HAX25&X1- 17XA'2IT(46/1W9@.2Y0CTIAI!VO MQ>DK#A=CZCEYTUI+O&FOUOGV~"(Z/6@2V MWZAX<7)X/D~35<X%(65\$1Z7OGL9-Y~PYXQ~P&EB#J9'B T,4J!\$JZ M^0VC;@4F"%\$H21%U(ERGC'AQ'J<~,%>=6L.IP.N, I2,Z12#<P3?766H6R@ MB/R5E07R7Y0AIR:~1#F3W(HXJ67\$S=2RAT=&4-3.8KB:T2*P~:WIC=GOCEG M3G/2ZFR#N0 GNJQI@X+V/P)C GUCVD?WH+&RAI!SV3&YI= (064Q/07MC1I?~.5/EYEV M>~?A5J2ZK1+IS_@V@T13P9VYAO<24&4LX1H3L3F,20?26#%~YVY%&W1%&DG>2I M5-(02(MMFY88~@&0D+X)(MLA.6.:O.K75%V1+>Y(I<SS%&1? 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KEIUSB9) MEGQWV87G%5S1=* -YBR@S+1 NEOFDV&~?B'W'N'076-G6W1B3=>+C3GIYA M<@I MIT:,0@,W,117575\$17C9HF87G>J0QIY,51K'6(M0~\$E+OP>2'D YU M& C18O%+I59GYO175~^K0I&A1FET,S\$R,#8M,S!X,C R-"YH=&WM6UUSV182?>^O@)UI MZLQ,(05E6+BE,1)IID(MVG2N7F Y)+~6,08 %0L0KKNPND0FOC1CIP1C9I0 M9B)+Q-<.&?W+&B.RIZ75^,I/3JN_ 'WS29IK9,RI^588H I2%EIA9JPCRC8 M:J9L5K5~U17"B,G4I4I4Z;&NVER+&O_ E3C@)5W4 X/I/P>WSFIOG.FU2(XS1=>)D@V3:CHEI>+H(NXEG?DZ1V/LYTD?V_78-)17I8BIU'PLN3 M7*CM&C4: 3&O0+=SD7J9N,VET'PXPFO>C7.M XG1PV60H9J.SIS=NR:68 MJ&DEH6AA?Y?>4TLOX+N1BL,?@?+> @MSIEI7G/W81%\$S9I@4C MLE#1BK) :4+S_ IY,'F 4BAHY'NT~&OIF9BEBXY,~Y!%EMIWIW#91,:40 M9U=OJUW/H UCMJQ>@ML-YBLMWI~M @G.\$APIW0BNE,U18 JC'5G; Z8'LBI8 MP9I+P7X1BJM\$<_E^RW!9P+IW!\$SEIU, <9A@H76JPI9U;,<~@-;@;F*N;P~#21R6=&*IPJ-X&8IXVY J~I6%?%&E-8YU)@R4>BPM<48YIU+ITQ3M;TK(W@AICEUZ<@N5(K%\$? 9%>5IXW;#VZU ATO;1K~\M2SM MB#P: CV;ADP S,IE# MF?~?L5^U I(G>&5T06L V0J1VW~FDA9H9/F'@X9V#PIQ/W")2\$1/I/@ETK/9~0 M3J 1H&,"8%*JBB-Z@M'X\$(OKA:L5,Z4@#- />:E&8*(LOQ, &?+O&2UU4!(1\$&=1Q64I@<+4DQ MD.RG(IDR6I+~JOT<#%2= T 1R824~/M*,<~&F.\$%&8-"AT:E?I+W0*4YSALU2 M%&B 6E^X) Xl@>=X) L6ZJ5%:(~"ZL15FK5RH#~UJ4'E"),L4IS11M M&HAX05G1- 17XA'4JX(46'1WAD:9<*ZKA-4J)9% Y)J <~;~;DW 199G4 MU 106/H'ISO0'158 I(B%C.3/+CKMP:6M MX%P1~'.JCS4 LB+&YAYRWCICQ?74BEDIH8F4B'6PAV16U7C'10BDZ:/= M/X4U>IKI~OQZ%; M*13@3\$T% ,OOD:D &PRZWY9C1MC9C0F\$SXTN1 **;IC ME=>#S@&OAO>@JIM.\$%KJLJLE!JJO.SX-H:J(27MKIFY 4B0'A68T40(7N M#7: 3GLEFK %6 N4IX?2N54060I\$1B3W~% 4SOJHC2I(4:' @('V6"U%GZH 6 M;IE,DOIN2/XS328#XV>BHMZ2+O.;P743YP: MHD!,^9V %9APB*26G>(23 MD:L16W'~&IM763BMOBH(H8D: IL8:@@R)17#@DID+0.0IML0WI+2_NI<; M4SPO3PIW M,103&~J,16E'9!2UHO\$>-SFJ3;XG&4""K6?1&9A"1156;J~^5A@&@U);%#Z(M/P'GP88GA?.@BIF7?9>D1-4(LHU/3&8+>'A' 2XFW3I'~OIN+>=MI?T9 M#EE#-U_NEXJ.W+3GIZ0^A/D15.\$EP:2XIED>?MVIWCPG(Z9%0>5Q_5AR3W20ZMM9I0+&SEF4'XJ;NYI' @JY2:D4X?V1DK0)P;?7D5IJ~VOM\$>Y M;@8H-2P>+~TYF5.D\$-D(XH&10D5649G9.LIQ(2+& 2FJ+@F8 MGYV!H?SE,N=7J@R ZR9@ #I~H1M/Z5V7H7N1M ?0LVTG &3.4GU=TY4T4' MR NP%X"EZD.H8? X@YB_5S106OGIO J3~<C.1<L.AXU7(L ~8>)/~K2 M&ID~IHVF2YE8&-5?&C&P&I(O1D+Y7VCRZJ06#NG<^KNH4-ZO= ZBP M:43/C8W4Q:/#~^5-HCK:@N9KUSEJT8= I=;IN8&DI#L2I\B 2.. M8(I\~7/GOU3)M/HC_M1Z'L6EUAY.>(5WN877.^6+;~M8&UKV\$;Z9,>NKM5/43.2~JY,9YSI9WB=92V#NO(Q?'<D<)1^~1'DIELO~"TBL@~%\$>KCS&F&R MW4UV9?4IWWJ/LI,5V?>G:~ 5I+ P04 ~,COU81VH-G.0\$!G!@ M& &5X&F:70S,C\$P-BTS,@R~(T+&FAT:>U96TV,11~WU_A#&=H6L DP MEIP3D KH:LO#EA96?5PY8TIB=<=>VAX@~(OWV)XIER24('1%4&4X?@:10-QF-19D=C@B10(P<~%BIEYN MILG0=AKI1WMR~^V M'SV'9S1/IV\$0_-&P2PIJ> :JI/ I[XZ,00~+W239RQ'118DQI,M28G(A R1ML/8GZ&A-%. 'WU9Z;I'QZM%IY11:4&);IOI(M-Y4; M>;S0IR(4RCF/M?;J_-GNX"212=>#ZEZ SA>94-3I?2972/B3:4@(%B%Y1 M-C,P)>+&N%~PZ;KN4GCA+I~N7(RNFI2BCX1JTN))<0FZ&WOM!#2~O:LS'.F MT51"TPR=2E&8%;% 7# (Y\$7E_L4SC~0R#~3'R\$S'F6" MYA>4"FDW2YE<(<9^N#T1L:<0=M~R6E78P,I'0">~M'XB24TD5,U#UT-&4T10#9I7I(L'BSRF4~XKM&PO4OJL_I_N;XBWA2HIPGI<~1V50 MCN6\$;86Q:IMT?C<49KZEA(0F43=UPH>B@<C/D3:49G@T8MSM;IF\$E:RRT M%KD1-1PP1/I&VLHIUB>.7%UII/M^KQV;VPMX8 4&U<7(IZI&-G79)'6BOQ> M%*D!WZXDG:06#N<N1N-8IV;K21=%BPI?C?L3'KMKO >M1#%#4-Z#1MRH M&O!..,3051

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T@P;QRV\#;V&GBV9P34+ '@/^ M2KV:9=7I:~6KU>K3O>C=MR^8_P=02P,\$% @ #
(I6'I@TL?1! C!P M !@ !E>&A18FET,S(R,#8M,S!X,C R-
"YH=&WM6>M/VSH4_WI_ "M^BRT!~ MTSS:TA>5)K9IVX>
!|VQ\O'(3II5PI,QV@.ZOO\=V4AYM&2 8!0U54<+Q.3I/
MGX_MT4SG;#R:\$9R. QK|W6RB-R(I<\(U2B3!FJ2H5)1/T7%*U EJ-JM1!Z*8
M2Sj=:10%41L="WE"3I&C:ZH9&==R1BWW/6K92483D<[HY2>(IKN-V@W2+J8
MI.WULR1IAY.X%TV"(N#<C?N=KHD~)JL "L,=SQ*SQG9;^24V?S\$#|H1_Y>
MIJ##,YKJV2,@G\:=NAXE FN83X)_.[5B5D2ILFY;F)&IWQ@36HXUIJ<"";D M8"NP?T-
#:68XIVP^>'5\$ _3QS
M*N^(T+&FAT:>U96TV,11~WU_A#&=H6L DP MEIP3D KH:LO#EA96?5PY8TIB=<=>VAX@~(OWV)XIER24('1%4&4X?@:10-QF-19D=C@B10(P<~%BIEYN MILG0=AKI1WMR~^V M'SV'9S1/IV\$0_-&P2PIJ> :JI/ I[XZ,00~+W239RQ'118DQI,M28G(A R1ML/8GZ&A-%. 'WU9Z;I'QZM%IY11:4&);IOI(M-Y4; M>;S0IR(4RCF/M?;J_-GNX"212=>#ZEZ SA>94-3I?2972/B3:4@(%B%Y1 M-C,P)>+&N%~PZ;KN4GCA+I~N7(RNFI2BCX1JTN))<0FZ&WOM!#2~O:LS'.F MT51"TPR=2E&8%;% 7# (Y\$7E_L4SC~0R#~3'R\$S'F6" MYA>4"FDW2YE<(<9^N#T1L:<0=M~R6E78P,I'0">~M'XB24TD5,U#UT-&4T10#9I7I(L'BSRF4~XKM&PO4OJL_I_N;XBWA2HIPGI<~1V50 MCN6\$;86Q:IMT?C<49KZEA(0F43=UPH>B@<C/D3:49G@T8MSM;IF\$E:RRT M%KD1-1PP1/I&VLHIUB>.7%UII/M^KQV;VPMX8 4&U<7(IZI&-G79)'6BOQ> M%*D!WZXDG:06#N<N1N-8IV;K21=%BPI?C?L3'KMKO >M1#%#4-Z#1MRH M&O!..,3051

MO="\$H<]2%*.B?4 6VA)B1*:G1 F&>HK?G
MR0SS*8%%#U15RI@\$/S,RA142S8@D8,AE+9UYM9*U+1XZIHQ1G*/W/@CC)^"X
MJ0?R83Y-3PGZ3A,"/B"*F@#:#R0]FE&3H'>68)Q3,^90!QA%9)"#!K?O=VX5
M71,V8VP5BT?1Y9:)YJ'\$XOI<0\4%_*";(-4\$'%>0=9EG%23H&R'! SJ&*=Z
MRP6Y\>@0]IX,'7;"W4?)F?@./OH]SZF4&U!==())\J.D
MDI@^75DPOEHM.WC700*DAIV=M/[*KL/D B*KZ@C[<=L56FYQ%VJD/S1X]J=.
M]E(GT9\Z^4UU0CFT#;G;.T#GHC\$,2^&_5XH(4].Z%+ ^FWKQ#!DSAH -9H:U
M&0@%#)#RJOZC7K-!8\$JM:+.BPZB2N7(SS8Z=4UU;4OT-:J#O54\$YEE/8HVM1
M##JV?C2>,%)3)T*F1#9!5X8+10;URS"EJF!X/J#X6O8P8O93T>P.-@=T=HH\ E-
Y1WYTXW"%Z:V'F(G6KM;1:'6\$X4H+1 M%-7F/1MO;6^U]X;*/EU.K#@L>69I\A
EW;^-0:X5O&Z2RXDG"N>JZ\$WD^%Z' M7<#GO+132 JD
F@7];5PHW97)4=M=:U:U8S>K^B>9* @UI&4[X:5M\XK;K4L]
M^+4+LD(HNPD92,*PB<#2E=D%I% @L"2Y8\ 1 I=3K6=9M2];>OU5/=QO8LK>0 M_P-
02P,\$% @ #([I6-=E0!NG[P\$ /Q,A ! !I;FXM,C R-# V,S N M:'1M[+U[=^)(DC?
_WX*O>P\SU2?(URZ G)5\QR7+]WNK;(IMFMF9_9DT:)
MT920:\$FX]/GT;V:*FPT8"5(H*)VUFV#+ID9OXB,6T9_G_/0U]YHE'LA<&O
M?]6/M+]-.B%KA<_OK7D[O3R\N_K_N?WS^_YK-_YR^U4Y"WOC(0T2Y32B
M)*&N\M-+!DHRH,H_PNB']T24&Y\D_3 -:IOI;:AZ"7R'@>)8FB&-;UL^FUT M;+5-O6-
9;M-ITU[3ZO4ZS*QW^J9N:F:3V(I5M\Z, MA^:#X7::>IX-NET;.^AJGOL\$-
VPV#I"VK:E&Z;C6JVV0>F#S6ZGM"7>.TC8 MG-
F@_CX^2'RO5\;@R09'7_\^//GSR/^R5\$8/7XT-,W\Z 5Q0H(>;4RN'R?1
MVJN=C^S;R86O+OIIBDMTQW\$^/O.73Y_F/2>KG^8%OA=0ON(?DX@\$.5]0DC 2 ML?
<86E,SFKHQ&U+[XM^+28Y\P MWF[0H/G]KM']/*#\$[7X>TH0H_-8F_7/L/?W:.
V#A/%Y\ _YEQ(;22_ _ZM9'0 MY^2C@/#'[G_QW]\3KS\$IUU&XN:4E)_II]]I@^^2%T7[I?
7>]B9,7G_[: M<+UXY).7XR,*_N_]WS,+Z11^JOGNC00O[+OKYBLB;Q>^OKGY);V?
VWTF@R\$ M 1GR)U'O^#Q@KWLY98.+B\9N/3YO^A+0_\$8]?I-TVAT-
08&RVFW+/OSQU=/ MS?&2TW\$4L3=<>'&/^/^D)#H/W#,F_AI*RB._-
AA?;OLD^:0/670=,E\#&;C MJQL?37W[UT^%[OS]%^R3>/8&J]'EJR_K!3?L\M!]_OJ[IT?
V;L?T+3MC37?\$& MGSR^7K6^]TS=9I_X'/*3M[4:7?'!FA=>1*3'Y9(R#KST=
<%X^\$"CQILA&!W& M'"[M>4/VL%;[>F)H+Q^(P^))=,.\$1B\@SQ;!] ,O >?IK_R+?
&6"T!]_C"= M88DAZDCKF)9F=*;#FXXG[_A,O25]?!SQ1[K.=KV.A/&UI8_/3-?/T9<']_ \$U
M_T>T3QG7]6B\0FIQ:78<"_G.!JL(Z7:<,%GU:R/VAB.?
BT_QV2#BP='3LF4S>>BY=O%3P\$G";,O7+MW/ M/SRC03CT@E6/S;HTKQ[Q]?
7HWYOU!+*K7SMBO^9:PT&84'^9(D%P++)]I:PH M#(YGO6OT N2)\:GXVCU(QC,AM?
97# M9]=^A2N85?^13Z9SGY9^23^1;Z9]E8@DOFJQ_R+ M?')ME3#B3[K-
(LFVH5X&%<0IY]3H<-/_V*2G_W=]VBDB V>KC163R_Z[5N M_;FV0A>/WTDE-
OI7TR,1@G7Y(4"W=1T]K_I??/O9L-T%RYM-;FM_J;Z=_3 MEWQ\>_5RV
400R3V:2"/.W392][]OE>STN^4;Z-*JXW3'EIKMW=\2U&*^8^ MB>/K_ET2]GZ[8/&E\
M?B-4W(BZ]:6257DJ71P E6P XC[U!":3F;6;NC-[T.2;;6;6 C>S19KM,K,V
MK)F93=UHFkJ,F74J+S/V*]G-[#+C#95VD1D.4JD<]M U7/ER1*Y>N%E4,VVF
M',FD5]ELVQ.9"F*0ZAME^UQYF9L".\$,KCI+CFRATQ[WD.F)K^^3UZ.L%O^]U
MQB,2]%Z*MZFL_=M4>N%&574I8F:GB"F1(H4;@]6E2#E^!]UP(]:Z%,FE.\FC
M"#CC>S-%+L+0/OG<+_2)1N21UG,W 6=N0Z-+.7N* "
(<0"H8@-0NW72O"%Q6T%;^1@*F_ '&3KVNI:ID5M!;W39ER9(=9
M07NQ!)XI(\^S@A9C"3Q3PCYC%FXX9EB'UX%L4U(XU01G@"T%LL_ _//#M>%P M%
;LS_@U O>;/R!MV<\$963F7O="D^X+6'%Q4-.>:G[BNQ\8\$?^&>.YE<\$I&
M7D+\RJP_N!AHWO7O]<;#L<]KC@A? [NH@/^M"=Z&?3"80';7T&T !?]W)X6
M9UZ<1-[#F+&-? !FGZ(JRVV!,U%S+O=5&/ 9 M1:'O>'C)9M;1./+ #X.[1*\$@B B\
<"9ZX"\$5<0;_NT@E4MD&@5=4M\+V> MORZ#0%6WU?=F-T(@5N6-_#*,3
B\$J]IWH)H'F:RJ.P+VZ(B4MN95-_1+D-%]@&P
>3="RW^MRH[%>ZO(7;G_GFYHIS\=J5]URW>L1=7G+ M7G4;=%\ZMU+
(#JU1)JTJFYS[D&GEKG< M53,"XEN%2K:IN@>\ON%2
M@:INJY<3W"^()6)4W\DL/[I=\$. @'EE^KNK+=.:Z)!^KM/60D55=EH]5&BVJ;B
#\K%*HTG5#>/] ^%BE+7?5;=MR?*S2 MEK_JEFLUZ^WJVZ#[D_QE+?
FE0NEZ)XREO_JMNXY2N>[GJ&5=WPA:-XRJ-) MU0WC02B>]I:]ZG9P*8JGO.5'TU?
B4;L2"LUUT\$Z&2QLT]JM#JZI;X'7OG-ZI
MNJU>VLG],HA5>2._]!^280KW#N03]4UY*FZ3M6-[3WZ6&4N>]7MZ7WY6&6N
M>=6-ZC)\K#+7OT96=2D^5IFTJ+J]!#,7*]LF53>.] ^!CE;G<5;=M2_"QRES^

MRENN8'RLY;2,<*INS>[K %49M*EZ.+NL U1EM.G6JFZ"[_4\$52D4JKJU7MH1
MJE*H57D[OW0W:UF4 ^Z=>0!/ %U<\$N)?OYS2I|1N!=Y(\Y8
M]R\C>MV_B4(VW^0E)2>_5[1M+50EEU@G3-? >07X&E[_#&@4#[Q1NJQ>\$*3+
M>L/HT@|I+Q1,S^(PO'CX(_0"Y*_LS>-HTT< P(F07)_,V3
M%WGTC0SYQX"I3B|B,>:75 >(X%PA(C _'C<4!OSLF&,&5>*1?< .0\$Q0U\#Y
MCQ"CD#!:E&@\$YS?C%+|C;W3'/H-5JMI^H\D@9(;&\$|:YPK0XJ>47I\$AG0/D M2^3U?
E#?K|J>#0@9X!QR*:38LD70#(9?3DV\JL ML@[?B7?J\$QZ5\$'ZZ^:K?L5G2^'JF:33?
R^IJ<:FPW?CE4JC5X\$^1B'=E,,: MX/QQ7 #=DN"1SF7Z-
R_PAN.A+\$5TNFG<^&S93@*7[W(C/KHO+WQ7>:V3?AE[M[*G!|(IMN^NOE\$)L|
(Z%T)#C",F1)DR M>>\$|_ \$BQ?+4#"WDB^ 2 S. P>?Q)DD"R 2@W-@';90!>?
8J1PY)!X!UG5P MWI2MR/&5!&YU6 "@0?^W<=&LK2MDQD4-
<&9W%8A53I\1W01GKU>! M6"5E')C@:/HJ\$*NDTRDS5C\59LKF6?TMC/LL>00R"
M+R_?2,06/2G:W\HKLGL154QPG@:D^[O"H95',.POW4TX@'. \$5 0D5\ST\7I?
M0_=Q#UU6##D9:R8XSPL2>Y48F)-IHQB87|J;& #K%UI/E(4/X^L^7Q!,H,|%
M<["^)JOY#"L/G5W,;,*@EC4%!^J|F.?V_T? Q(J.!UR/^PE9)?UY'/F6T^7HB
M)1EQ1M^3P%VL345'\$>UYA)-[(@?)OJ
\$"ZVN0!8+^Q!4O6WF@=I%.MJL0"Z0F3(-68/\$O"
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MUP0?|H@'5D5B#W.2@NUSU|A3 SLT?O M!I3R(U/SBOQG7MSSPY@?
E_WRPOX8A3'Q?XO"\2AFC_# 'O(("OX8MLQ>,J3LI
MDQ<&\7S\WP.7EXD/DHCTDHLPNB.^M)JJKX8DCJTP.O3(7"RLO#=#|@XVV_ ^6%
MC^8J3%9/HC)I('85O5L('H"6^99+1N \$)Z&D1#4TL4V6.\W@OJ@0"U34K=
^OA#AY63ST M1/UP1-T,Q?D. M,R!74+7.0",7V(F)8J|I\$&9ZJN?-0!:5*E)[BL:T0:*1)
ME6G@8G-E.(TZH)>!ZSUY|ICX_*PZ;SDUB2@CXB3+-
G!|,T0,\$4V7AA&P#@V)&+D.: \$1> 44^? =Y6|!Z |;943+;O4-!26F' _#F2?
3%48|2TAR^C0T('L MVZD25Q8E-2&|?BI*'YDNB@YD|U"5Z//6_"RC@VSG\$/Q-
9:@HI>QLZ!@JW3\$D MC9@.6,<0M^,OA,; W|@0:0H3XM_2I|!_8K1+|?D+TF-
VM;S,IJ|A)\BL|25\ M#|CTQQ&OL?VPR94 1^%QP+J8D-)R52<'K+/F74ISYYU4ER
4VDKE8K#.GL.D MK52^!>O|>7^U3T.F7\$4)CY)7BY? NFC@K+=4?(-
UN;R_WM,JT=4)"3A@G2<0 M5EHJIL%Z-M;MQ_\8A+
|_D&Z._\$|,OS\$@B_#A/>NHG|MZD-)^2*'H1|H\18SOJG@S#<9#,:I\? M!RI@9+-??
V<+3*+>X.4KKRST>H"SBRZ#T3B)Q15Z56!I:& |*YD1)3-+8> 2;
^H+*)CZ*R/"6*/0TJ+%%4'BPFP3K:ZBVUC/WP2.5L
M>D,#ZQT\$*B01C46B\$:SO%,5C90 I=;A&ZUQ&\7B : 3K@-^|> 2T9X'UU>|7 M1
"B"%C7?<781*;LTM%Q#8TB8-VVZX*,:[+V+L)Q|/LX<-F'WSS?9X^J6SZ0 M3.FH@W6+
(MF+Y':PGD=YJ|TSTJ8)A?<_PUS(L3=8/UY!T|FJ=P,UE&V;LWO M:."%T6L)?N<|UUN
2^5LL*XH)'E17 |6WP-(F/\7?7D@P8\KDM,;/HGCL.>E MW9DG8OZ,V6GT(1J3Z\$6W&
(GLZO \6-\2 F_ \$@"L*PL0 &|IHRB/Q\$# ^6|* M|>F6\Y;Z|-XWP7K5
MUH=1A=MENM2\3|Q#0MV QGNJ>U5!%@?K8SMP(DOEY(IZW(1?X;\- *PU>&H
MBCJ|I|K;84I%=.; 3*1OD- "?B<7?AAY+OD|B3R^|L(E\$5 G0_2|4@)-*H|5
MS@%UL&27RNU@/5&O4_ =>KW-E*BCO#/(3G6\$W35;<;M*) O8MQ="#0#4I\$JU
MROG83MK3M9|F'\!&#!Q18E7.BU8N3HZF0)KT;(B@4AK-2N5U&Q5U&UWN-
27ROL5|2.6D_W*@WW_H+X?
M7Y#H,9PX4UJ,))WJL'OE?)FU6GVP+D5DMV+D*UAG(B""WYRIK;!A@?7;
M'1I5I?)JY5QDOUV>+C9T>>/W"-S:-F23R|A=>|/'@,2T_M!%
(X?!Z=L:I'W,!97!^[TVY/'B(IBJ;N")HZ2XSNV%N|8I|?| MA>!D\T3O@[EC^E|
(H,Z7ST5Z>7|Q'30D@OD0!D/J;%Q/OX.KBE MQ#|G^\$GH&8U|D3<21688N*_|DZ:'D^
?O_?W,*&^C\$&PQ8\935SV6O><(XEW M5EPIO+G_@NEJU=DJP?H&X;\$(".&?'J8?
K6BPR/3Q&.Q<,1K(\;->|7QI9\$ MDH-U@&/1\B+)#M9##BCN458U:WED;E7.(WY8W
W!G=("\$ZSX_3%\$ A/@7.U< M;XEP2.=*_3?O, ;CH=%DUZ61-H5"F)?R
8%4R84P'GC5T&!/"/,4BH<".,=[M|:5"YH%,\$Y1O&?E>;X1?2"P^K2GHP+FRJR|_\$'2;0
?.+UN>I#LTU1><#|0\ M>7-HI ?G"RV>ZW>6\ BRG"
#YWDM7KX@R/8,LC980^|Z*%Q0ET;\$OV#DB<_ | M?
=I+O"=Z|Y.,|H\$/*)9|67@!|ZP,&2+""@N|M<#|7"IFCEVPI(QHG_)L+/PRC MZI
=G'\5,.,N!D)7@O* 9"W9Z ;WNIS23D095K,HHO_) /5>\$&SO\) VYRS6"\$ MVQ1NX#R?
&TM\$+3:GK\$56R&M-PV@:CAQ- YQG\$YR""2H9R,C_ HL8V8W|P;E
M#X_10>"@E|*_03 ZH^P,A2-#E@7)>)@KS@ YWI\$25.4*BO-:=8!YRLM+TB/
MH,D*&K">5FPOK1E\|Y%50:1341=MC2G|2M70LZL;:V"QFZI145?JH<""""7NK M#

T4K,L383%)L,T*"YDYP!VP[E*\$Q83663<1J; ZR%%6)3IQ@#G,#UX6!1T
MIMXIW%'9GN'D@/'/&(8K?4%IKRZ\$T. _:ID6_XJW[>N\$XBJE43]="GLKK_ ^
MTF\T(G;QES'\:G?[\:KI;9GB\$*Q7#8%4*?>L]9IAT#:3_@QZTE?F7JI]8G M6%Y1\?
>2(7.D=>ZV1SE-79.FUH+U)78X'2]RVB6,8. R V8&K@?
&W%IS@>..R*!9&86N6<;75:_HYJ Y6X*)3!U9&+PA0 M@'4"2;-3I"CKE1?38)T^,'OJ8-
NI-8. U>>'6;6F))>-J8'UCR&+((OLH%H(
M)LFF6KSAIJU4B\JY0!=)L]^S8_M*3>!>P*9N2I&7.EBOZX'1]RVS+U)X [,O
M7KH3L^M@7;T'!H:"[<=G+?V0.D+P6F@.@W.X0M1'-P'TYN3TO/ PJU#H#\$D;
M/CA7+Y+]?:7?R'H'+%ZZFV@ YV1&C.Q#/0#K1M[K\$9D2ZYT<5M4"4P?KSS[8
M,UEO-5,[NV:Z>.ENL #GPITZJ:2JM@\$XK]_60KFB%##_ ^N5^I^ZC%SR>T=A[
M#,@\DC&78ND7U#V))]?A9H\41EY3X2W49D_ ^]:+?\R%YF+;!-YJY?OYY\$5L
M+'=TE(C'FAHG6664,P.L;PX!D1D09E,W9\$4Z#;#.O(H#XHSV4CSHC&)V=00\$
M.'\>XJ%4^0#.T5<3//Q!@C&)7@0@B',J4#6%I?
C>#@5\$0W\$2O,8(3K.1\$'W9U#0^I4@J]U4%@E2) -9O _;Z
MGE[U5DBC(Z2:\@BL^QYA"!R&,J6A!2Z*D1;6&'-
XC4B40+P^GG5+'IE5LOG;XA)7QPJVP'KE M ,HLJ0N/7K#.,;X]_(UIP-
8SC+R\3C\,M]85K(AYXHS?'_DD\N/##GY,+BS=6 MLO:&EWGPV\$+?50W 8V8'C\0.\J8-
SN.\$X*E,R0/[L)Q9-06/F1T4B4/!.; M(8(G\I N@UXXI'>\J#PMR(<-%V3^<1N[I
XQ*"OF4#=ATB<*L W+)T M/DETW\$>W3***N^/Q[X,ZR M'RL3:6J]I?
>^L :S2]A,:7S^F@R[|EN'5J>V!)=)"NV+G)AJZH(.=Y M79M*<3<>#KUSM B\9G-
D=D3P>,-6*: 1-V=DX>.DU^.YE;\$HT2Y2QD\"|\(+ M2- 3!E2/,COKP:?,J%H8YG5_,2-
S7G2>#_Q[0/I]S_?XYG _\"*7C]K;1_WW M4A
%SB6:"5\$W7V^D(0A>,G.!UWWT1=4@GF8E5UDMNAL@7/\$ MH@"&IZF#X;4P+
@L15M-=4)LO;T? MU/?W=B#-D D1D'[T4HBRO02M-@+ ^=&G%LZ7<>P%-
(Y7.B2OF=)#]KC@NB;K M#&@;G)L9RH*_\6JR)
<_JU7Q%G9T4MS8XKV;Q@<6RZ5X4HX'S/4)9< @64AN< MVP*=8JR!L YT?
8=WMP01\$R3)_YGECPA)8 (-[1:F="F;F8,;2Y>NIML N=\$
M+!#"5:51=3QL*,X.5YR]MMK-
IF%*V9]1L8("##;>;%1MRH8&6%'G#D*6/OT<'Y.&8E\$'Z2R%UV>MW2.(D\
[N:2TMB)4_OO])%> M\ '@:>0E;.C*'P>2++R2F[G5P1Z.GHJ]-
6\$N.JE@[.C7%XI(6@O^A@W1J'@X." M/-0Z6)^(("W'[&)C1"^,ID->J466U[*B -KXQG ^
NL%K!-? M51;514N,^Y]A3?D*K\6^>H0^&H0T;J:KF!=[W7BK)7X\$R5.9]BI(2_"&SIW
MED[=Q&.HX/E[*IR%=B(">XD\$N7&:^ET&6003%4%--@8\$P(:N,F!++6:I8P#
MCPNB=PQW*=DLA?%8!#1Z""0S%0:WX3 5_ ^KF?;&O#K2=; /WK;).5!5V,\$. MO*-ZA,
O"/BP8_,H;M6->H:Y#-@!\1^&4#O\8Z-NSX-B3HW]"H'T9#AHCJ MY(D;L(.L!T-
>\$*R.H4\$06"@H7]PX|\$9]!OES>?ID\]<8<,%@QZHL]W^3/7^*254@(GR?
9V^JF,X|\$FV*@+ M8K)T3)9T)MH\$&[1 3):.R;+V;K 1#<1DZ9@LJ3B!"3;8@)B\$XB411:
<\$&PM M7(+ 95EZ)5A'/>(2!"[+TBW!1A@0ER!P699^6;5HAT# 8@3ZQB>!/+/Q!X(4-
M;O0S+Z*)-R#^[P4M;)]JT1F\$XU[@6)(V:8&-YB <2Y:.92B1%MA #L*Q9.E8
MANYH'7(.IZ(*EG7(.8ZJ:B&" .HZE9]R/IQJNYG8'W'='.'6+292\Z?V(\5
MBM;K"XKGJ7;3L#/RU.*EN|\$'K]UQDVG/HGCZ[|0>]|0B,V4QNW3*)\ M!A'Q(?
!UI>9&1\7B("\0'6N?@./D01.H&-_YEAXWO@;6S&@=A8AXV/WO-Q M1.-
P'/5HG/XYH,05@V4?/KINT _]0EW4_QR,2=#\
M1!_9S>GOZ3.6GL3'VR2^]Q@<|RCO<|Q;(YY^WPO],#K^3TW^ ^]1G\$VSVR=#S
M7XI_>L\('2M7]*=R&PY)\%XWL! MG4Y -_BPE>DX\$ _+@T^G;*(+5J3#
<(GHY@>3W_YY'KQR"^T2CQ.L1?S)#,=GTZ\F:.X,\$=)0]S#B,ZA\6O#
M;+S!11*.CHU1HL2A[IG*%*0CXKI>\'BL*3I]Q\$=\QMMGB/7^*BF%(G0>2,1
MVBLEPO>KR_OS,^7N_N3^ _ZU% ,XVKOST^^WE_>7YW?*R=69?
MV>7=W>7U5XA3>BN#54@'B0<.)TD8J,K9T>F18FBVY90W[+<+OWKC M^ -
'_JV=\V2'X7RF,T;[! 5]!]>WW _JO?^HM[=-GIFH\$87 U'K(G]92)1G)+
M^UP]U1M*0+CJZ5+O^"SLC8<3;:PAE)\$^NZ"K:\V_"85E_I3YYGS0("A',9J0 M-0,B[56
3#_Q FY!"#0U2E"Q+-W.JV*91RW-EJ* .-:1[KS_J(D"LFWYG6Z@
MQNB9;Z\$K%OGM(H2C['OP\$GG\$5YB]U0M=JGR[6P<78Q-<404 _ _ _;N?
E^> _?IY.I>N;I6F")QS[0%13>5ZUM%MS^XORC7%K][^?*
M@HXQTR].3N_YU]IC6F\L/4Z%U9H>2\$\$\$&10NZ""E&5#ESRE;**F1KS#;G[I* M?
OZZ\$;>?IYZ#U]SELD^:0 _(: ^MZ9*7Y@LE49,&4VXS&]T_Q@%53\$U5N#MB
M]YUYE5< (!FN;Z=#!(A5W'1QT]UMT^7EK&*!T77[|I]XL>S;=>:;+L6;KO;
M;KOWMR=7=Y=B<\5]!%YS G^ZIR8PSIAMO/PJ'2CJ+:OU4DK"2XZZ&Y0L%N*?A

M<.C%/. "E7'ALBV=R^8%&QQ,(9-\:SD7XBC\B?<)4\ML\ (J@W35MK9U#_0))J M05IJ ?
*:Y:7-+7T464I!C>?? V[?]>^?WZ_ORKM8PD_7#^3'J)6
,E["O1;.X*B95X1'L'NTJ7J!X2:ST!L): M^N40'869W,5V.49 6VOG-0*LUI'CF')B?
T=V2XXI8;6/="M3%+\$<>T+6CI+3 MG\$CE\$D^WC)@5(9(L19[':3@.DNCEE!DWKRP+-
J(>SW=(Z"@*G_ASYJZ&=J/I MC400/@G;Z<)!6EN;FO=8Y.HVNTFX;3,FS= M>!
<-5>2ZU;#X(#A'869(R.R02/G7./)BU^OQU4\$& \$^|RZ/;H|LC9=)M*%)>
MPUNY"H|^J2EPF7;F+>X L+1(PF\?XN_?T'TED?";:>\$J3/?#=\$2,: MOY/_?&7/TZ?
|G|/HZJ:AV\H72I53\D25&Q+|^\$E>WNZ%:FX#?_FMOBS|0F.F MY-
A+:+K@7YJFID\$V*62X93]>AW=AS|G"JFN-[HG8UXJ1=JJBRW^.KIARB\3
MF?.T%Z/10?_OMV|YY1+;|GTW(5.V_?_Q1JDF/GF;V>BV.VVS YFV:YP"DWEQ MC\
H8DOHC8BOT&G9;?8QK|L=JWQ#|L=<^BK_ID8*#|(LNP90F+W#11^R(XYS
MSDE\$R2N,68WN"M7|EQR,PT_M^3>#,'CCC|1M|FBSTS2 2Z>V+JH*01 M=971.
(K'W%.9A J|0NC\$NO'AX1 6/1R18#YX5\$!.MOTALH/7X4+(\$4
M0NYE*.:S+@2\$1\$" NYE^!#Z'^(\5G*=UN%J\$N 1@*#/00%OW*(PB?ESX+%/
MYF(UC_=DX3R*OO8|2JF^AK>+LT5BC|&H+4UVHA?=>!|-M.66FF\$F"VH.'&I
M*G_1CC1=&9%(>2+^F.|@:|^*"@7\$'IN7#E73L?
#L2|*P"BWU*5T*3LV7GTO4O/^K"MN5% &IH0 MD,V;B%BL"
|RP\HB/PQC)C|N4'|LAQ:KY8SYC>.+|I^N(I!|<>UP*)*"R0"<7L=/O(/IK;K)
(^8>Q"YTU1X5;0#44<|J5#^RAC)Y*/&;F=#P(M>9|D-+4|&9#D|51^DM?CY8--
;Y|,YA=5(8&K?# 6IOS H,\$N>O@7FO" 25S/ M|N1#F3R,'SN)Q4C\$2\$F<*
(ZFN.0E/IJY|26?GLD:D9D<)RWO0%?N>.+IF&TJ M09(>WN'R,"").XQI|WH_I/&JP.*
!;:*G>OKT(@, @:4<8=| H|S/>/WH9NSZUY4A;)|T6Y
MY%LHZ0G|Z8PD)#W+|\$9NSE^X|(:%:,OMV)|D+UB:S07D+7T46AEW?S7OE0_|
MR_8GQ3"-(W;%)"#CB?SQ\$9>+!U^2WD(0|I<:)|RZ9:=>G/ M032W
QY|IR&BY\$>3|!G^CHG_D^DPW""06B"O|BHQDZI\$|4G\$M%72Z|\$=@HM_
M5TB|B&N0*S|5&*)AV&(|%_,"L:42Q|8?E0>H_!G M,IA^?
<2T9RI&YM*^%P@LB.PAGGOAL\$FN&9_X6O|TO6SC!>O'-|V0R_S)Q6O&
M.KW2"|0^QK:=AZ8Q31E8U/R/UJ>Y5//\$_CW'4MO)%W|<|RCXR-\$O.B1^F(5@= M:8-
J%Q3?7^55&WJNZ|.2LL&W.7 :G3+.>@RCEQ6>!W&1X+G>Y*(%)T2|T?VZ
MFH/79X9)3-C.N|#2M AMAS\$FOS91RS!|7QQIHY1B=;T9R,K%^- ,7^#E&!
MXYSSU7H|LW+=&5^\$PMSFJ|+9OYQ=N ?IY(0NNR_8|SRI(EP9L?R"||;-K:<,E:-
:|^4_A|(D' MU/=G4N|#@Z|PNJ156N:N^;5^#1 ^|)+=LO^D,00/=6|B),^JUPWM8TU?
-\$E M#B8N>"+|I7^,_9<)^SII*5A5|&|Z8HU?\$8X3LOF(W6! (BKNZZ6YYI'(\$&%_
MWXV'/ +V>YA07|F)PA\$7V#2>EJH*>DR#8?MI^P9VDS M^(HJ|1W5-&W5T,S""C=F;
<|5GS;EV""#R|(N|79|R^C0HI|;O3|Y|/>=U M<4^OK^|/K^Z7^_: VM#A|
M;/'#ML)OR':5=^R3MR)14|I|M|9)OO'S|NA)|I MT|G)X@H156)6KT4_V'-O&TO!BEG?
\$)XW79A/*SWOO9W |O>+=\$=ALWNFPF:(I MJ1QV/ X82?E5;#@\$S%B40<3-
C/_T"R36;8W)|?W\$VM&)'SHQB?EXO+JY.KT
M\N2KPHR3Z|MO)_>B(1MYNZ_*#P265Q:N*!=_M6_9S53L!G?>LU+967T+Q:'E|
|1Q\,I|N)SF^W5 MN#/712 :N#/CSEPV\$'E-KTP|,T|VC.B 7<=+50
6:\$.J?/@:QO\$O|ZW:Q:U: M.G5>;|65G(;8P%#1J,3<4-
&HG7PW=U,TMC^'A|MWX>2ULV|?XM1)S\$^FG|Y
M|I*T:-5"Y4Y^B)DGF4>A+ZK8B6)#-\$X6#'%F-2H;-GA3L_6^8-^Y8TE'_W0
M>5_4RJ+.48VYH0.2,&%C2D)1B6*-8KLJ|7Y1J2WR\$ 6*I7VBH5U9L83')/"8!,2-
MY"#.9CG6Y\$=">@?J*D6T;R0@CV)%#TZ4IJ=8.?/BWCB.><4H;@R=!,1_B3WA MTIKK
5Q12,L>IB& >.R_3;9%I: .2@\$'B:FA5G",T*M (Q0K^8&HYO3<_8F MJ@75HMK?>-
%A+TE|I?(MGGW@3_F&H(?QF->GI(\A.-\$^4:B'S11;KWX|V|I M=CV!0@L!_?|
YP1|OM@I'95=Y#69-^W<-^O%M687<^S=6.QY|I\$88^Z?)O'
M3;T>FSJCL(W& ""J+J:.A;L!+|Q.*J=LY+=E|?_WY^B^4Z#WQ&U14|J)G" M\$#"6@?
4Z@8PE)|6^TD?BIX8\$Y:1 2Z(>E@2GK5W=,F"XG>-VCAM#:1N#/=W. M3W_KQ;9>
(1/N2")|(QP*Z_)5F|C5GZ@,|^M'(PT,'\$7R!CR4FU|T':
M>II&_0Z|:E(WYW4|;FCO7'D|::R(A#X/:|RXD9CQL_ ;OP'M4W6;T:X|8,1
MVQ7=0FP=4WN|C"4GU&.%A)|.9HO3 MD84.TUL:83J.|N>'Z&-W|? GS|",H|:-
WC,*8U&?|CBBOJA:|^FGYR:#R6:W M>&/**L?: !;R\$(?^.%F^9?U
%G_R9WONKXT,V&'0F=PTB.:<_DB;#Q\$E/YJD MS|AP3/R?Y"7FS=(61CWT@N;:*>
<=:;FT7Q*Q@O:|^%*ERJ325B|NKDZO3RY.O MBZ='>:>PM|3/N-!F8X_LMWINDP-
LJXLI;SVQ5@,P.>_&PZ&7*+^""16'P\$9| MDZ*Q.CDH'/2. \$FCU5-84Q|I'_ \$9\$:ER-
Z"4|^3EST(||=A+V-MZ&>;UX3)0

MDD\$X9D]U8U6ASSTZ2I1X0"*JD&\$X9J#|98T@EC:XUA,;EMA*YZ(I8AMVDPW\$
M)Z.8'D|_ ^>1Z|<@G+|=>()XG;OHT)-\$CDYH3><|EYEM=EU,K_7HN3(^T5*!.
M[*#)FR=?'|&O/BY_WK*/+&/U5]J1GO-SV|SWT'6#TLTCQ^Y &Y1]U&D9[SY* M;D?
1|1N/I@QBC9G?O..&(G8>9;J8U2+0JT81&S%:[HK. M'IX;-
WWQ+S]IAI[K^K0DTIS)J2U|=5QBK^Y>T2Y9HB|[%#_9^_Y. B# MBXCT1(G_<>
EM|P=-H|=AL(;>K/1BP|ZS59#<6G/&Q(_K719/(R) -U0N" MXZ|ILB9VW|L<=U?5\$?
7:)^Y69(@TE#7*R)SPGQ|%XV'1# MX:+C;V#88RM\$!0JY>=QOFNU&UU#;FJ%J9N?
SQ|?C7A.HRU)"*,=MA+A|&%E:HZNK%L|1 @&C#;)ZZG5E Z7K45?
^5;4W\4|BF#+K;D!JEP-.B1FL
M"K'K,@F%K\$IKM87"AKTE)@RF*AU_*@&>YH7C*D[ZZ"6
M5UCHC:ZCMO6=|QPX=A#"^N>LP=X&8UNVU3;E@8\$7X>Z&57-_CDE\4!4D>GQ
M7^B?8^^(2M8B)JCH;/GS8B3Y"1P^7_.Y_0X24Y)%+VP9?D|
<@6\$"357EV^CXA+E8CV*-.
M+'WRZ@UQ&34>&C[W7\$P<7;F<4NT.0)0FS.D41FS1,E9>A|\$97MU3=,H H-
@BD/8IDF4 R&MV. MVFE!RA-*S>F3GNT14KSUV^O,=K,EM=4NXW> M^3KB9I-W?
GOQ\FQ-|%ZNYP-'-ME8%#. +29 M?_*"IEL*=QPS,NWO5JF*@RM !\$^C(0=<7NW/
MX5443,M6+6?G% (X@1]DA;JRPJ;Z(MNS0BLM*&)J:JM5L_2T2FR7(LU;|>: M\$Y|D
'228ZK1ON3E*KW1-6Q5MW=F*8P2 <10KC,<6V/(\$!CJ@\$ER/"0K9IKV
MK8S("T_ZQMRNLH|PW*2\$.!U'\$0V2D|"|"H->^D=>QA(I7ZW=BPC T?P13GG/
M&36C,<5S'A \$-D^JG-!CFL_X|#.RU1VH|NQ5\$N' MHOP@A:4ERL/0BT&
(5TU=B|_B(<|"CC<4:7\$L07W3)F&P YI+|46%YLB =O+ MB+;P?K9TM>7(RN0'G5F%
<)/@;=|>;AT.-|LR5-N6%7?:=|91J^))1VL6J0(C MV^NIRC)Z4J?%84/>
(39M1B5JQ(:|3/\$C#7J,WY0/5V%"%5U_TXD4W7)|+Q@| M)Q,O(+=(|= "L>|4|?
Y;QJ%*^2APYNY=@S=^ 3\$>8(8VN-&*@5#;0T:AE;O MFW85|TUP|]|>^LL
M=2D=BI;6#,E-SD|1Z+/K'A6/IP?3 E+H4&)EK|(I|OX/ M%QIE;|GC+
|DAT75TEY"\$NJ(CQORI\$|FMS>2V M^?Y.LVX|K;+&8S6ZVI&V7 =CZ0-E1"+EB3|_-
&5%F%_ 'GJ7SZR|SH^7DU"TU0M_?|.)\$@'K9#9&X|+|J#M
M)CDJ(3%QN61N,.5'MJ7\$O|L?(!*6^NV>|U3VF: 5KPSX?M H|?
BW1QOH2:>@D70:W=:1L9PLL_3!_U'NV)+3 M.&7Q|E'(|S|^,=+??8=&UO@|/W M,
|CM2=LQ>":WE54)RJXF>6*|TFS2^>@4DBA_C.: M_45,70#\$M<=49|E#/K MY"M=?
&4J'|CC8T0?&>|IOO?GV'-%GU5E)%:|!C/18?|J|^-=:*ZLC;RPOE_G
M|JR907*:QGN=#;:'^SC8WS"92<+67^VTLE@E>:FI*@P:(|KN?J+^RRX1:\$P2
ME0^B"5Z6(,\$;W4&IN8?XD(F/7*)P'3Q:@. !P@-7'954|1VB M|_-L-
IK/7D'B..>P8;W;R:^LYJ+WCX!A >4;:3M%PZ>D(2|;2M?7M?S*?NZ1
M;: HZYK!|J:K1;JF&9670|IL45#?,ME_H|55K2R'99;J%"MU7:,56SG66I
MY<8R7BO9Z/PN_C5!%G;V&.Z90.3J%IG&4?H&:|^>#*BRH1A=M2.
P5'!U:4;CP<^|Q?D:-B8S,>CB(Z MH\$',E&?%"|C?VU441?
5'3D71*7U\$B;'31>I<"N)\#6/>\$_BZ?T^><|,?:RY@_M,1F.I>OJ"*|_-
|46+!)?_R_5KJM/:N=HHZMX|"7:7|KV>EPB'B>O%2>0|C#D9 M8B;>%?
KP;UX01DSF35D|O@YX_YBMR\$T;|Z2=)ZL/DM0?OP|75!W/SI8AHF|:C
MFCK:4PC8G>RIO0"VDS8&;ZE6NQ*/>QF/#PG=7.Y9!&CV6%WVJ'C^H3V*;V.
M3;:0;CCF@YTNU@X|5JK?K%W6ZM1'*&90='02N!)<3DZC:ZB=-L|6VMGI))>H
M)=ELR-#(T'O4'B\$|QYVU|!+N8W1VE"N^Y%"M)J"0#JIR&@8,M+ .0R|H
MOEGWMTNV|I@ X-E>N:K*W9CW\$%)^9Q#UE9LH""%9PBR#E"N9S7@\$B,56SV\$-
M1|WYB">27;.)B4(E>+|,./WP/"#/=V:Q^J>+H+P,F^<(Q M>ZK+3\$Z>W,?
VLMFQ;86(+ASQ^JD-2?3(N(|OD&_LZ|E,Q1XWEW)B0V4S|LDH MIL?37SY-HWY>
(\$8I;OHT>?IS-/(70#78^?O2K^//GZB'WU
ML|/+>=ZXYU@^HK<|ZF;OR8RU7!5&T"XIJU!%S M|8QOZ1,-QC3>KG^:I-
XKF8)XNS9VP<'!MPA'6*^#<A|%R>/.M4MPC)JBG6
M)|RA6^_':.8R/'<|0V|T|;:I:BOZTE3V,#6R06W9P"Z(#7B90;:EZIWETI+(
M!F"@@FPP88.-7=2W9 .ST34M3;5L*)7'D V0#=:SP<9>|UNR@<6/A;=58_?# M,E@\$)#
<" +L(P+;:ZP,@7DEQXACR:\$*|_U M=|BU'XR" D2FR1C+,9FIO?,^GI=%%;##QIQ!
<5B3-Z5S;%4RT'\$(>)>.: \$+ M IS=Z)H=@YDJD@LV(. J#CBCH&"9V6*(:|?
4SN|]WO:|N(DN.QW\$9#D|HG&R M3/-H#_<7DSJ-@ZO4X&I_ON|><1/OY=
|O@/O|W:_U& 3#/CO|Z %^O RGTPX M#>/DNO|;&+JB A.-GKP>C>|"/V/_\ 4|J@BD?
>;V2P121P"I MW=FY@A<""2*0-K9VEP8DI|)%M6ZHEFK?8R
@D4D#:V>9<%)\$L30&HY4(D->\$< MLG:(V>9PLLTE|I/.^\$EMF5
R^Q!'^TP_EX@CH|E%@R'#K8Y%HJ|9.2IFKL?G8);7Z(2-J8 M|"X-

238_/&FIA@[/%Z\$PHRVV>A:JF5",<801S)Q9.XMS&A;'\$>.
ML/_VCCB"B*.J11EMN]!%U5!/=/C/7\$T=Y":'+XZB-68WJAL,9'46,*J*?J? K
MDF'(AO9O\0&Z%TMS+R[2A?'6R0)5U\$FDOAQ MF+9JZYCE6\$!I& MHS B"54>:4 CXJ?
JHSOT B].>)]CTW9'9- VDZ%_I82A;/7*Y).:CSDYC.= MGV|H: ^AXK"68-NB0LL%D<&N?
#1/!5\$.P;5 C96.)'YAIJJKN*0\O)H!@VJ1* MRD:3E:)IITX/Z(C,60XX8C=/ -
\$+XZ34BL!U9ZH-NN.7<'>GX?#!"U(S MK??GV(L|_NLM]9G6[W+G_YL*AGWOF;K-
?L,H7,5:=H/Q4,?0C4] 3#4\$U3YU MR#R@6@9/J]\$U6NAVK"-P-NB+Q0BC-@JC.F-
JD|JXFS#B|*,1ZB+D-3|(+@^"8*GQC#L">%T80V'HVO^Z>"-E% M:??
(9\$>:2\$9+'B*4UNB'!4"IK2&4Z@RE-1IC\$4C2\$4E50]*'W13%F\$V_98? M5,O@X4=?
[&6C]1=@3D37BT<^>>%CI.LAAE>MNPJ7M\SES6585:\$EWDZUH8KN
MWE/%#4&F:USX!\$X"=|HJ(V^ J|^:!
Q5Q/,93@AMA/D>&||DT&NA9!#R&7SR>^,.=X=S[141UKUD^(P)]5I
M?|2V(6NUOQ\$O4#YP5_TO"H,(5^_#F.FY85\AS').8E4):%*F\$ _JP67)3\$C\$C M'7=O7
=G@FHB.G;=/O%DR|V?;5\$)Q+1D'3HO?TM _WJ?EM2?=?^XWS(B<1EL M_*B:
(<'WAB"#""*9^5OH8BZ M8AWD,E#8_6F:DDK4XFHJSKJ-M@-,D!G-
KIM1VTYLHH7(.BJ#KI-3G(9J..U M'W6U):W%7.'FPW0\$DU5M,4C)M5_WHEKZ<
M28\$@JC:(-MG_E'482@R57U%\$59H)Y1J%(2GU
MIDTILXI9'!Z5PK9ZM83)104O,TP&/O;B@>BR&/89:1_D MG61@^\$|7XC#L)-
D'%^*T,,-U0@(8;C'RBCR8,B/O.IJ>T6?>(3A
MH<)P26,M'(4|T&*K=GLYUP91>*@HS%Q"11X,K33%5I.08ELH#_)17HY.6.6
MUA+L1^%0X,0+QKPLR(3P81 K#Y11FT|/I"7D&6@U|8KRKMP=|J)>?
Z<1(0MJ1>0Z.4RH<.8L3U_:Q3ZOF#|K3*O#,T6!Z.U MMJS4*Q#
[#V)X#PFB<##;+%67E@"+\$ (8+ MX6*L@\$+1O
Q8'JJK+00<[';"/H"Z _S<4H%U.5/|IUYUY<-5F%!%-Y?H@NE*
M^SR0/V&YB5W^A0:T|^7?)\$1LTY3A)*J8'ZCV_JD:Z| T!)&=(WG4>PBEQ\$A
M\$!&2297=6<+H.I?WH>GX7_8!G=)V/LQ""VV=|-C|&3(M%C>)3WP _J)&\$NO?
A#>&KXHU\$->.]L:1EWBY^T(9.H|H=O91914="M5"[SL= MZ0M\$[S) K4:WX^Q|?@?
162MTOM/D'HYH32-FMHGAAOJ#5ZZO%A:.1=1,Z^Q2
MVK%"3EP@ROUJF'VE<:PTE0^I@O^+PA5\A21)Y#V,\$XX/)0D51J+F@G>>60.I
M>WZ|/- \TG*7X=E^S|P+%|D,YH4&|S8|Z&|;RB1;TR8"#5C')SH5#K,/= ?DY'
M5H|2Q!DH\$;:!=UP|O|PNP6Q+PDD/1!8H"98Y0|EHB|F|!%*JVCN;9/OQ39??
M1+'5^'R5J;#)NR#J M!E;?6UMUX./02Y?VYEJPJ39\$?39/M1 M1/LTBJBKN-Z3Y|+
A9ES7_N=2&),YF9*4_ '5V92NN;E,9;+4 M\$G|:=F4:C!8=4"E/JY|\$4|Z|. %7IQ?
%8IM*3P%5(KQ=1@: ^PKS"B4SH4&C|& M5P
&5T0|IS7|>1*X)^Z_QFG=^%49)H:=Z+8@|/E!T.PU67XWT+00-'4\$398B
MA!DQDU,M:./,L"W-%04*\$5+4AE:D883&8ZH#!5(T:?:^K2||
Z+959T4%8P15M4&U2;DL%%4&&%1AH@>L1(JWK 8HB1X93||NY7OT1'B
MC6L>'Y#M^MUTSVZ'9|=:OA+835#.XN0"D2R-E@ZWP-W&L:@|CF) K8&|>K(
MUH!\$=!K9(K'7RRWW>9Q54SO6SGU8|M*S)&|6|N-A|&,Q->AWXLQEYK.8TF4O
ME ^#57@9F0Z9;O^%.O>Y!|J-KM%1V^;.A3B1'9\$= 4V|F**C^^3,5J-KJ|Z*
M(L^PMLB)33T=Q(0(+<9P|A_89U,MA)N...V|MN%PM'5?G0URAA<|1YZ
MW61C1*.9.XB+K>/'<@#Q_NK=?SBGX|0^+3O-8>?(3H5URE53A*TVOJ82QN@
MW^'0UR0T54#4(^H+%_ /Z+E+>\$5)^.<|>I3P83-09|JM)^8X,*6|I0LK04@P)
M^|WG)/>9YW,'98GY'&^|++46!SEG#UM2|,\$ FJ|S+B%TL3D6\$(%ZCP|PXT_(
M0Q7EH;W:5\$O<9.QL52\$C(2.!F';Q9MH2|YAB+Y)55Q%9" R6#I2%|FKY+7&3
MM;/M5SPCU>A(|^I@|S_\$'|1M\$C8D|DA?Q7IC)1PG<4(",9?"SOCN%*, 'G#Z
M0Y,SM,/QS6P?9,X2X*|GG8JU>U@JPO*>,9D*Q)-4'EZ-AP|TNNZ++2R^GHO# MK?
+V++O1U35;=?
2=6|&|@W&L@U(FOC:H2=^9F3O)>CNYR1LLXZAMLU&,PMCC%#R,J\$|2|XE^^NFYR6
T(4;)U32YK>0!S8& M!JVUMT!92./U:BS^Y/E^/8M_>4^B MR4V#V3GJ\$>.SYD-
\$R8\FZ;,)A/_WF).<86UF'H!*YI19?* MZ/;BT(H4QA#4/-V8BWXS@-AZ.
(#MAUC#V4Z9E<
M7D|@%P@3%\$||A+VMEZ&*7_X'I"QZ|!%I5G+TEP&3A.&8/=5|9_F')'ID|,>W
M#ONU\$C";3UIA;R;;Q%;#YN6344R|I|FI8F| (Q%G'3I\G3)P*1O^"M|XB_
M+_UZSNA'6LKL\$Q_6Y,V3KX_85Q^7/|<|I^U.9^57VI&>|W/+>6Z8|V@.D>& MF??
=. "8X8|+??=(&/VO&(-W+W.6+ENAK:>,6I*ZOCI#YWX0,8WL&|MN\$"OG
M;.=PQ7;|QSB@Z9YG:FH&KVTMU^;.>|ZS,GM V8*MFK5G&? U-C3#RA(5V#C=
MPUDOO- MR6YT+5VUS<(;="W(7?

M<>+%5';>@=%X0KZJ=99WL=P5;091J'G7(U80K,O5 MJK1H0,L/-
RX\$U5)K4U4"9GF&?24ASUC<%N\OIKAM&P9SK)::IP,2/++>'8'2 M)UZD/!%_3#E+,
(C/8D\$#:#4_2_?P@CB)QJ_S/;#M|Q|:_JI9G81H>Y4ND&8+ M\WJE,2#"S_1^3MU'^EOQ
M\$/P*>,W)+>SZ)8Z_/ %H>/Y21P|GSJBVLW>C: MK5V:|< I3%AS?,DTS>6B*J?
6),X!J4Y|Y|)?"#V T-M@UI:*/(_#JS#@;XI"GPWP|9+'^VF|F(M;C-:&OP=8(-.OWTV F;
EV/;|QJW56XO&4N;P\$9L.*(IJL|6);Q
M8+0UQ|::+9VT*#5ZQ+1TDQ*#JOZWT|2:.OL_PW8TWKE^RN_E&|(?4DOV%X7G
MTRID0?;QL|UL79L+XH^9O:G|PZC.7J,ZF?>R008NFOFTJKXB217#.Q4'VO9V
M:3:@+6.IU>@:|K+:CDBJ-I*VMQ<+D5@| '*T:.N*L C@K)!MOWX#CP6C5V-WE M6|'
3(EI22NB,DM:|+IZ(JK4B 8PZE\$#"2HZ"^N"ONWU
MWKSH:VLBMM+29%7#1O15'7W;Z|JYP:>+(SR6O?,!.01?3<"W0YPD-_H,GJW4
MMN"#|V"2^,^|. -6,&15\$[482N KI|2(J@,/ ^%U&7TJ%0G-'W"| #W*|(/;R+:
MIQ\$CU5T2|GZ<>4^>2P,W/@G<\$ _=?XS@1YRY6<:3).->UH/1*U)QT&3)T| |: M-
!:"IHZ@R9)AGQ\$S.?4"WN!,-=\$[6SM(9;KB&DY+K;I9)>G+X8B|*S?#M7E2@-/:)2G@>
#=AW4'E4; MZS\$5B*H.HJJ>J-I8IJA 4#F-;EMU5O0&05!5&U2;|,TB4=71P*
*|VZ2)K|0.41YPQX^W+=>V|^K MWB|DV\$M>\$*R*>XG#^T_ \$| |,L5,!^+L%O.?>
>,OC)8\$TU||-Y+SN)8==;1/9& M|J|M|<-T;>XMXM|/9^5 JH:-O6XVY#!:O1AOA-
Y(SZS!7|:(%.#NI39+?G7DY\U.PD _/":IBO
M5V/+3LZVE\$|V,89RA2RM7&>E|8^ _W/L)2\BC>)VGHE||283|W(I\$Q?J_ " "
M2(B^Y0:E"F_!J9B:JO"V?V+&K_ K95:CSY1KHH,2\$05,F1:39*S MF?
A^VU<|SI'>:>7M7JT|1RW'D=0!V=0-*1V0|2;/EC4F0ROK2?N8'<05K_.8 MK"/'>K|W-
ZX3_ |QUI+#6K'#!'ORJX#*(M93AA8^6./.*+I:@AGMN\#%)Y_ ^ED65-OI-
|E^(3X(>+_ZF?"-1;Z"8>NI; M+BDM&79JP|LU+;I'-
(C\$A6R3SI.V8)KOGT"96Z&K"TVF?'T*HNB%?7HB_.VY M,Q;L1M?65\$/?N<18+B*6?
=X^P_V3B7"N6C>3;8_R5Z. U(Z %U&@> GSUB+F M+Z|NWC|VE9J'U^,D3IBFQE8F&
|ZU.;Y;HM,G&|O*EN\$0,(X|#.XPJ|EM>8=9 MU/C3W62|?
C;+VTJ;LYWD9':8_(:"/YO@MS<(_H7LR|VEONCOW.\$9UZINZ8<
M0Q3|/*97|UIQ8C^GJ>'P,DM:1_(!1F1'9\$?@|+BAU%(Y|AH:=L)1W5V|RR(M+
D*G!Z:BF M)N|H'W(E!5>! ? JJ?TJTH(? MY:>(KA;
|P8CO.Q"EE9GO'0+OVXX\$OO\$\$_ "%M:%+75;FIH<<_H\$8D>DGW MV9-
IX|K|'9&H||S\$JW:,%NKVUAMUXL04B'X#/<7D0A9642*A5);/-)_XZ"D/
M=4XK92D/+VOCG|PD_ ;| "I?RQ/2=<;1=[%/2R>OJZ:?:60_OX.HP:ZT@X2\$7
M1\$#J('60.D@=I Y2!ZF#U\$'J('60.H=%G5P1UC7G:7@<9O79F,N@%U\$2TXLH
M')Z2>+#HOEB.P9@:KXIBR3H4@|@!A)WW8GARL*-.#PLX!'REX:|'XLG
M+L(^F|GXB,N,B2\5VC(_7+WL!CS@<*.&1.D@=*/K(ZJ*XUJ9JZ""WZ*#.Q|0| M&T?
|5#@;5NBF!7*9.L*F'K/W7/>_ |PVNL50)U|1XX2)|Y|+GB!_D;J1.+DLU
M2PW>9Z9N||T"E=AJ37;O((04Q0 MQZOP*H!7'5""^IGWY+DT<&.%!*
|B+C9V5I@|@|RT&B_@5.X>(#C;Z6IN|"DQ1 M/U#" (W60.D@=I
Y2!ZF#U\$'JU)|@Z4JI@33U:,QMKH6LOS#Y#,68G>U-J;D=M
MV|@7>ONQ83_TKCK3;>%&;.|5P#/U'4@ M!?'#P^'\$5K\$B A\$?J('60.D@=I
Y2!ZF#U*DO=8KQ+<|LO.UM6#M@B22H,DLQ=9@J"Q&UU+ MU74_@@;3^/\$JO
K@50>4QO_'8NEX942B)*"1A/C.P49:Y.>A=GZ!TIXI Y2 M!ZF#U\$'J('60.D@=I
Y2!ZF#U"DR"O#-"|+(2UZF-<'/Z+PF^-FB,^(^7%U\$
M_/>T,W!N;W"KT=4UU6GM4BP(\$0<0<9M""J4AK@T'<0>4R9XF2#J;/7^S9TN|'+9M)1
MMM2L*9|U4&VRAJSMJ^DN0Y?RXHN/_*+Z*DA>G:HN;^+=)I#R| :74-MF1;"
MJQKP0OT\$J8/4@5V97Y)HUE/10%PI!N\$%\$E|(_)"ILZ_Z^)*8WX#%_>4QYL:
M_PN|6">5MWM_CCU>OX414J'#D1^ ^4*K|J)+!(/3Y')6(BBMXK1#,,| #W,,| #1F
M^AXHX9\$Z2!TP,?QMG>'BMAOBN1=A=\$^>_S'?V|@'N%GRW7L\$(I?! ABR-UD#H "L!
(M%L V"N!J@ A9'#)UI.9)2V;Q%A 6Q|HK>!5>!?"J SJ3<)T,: "0.(T1TP(2F
M|T05/XRQH/YA!K#Q2,*!\$AZI@|1!ZB!UD#I('3.7OV;2|Z/F(V?_?;6"R)4 M|=-%3?
TR8(H|_|T;7-FK5;JB5LD*DA4V?'H(5DINX@ M4|<1-
DLE:B3#QFETC5T|WX@:.*A9#I_ (18VL6&S4ZT82; YH%QZ1@|/%\$|3! MA/B#C
IC0OR!\$AZI@|1!ZB!UD#I('0.4J?&U)'92_0F"OM>PBW90"?&3;W1 M-
6W5:N|BS:QA(&QJ")M-J>P|P,9B ML.FH+6?Y 'YN)&4)00 !=M>2?8OQ"=!CRHD4?
X8!U0Q-54Q-
,ZVC)DBYKDEC9VHVMKJJ\$|DNHH929CV?'\$&9:B6N9Q1C+R)O'D(O&EK('E39|QI,
<8TD#&1,6O#F+D.1=A+^2)K M#D64Q*(|>2.--J="VCK9IMC-
(A9QXF9V9IK;5_QN3UDE73=E13K|2F.X&O*KKBPR M\$++0EJ'NDEBH)9(/'4-

M/9ZQCTW=|2J/JKY7'5!3/Q/W7^,X&=(@4<*\$^\$LW2
MD!2V%LT%N:MX\$|;\$*TDHKAN.Q%;P1/SQ=HV')4 JE\$0>%61V TN^GM&AS B
MT4NZE9[T>A'E#[T;/VI M@/1!ZB!UD#I('?
C4R15A;:TIHN\$%P0J'W'HK8FXNKK(G.JOM">P976WLK"GS M(!
<|/F*G&MC!70\$R=?)U@U_C7)+*V2T-"&=CN 60PJL 7H6,B5?A50"ODE36
MHPIQT%,>ZN1))TPUB96'E/7Q3_:+|J^0_:4\,7UG'&T7^SS8 |"UZ;*-!2<. ME/!
(':0.4@>I@/1!ZB!UD#I('0.4@>IL\NLS5'9G@<907QE\N@%U\$2TXLH
M')Z2>+ #HOLA/-*:E-/J&IMJ/MX!";,'#UGLQOCU@RP"&+8PUX%5X%<"KD#'Q
M*KP*X%4'!=!CRS'OR7!JXL4("5V\$+L1 29&I63Q1;96,*>S_\$%9,/N/H5XQ'(M@TPBS'
_GC2L(^&1.D@=I Y2!ZF#U\$'J('5J3!TI)PVG!4MF-M9"ZPKN9<[M M638;W99J6GXNG-
DKCKCD#I('0.4@>I@/1!ZB!U*D6=8IS'KJO-;V6:=QI=4W5:NSAW\$\$,0 M,935?
RP!0PYBJ)X8RNI"7H6A)9BT>4?HEHX@J1=(,GN1=Q*.&1.D@=I Y2!ZF#U\$'J
M('60.D@=I Y2ITAGXSMZ9?^>=G'([70RN'?; M;-GE9R\BX;/IN"P-<"88P!U0NFR:A=E|8
06%0U&-(@)7W5,D3W(+ 1,2CU0 MPB-
UD#I/I LY:K24>\$*9(+&G*|J+B4_=L'+&UN&#"MT/ M\33Q\PO?
YDX7=KEL2HHV5U*L1E?7#=5N0REIB"B368K5?E\W7H,PT090'<"6
M%5V;80C14T/TM.2C)Z<-U6ITN7!:/BF%\ ()+U10D#I(G3V(Y@UIP7L0S>U4 M-
"JG"R.|0.(+F1R=61ZO/?_!U8S'| ;RI|: ^\$_ 3<%?'M_CCU>)8(14J'# MD1^4*K|J)(!
|WK.YJA\$5%S!*Q)@HN|A1JJ B>%OZPT7M|T0
MS/T(HWOR_ (YWL8^D.0.=QI=W5!;SBZE>1!AR/!(G7Q)8QL\S?-B60\$M|4E" MW?
LPLPA8LEXZ6J/;00Z'CR'D<*0.4@= E0G)\E='^5L)#"&'0Z:.U"QIR1QN MP.!P;..(5^%5
*|ZH!.)UF 1N(H0D0'3&9Z3U3Q 08WQ2,)!QF_QB,)!TIX MI
Y2!ZF#U\$'J('60.OO,EMW@_! J^NFBAGXI%/2081Q?T>2Z?T^>|Z; (=4S>
M+;EMXM&%B@ *V1TR=61&,PIA=PO90;Z VE#3IA! V;Q\B&\$N=JM#0%4>4)NB M,84
JM7HZIKJM\$T@B#J@I'U&LXG/5_G@,QHN!<(PTGD0<6A,P#|0PB-UD#I(
M':0.4@>I@/1!ZM28.C(I)-Y\$8=|+N-6;VJIM<_)9_>R9@@;@+ #9X.#= 38= MA\$VE8+-
C;?*8C9_)A% #J^,X726 83'&Z!A1Z;!=A\$Q2Z!P^(%#1P,B4R3E
MW@)PMK97DO4+|4G0HPD)E#_& 55,354,S3!EI|MF3.),%_[89)1RP_Y7I M"DPN8
OUOM.WZ.Q;RTZKUKQ,;OI+WOB!Q/6IC9AI>=X7,|?4I71(V"JM|E60
MEK_)5'TPCX|&;)E3_)N88|>Z-J::NC+_5FW"Q3)(W39@QLU*|F;5UC9L
M5J>BNJ.DG8IW>=#:JMURU+8IJVAGY>&,6Q5N5;*WJM=|7=Q6E=.DXRTZ5*TM
M*YD461|9'UG_+>OK(%F?I_VJAFFICB7K<*R/|(_LOI;JM^0RU 2^|<9^W=4
M34/>1|Y'WB|JLZ"|E)&R)K.)"G TUHT2^UTEHW_|'D)*%0 AR2!.,@E #8< M\$2V)
|YU&U|\$3+3 MK+=)PYN;0*<(:KZ4:I \$)>A|Q ME;N\$??"ZF= ;R4W>8/'***,P|CCICR-
>W=M|HI|^>FXRF.)|X:X>;7Y+>2! M#6"R!N&_HF!G M=JLB9!K=H?IYB:!
<=K=G7;;7=G70|I<-&1*C;B\$QDK#+_|^O?3%&&H*(>;_4|%6CF!;! M))29!
%)UN2(M_*WL(*5Y@R\$PS001|;W"N|T/(D):UB^P MPT_/!L.5,#JYV-
<_8T'^/&G|-1!*\$OD9Y_@X8E)/Y)-,|C#|+;@P*9D.1/: M|.2%3;CV)"1?
DE|^31JO.QYL,;WIU|\$=O(*HBB4|2JKEV@T\$%OMZ+L2:+2;(
MXM*1^,WQUTWXZI>W=B36)-
MAUB3V315C,;U|0@GL;:"U+6KVE#T63!JJ&2E^6XD)CNW%'SHA"UD
P>WA<#|*LDK'=6A',NM7 M"AOF/MP5*.9Q J4*#? H-
OKL1|&DS<'W|798*2HE4CU6OI\$^&;^00-*46ONL M9*../ 7DLX"M-B2 :?
+F09N;Z"UM?|U-^*1R<TO?0=(1/GA/BOZCXMP|7 M+D10&7&|D(XF;Y6-"^*;\$ (7P%|)_-
;|QD|1K|J6-AV#)VFE3L.1FEN0SS|YB
M|37:JO3Z&I:1V|KU;6C\$)Q9.XF>*6>68DP>>|3I2JO1|2B*K'0,<5P*ICP|IN2Q
M)JZJ|JG0*Z9KA@%;3,CC))LV7^[W!7|,PPEX,V(HA
MF!>4>40IQ\$Z23HQM40"Z|80>%&^V.R5;Y9V>X/#+?9RV&|S69T"\$|C!|SMJ
M>_U^0/"9S_|C#\$E_((Y*'Z@:/5"5G;-A.)RI6N#^?613'C'%BL'O C|"/P(_ M C|"/P(
C|"/^>%GW(Q|,Q(!69S.)Z7X|U;;7+,C^RO@H'J06Q,4G M<:UHUW|
XC(\$<1T/<8F3A6_|E&+^%%5@C'%5>|J
M#J^JJ+G/<41F+S'XFC3ZDEX^5D9DL7'^7S|);V!0C0-MHO&5E0J?HP:|'86
MQAK:|L|F,0+U?'=Q\$/@1^!'X\$?@1^!'X\$?@1^!'X\$?@1^!#EO_)0*W*X8M8S!
MF_P:GANO'Q |D->!/|ZTPU':I9\$7F|\$;756MJN1.4 |7U+,F|E<-|;1Y(IZS
MJB%#1#AM7|_|W1IB#^\$O=.OD#"|*\$7@?533'P0U19GBWJ!'X\$?GA23_!;
M|4T=WFENTDT83LG@VS3 0G98F#|@|7Y|,8'-A_">^^\$//.@:V;Z^"K9=4G9N
MYBXH2""XP\$|IP|5(PXHL=|-,P|7,/3<|U!8PMV#M8R\$=P=H"/P(_!Q*|*XH|
M*A.JBA"|1T0ZY0J%,O|F=9U4=R\$B-8^(1"T0?_138=^4DD23KC(9.C_)X.(

M)/#SB\$F;G6"-5!9!4.G+?DP?'!S-MNTNA270+!F_/F#(@W
M""7;&TB#!&QK">1!QU9PBMRTXTP-9!L?G89&2+9_6Q1+_C!"/P(C!"/P M(
C!/,F^*FDAU?B_YI97JGQQ9AF6::ABHJ=NG2YT!G%@RIHB\$!VA"!J8R&
M#\$\$%)TM#*ZH&*JL"6K:G82V!%)Z*SJ M!QX",B1!0- !O-(=+*H'ZN.PI1D3,X;;O@V?
VN:F#9^H=#@^FY-#U O!"/P(M_ C!"/P(C!"/R<"7[VXY.>683;&_.=1M>2.UK[M
P,044EO-*[4Y'6\$E1T MJE14U""^=1T590E\$:7<7(UO<*,CER,BGJ>ZY UJB-;EMNM3F0-
;)B0%PEKN+P MJK-J@/^O=\$!/:6('D4>""H)"9QQV/9D,+Y!/?!H%_@1^!'X\$?@1^!'X\$?
@1 M^!'X\$?@1^!'X.61PX+OC^8\$3?22!RK^1>:_R;VD'Q;.?W!S!=\$;GN+2/6&MT ME9;
<.46AQ.G1W(9(0VTDI_-#5%<|RK2!>_>T!|F\$>*&-9!&>:0B2R MR!|6!0(
C!|!50<1Q!|^O,K'G>7J=.NF+XR!|20&8UN6!5D-:>V2-#9L=%9
MGFUF;M_8\$ZA(T,!)TL!.TP!V\$5\$IXK(75W6K6R=L2 P3@E,*"H" M/P(_.,J\$A MZF
;HO) D=#8\$(\V? W7NKXC_.WSQ_UFE_3)G0&IX;-S!
MN_OJ8,!8@"5\$AE/7/^#\$_.G=B48CW!5=2@&A5V !\$!\$8?*[1:Y\$8?+:H%_@1
M^.\$JR+^MDYS>|F !@VL_>+9_CD_X^"#:KSD>@L!;NJR:>S2@4L06?U\$MH6' M?-
ZV+7PDKAV1P;-?F,XRRK*.I<^"B\$Z.B#:XR2LF(K71W:W-@B CH9 (C! M! (^?
2IO=5"R&-13#'2&&CX",!)OSC9!JD!|KYG*=\$RX7?6:\$5>(J#!JZJT*+ M^VA\$ EIA\$9
1B\$WGC4B.!W!346EQID%X46EQMJ@7^!'X\$?@1^!'X\$?@1^!DG M
;B!WAM""?;+M+Y^0!7U6S!|TAT/WRV?Y9-^=-.1E>3=5/49!P-20F6YQL
M588Y!L+RIF#Y4R:I#3U!|D)2.\$)4-DU1.GJ2)+4A2K,7BFHWNH:L:*(4H0:: M
*3MX@D^X^#GR02G13W!V!>X\$?@1^!'X\$?@1^!'X\$?@YTSP4^5 UX? 'SH1
MVK^E!=\$Y.HZM9!LW=.4 Z7E+!/X;L!Y1@M03DG33D;_+H!4(Z" 0%#-P7A MG"+A;/#>
!D W;J.K*[*A9!8 U*BUSM\$;7;.FJDBWCV2XP5!B1=
<P*=NHQ&#C1V#M,@#B3&A=G#KBU,F> M.GJ1QM4C-N6"3\$W7M^=(BP>_?
WXO8F" !FE:-"TA6-%1X&)9-B65R5&(LR#D+J3(5W46E#1*
M:/ICJ!^N8(W^:)0P9N%>+/#)6^VD3=5795U;6<'M^!/P9!<[;P.?QHM+OFS
M@QU9@3E5P9R".4^*.4MUPC(R8;H0=@_"|<&F)F87J*8,AN@._;.\$BPH6Y6KG
MI3A4Y?|-!5L;J?('='T2!ZC@SO/ES@TIF35Q)Z;(J):L62*&)[CS?+FSR.SB
MPS.GAJXAS>C(FG(4AV>)=!7_KHK:-1Q')O WTB?C%Q)(8 9B-K!:=>&G3/HCUEM
MR!OC"6EF!0U1NT,D!9IZ54F!%:@B\$X:>T!&ZK0.FYIK&E6FYO)#L4+*GZZ4
M!QPH!IL5!68E.;3!<(D0OHN\$I1PP\$!;\$!/+N6*7=:BFQ8)U2N*D3O"8O>#?6W M-?
D^:5I/BI5*LM*&O M54T%59S7\$OC?X:QI&8^)%DC^4@EFRD@30N\$A)
M7LF)16!H13Z!;CRAA!&:[4!%P/L!GJCJAI8MSX)/!"#W:;<|OK!@.!#G_W'
M&9;^0"25/C0-FMZ05-7 BX/BFC+W!|\$9Y#&2K)B:*O C!"/P(C!"/P(C M!'-
<^"D7GEW1,MCQO!P/WFJ38VY=EC8^S%7&1^EN.8*X.".N%0;M 8G+\$L1U
M/,0E3A: ^!5.*^5=YLP!(&UNF%^\$@.15XBH.KZJH <%QA(">0\$!B!&=UQ.?Q
MI+!|^%-Z WD!#;8+!YQQ3>#)C"X6M?AGBWJ!'X\$?@1^!'X\$?@1^!'X\$?@1^! M'X\$?
@9!J2W VU !DUP+<>/V V"&Y#OPQNC+NAP!V0+PHJ2!8LF*@PWH;GU#U
MFB"UXDFUAR2U=HLO4CNK /=+Q#*6&P&!0^GE8Z47M!HGZ!F""4FC"MRQ!|6
M!0(C!"/P(C!"/P(C!"/P(C!"/P=P@F*"!&:OU*4=CM(NC=*^*&Q! MUY*
RJ:) "^KBBKK6I5!|?@+I4SJA+)&"+J!15%'XE&%-<):[B!|*J##H8<.&_)
M@^/!64C%I%'%NO2M;|Z;R#>0!1L;R !@%(!1%" ^G1@#ZS*! |J-KX@_0+4L
MG"DXL#51/W%V23ZB?N)L42_P(C!"/P(C!"/P(!S)OBIL.U4DI4!L!Q2
M0U'1)UW:#ZW1"=16*SM4X1BG^P@:*M!=JG(:T@4-G2P-;2A\$J8R&:(=MHR-(
MZ.1(:%.!264DA'T2<7!J+NVL1.%(>6IX",B0! %!#_!*"H\$F1Q98&(!PX
M;OO6<>W3!|LI"EI\$PIW C!"/P(C!"/P(C!#/:>-G/U!IF4FXO37?;G0M MN:.U3!O
\$%14PB!|= 15U!!6=*A45!4SG45&&4#K8><94!)F<&ID4!C!O+FPZ
M2J;/EEN=3OU4=%9=V ^5!D4D3>P@!DA0@??YC,!)Y-+(M*,SQ;U C!"/P(M C!"/P(C!
C!"/P(C!"/P(AW1"?G<|T@UQ/Y&YBUDOJ4=%,|^?L^9W!D, MT-
N+71U67%.,I/A10D=UB'9FTDIW%#5? ,6TP<*\$>*&-;J2"26,!6!0(C!|!5T,1S:H%,LJ#-
R4UF%N!JZ7E1@:@[T]PRD9?)L & M
(X'6)D >*/HS^ XGEWF3KNBNDKK;F^HC>Z;;TM=W1>6C *0MN>T'(4Y24J
MRVK**XCL#!N=DE4TEE5!#2 C04"G24!*!014TJ@RT:AJY>20"0KCE,*\$KB+P M(!SH
!Q&WQA!Q#0%A70NBD\$!+\$0F! ?..G2F?X 01 FR!|<%:9O!P?/(G# MI5;#_7!/'>Q'
;B4R'CB^A^\$2.L-!KY+NY2"@B! CL?B-S@!_JT=Y?2^!|L97/O!L_WSS_DA!Q!4Y"GO-
+I*NR5;!5;|L7U!9=6F MDVSTD!|!1(6/Q+4C,GCV"Q/:LKILM+#.4E#1Z5'1!E?
Y3E14RB(S8"G8FLS< MI0Q3D)E0601^!'!XQT^EG3<.*:55*J4MH5(> Y4)*< W?BK-
(#^D%-"XD0)G ME31^XU(0+/% S("Y#EO1^!^N(K/\$SC2:*K/&S1;W C!"/P(C!"/P(C!
M3TVYYNIZHXO!|D)=IA?V&ZNNW?AC>D>A^"!9;:>M+;W0U6< OE N;XI2F! S

MC9\JO;%[87E#L/PID]2&?B1[(2D324I1>,F %21UT!3KO9"4U>B:LM'.JA(1
M2=6'\0V+I.@S#9")LBS1;W C\|/P(C\#/4>&GVD1=6C\$Y8BT 66LYJ@ F M*>GM1E?
E8-:V(!'!P@(_ C^|B-A"32F*2=B.D+ G22\$;O+3%*43!TV(PCG M% AG@X-
D\|+1!.\$<&>'LZ'T-80?P6X4DI&-36,W8I=.5H!XNJ2?KF*V>>@QL
MBM#:J=M>1=134>(K%XY:*Q?Y7VW7|OI\$LB/I7U./2%I+EM26JE6= %LPJ9*!
M_HL&N!KXTQ>7,=#=@ "W : '^/A>Q\$9CXX&Y:C1VW@G81N|.9N"<
M(UN+,ZJJ\K:U/?|DLX|J>B PO|N+4LVS(YL|3YJ|"1(69Q0XH2JJH2RBDRC MK>"\$*F?
J2WJ:|)V+MX77"^\X7G!|JENM+EUL=A.OIB 15T^6.;@G.%YPO.+|Z
MSM_0T*TFSL>V^VVYU1)L+|A>L/T> L265C! 7), P.R6EBZWVQ64! GF%\Q_MZLQ?
BO=U+L|O='MZ!U9W7U(M>|!P?>"[|-|;W#)|T:CJYNJ;&DBZBSX70#| MX5.P:N)
|S|U|NJ+(G5/PZ|=ME1&WTMI\$VRK2|A,ATIT?P0,C7XI&1+KTO0'Q0C+ WRC:<-
R;=.UX MMM=W;%=ZBN #.@INY>;B-^C(7A,=)##O@0X.,YY(|^X.HE+!6ZJZ8DEKS
M6^P76, T6GT++U T%D&1_HFK12YT.K:BZO"?;5N&KJA:9Z";EDK(BS'4%\$+,
M_Z2F49#L8&* _DHN7@-A_7|A#V. 7VWVW/T+D@A077@1-.7/OCB^-1 -&;?
AW;P2LL+L8MKFTYT10? MQ|Z>+|O98DN\|SC-|=?-^&K7|*?
6ZVFJANY7|6:2LG/#2W_):ON6+4H16WJ M'9/'1776/BHWRU|Q&G.R7)G-
SZCF,"=XACWS, J?IN.Q\$TF _@YOSI8? G^#: M2"BS@P|.X";EC!6B;R|P)|H7=KA2+IV_?
=PX< |\$H"U\$WC1!WYQ(GA9OP \$ M/_WP;:%!2 !R?SVK;-QXI= _E||?-||W5T|/F.!2O<-F-
(OE87*6|ZVJIAUPF MH9K:UNUHKOJ|N#*K5Z.J*;&@GU(Y!., 'Q M,
%OS0'4|JDU|^#^4.P- _IJ&\$?,)1+X4\$\$.ZWW&)Y"V?EO@U?MA'M|\$D|-|<
MM(A>/B1T0M@1;.%I"9+TYZ)#X4J=NQMw|56I82H=C:OI&)D!|CDV%B>T-)'N,
MH:#_T |\$E^":%)0T5GK>H)?"26D)W6ET+4U6C9U3;/G16 0=%6W,7B\$A:2T@
M)%W6E9U+,CD||+F6T6FL81A@0%|@I_#*6T5U/?*#-S;X7UDTP|. +JG3N+D?
MQI%J|_42D5*:PQ3:ZD^O*C^*@R0G04=%)76EA*0VNJIL|3ZP^#"S-I+@/2R4 MK*:
| ^J^JR"@H=LZDTB+B^~/F3\$":|5#|(UB:L-0//(+Z 1DXD81F)EG*Q1'& MPH&.(?SOL0X
?OI?GA)<7)+4;(H,8:.3S*X^ |) _#QAH\$ " _E+(-!PVB!S6Q> ^|;18W#O (|BANEM+2P
M0'5KR|J2#0&(0"D=%> OR;Z"E+,NU&5U-W=D0*E;|<|A%/*)!A>;#NJ1.. M,,Z?
^/R%WE^G/ Z9:7SO72T@YW|X#5!36B1WT-7?RFG +69E|T9(5:K_)0EI MK>-.;U7FN.-
PIC;7\$4D>('00.;;\$"PB M).X;-LT2D=|Z(PUP' 3\$#LDWPOZ|7K|/D I'A|G."H;:-
M4#AD,VP/) "%|GTXD5Z8Z1(D/3 C1JR;9V\$=I"M^:0X'83 MVOND.!W+MK2E2*YL
!FP=0*|0D+'8EP\,%#W,#PZ|>/D QNO!E#|F8|#\$OS
MH|'H6FU9MW:V>TMAL#B_QA@|O%I_KJ2XR:. ^1UHT@18|?W/W
MQ|73,32OKST#H,3**FU;W|0*J|PU&IK_GCJLS)).|G'|P2NFD\$QF X"\$FZ^N
MYN_V!VV>_.Q3) 7DTA^/28#SY1Z)|5Z%. 'I1!F688G^24=&394&V;>@IP+:
M0!LL155NYR3^';5WD'.Q?3/&-NEDUER|(K\$MW#85RNUK|/BT)SA&+8VMT@R&
M!=B@;K=VR6,1WC|.R:BHO*Z&CLP6\$|3M79+K./3I|2ZHO3?"AF!@BO:2F/X
M^@";!*C@C;C^!|*2VG8=A=ES+-UX= #J?/[I#|30MSF"2O,=UG++QD|!&Z%N
M|V>|K:M\$W)JVHLF+R4N|LR.F 0: |T!,V MU|9D4U,YH:?.S.
(+J7^#AJQ\$Y/TF081=HROE#*2"V*Q'J|/@4+#QXIC#A>0B9W
MH'VOK"";KVT;O&G;@I!JC9:L):4")Z>)?H_#ZV-S|C>>223&(_ 5"6JAFE9O MZ?
2|P:7ONJ3/^CW?(G*V\$|O5!;F%Q<,?696U>#;1599^VC@|:.<1M,*ZV9=9
M<*PYW)|^/,\$O-W>?I-|0*[P6']@"-^\$X=3V^F2|22V6TNAV6KFC6H2_|NC)J(SANR,=
MJ:"=&AS1T1F|*RL4UF?K7JHRM7N.G_OA+;QI-HVZ-)-IC6X|7UB+K.ZCJ|!-
M@KHZ\$M*I%X\$+\$CHK|=KQ^L|\$=J6YJ|:VGWIXMLK/OL3R5BJ/ :JS)NL|/(H5 MA%.7-
-Z* %%60/YQW" _8'ONJ@X)V,|1:2 _MCGE=V?S3.YS+-\$-/,NTN+!'@MT2
_Y2I:5U9S9;D5\$""TU;QFK'S|!H1|C^ _MI.;Z%RARLY='=CH8'/4&K&TJ "(*G)
(/&2(N8)\$55:L'= L%N@GV>'@0K#|JC)J&CZ=C5TU&X!':FR MJ@L|/|V7CPI
F3X>HDNS#N.!/8,;937>MZ ?4"V/MF.^S"R+>NM;,VAB)4< M-6EM(<0KIRV5TM9.
|'0<1T|PK33+(|IC:ZJ9E5PD99T|#13)BUI+=&4E-K8AJ E:|NW M(3B,4EZ_|T=TPLGXB-
(V1.0OGC)@5 211P(1-^+"L\$BAZMG?06P88.;WY,Y. MX|^\$)<\$A+96Q)*HB)A-
GY"@|3#P|(|OAVO%LKX|FPI#@#A,O)*B !X84TG? M1ZMA-BY-QU,M.6@ |D@
MH#I\$=WD**B?;.RV:QV7Q7Q%1OZM'=&Y9U|DE;M8B55:+7Y\$.>+8-,HK.9E|1
M'V.F,F|?'Z.C8 Z(+JOF+G'H4G@4'5OX)">P:|Y5@J+H/F);I3PEMES? F!>|HS"
<'3A|T'_H|W7.;U4S|;%%\$S<8 M.LBF^/_5"/,Z3A%SUOL/A!ZLH'6+T_R
YJ|IM3A.C53T8DCZ 7PV'I%^Z MU*RCH;^Y;>T<1R|!|\$=@7)TK-6^RNC@G9QW=
<&.: 'Y/FC|IMU=WSD|2|^R8|7CT|/YK,-5R+W%,G@2.
MU>@:JFSF1'OY:)>:1Z/X\$+!A3,NW*=?IC0;MAM=JR7K+?|9,-8(DA7\$|-> MQZI53 |P?
PI(L'YIX\$|?7.)=S_2-2SN0Y^LPC)WO^7J|NKR_N|RYO>D|W|S? M2??74G%?F/3GS?/O-

W?2\^/7\$CSEV]4=9@W ;T WMS??>GC9U]YM[^/R2GKZ M_>KJ67J^I]?
VOM_P\$<^ 7/ YYT4/^ #I&6[X#J]*UB!=W|| ">]>O 'U1<> M'\$G/9-5M:50&6"E'-
J74F^%OP]I[&%;LR67E7HIF8&IPK.+Y\$-KX) !\Y;|| @ M1I+
(OA@L:1I]>6_Q&W1.:IGXH8,X_Q)@|:SS1GY] M=P;1*""NU%TQ7EOS6^P76,
T6GW+WH&HM I!T5P\$1?HGKA89PNG8BJK#?[9M M&;JB:IV!;EHJ(2_&4%,(.?
^?!OP2WS2:11\$G]BNY> F(?>%/80-?K'==_LC M1+),P6'L>,F"=)4E\$RV#;#51'IXT,U#-
:-V,-G|_ W|S+/U^ WQU*ST\WC|< M/6+J]LRDQ\W=93/92!TX7Y)AO
+Q#J#WE\$3N5D3YXBIA,%F4;PGB8>=T2=^ M<2)X6|_ 7C_|.SIP
%Y|3FS>KZ(I*!\$L!H'W,%J^I\$4Z4**]9"[Z1@>U,]6 MIBU5C=K8AO!^>#\A >V%\$,]U
H.I+8XW)8->%'^&CR"@0TR0PH(I:72_73U= M/MX)"MKS^>;NZNGIX292)>R)
(P@^_B9].WSM)\S^>/#GAAG-^(!VAR5ZQO MA293#R2?IN.Q\$TF_@|
[B2@^!/T&MC83)H>#UF|(GU&-PQI;:^A7;<=C>!_U+ M^?6SY(22+87\$'5|
2N!L'4BN/WC%VH4)>]:Y'AOH *CAH/=??!N4(SL2'JW
M0\D/7FT/5DM'L/OKZA'V6JT5OU]M*2W)QG=\MX,/E\UE"28^XX&F|\$PU+/90
M|!X22J#UC*17!G|:*7>=,4JP60?/D3-9;">] ('!UFZ?5C88 <[5LE@97E]!VD?'|&1&-_0-
R0L0"C MTXC %@(?O|,#> ZK#T^Q34! ^'MA4^I%&>I1=5D"/\$O \$|\$0D.A3;#HAHM(?
M2BNMW1&2>Z8@NJ6E#=#Z;N^O,.30=OY#@?OA(:/BJ>G;% M= FK*>R=
(*FOWH%'%Y/%BKYA\$|)=SP|@Q|P7E..0.O_XD\$A)+.GT:P,X|VCT,I2H^CE.PO262;ME.2.
M(UY|S;RK*\$5YMRG|JR>C#+D\A1GK1ZO*2;|F)>NO8+XX+V(M/KMO;R_L@_BYU M*-
|^? \$?,HMJ"AHGQ=%\$M: MHYOC\L^3L-\$H|*>O*&07>YO/M#\$4@\$Q4_6OJ?
J!JTF%B^(FJQIZ))(UM'U| AT82?X+EV?_I
M8=H6/E#Z%UW8'VQAC<^4L)@&M8WTV03J':6/H@.#Y F?4I*&XB)&1=\$S *>?
MSN0_7438\$Q!%T-NT;<,BDX?#[1W/QB\$Q,LC(J/1C=|]G&,A?O@BQ80QOKZ" MO?
@W<=TEM%'UA5YPC|R712IJ]?GW(I| #TH+/VHFERD'*7 &I++_),SCD@&&|
MC;8/N%%0;WR/;-SH1S/KV>+OS.W1|K)YJDU)J6+FGE=T'/%,:-P/?YLI@+=,
M_|OQGOV)T?L.X-.)J.F@E*#B|GHZADAZV\$TE5|1@<^+L&4SU&|3Z4XKF.T\$+
M=*YM(N%%_D0R6M(X|5;JZ<6OE6Q|K_0I-A>_/_7"N5U|0+B "E<;-@Y-N^4 M7@
'EXI4,!|)-PDXTS_#2SB77:Y))#S|QGXH.?WH \$#\$P\$9.|.QO,WKC|"T
M_PJ_#'+WIX)JV,D>ZWF(9Z8E@:7#&X MZ2ND8?(.Z86^! 4.0.3E STI@>-'
MT5Z<_6;3*,".5\$LC#->:/3NY<"A'1)\ '4#6/J0=08I)*HJ>-3|9+NRQ/QC M"?
\$@)WST.^.& F> /06@/[3#|S!NS,@ R8*: ^V\$+(MX*MM35&4J78*D&| \M
IO,@'WS^V)|J(l#BWJ:QJ |)7)L M%^Q#^)\$<1W88\$NOK"6?OB+AXS##:25WBSR)7|
(X5P=3FG8?FZ4R4Y7SG.UH M,22FZ_L(3/"|"W::S7S5'11%95-CEF"N"IG% &)G?.)46?
&"M7XO,I"E@1.0 M?N3&3G,O^1.V.0%-^">H!(#@C_(V:F>M_V-
""U550'W,SJC^YUI@(\$DJU|A
M'94#0*:Z4LJ/%H|HP)U1I7I=@&5&ZFS8MD2|KXOB)2:1K9=3\$N*;G&2+ V63
M.;/8UW .\EQ0JVM2R_*7LLF:VWHI6J-K-M7L(*H<0G@B&.>1KBA8RQ*OL|]-
MZ*5ANB\$N:*) [^-O-&-8A?0*C;\$"&CA?' M#?9|<*V;:>? 9C=)AG2A?2-
O.O' 2IZII;/L/O,W"XID5.-4%&4UK|HST3Z MR^'E&;7|7^ER.IXR;4B"ATU(-
+4QE)^0()6YTB?7^?<408;/F>%=*GQ@PJ M2P"@OFL) VF|I1|IB|RQOI.34N|M. A/W
>1&<5S'G45<^+- EV-|>5:59 M2D)):1DF&F4^"0"2&TNX;S:.0;E^F
8XFC!*H+M>&UK(.7D-" 4S55A'-@B" MX=1U98G|I+O3\$ 4#RYP93UP284)).,\$D
193H|)-""|PE*|F.,Y?/0_-V
M,XU^K64_&6,^K"\$STO2@.VN&&^O8T)&L8%RZAN8^(9:@:#+#D;UC&V_*#|C'
M,/4&NP|"C9F#./C1"1/C\$/X*/1D|Q3@+WCBV/Z;X#6+,WX3(:N^F29K)=U MF\$!B/2)>
.)N_8L|\$-J|)F> "\$W165I+)12""(DH;M_0S9/_\$X9((2.)C0 M*\$ (Z&24*IBF|_O'JYGF6#
(;SVH8@ZM'LPNC?F#Y/FDP#0 V&B9|]Z=|P.#G# M#_8*O)O2;-
_V/#^:N3+A.8S|*)_G!9Q|_ ;X?(!E0\$VQN9>:\$/6EF%G8KIWO\$ MBV!16'Q
7| ^0|S3;UO/CDW0+2"4DL59P30WX& X22BQ)NMO+!|YK"-=2ER 0
MC|.,+I"P/K*I<"F>8E'2++\LI1QN9E|EJL\$XH3ULR@4L*HH%-.!;-1<*U)B)
MK);.1/YJATYX/X0C-D2U%>FEYPV>@!2@#B3_#X|ZZ MH?.U;QV-
F=9;6=SEK_VGFZ>,%OYX?'JZ>KNF77EP@KAIYO?[FZN;RY|=|J2
M|_(2.VCA6*Z'^|N;2SJ4:XNL9K:"G'6IO.4Z;X.Q);Q|L)\YN.GDP**3Q0U/
M"==TBW@&I,FR_H.6R^154+";B25A"@Z?CC'P/DPA0IV-Y0"Q9_9D33UOZ-FJO
M>Z#"3?LS#>X:+F, 5EH7_XM>V|.H@\$N23Y\$J'LDKM9#A:4|7_SN.E.+CGDA
M&E"=34I&F,#BJ76H=#2=F8RP_0&Z@-|QPW*6C2U-PYEB";H1=0"SS%T|[#*?,
MVHW3?&TZ\$86^\$&#O|P@B>XP0HC2;.,|ILCK3F:G>PNX84(5H6-;@BF=,9=|6 MD#
<"G,TN(#|QN.9MA2';L/ '|-MH-O- M(0!WA#.\$AK/ER*77/_E5 F9OD|6?

#9+Q#T_DKJ=/%4/7\AQ\$N M .AXC/& SZ)I#2,P_2@40N>G- ; ^'X42I=><>
;L\["]870\$\$.?:.8UBL"8H MIB2+5\52! 4.DC>AW:E\]\$%L&D !9S:1!>'C
.L5TJB1I0G5NM&.&"38WRAB MV#X1)"B>>IZ'Q'/(J1+S[1?8_7_.5D47Q';\#<"-
+KIXYPK=N<:149E,Z;% M(2'0\]\$DDIC+LDJKA8+8W\$\%P #."&:&.XS3F2!+7
7V0F9K6@8S?PL5@N^8 MJ@?_OH&=1&VG680G>3_8_F#\PQ.K.;OB)=.: *P\I8)R
5DAA%I,4DP\+"B9GTK\|M9DK"!6/6%HM MY\|@R-\(2\$ZS<_.?5&4O)9V&(>X\2.A35
C"EN6\9M9FW^,LD I4R!'R&Y'UXE M9_5,Y==:/ "OWL&C\$PFS9QR#+
[TLJUZB0QXKY(\$_31H6@F 8Z8\T&F\ ^%_-@ M2E!28G\ND\|ANNAFM\|)G4TK=!
[NCX&:F*,K^)^M0AAXX69TVHV\$RM9\.=:., M9=U=Z;_ILXJN">M#>.*V?OM^(T,
M9^P^7'<0)\|P^-&=I2\$Q/W\3;UPR+98J9RB-9HDT.:[#PN=6*;%Q"53I1+<
MFQFB;J@AAHA:Y4?0U*P?05-S_BEE0(3%=F:X"\$J?\X8H98N9 MKR"GZ,I?/LRZ
ZE^9883UW&!)Y(0:0\$AA8)\;|(L%3/NKZ/6:2C9K/Y6B36>
MUP"5QSZ#2I3\$&AS@*IHN#\$H2.\$H#BO')C% ^Y\6%K*E4[:0@)+3Q%O@.3%
<0Q2\|@D@=@B\|^P/JGHS\T5L>K)%H@H7YBV+:E")#1U#AL;|R O\|UK># M)96:B;V
)+"8!#Z:K[C6%X**34BBR\$5+-.== 6&6\2#Q7;!#07IQ7)=%7_!# M"@^V"&;B
X2!"5/9,'_B<|C\$] P\9L#U,5*XVGX. DKQ\I9M+P0.#APW6\ MAF3H.>=2#D%1/|-
V4_KL!%_A3T-Z&97>@4-S(VC<,SEVDC-Q?ACD*&XYJAOJ M D\Q_CNU\G\$UV&4K D-
Z3EI8?+!|OTM?EM65A:K>#;G MPE3;9;3BH1:I-[JM9K8R9\$7/-
!!B+CUC(I8Y(L=I@E2PPJL@?;4I*T6)(ZT\ M)M4-
J'Q("#D'2J5A8Y2<*+T!@Y6NS=P*;\A/O 8%*S8+F3\LDQ\,48H(E&DJ
M1)*1PL1O.>RU#P@A:Y?I\OM=6AN1I^Z*O"(NS'S4E?'O%5(WL:#K9I;T<./1
M_/UY,>5*G31\|L(@N1*XRI+#\|XPDS-33.JJ(C:PPM\,"B3I++%F@QMO>26\+:I%@Q* M-
N(GC)' E7O:6+49,8>Z.#T%CI"+%W U&E62H\OB6T\$.U\4\$HBH?E/B95E M^&
P|=,4*>HLQ70VDJC6\,LHCF/%*5A^[*RUO5E8BIE/2?0\$4\|@5\?GP(=
M\ZEB#0S5C^T17#YHU\|@.-LX,0S^G\|&V1L,YP9+!0LH8!>4V;A^&'=KX@?'3
M%NP\$|\&#\D3 # "Q1NXH0ICQEDKIPFH?VP';9/S1>1QE9&E|=5Y M7#6D9*U.#\IQ:
<&GVAK?1"[*6S+@E5SYRJTDK.@-H'G) @\ _X5';.H*[Y,R+QFT#FH07N M.D.R?
%30_B1ALICTP95:.\$TQG@803CA*_O3\MSCPS>!(&[W1QE-H&PZHX D7
M@JG)09B4\$S+Q[U&/H!L# MLIF'?&F&;T6\$IG<"*6\]\$&U=8"I"=H MQ*<8;@.A-Z6Y^(-
IP#+# 6GQ" I M.K#ALBES;>Z\G;(-496F "L9..C+_ UV!YEY,?|0)BVE\28\G,Y
M\8;/1*)\$KU7XA4L2H2WUY\H |=|/_=N3D'Q)?OD5*R5<^^.+X\|GT9M^99TG MDUD
.=7T5%-@7\?G::?3M%H6\JGQL*+XQ?%IVX3U_9+IW#*;BJ7F?M5J*B4_
MU\IFJ3M6+4J%+_3UB\HPE8F+X4N;\$\ _9\$%D7&(*>K@M9LJMG*ZW9'-;N=I>
M_C",H\|6\$O@;L/W\H(*)_7Z+TFEAP\O.\$%LY*.5G?NOB<;A(8>W)BBHOL9&
M7U9CK\J06%VPG5\$B7\9<>L#."AU%R?2X6*FE,!*_!14\|V\|L.=\$E, ^ISK+PJ=
M&K)HA*/VNF\$UF9\$^U:P&K#N\|E5D.7K,; "LEA/(&+CL??M'W
M0Z%:HZMNP2\Y8:0*5J.WNHI1CE\6\TBMS&_AP6BKM=J'&MK("C27XF*6%LS0ZS)
<(F9.%&LUH*J/U-(T<-W;K)*EMZ"&)37A,7)S73N=:44WI
M:8H)>!O;CZQW7G+AW,H"#Q\W&&WX+[*;;ZFVLQP57: MTY\|CXLWV@";F-02<:S/.5
MXBQ*1P1PK)S,*3UBNZL(&&O7X8EXL\|#\SO,:D\3/Q@N6#-(.< MY@T-9K5"Z" _P\$|\?
IKEC:XJLLX%F\;2\FG,'73H\|Z)N13L(D)C!^92_OT\|
M2RUW^LZ\$E=TC9SF#*8L\$#>/N&.DXV(Q4DN\>[\\$O;FZ= T3!>' +E+.D7@TI(L
M?)#QS+|)/7,YJT2"&6.C;MKK;!(XK-=9!#P8Q3\$A+|TB8%9,MA# >B<)^F DDQ75I6^
OVSW \N\8\>|C,\$(C"4C!X1?).V0Z MQD!3*N,=4%*:A>!AV2,GA'?
3ALGT90E\#E)37>+|;.%ER\AZ_U%_\$7A%W))R&
M,1+2P\$|E!%YG24YHG,2JU&2L'>ZU\|6BDW@B2F EH)YEM\$)BCGF55@3*%@@%C4
M*I;+ON:B(4\34=3V-'?IT1(\Y\OBMV#"0NI^ ^A^9IM@4F &[N6\$C9E.FMIC M>G-
!G\$7-|@&,YD M>#S-MU&BF(L'RZ14..F)O"+<'L;:\?
5M)'2#YZ2W>"_2MUF)\$B=8XH5:4BT< MGK KHAT,L&/T8!8WF+5SZ#U=SKHYW/E-
26VW9+X:YTD)MF>D6V?W\EF2+VX M#IA:H13.@#NDIV'2?V%>!\;D-78EG,1G6*K\|
:WKPZ,!5@@ "D,R:TS&GL5" M@FS_X;SL-54'D:A4\|/5,\K8\|8F&:^=2)(L)L;%AGDDB1
Q5TPA26UNKH3% M:V0ZX3RS(95&P8P4-L\$IG:WV*T!A&K)V#\LF\$JE^\$?
&#TZ!W%ML5E&\|00=G M8@.SO!\V\\$.-);GUG,XJQ\$&Q8UTZLZ \|(9B.'&&!E9UVOU9
B?M%!\\$7%HD, MM@JYNG,D&6S:)H?S,=@CL\&59\|R5DS5B\9WN/NOS T+B>_H\ SY+-
U;=MA?\$ M"M SL.0 2ZV)8\|L,&='C%!Q"EBF7F& %5K@9&-E',JH:9SR%N;UK0%=@.H
MNM62.>N>B[B=KRDKW'CR^3"RH!!%#VR8N&),|->V2SAE N6V(%' |ZQ'43K
M01;/Q8/%,AQ2J\|F!8X2V=TD*N%GAYL)H\U;2CNZ7Q-2;W8P6\|\$8,[6;)
=T_FRD,"= ^5#H'=6YMR?.2@>1=?9(&\$7--+A+N@E,;1R\| MF, ^)I

1#FB&6PA/TX(YK_M*/A7.6H#EJ.I-.*5Q?S(A.K?DE76/"L^YDUQFS7
M!\$V"#1",S,1ZML:~9>\F 2NY_8AC2B?H^ 8 H W'F@J;|2J.RXH17*9
MVVJY#I"O/G9,^-2X[CU];7Q.ID?D7OIC0MM0?6KTGG| I?B*BY;%FU:4\8Q(
MGY|]"1"TVFY|KM-+ L+CZ4<"M3@#@ "7RI>SRN;ODY2.VV^G1,7/JQ65P 66U
M%88\K5A)HE5LNA/K7DFCPNR\$@+?'@XMG??1HQ_JX;!*"C0Z-8L5LW@IND8P M
GL1)T"DG3H8I"+I)D?O9-[W,/,A|0|\$":SD(D=E7\$C:#L 8WHXF_P70H(M\66S=
(I8H3T70G\$F1WS2ANF &9X8M(E^NIE3ZF2@#8Q&#AFFO!C)MFEKJF 1 MDP!10EL?
T?I6;!WI8#DYR_617@AHB%264_MXJ> ^"8L@QJZ;1E\$2WXF&?A9XG MQ8_2F|
(5|3)B#_Q)XM:9H&L\$/;9_HE=B)E\L_36YR_2S4(UF9^Z
M,A49"F1@YTTAX(FFBJ"2QJP\$F|K?^4^(44X|IQHT7'G>>+) [H.*LKF09B MO|X&-
&K*)"^*)32L//0ELH^Q-O?5#Y(0|OR5B=(,00FO:>"\$ Z?/Z@ 7MK(L M"&()G+ #S;JR;?
F)>WU|&-RAYS3VN+G|X^KI^?O5W?.3=' ,GW=Y_ ^XV. M)7B|?|AZ?/X_LG1W|;S5;
(|MY!8GQ42\X2G4IFQ7"S|\$"U3RF|TA=F92QXM
MVB&/%WANT"6*9/RERRVE3|3WXT|'#&7^5M|66|3AZV35%JM9HM%;LH42I|J
MT|Q0DUC\FN=9#Z'/Y@,%,MD\9^E=12'DW9UNVLI=*ARB:W+I5<
&I+XJO:.A^Z_U@& M7D6;3V\ZP/=QM>M2C0J5Q1Z86C%5_.;787#LZF>A-M/P
MC5:CJ|KMEBEWC-.*QH7|025^50JEY6N/!1,*)MS\$A!8/3*@@\$UIM4U;Q%.:<
M"4MK!D/ZWQ%I!H#"K<|^I8WF*HMJ.4#E"II CY|DV#SRG-KJ;IET4*J\$
M&E6,UU0>>,UL=(VVW#\$-3K0H0635\$IG& Y%9C:ZNR!H&A+@@LI-7U3, #,X1J
MOD<>TWG@L3;8POVY8^S,8T(SYY+(#!Z(K,9D9V|8OZ8FH"3|@B'WYIKA-
N!&66'AI=\$V5JE#(53=9T_BGSY"7JVU+3 MYH2"70JXGRHZ-M#PN:)VSYQ-
\$^Y|.4Z_I5#:@V|2""W-O7JCVS8L656S MF0:?A?9|U 2XYG3@B
"-1M=JZ|+::=/@#RIY@7/R+BX2H/= #OPI^L3I.2GR MD7<%#="H**#:\$DSG
N#.U*=@FC2-.66*K>T+(_OI"#NA&&^*PD\$7PN^WOY\ M/PA?
6Y2OU8|Z=;+*"#SB6/R%B#16H<'B=4"*T-MKA)3,4BVVHU2PVX4V(W>7)5 NHS@
MT/FY)7J+3(=*9-@Y|C%76EPU,M|WQ1LH)/75D?CJ)L*?6+Q|C3+|6BD7O_?
M4X<18IAM<7KD"L"?V/MYL'IP19Z\$6R_?>IB!EX+99=PFG1+.,R@#(6M>NRCC
MALY/,KCX#PG\F7AKS<6;VNAZ?I2=8V'W60="+:8TD8&4|K(LJ"H:Q9L?;5J
M@|^H)&9|7EE:EC,L+=OSZD^2;(-U|&9->Y;TJU(|TK(-?:US-K4IS>^|=E&
M312CYIY:+T9D?5>%L4CY!26DVKLB9/E2U*:6I: M)?V4;G79%.S|
W8ADSV|6(:=:1.DKW"P#7|YW8^(*)W|!<7&F8+CU^T7#R*>X M_=^F)(P"WQ|7J4 X10
|3(/^R X)U20>
<+9D)D2!'3P_LEY%M?"HR"218|Z3>6Z3ZHTNV/T90YJ;#H7G%;%P2LR>/=^!'= VU*K.
(*)&V7PTR< MGNLFTT7M=,91WQ|CDB 6;FY(I^F^1_O)""IH>|A:XNU|-RFU OI
&L91Z?:
MKHN1NS@%)9E>2*1)',_!R8=|PN82TCGC=G\D14AP,5G'4ZYQ|A1KP35/:GFQ
M<;*U3|>/.X&4I/^E!M'#8FX|('R==1!=*YPJ&@'0Z0-N+L%N,@S,"
M<;SJ*PYBI'= /7#N>S3J?C8|K6QS2,MS4XI?E?_XU';RR>5NI1.@^D"#.3A_;
MP=|LT|/Q)('L',|Q^Y>&@:<@%|)!AW1\XM(\$>9PSGI#)\$')EC')8<+I *0GD.
M^3(345>G|^3D|<&GVIXG:*_E\$#HVDA%JG%N^CEC#!-AS\$L);\$NH\$O+J._>*X M;!
|Q#(X)I=@O."QY@1/+ #54|= J4837;';UL!|1A-'73J"B%IJU4,Y),5YJ; MNGY1?(DVT.U?
|'X^Q.<"|_9N7"%YP)E^86SH4P|B%-T ?(:NAL=|7)-Z7<
M>OJ'B*N)N%H)HT%=,P5EV5|8IJJOW<*8L:P:>^ _EPE'XC&.QLI|Q@|)'7C6O
MT5S0KPF6>M|@)H6CTDRHT!BVJO+2N%QH#ONC2%#YYC@X?:(GZQA+P.17"8Y*
M<|@*QZRL'7S9%VF":|7NARS:1183TZ9 M-BKJ%UHSQPF%GEU|0*,K?5(^+WK JM(^-
|VS-M)PO@&VBJ%SG@<|S8V@'X9) M>5OI8UVCD;6VLO,\WFHQ6E%P|<"A-*M0G
!DD90C540\$SYQP'K6"Y: ^,A_G# M"Q:5=6VRH:MG^8|!);!@TK ^J^ 95'.VR- XQ44U|Z
J<7"9B"^. '\$8#.|5&XK)0M(_ 29 M9;-
BVCNE@Z6\$".RKCX+D'<|D@YK4::9J|/_YG6XTLL05B_8*"|3YP"8!,
MEFY|)0+OM071;SRI!X>72RF1IE3,\$TPH_0) DM!ZR:R|S@HTX>F&0N1^F.TM
MG*!N7CG|!)R6AQAL+MC*CH6Y>\$WNE"|"*3S1#@;I^D_*;.4WH|?VNIDV;B;;
M^S2U&5:H|#L<6M+3U,\EM2F9 FTLI&4Y.PXWC(ERC2/84%U 5/-96)K&|U%
MT3>T_0\$8| D9A-
>!/V;PF7/C|0=P'J<&|5F6GO\W7YL|M(S6M7V*M8|2Z"I*MJ=B2JR5Q!85
M8R5Y5;|14'70BZ|L\$E1-Z3G.EG6&|9TBYV MO6X=S|JO&(WN-
=B'10S|20+G;|V4AZ/GN_T1|V|>>>KPC"ZST1WFHBNO^3QN
MJD%IT@EIR|>4==^@!^6/IPL:@=NZN|KT| (M*T=8JR
=1;M636F:>KNJ8H62/597%BNTFRVUJB:DAE9-!85B-%7+VE,34O|;

M#EXG,R9^H7TXS[3YHFB^F==\L_*>DT?5^29EIG'9MF\=,_)8@7!>3F"E;SZ MTJ=;?
_QB!X-?[NV_I:]='^#T7MS>W0@/J)\$IYX&=7T
M8ZYC8;L((ZMB[29,CK!9UJXB8_MLG@6#+_ [PR\$|36)4%FXO%D2GL4W,;ZR*
MT6I! !UT>)H5,_IVA2?U,OIR?(:'UE#'(0*^.YY'[FX2%\OGN.OJ-AKCE7&8\$2*ALF>Z&0/
-:>\$M)+S5?YH2(B6E [H>W MOO=ZZIR1 5MQ*H26&;AHM;3ET8HU-O-C !XE X3
'/>1&S+P)RI-SOMLK&N MO0_BPQ@8=R,+*PO,G5MKLW2%GEYCB*LV 'PC?
8(:@*3E#0ZKLFY@;DA>^V.
M4OPTHX#Y@8E)TB5F&!N6Z\$M2WL5(Y98: ^ONTW:,03'U3(WP BDONOITX1!J@G
M)QFCIY.XFGJAM'KCB'5MKCSKC>Y_VJM55%_K;7#&&)L>X>6X)13YY0-,VJJ MX92-
;3VLEM'HZIILM'0>N*72@34:SURP,;?'T33*.Q8^-_L_L!IJXP0%?
8||+:XX\$%ITI4T<|>Z.Z<\$9C""8\$I!'8KJK[KHE^
MVZHC._1./FH:5CFA8;4B&BZ%3MYUY',E2HT3HM0:7=.0-67G217[I2DH%(A> M%>
((S+1[CTB.-W#>G,'4=C/-Z(30;5_R_2!) 7DN|[HMN66 M6>^D,>%^JYI .
(F=*P8E,!\$ZY[C]=NW:KV%D#X>RU/N POFV+P|<6|0RV0F
M#=#APODA**A""MI;9#Q+018W%,23^ZR@-;M39>,IIB-6 I>38>.#Q-D+J&)M
MC(2"1G:(X6049X^+R/FN3A)LMK6 MY/@X!XD?M!;P@H:=%BMLBG5>[R;
(P1;=X,=Y"?\$)*G9>X^+5PG MRUQT^O(JEX=)\$Q6?LU#,.?M3?T0&4S:.
M84"&#@00@O:YZMEBWU&2L\6M:M*IJAJR_=?EWJW*Z^@G@O2V-#]?\$8(; 3H M-
I7WY;9Y'%7Z[::F9ET+I.F%PD%K|NKO(ME8Q*SP
"Q=/(5!8EN2T"%/S%*:N.^EAK676/M3P+W=J0_+Q!1;_Z&=OLO_G^X-
UQW;*6N:K2>C++J#?T&2.,XS)[P2Y<
ML,N&5.Z|LXO&&;L<.*6P5DJYCT8D.+Y,@"/BK@U)YN6Y*|M F,JULQ=XIPAN M^;-
&D\$|Q|MF0#EX%^1@ MGC94^U1.3QW.Z.FMJO.%;Z78ARUP;*MFJ,TG\$YK04
M>.CS2SL:"CP1|^E:2LDDV==I>IPM#VX,LN4PWLZ!#\$UO=+6.W-D|+Z<4^HI
M9CE;..MP86ML+'1I'0X=5Q@R,IL'YV7"+(^,O)+O?GXZG+AW&:X|I6-|:;\$&K
M""4@N:GPY@%O3FV>BEDE69*S+M09"VGI|!G\$5(X:MK:7N&OBK8L=&&I1K;S
MZ,%)ZRQ5_,41X17I^04/Y?SN ZWJV\<2>U!Q=#A6TSMT22Z(I'NBFB|T57;
MLJEUJE5\$=|5J31:3X&C|T34:EY5P= =,RY9LM;3CY^@"G71R.NLLE=UOV2NE
MMBX|?Q(I('V\$Z:+M2?OF>"%^RPS3R,^F>F+3"LR"?R?0!X1<3^D?Y2A5W61
M8(UE@DVKP-@79I%\BY&J.2-5056.FU3SH*O#,2S-K,M^!5L!);BX 6Q<3^S^
M"#&!38VB44 (IKA\$HU B'F(5VTRPFY)>\$[1'\$C9;D &[(9' EO\$ _6"ID|IA
ML'U0&*DE4P<.NC@,NS2S%E=)!(:.SRW1M|2Y"E|;-TRSV4)2PBH6 ;K:M-' M-
O%#!Z_Y0ID=GC;OG_//Q69&L5QNS6^Q7T \$3Z/5MV3ZC|34|4A1EP"4^CD*
MYF+|E5R|!,3^^(>PF*_V.Z|_1'B^9#:T|CQ+I9@N+S|U;*>AS9;_KHV5|?3 M:|J0-'M=-
A& M7+K>M#2S=!\NI:DI|4I:7BE-I655TO)*,YJ*9531\NHH&C1=P_F\$Y|+_ (78@
M77FX<\$I^Z<9-9|J|"@3DU%MT\VWK|2QLU-0%D8+6:L%.9A65;^TQRGPR|I'S
M|7|L\$-':+CJ/9&SCB1E@/U#4|5'^E76.Z 9PA*R?3|B=?^EDB)CZ<3#@'3SW
M^9VX;^0|M89+|QZ&UV7#/+&62/QSF"E*JXZ#P_!\$>W|W2S.651%C<=+OYF@8
MRQ)'UQ\$Q%OKA2|,6EIK+FB7.K .S5EN<6J&FUZV/%H&_Z%I,C"F=V:?.JHEE(
ME7ZV(3J+4'4ZMJ+J)|M6X:NJ%IGH)N62LB+,=040LS_AXK*X5+"|N>#W=T_
M7TFZ|_-6UM5U%^E<@D&C|1VK|+(C@@.I'/I-
W<_7'U|/S|ZNY9NKF3|J|ZMQ+|W8/UW=[W|IZR^7FY.74KLB9R\$A3B1>0L
M36WL%R/TB<5GN"&8)09GZ1L;G#<&6I1N?7A-N1%V=1 9XY|!)AY2|'^AT_SP
MJD:WWB.!+7TG_F|/<\$'\$D@UV^L# |+-|;6W57/5I'_90%C!1YRF|4XDJIVS
M=IF^!\$NR7P-""K>G6@DV<.AXSJ 39I3R4!P/YF =H;GP8=T#0"2;F3I|D'Z MU*!?-
SYC|LDD|^-< 9%L:3P#V' &!,< AL|KE=.G6"N2^E"EI/3U2/K\$>4-Y
MBLNB6N34*WB^S!/F#*W1U9NK++(D/^X3)A|TEFD"EP\$ &,)"8,4!V!*"JO3J
MVN,)0#@#@,X%SX:,IX;C)O,=@NDY(^E-\$SLL'W M_ ^!LU(Q?[5"/Z9)1;B/T!KBY M)+,T
,S'Y(|@&-L?T@00|<^ (Y2GB=I&NX:S\$:T |K=|2N|5A2XB<*WQZB/F9
MDTP=W(H=&BS3+W'^=D3W I@+_ '<2_@-OK@IM2;K1L38=|Q=&@XQ9SHDLS3
M7I%TFL,|MR2*,!|":3GE&| '/;I6_)) -49Q3)V8O99" M8SBE"!=-R4_@0AY(:^-++?"! ("'
RR54=.@/I)#(JT\$ M).SVA0196"Y.?KBYN|Y,3?P/,=V'^+W,9JY?X|S^>8=Q!>0P1P"
|4;7AZ/L@|A! MAG|LSP.S(@CQ3(MA-/ ^*+TKV((->R9 KT!N8Y"M
_C3Z9,%^9VL3HJY^3.3
M@VFX+0WL!0\$3OX4>G3'I4OD|LMWA;&BOU*/G9C97FK(R)\5?
QLZ|XA&@,'3P|0^G&>R,AXP+D7|SJ\$&W&L.JK_E+B^QD3|-(D"IO2,5@ Z:JJU2RPQ#
|Y|A)=,)4 MDER.4,;S66*3SR_HQ_B\$0I &'#OP/5Q("I9 :I.=0'JSW2FICB%7G,Z+9U-I
MH6BJ2,2K"H<3(HZ5|;2R2I78*=5G|:NOKMW_ ^*I/_)=P/?8'Q"7"<=T&=Q&

MZ06\$ D)B41=+1?MEL%X JX5L?/%);2#872\$(@O*.1/X C: ^3 19HJK&/Z MA4--
R#":70=T)"XZ-OA:/ZEX\!0)K2|3:587*JMNB=I#97DC*TU93Q/::K
MZ)EY|W|18OE6%O+.JUDC5A|11'B(=:JYQ\PFVA|6/ZT74,J#.>[U:'M0BMK MO
W|AK^!|%\5LMKA@. 4MR43MZ2NW]+RR5TQ014I1.3PS%|C\$H:CYQ|MAOC8
M3""S>'BNAM5"5JO-(<1=O MP9-.>F) ^, ^:RDZ|M/N. 3 \$.A0-G;2^E? M/HA1Z0_@?
^3/HB_(WKGy;0^|RROF?%YU!=A?-)J*P=D|'X50WI4H87QJFRQ M, ^5, 'SI|B+XP
|EN8N92=QVP|U#RO(%@|Z?ALK7BD..Q|ZAS:2&Z,SL. SPK MPG=|J|+
(H)&M: #&!RS0=@#<,EPB-Y=6 KC@/2C@6_Q-O*)'6%">B|9L-
|I&4V:@/|GO^S.'|"6(+ CS?X2,L6?1Q5!T
MA=C0%4+CJBO\$ZL, ^)V, "/M7J|.R1'>3\$28RBB0;-J+.N|X?8!K%<*X2*>UR
M%:7@20VS6IK5RD+5:F6U-+:ZP_9, *)IMACAE&J:H#9-7:VD:4*K:6CY+RG; M-
\$\$Q06Z7Z|PD\$5IK?40+|C)H6!7@U-J?H#'K92W)7T@BC9 M^3;R)S5EKCZ2-
|^EFB7*_IK:W6;S1<|K-;K_D|G UGIM-9G0"|>^>Q0|-, M?MH_|JG" &?-D&|^|^|?
4\$66LV YP7)|83GE@"RG80+>T;#<'JKX^#KAJ2_1 M74@I%P5|U7.8>D
.TQK=MJ7(+CM*H0UYR4?7(O MD=.1&0|C,Z)SP1YY23|@+V&ON+8E&Y6I/AP8%
(*84L1D)"83-Z(Z>15Y>^S MV+90E_?,2!NJX"ME)*O1-0W9U'<>6"2T92YI:-
W,=4DS3|EZ:T9&5=E4MOGAWU@LRK&0H6I5DV&XA&>JZ M(>KGG!XU
|L6FGE1|IP-9NC)#3UVF9LIRM;D0MCO,2M'DLS'PW7RF8G6^SWCM|J.J) ?,NN"H
M6|I|Q2
|\$GMI0:51HP>T3;VSJN"S/ASRG<(DN%AP<74*R\$Y*^:38J.2Y2J/MK&JRJ..2AJL+H^P:Q
M(J|20YV(%?5A%S\$'L&BG"P=7%?6E"L)8T|+%TC+'BXL#MZO8J;? (^+!5.9UV
M4^LH98MR|Y3MJZ'4>=3 H)*UV+2 M60*;%I-3B(^: ^P6;1+!,, '9(6!_U3|KG17U-
5.:).J\$: _5Q1;"/QFCL67DU<3NS::L|)ZH=6SA_UVFJN?LA?.18KOTH%'7^6W64^6J|BYM
MS_,5M+|4Q1#"Y'+@5-RKR*W#2+7,&5=V?MX>R%RN:3) AVT|B%R.R|RLTE^ M_|S-
1CFV|)#;X|G):Z3%ZKI&9' M:71SAK-
NIZ@*J:%O :PBJ:&"U&AW9%W=>82GD!K<28T=%*W"4D,#J9%5|W?4
MM7@=M5PNN^6D#6F1_E-3)5-'WULET_\$F|=5|OY J0JH<=6%:Q|A;8=J92I5=
MDQQ7C9?O+, ^6|P&RU=&R|9.XW!HXB0&EZ45XS5HN#PUJ@;S\$M|'ONM^7/CO
M;#!H,N2!C9" |^\$C3%FTI7"\$F8G^4/J+#K5XBX=:T&>.Z-R|X5)@GB9 TJG/ M|WEI|D?
I6;.=|I|EAVST;5R_)9)ZB9+_YP!8G% R8AX4F3_C;UVZ8B)Q>3/ MW(\$3:
|(|=YSOLV6";B+ "_L"!26'/&UPE4PBO;2=@GV9;MN=G|&+?!EYR=V| |M)HSI5*P7?
QKES(9"!|"3+L60@V.THM3LP2AJITC&W4N+?-5J&H;.6S=ZN,'@
MKD6^6%3Q15GWWB|@&2A#O'F?Y8Z82#(X7!Z:?" +G<2RH=#CHFT
M:XAY5Y_VMO>O-,MX|987H|Q\$FZ3Z*54>=PEE;0;*F8,;573&!#O#>F|0/3J@
M'HB&|TK&1P=TCBCYJ."&T*)&+@/>, ^F//.??TQIK0^IP|.Z|_|(|!69OEGG
M9*=,K&#F3BL=)FA7W3::|QB X#;!;=5;B?#N|Y-0I0;8;2^AL,UO6TQV.5DR*C6|
M;7LRPB:LIMS.R>P29'0*9%1J:MOV9*0WNF9;|BBG6*@ER\$AME2HAV9Z,#""C
MEMQN9RL|CY^,3FPN"5.LU:H5:U|+8 HF0IRVKV\$WT)R2/"Q5_+*|/#0;76T? M;
<%V0B3?_D#!OH)|-|O^S#L:S6ZJF7)JG*0^1:"?07|G@?|'B2=I U2HJO1 M#G\$|6|6"?
07|"O:-V53OGF?'\$+ MU<'IU-/BO- &=CX<88|:WY+?8+(D:K;XEDQ|!>/:D0%+T M)0"E?
HZ">473*|EX"8C|IP4=T?/%=M_MCQ I(+6GL>-=+, %P>?NK2Z|G!=AY ME?
E6"ROS5WUK6B@IEL<@P:=ZG<73WTAD.RX92\$ZFBAIKIH&_PI"52|MYW09H M
X&D2"W^*JY46RZ>'F#Q<1!*A8JH5|1L.)+Z9DUI@HY742VJUBY7*;UJ49UF
MVZRJYKK FG(\$=H(5D+NDU%4|J_0FI164|=Y(X1VT^Q4->&)OS4I3:7D_*K5
M!*6VU^.NE@%/U5RV-2_RLH\$#7G:DM>,/@>/UG8GM2E|ME|YMOI|&803G+I8|
ME@AR<1'5*|;G6^*!1G!R1?+%-I|T0&)Z&/9|J@X0^Y 71P)4L)6 A|I;T31P
MHH|X.'JEP#TJ@%Q/7?=#NOH9(:L-!%P2N-Q-YS:0/Z3VRY77IQ|'F-CG#|/.
M:|4!Z40:'0>";ESQXC3@-OZ#C';I|JLVVZ +WV K6R O=VH8^/+%+4#-IWO M_N'JL?=
<_>;|!|?+Z|>GSZ_>9!^G;U|?G+5MGEAYQ;L^?>0%6>|5QO5"Q. M+&|UX@Y44|
-G|4@?^,6)X&7| L<)|=P^\$<_Q ^D2%|;+T|JW?JPP&N|
M|I|B@|_'0MV7|/|^|7#AX7+,3|A|J_HA8^-SAKU2Y^UD;=O|K>W|B=MT>#L+8L
MW35|S3JUKU-2L(X\$%N+^@V9!'%"?6=5B7U&K;ZE?3-|HUR:SV)C##/3DAZ> M?
S|D2E*B%7VW?SKCZ?BK'P3^.^SXTI|_|'+W'G*7W*#A2,*<9AO3=<5U< MW"-Y|UT
|JPU?*40,YIJ 9CEI)>@|GRA-MO9^/F+1)F7'|2/B_E3?#5W:|H MW>X|_Z48W9:|P5T*
(V)\$OO-&;KK6!/D9;N_Q@Z=^_|/S1"M MN=W<"1BBVGX-
48,:HCD#LJLP1#GVZ1Z5667RX-\$_*HAM9XC�'V+<*5S;&J)%
M0+6N:U8.J.KNFK4/#54|H.EF4BVD"MMM33RTKJ)504M*J7:0.|*2Q1LM511Z
M8V31;JH&WR;^,QVE++*(1!;12=Q?H'_F#OU!CERNE^K/NJ-

AO1_HKU=AU1_KK5*97]W^8HTC64\$"8(.Z/.O.1.+S?I&5=P;W[V'0\.%7
M=I:5"3/C87_3/_BY7Q@-XG[N2@^J)\$IQU6E>Q4MPWZPKMO\ _R0V M*_7"T.]
[K+':B832:P#K,0),Y3OW@+_XYS[#>2)2OQKNZB^*CG%G@.LXLX"8 MB-
2+Z.HZ+VBI<2Y;YY*JK^1]> '\$Q+O_*C0 MD!'1]*)RA[>J]=?A;36Z2M/('K#_E*
[1+!8=+^K,"C%\$QXM3@AAWJK_(HJFK MK:0=T%:"M:V)1O<)\$
(6JJ4E@[8\4+M]\$9+PKH6UK6X7UC7IV=-/Y'^% "=Y M?O>#Z!5L,^G&&X
(P./A%Q8VB)*)^X_N?M%2:JX:L>K! F)JP0)B:L\$"8FK MCOJJLRJ0^DXBFQ8G'6,5TD[=
"KV7IOA4-;8:U!6PV&.33UO\$L&N05F.G8A' M\$6*T?A'C(\$X)8-Q%A40!TE[#;)4U&%Y;-*
(IO!6-"#*JE(P.V"=84T\$94&53 M43@A)6%[BJN\$^T)
<)4A(7'745PD2\$E<)\$A)7"1(25QWU58*\$Q%6"A,15@H3\$
M54=]U=G/>Z#Y"/Y0BD9\$NK3#OCV 1Y];>H*H&=|U/<';WJ"1INDJOMIDLIQ M'<%1!-
P5]1>E@R%WG8K7.6;5<@|R M/DY.D5>
[5U6CLL;^ZS562^35GC(9:97UJ"^@L;8KTEA%6JVXBH^K! F)JP0)
MB:L\$"8FKCOHJ04+B*CY229B-U6ZJ1NT=!M>;6<|^9+OS;H(X95>T\$:PX_,\Y
M+,2PHUW<\$9/ G| R/[(^"65%7,+QO")PU%^N_<>B>U>A1B-N*!COOA_),'
M]@*A%=>GWY+!AM=7ZVYNZ)3=;!6#.,Z)OK,=9=5-@QNK==5;PG2\$Z2W1'H' MG
.G*XVN8#C0I@G5+#W80>20(1\Y\$0M3STYQ, MM-D_ ON+-I/?
1KN#U_\,G2^>X_Y_#9!6I%+M+A%*@*I,-AP\|G^_YI!WP?-(:
M7;-3R;R44F@|@GCU^=+? >?UZ'JC:YD=N;.|@K1W^JMDDL\Q^%6\$CTO<7^+^
M/4SR.?S*#F3|P%+V?0+D#>UARP(QI*/1XWM?8",D8 6/ _J_N7N6_KBZ>_IQ
M>"5|N_KZ_(6'Q\$QA_(C[3^|^ Q6)[U/*T <6'Q;V-7#Z?Q/7E?|E.UXD_0\$:
MXS0@B|\$^\$>P3BI"X_ SPTKE UM\|)Q%<.M&'=\$>5&|N5DEX4U_!N9["_ZHG|
MNL>39Q|I59RVWTD3NM'HMIMJ9S^M'#C6)H^BRLO|A=9X&9RRWAD"|+Q*=%9'
M359)I4JB)IG<%|UL=+/=9D3!UW%14ZZ;O+)Y' 7D*_>WF@DZHQ-)UW;?<=%
M87L#Z9D\$XQUJ('CU?'-@-W., "W'_D45ABKI%#Q#S7=^1MS>&V_NV+-TU>TT1
M;!'JD;B?WV!+,6FRJONW:C1GU9Z.-P |X|N%HC6-NIJ"_Z.
<';S8/-1BF\XMB\#PHG%^ (M3F% M&'?N9-\$"..E@R:X'HL1Q%!1
MTA3JK#>%%LD(C"&2D%#&|[%PYLT:JV?F<3X|LT=,:|K1|-%;^S5|= &KVZ&):
M\$|/*_ '9FSSD.:|K-|!&SFBH%E1BRHU76^;Z JHI# =BK15,6)|@Y)2: ^LG54714,5V>0T,L
OQ'B-/G&GV(A8REXUP0-VUS3:C:[6,>669G'B_Q:T5"DM
M:0>DI4ZCJRNMTXNE<)^F^B=QW5"ZMH-7GU. V*DKW/I>%6ZSA>-K.WG)2|N.
MKQ4N_%V+SDV>_=\$"8.?NP"]?GZ_OM3X_\$4F8A).11R+4L#|-|H |94V:%2.;
MOLY&@0@U|A*!RR6-S5*2E9|YTF|?(4:N+<)'GJ75Y*|;6| X8+?U2+8;SF#
MJ8,FU52RAO;N%H'PO^|&* =8OF@(:KM|BE/\$\$Q(3_7?A,UZE!'ZQE,(U&UY |
M'='@|["0IZ8"5#*8)&H'*W7Y|!'S#DL:FP3==3" M=+5OLW,(WZ;%FV_S;"=IZ0=,L#;;
<((JNFRV3>Y'C0KZ.PS|&:T#TE\Z\$|M
MRVVKs3W|5>E%5=2F:I1P#M:F|"TJ>@N3;D6#0=%@< <|^"SDZTJESE .VE#>
M:C6Z55G)|9_P@@)W/.\$/6'=E*7#"FTH5&J:@OU.AOP-F>ULJT)|E5*%A|IW^ MJLS=5?
3F42B86ZN4G'BEN% ICPL6^S;9&5%_T8 3!O|TQ2520LMG(7%7Z9SF M835.K0*-
LUJ|UN1TJI-J>9/Y_Z@)|851SA@E^ZB\F@ MJJJ?
L/Z.7/1\5%2@GD_*9^EY1*3_G|UW;VX42?:&OPJALW.V.P)K!;IW/^\$(
MM|N>|3|=C^V9^;L^|)|+4LIA%HN?BRG_|-S"IN @1(2\$(V)^+,SE@25&7E
MO3)_J7;4KG3'3-VR_>**6\$U%6&JA.Y+C+9?@OK&I|/J:=*#CVDO(3H)8JQD
M|N3<**,RH87/,< @|"IUQ+/OU&@|:B6DPH/0\$M=@S: R'F6D< M-
&R=NL|6DH66P6,E\$Y_;EOYDDLVL(L4HX"#=OFNOG&Q'RG-=SG.UFIPQ'!6=
MG('S2V_.K0;H?CHFBWFLTDX%:/YOIV;:#I(QRCX##V;X^TLLG_RW1UU&2T M/VTV
P)BFT/X=W>NN9+U;&;+7/8%4E[|];K(/47_1ATXK!05;5C31S0F1ZV7 M573-
\$*\$+9219OQC1T*B44|')R-+6X=RS.ETW/7>E=9HFH|ESI|UD+UBS?|+W M4=HF2-
3DPK.,Q.K"?X='.E=F8OVO)4W&2,TR&7RITJ-F@PUP5E0^?AV7KIN>
M)HK@\$G_9F.4K=4YS'B:8OZ>VA_B<)*I=LSYUYW|<\$OFA|. @|X4^T!W#>/3?|
M)SOO6%,ZA61;"9|O-\$F|B/VG&L_ ;J8&01V=-"-T|6 M:+BZ_>Qsx/|<81S!FPR@S=':
W)NB#% 2>P'P7":42A@|^5R=3<@&8\$W@)M MJD.S79/9SEQ?
RA+X|#P.9#;_WCEX^)KY2I^_@/^D1X|T^F:|\$WD"),F|SQ M(S!C| 4,'3T4?TI1PM2:D!?
%^1@>HD'<^>#H4UT#SSOR*)^L'5@7RT)_27X MU13^&U^!W9YD"
*/D4R)Q'>ZA%OM;/PG1:"Q1S.8A/.8C /O^ %/SO_QJI M:N=S2E3OKY: ^H7S^N,8!H:-
SO,F\$8:0C:5/03SJ86|+E\$F@TT^4""2?S:D|A
M=RY%_P;2WW;:68F%:"HA%=@J98|I=,AC M79*W!,MA|RT,&TRNU0478:+XT& MM(?
|>*GU41QTR0/*:B3(#YA* @8\$ZVJ!PW!1"9-Z2967DH?3W>WAC&A/!4)\$

M7Y;S)6Z.>A14Y&0"3BP^8\8T"DB>YSHH8\TPK&^?AHLT>A
;PE_FX;G0N.222C@Y2T!"7/P\$/!IVE&@HA
M@BJS/'@B,)1.KW1*,Q*\$Y=U\1DHF;6IHN\|0/@!G3-D,S@U^QT"-?:R[C%
(:M7P*==>LVRW.NNB3+|!^X,%-A>[W MPX6A+(S*0GN%\$P\$7W^5^N3A5W|
1PI|D4D&<#F1L:9:,CDUR)KLY)N-55)< MX#(<>/P/#!KFG,KX!.EEY'8@=4X%+F
0RR6?^V1#YVVT((K0W677-;4LQ/+ M A?4T5|. %O"JN;|X|?
Y3;;N\$CB"4B+!N(*B^-6U)\$W3(70VB8, M"MN\$'#X<[(67=2)?A0V0\$?
TK7+5FR8DN*OE|8FCRK/O7Y@FHV7 M>QQF2M)P|^;!,?FYN(YHXM
MQ+BHA8#X'BL"IOXVYK!Y^#, (YP<= DH)(O)I<5M?0K|-2G|3 ?298' !N5F M<7S1'-
VY6T)4,[TQ_6D:>!A*" /6|S<|N!%52|EPP_X&&F)-SO.6L61M>JL
MNH=*5HW7++FK7AJ>(YU-_(=+B^:B S\$K*CI-P=_)ET+?Y5AN4N&>==<:9" M??
[=D0P&9XY7W)@@LF(.F;BEBN7UG(^?R?1|T*OFA7(PT26IJB+S|X 5|B|9
MMEITMP@#6T_"/?^"L3X^;:OC%IE)[=%FC*<*BU2@2+-NT:3UMYY#|Q!%?IZ
MIZ|4N-,K|\$KM46'GW|8>|A-N6+>6DK+X4V67#6ZO+FK?HL*.R^-0Q55
MP67>"2N42VV77/2H" -7KK!7COLX=+ #/ZM(SJ#,,|+0G\$ HD+X5TELGP/A),
M\$#%O\$"Z'BEL\$*[YHB EZD)-FAE86|*O.VT16\$9 ",|\$_L!B',U +@J4)GR,
M6E|/2'^Z9%,@O4%^O\,?3W)^ MC00%&_8:(9!'9+:|2#*AN"8;GR|!T.?
&'@U8%J>.>'Q|LHU(WY1!T86MR^@ M41;|);*XT9 ^3#[RPZ7G.7-
NFH(7"1|WR7O+@(F>P@I,9+% 6?9/?)HR_.Q(
MS^S!T3'DPNM,B/G#RTW\NP)^[CAL60%_Y7 \$(\5C#_*1;|_%ZZ/IQ_+KWBG
MLPO'BI*UXK9T"=1>>O;2H,S/GZK.@_P!"J9EV6MKA[-VOJ|6O*
M7>++X|GT&>)!G_R'V5::/E<@:L#/UBOTH|"W?S)*T0/U+,G&(D3,;,"1+#6Z
M!O1,#_W'&:C;Z,7J|_S/EXP%=0="=D\$CVMJS*6%# 9Z?X(B2'G2_O =|RQ:: MCK%
(\$1|):*9H5YU8DW"[5.&C&Q#.H# 4K64!SH=/&3SZ@ OU HUN:#6FPTZS/ M6.D5S?
HL/,/5EX;:53X&#J5E-"^"3|L+IIF_@_/@@AH.(4=9|='RI52D_A*Q M|'Z=[1/6,5\$Q;:!!?
ST&G"LX2XEPX9'3)M#5UMEE|7C=/9N|JHK;Z|^?'F5O& M-'7SV">3:00#5|^RG>SF|
(9T>FG&L=SI!3X#BL@UVZ;<-5VGDSM')TV?*0=A5_R),L58LP5COI
MQQP010CM<+T..U'43+?_16Z|>JTXLQ|XDCW8'M;@AN5\$>Z@)#BOW_1%|9K@
MDEP^+)>;W+AJ<:PJZ9G9U#I?S_2;@2)%C%P+ (E6JGXC7!4O|(TV>|:Q?F:E
M&33^V|@+J/QS^@3_QN611BRUJ,*| 8>M<.5)S9FDH7#LK\$H M\$P9)@9*
|R.E@O,7W4?|L9O;-A^1EK@S)|Q:22:|T\$--
|4ZS"EO)O<\$Z.65HUTDF";RKIN6MM_F|767:26(VL=%|@EC=Z#H:"1D)6_Y)2@C\$4
M=!YNS1A*LVY.#(|>!"&T9CXR|IJ2MQ3KE|*OKT8E:_M|WV4W|:!6W;1KOY+=
M:MM/;;4=M-Y/6F\$%1J9>1CR|P?C<,@G|="6UN(HBV!C:|3GHU4S?\$59D"
(T2|):T;_@/9.,|VNU8@%EE#2<)C>S&:S(? R"RZ5G M.YYFDC_"RZVCM=7T6&
(Z"W_(:^*9820:Q|K%8J-XX51.*|SF<7H7&Y1&PW9> M\$+;!
S8J5P):|B*V2Q>Q:9EA7\$APJ"+%0'!&TM2C.!%+Y]=S@5^R;#(W!58J MFVG [46M#?
N>>A-BNQ@/3G5G@J?\$)8|Z#1V'DA:DD|1#()(#"X|WR'X^>Z6> M_T-HF=,72
D!|@+TTYW@U|%*F.W?3NLV5=J<8',D=TVYNT|>@&=/YE@RH@5= MB
MRZCU0)|2_B^|OHWJRWMPBQS^!+|RYG8^D/8J(5#|C MC!*Y
|B23*E3|=YYCU"7(K_!9NF'#5_U@.#L,X4Y7;!ERB_H7#EF"0GU:F) M?
%S|57)2Z7|W,UM?8?>^M96!SG1%"6LP='+1Z"78#^MKI"GE#(ST9Y/,=6+ MK
JR\$5|E7|Y0UGXU7=1,6"80BN*I|FCVQ MH6Q-A*G!MG#BYO4&.TFO9%
MPX+9==>:_)3|5IU(R,|?A(:EZ3Y-\$|GUUR#\$.|!8_NES9|0EP92!6<1/8H5 M.^5S"3=:
L/&?.Z=<7\$39FX#YZB_WF+XLG5CKMB+;^;>S.ZUE|)VHU=R*,=H
ML.|58FJSG39TSF|34'#4'|K!D\$PS9,;.' M?
R|YDAG("NCTZ#L28|VO4+\$^V@GYWF7/\$E'?|GP'.-B"ZZF9V-0-84|2>"N
M>J@0R65!UX'7?HGRX&R_>|!0Z';:S -D%<65< M/@_|2FXB1PV<(7:J_A|RV6YFE_Z-
)&VF|\$|&93D|1XM6N;A>!TN9>F69&MU3 MC2|#2P@=".,DXGFS)-&Y."+:\$=/5\$I-
I>Q1YZC92A>GXE\$/#ZF_KH+PF!R? MR.;|IZ->6A5|2GB#G!%*M.AT*|JZ|.E-
SDC+5;P1O5%/R.HJR7>A 1% M^8E'^M BO'Q8?X+CXBGP2&U*9'G8,ID?
R8%2N,/E;9L|B:SV/%C##UQ">+/= M"5D++
|:5|C@YJX.H0@1+T"O6+%Q9+BA9QY*|E1|V6^C>(D>1@O_:34O?_ |(G M5L2.B)
|G|E&|YJA^=OR|,9Y10GT,|I2VN& VSIJ#Y."YX-&G3P_\$2-.V5O
M>-8T+ASL!5.LDJ+TVH/AJ\$)!2*D "HLY\$C?MV4%0&X,J^(WCT7KI=I(|(Q-#
M"Y|,H'GT*-<N2DHZX36|_N#QK*ZX|X|MB|"Q^!|(|7O5E|7X0 8E6II46+&O
M>^/W7@,!1N.VTJF*M\$>ACV_"B|:A+.X:>0V8R;B4! ?I|XUG45/V>Q#|!XYR M'ECF'J?
SNN+FB!F?->VV'7(Z>%H "=V2Q%>^ ^/\$%=TE007'T^]"8=.7<*# M:"M2L%?

X@I =7K,VRKB'RBA3#U\$-X,QA/LKK*!G@ER7S.ZTHQX(K:N!=7*PZ M9*'JI&M@-
!A.D\$1/TUC\>("F55J\|M'CF/63.8<3+W<-K)MLS(%F(%CB R
M1Z\$[V/1,1JEGQ'78>W5)1J14\$@V|#)B=8)J(8?JCA9)GL?-C*|. %Q==6XI'
MTL>>|Y;328%?9_89N!+.:@-IX06(ORJ\G>&.II4(<^QK^"4GI2K\%|") U#
MP_P'\$Q/1"A\$>.)/T3XE3XR@71'?[UX 6-D/K*HV1-VE/1TO/LIS;*2Z_P
MQME)X|:HJ>'JC)+6,(0Q/M5SPOE,YHN\|3ME/H2E|;75Y'QU*EX1IB!*GI4L
M1N@|TM0N<6=)"H[N*R,Z,D) ZK_AXW3"Z[Y(4'N6)>B\$P/?9>7GL%:5G|G%
MG8/4XL|A?HH|TTL7@P%|1|1%*.!9%5!S=QXV/= .80?&7;|_Y7AOG|'E&8V&
M6|7|C=7|5!'V\$4,B|QK-'_DETS4.U@- #.(/3D2'*3AL/D\B=098D1>9V"+B
MV!@VMV90-E_8AV>8TF2Y61P_<:W3L*LOBE M;Y:S2(#6_.(%)=#3G3G2@/>|;9K1|A?
+:/-1/IIA|A22)CU2U(OA270ME!G" M6ZO*|NL?
^:_P/N>;Y3C,N3'3"%!ZXXA+EUMCR>NE#/8(\$1Y|0 UP"K;
(%IVM(9=EYQRG*5H#N|9#+,:Y0?&#C.
MRU.O'QA8H%6R/VJ=TDU7H2F"D8JL.3/HBAP,'3J\$"!KFWYS%E0:1#_PMG'LR MK3V8
!G5M+FS|5IWIC/@S|*55Q1YU'*%J0>QQ|0YNWG=S_X-&+|3(X-J8IK. MYWD(\$S-
<*F^)^RH+,?7#;P:(-T)#&F.|2.4PG|N9SG7ZRF#@MB0=!:LE!YJN MU\$#
|Z|S1XNB)GW07XI9)@>76C*:98G S<2W.F\HX<(O_ ^8?T_180)L IC|5D MOPAHC; J.
(:W@99"%(WRUD2L8 O_D'_.E'|\$\$ "(G#AUP\$QFPESK?U,8K9 MX0M@|V9R!VK-?
4;#08K;|!S"K?2H&K.>3YD:ZB: KC8-+)UH_MR1:SH +^T
ML7V|0,0RPDMT/K./G^07:W:&AQ90LD/&4B\$Q#!_ GIOZC>[VN&3'BSKI^V9
MIH^!EQJJ!<-&@LXPV)AIN0'?4A(|X(\$@CY5+C7;&H.64D8/BZ8R78F-B9X6?
M@Q)Q|@)T\|%/9AX|&!5/>/6\$Q/FO\$/P:#+6A8#>NPG) Q|>: M-S@>#
(JIZFA>V^5QL/I_"32WT&D4-PD'B.8M=G 0R\$:\E8ZH'U6KR? M>8|*4P|Z,-
%DE0F1XW;NKG2&^"#8%.M0|]"#_ \TRIT!^*HY_P!"&R@#A|V(R MVK>K+S>WK8|4!!
(4V*\$9!?!T^#6>??/ HIZF5K2T 6|)#K*C!.!4KZB2"5.2| MF@X|,W)E_5&4Q_BG|W.@-
+RP1ICI/+_7!>UD|?1 M=Q!,!1D|P=)):5T%-
=&B3%TH@!37:9G?"\2DE>>VA0+%P09YRW!P6|,1A/*.
MC=6P4|!8;3@LM\$)/>ZB4|;3Q^&,<5&8JK2:A5L':PF<&FQ?P>[Q")_R|!BD
MBS=1;#V^;->|J1;E31W+H'@AU=0OF\H89T9UPQ;&3?#R3^4.*ZQ%F:(#>F*P MF?
M)'0+)J99&!W8RW4|G^)?|U|(|0'J7>WG'^?& 0.D3.Y/L;CXX#%CU=6ZB,LRJ@|'B A5I!(
C\OTFZ&7^'S1D)4I+1, M?Y#>C@S7XMI/S,R:T4@R>|.19-
W.:A%|AOWLL62HXGWU\$6J4S791_DJ(QVG6|M=ZMOU.A,SLJYQ3>Z*API!1D1<
7?;">V)\$ (R949M,3)?%Q9.">(M3H|2R&FHR!I-?=M\$<0TV5%Q%#,A(R9SNY9M-
0N=.H.MP,7SNHEXZ4C1\$W!H MX:3LUT*8T37G&O*B"B9\$!'F<#-(2WJ>(I:/W|\$1-
*J/RTSG^*!31@QB|Q<=7 MN"\$80Q,,_S)=WKM!E5G6F9U8S_/55A?
W9AH9AEA?)NL=HX6,'+."6O/ M@ELL|C=HCL-
!:: T>7^|FYEQ|Q<+8H>D_\$8XD.D)_%N|!QB/XQD@|+J=TI6 M1S10Z*L-,:-:<1L"
(4^3.V6&1VR6R:I=XYM I??(HCB|UVS0:+5CJIR!;"^
M|["JY=ZP'|P>31CH\$^>T#+'F"2O1J@0;R-|N8|ML?T9_S%<3O&6V?H2|TU#H&
M^(L|FSX))GW!F|,(UU=E7B2|&U'AFJ)-FO|H@|-JR"Q!N "=D9|NU;='F
M@6>VUC&96RXSDG|L&)-CY.|K:Q&@U\$ _M8R:36*
4K#!^9KD;@P|CYYLJ2"#Z*6EJT4& U;IZ!#|I8SW M4|DX
J^GI^17A0LH^I1IC|7JQ#,F/VY0(:Y:/XG,PP'(E_|T:+'P3,T@9T# M0FF!9N
,CI7BK^84WL(/+GA@!!8MM^"*:K5H_7SIVOEP,\$|&)4,LY1BOE|^.W",Q>);_/T|
M5|,GYE8F*WDI1(<37^BNF&PIRGAR%|5)6^FMDO")SYB|SD:|P22|J9A5/*
MG0U5(59&C0|9QYNK|7=9QSONM\$X'1>IX|AI992\$|U4H73%)HO3@4^8/#.7%
M9@FJ*5GU_F^N-?D62;WU(KY4I"RMU2CZD@).4VI>C8,<"CDQP:6 #
M!6VL1WJ@6RO==EP.LH'.M;AH6.O)9%PQQ.LT*(CN!_A<-@H|!:.41+_ 'C")
MOF8<;/8E1-ZU;LG4U!@1LE-N-=.[VW61%]|@X?:V!|M-
WR0W.,A)Y(C@2N,#W>^<47HDN&A. M9(D*96Z0J|P%8?
WX@H&A.'.03|A+C:E"P@='U^E#RVD<>LC3R5@""^_FTPBI MRIX&;XZ'X"CG ??
ONGYO8|")!/,>@LW6R,.86TW#|UTPP?L2G3T&^JRTB|+; M+6CZVCDTR\$5Q|>FF2%"
|TU<7#D@6LB!AP(&*Z3\$" 200)^1ZAQ M'K416/D_/1!
/HRAU^\$&@02AL>*WH+=BDAUQ""JG,'0&7U@LZ080:& .2.% M<4|9,5>6|O|G
#EZ8";;Z8'2X4DX@H'*.5S|./"=98&D>LJ>9VTFR.K*2!3 MR"AY
7921DM:2WJ?/M84M0?_IVG#?D|1N^-I;S!4&7OHS|H*8X/_1;RJ0Y08
MZY0|"VD@G:R7!"5Q"FA+6)",_(89(<>?O#%L"8_(P3O):PK_A\$?R.!XEEA9 M87NL=?
KMXNSNXFY5-\$J0/5VA^2|+6X-ZR,GK|Y%L+:HH*\CK4D5. IO6X!!O MV-

3L9P8R+HC[KDM>IN+(X:4D7=V!GO%<:V\$JZ;^!X6B\$-G^D1< "QT M9\(>" #2S[^"
<4X2|0R_G1>L5I"OK790EQT!FC#. ?IU%-6O<6ZZ|1|&_X42 M7R0C
P?;I\PO*=6\$I@5BYJQHO/6*HAH?E@,1QK#7SE3ZCK5@D:LY7M(E\$D54
MX<8S=\$(O\$ZTI^QG.)Z'<9?V7R:%(J MDY-G@V"+:@BT&3^;:"R;OL;A/M8XHC6J6?
P3G|YV|JL&SBE4?)K"4|%=?,!5 MTP"B:D-&0)9*,)=5|!5:20WSS-
>R,1BE<@9)1W*6)X@@3VQ|AA|2%+T+857 MF>)2 N'7S81,7|5P|ZM2P('IM9,
(Y|GIN::0,|Q170 H.*Z2J0 Y M^|D| (0/AC 590#&:=V<:<:2)MG23MMJI19AS(M-&
TS04MEXLPAJ5I_B0IXT M |877'X|?(WP"YZ8M\$|";^_ ? \$C3JIR)"/2
P!7C05!P4|E4| "V4,L8!W-O4+>#\$G?J,PC&@S_:%07-P!=,>"6-2XM!8@D_HUS;3 X^
MVRW1_HH>?HVW@T+#E8|+%&K'R,- +S^*,6=V:W7KSQC|"Y?B6.Z&OR8)6E84(D5.?
W=\$^J5:|J|M^+EY;<^+'D:|1AD|V6-J"V|Y(DT|_Q4&&/JG+%TGO(8:B":A5>G)2
M5IV6&N5=QU&JZ%*\$B|/BFBU=T.4JL50PH*2KA"!,[C1OSQWC#;^:GH@U3B:,S6:?
A0"ZUO(3;%NBZ\$K"#7RN"47R|1J1!!55 M
6|8@@@Y1!JJ&JATIA;8(=%4KROYME:P5;3ZZ:1O?5ZM=EW&)XM%0XK9CK>_@
M.TC|2FR%*9V7.KI#_Z*[KR]>4S?B:6!Z1U92A@YSD|Z;H|2/2AUIOJ5*KFA&
M_W=|6JF_D59:V6V|5++42M5VS2"|J5CU_#\$>VI=^4|Q=WFQP^)P6>UG36DL
M+';I3+Y|X1+B?G3"-=C&Y&|L7"G4:H0K2|C0CMT_6^5E:D RU:G*E#4&JZ|,
M#1N#|=10RA==%Y:5J2%+52T+/-)9JIU(U:BS5,4C5I>5M\$'7A!!VY,|XJIF|,
MU2XXY|':\$5:(W!VK=HT5"|@F)UAD>TN6R-6Z?=OCSJ).FWHS%6IORJU>|M*)
<|NFWF|T?|G>=,>@P'|7Z!%:54Z6+&ZJ3;3KDBPH)+?#\$K|/(R<:7| |"F
M.3/#5BA9_":52UF|75JG=+%RO"|/=Y|F;3*E1?D&#_N3=+58>FZDP;:Q|*6(M^&%?
TO>|.15=&FQZ|3*!KY9I7X^*HH+1D=P?)/LX/KX!RUY#02/C774P6E!! MBL*
+AS.U/*P#,3?|W9F|_W_?|^XOK^3SJZ_2K|=/?WUZOK7|9 069V1_*UI MBSEHP^2*:BU?
DGLWF:,I9|";610C)SP^)ZL(XY @+;L.HU>_! M\GBOY#386POH/N#2#%RV|YUPD"
(%/9.L?K6%FA|08%OVDE%.WYY42X:LS|9
MA_T6^"H(\$|M=BS(5OHK:'HY&E53X=G++<@LOJM_N#P9U6U2OK72JJ86N:E'#
M=E_M5|2F?C?|'677-&H/QM6L26D/|.6L:=SN#\M5G^_C|\$9*59)7U=F-V|WN
M>L\$K6%I?L,S|G7|M?)QU||>6\PA68#_?JAPJ>FV|>"/Y3I0#BJ+4(81G@;
M\$G::5|=D\$D|_U+/?HAB!@HG(TM>&0ND4>EGJ')&@8A(=%14\$II-T9IH(&1.R
MS24E0&YWP3R%TFKU)AM&<9(P!5)UA?9^;NA7K1#D.+2%P DP53H03ZB>Q-
JS81R;|OP|K|06;V|!&*MZ#5"C| MDHIA(Q6-5!R+5!2V%6:-B
ML+UQR!6#LM9B3%!=P|H8BOUTO|RU\$%-&<'CR:"LW'(T9-N(;!M"P+U!|(|=
MY9W47>2=>H0(/MX:TJT*3(|CRCLU7%O(|5#W%)/V%/ RU\$J"THK :1I&JI21
MNOMB)+5AI#?-2(4U4M6!4*_:.NW*W?'6 #|-7|61KPHKJ,KYJH>H;*-AUBBZ M-
X#*5K< VWB5U &%/&I3HE"(9)KI:~9KF4+5AFJK5&L :W<;7O=V\$EY36<>@
M%MG/(PJO&ZXMY'3T|A45XOV&K|XB7Q564)7S58_2-L.Z5\$6DAM?
CI#TJGTEN(W0V0;YAO3|PW MWA?S#1KF:YAO4|U7N?^%%
|+@@/65AAD;9BRI"2MGQA\$PHR+W^E5=MNV.&46< MX*
IW:/3X8XS)5+|_OC_/T18C4V*ZMB9>7Q4|.S#;5'2?WUZESZIZ6;KO0'
M,W%BV#8(J<<0YC>_/||?O_G*FN^:/9E+:N|(BT0.Z3Q30=(Q5M8@T|1\$O&E&VA?N
MY:"ITGK;C%0=5&19SL*R+7G#71P,>6P|:OCJ+?+5P6_7|R,>6S>X\$/N. M>L9;##E|=R
'-Q/70HA^Y0B)UMQ?O|G|:%,01/LQ0'=7|<#&/>(8NR&:PMY M'OO"7AR^E?OK0QK+?
B\$&^*!|S)28AN.|E8!\$SE!UG_R'V58JLR|LM8.J1JJB? MCYO9&ZVYI=;
<8!SC4&V=CAN\$BK?).+L!@,S11MVZ:..<*^J.TM#>|6%LFP> M;+
|UGK|5\$<))F9XC_|GB\$2?X_4_*B'HE#Z|X..Y)HB>I:4EJD\$|.9=WVA30X
MQ+*#!GRB8;XH|^T+G7"(LU:YFN8;R/-5_4%WA!Q>.11K^'%AA?+*L+*>7&(
M,_SZG:!/|2D!69"?|3|&|&&+8*\$FJ"-IO_|C> K?CB?NL_4|M|)CD\$WT+
MW5\$W=,R_E5WI%5=)@'2APWM-|7/E+PIX,O0S2DSW4|G MN|A=#//82O79"IE'-SV-
^,H_R&|O1*\$".(F?6_*?9Z|TE4T8UN|&@P9EZ9E) MNN?"YS>|3" _=7I9&Q2-
|WH|JFR^F9V|F@SA@|R+NA,L\$S:BNT7
M6&>">WX&27*8&6RW\$|ENMW5JF2RQ60GY6AQ=|LBK/EUU;Z?:HQ+;O-/E'/W
M)A8*).=H>+D\$GZRT6;3I05%!.Y56,H:KGT?5AQ#9GMH>8N'JTG*(Z)|L9M!V
M/S_K4W?N6XK(#X7:|(|0_T1Y_0P+O9?XD48U;M6)2.H4TD|I9(5#DGW,|5*R/
M|3!9MK/\$VT&B_VD<_:JX/J.|*GA6Z>K-!P=?O9:GP+99|VN\$R%VSU1=X+(
M6Y#>H,|_Z9F,|WBWVXNK*7L_B48^_W7E6I+EV=+SW#*,UQ/KV82_+6UKB184
M5J*94_H<_H1*0).3.|?4<:QP\$9=513?+//QGMF+K_#*|Q&/@<^L(T&|ZU6"_) MJ-
|Z'2;'C/Z":T<:D(X+*8',|0 D-)GC_/T8Z |M)ZI H(N%JW?T*8U=0H|(
MLIU(S(EGV|!K7D=)>Q+O%>W'|>B#>V4Z MKNVAZ?P#&/_=0.0&_.3<,M%K9--

[B/C%_WMY0S,HZ=GW>H=?[S#+[Y_!DW_:#[TS-G.CDDOC4 M0*'3)W,N0N!-
\$.8AU8"@0[;>FK#M(\$LC6!ISXP[YG>#U][13&E/Q +
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QNT),B:R%M"D_U#!?7%7F=.P^TA@1K^LF\$8H%O!2NQ^-?P45P'
M3>\$,:2E#'[1*680.MK!80"j0ICiO'UX"F(2-)6Hj0X6*"T.,:5L0F3@@?.,!(
M&3]!BR%jLV"+C'O27'EK9=5./UV\$0R[V*L:7VH1MZL6.BGFQ*8XjES9@"W:R
M@-7/)1?W?G=S>0MjI%\$71.R?>2.7B&S4E+|=7W,0*>+jN*VAL4CCH*>@Y97:B
M\$!UL,'%(*jQ:&OUGAL6G,j*&T)2_ '(>@WH"j3'-MYAKLEK3jE#D0=I"G"9PS
MT9PYjO99FK/IHW O46))X4TEST\$j:+Y.(X=1FjQEH>EU5(C?V!,S)#6BV%PV
MF9OZOU'AEWG MV_S-L\$ @F?F*F6M)\#/PQ2!P'Mj3FP (RX@.,:Hj\,S0H,+1_"D
M.V2>A.8-GW\$<7'H>-YQQ:Xj_06;DCGOH6V@4U(#WP(V"=#:9> N/4j.BLYM8 MBZ7-
P.jWD!-T\$U,&T@?#>I=Rj\ M#Uj\ZN.EB#V"?<.,?=
(OVPj7)WSGN#WXH.:33'0E")A.H05X,?E<0DZXs=V%OG4E0_2PE007jNX1U?
#&OR,W* j#(&YjK\$K)?ML4-F7T!-@jN.' 2_ M_P^W_G"X!OSjE(j>,X/_?-10MFT)^2*jM'-
#H#SjZH (&/ '1_1:L#R8\$M3
MY^..G%&:B:Y\$PS4AW,&1+E@j[Y/_+9j_73#=#IR_2CSV"P08/Z5Sj8C%OMj\jS
L^~j|=KZFOUHj. :ZZjDDY#;F;5CU7jY,*S6A+OZj|=LZ?4PN-Q MD:W0\$^YI5&CSjW-
P6R7N'\$@7X\$)-R4F-Q00OE#1W^DL9PC0"D5DAE%6YD%*j M4&^6*(HD5V3#jXEh1?
#MWR-=&F;:FIEV/^9IHjW ,V5'S'1CGj?"8@P-GXT MZ;j+9V PX9P3/%6-G%>PjBV?
-0j+E,5TXj-N6! MSZ.,?5j\CF0U,S7%S:Sj\$CN:T)9OC.LE+G77DI7=Xj5UFE7jHRK0M
LHWjK M7j;="Fj\$M*5;Rj'<4MG0'XS3K%?/_*@+jK2j24Vj+jQXj5P*.)Z6C
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M2HAP767K<*1T\$9"Zj7SW0&%Wj#BS:L>j+>%UR(7#:&EEN9/D=R7j)>*+<+6LjQ"
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<\$ M8Y1:SJAUVFEWDE=&2>HN-1j:LEL@7WjH155%*Vj;2ZD%X2>Y;F.jYGH7X5(
MN1RS?*P)8@WjKD%(ETSBQF*MV#Q9;H(VZQ##(W3YPT)@N5N48N=:H.&5P@E7
M.N.,G'!<%:99:H8AP?-%j@KP&DUj9<9Y4EA%&6LW#8j(1""A/0L+
<=!%j\j:SPNLCFL,GXAVj.\$SLj,!=>2..jU^> MX^JSUSKBjUZ9TG>-
L!U56=RS<46.5W/XW^)*#?8+HN2:0*2YOEQjQ30E1BX-
MGj/CVOj#1^<6P,%)' _!!_ U?(U4%<>#?_!Kj9Hj;3j]1/G TT>0QS%GBH1!6
MYj.M\$S!N3L:BHGV2!=_P+?1j/LRM;CD\$MOY@/0+;G88 7;2:jRB4j2W'LIS>F/\$/&Y +
LAE1Pj0,\$/CZ> MJQYDAY3W1!@MRN,H3=+9_7?IAVTjVMK"9YM
650KZ6HA29=Vj_ "*" +j)%,*j" MO?N)@TLZH'1)0X<"D#")(4CO*E%7-
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MJOT"C_j.)S(A4=2@1N W+'O&=!QjO9FY.UY0j\<.A0Y-+30H-BL+53NNT""j)
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MW^O)@ZV\$j E.:LIA>?IZ+RR&%^NCCCCP<):_DjLYB%7G4G%O&=5:8%Y'.KEW7
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<7YXEWjK>!'*Q^W M.!!\$69Y5j\VSZVjV*ESCIF*_SAjG+*j
<>VW1j\BVD@2.N5R\$T5TF51\$21RB M&H(-1>*VOSM)3*RTL"&.R2j/""N1_ =,O V >6S-
2@XS=8X,Dj\ 3H9('\$ UG MK&HG9"j!&
%U4!K\$*X5\$7VjOj!&)\$,%2<%SBL4!3LB):N.OYS'7j@ "7L2Oj(D M0_ ^WA_ -
*X(LR_HP01.@_+'PG)X&W;\$M(H-6M25.+T%)(%\$jI>+1R1%/ARj!"
M#D)3j1j^\$LN&@Xj+/+?LUTB=%T%>Z^9.@B,"GCMT=|C=GF3GTQ^V0-1j>XT!1
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M38\$Z%@.-FH2P'/@LVS+:TI|S9D;(\$D?/@GW+/F6L)3_K"
U"W*\$<5|9C"%F3.S?;8_LE\HQO9EP=%AYV|_Q_N*E4_MJP3^?(IK%@U9EX;G\$
20%L|UE?\$_ ; \-#;"I9RXU?1H1\6'A1?7(AU!0?(N-V
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MDG|)%M"7|;&%YIIO*.MBLU.X/TC0N%1"AK*X5T8WVM)4WG;LGS#^W>X.TGSK<
MU*H"2NB8MN2_US>9?.S;0ILR|_ALT'C&*RIR#7ZDH>XF?TE|!^5%*VA@4,R
M!6<&WG+)'FSX#\$B#07;?XH5#_@O),/*\$4_*|*/@S_1#SGV-(IC%J#|TGN:6E7*RL|B:[6-
WZRXL3.M26VC|I|-M)FAC:\$T)-ZP<|G4O_?Z!!YS_A_@P>@BH@X)OX8\$>&%-
H2"=931BG|5I*<"N MN2L7/7MKPJ_+..IO@'3|1(:.|*P1,IFLY'35\$,KB_9|3.)S-
L1(U_T\$T^_M3!5B*,%DN@T,*RPFOHOC1J=\$SOCMZ_,K*0(&+*!DZ9+^RGY61\$|X|
(7F8,L_M#PL9XPS3,V=84|VA7&/PQ;1.|C-PW!?!?&L|9DYO1+^Q'-2;V9W8@DE4|7|
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V"B5!L+_|^\$YK=A(?WCR+K_B"EII2|Z^|L<|:P*!.&|""|&2!;J%@\$CI
M1+/B4<9HHO:4Q?S))#\$O_C63<-*<@2_V|+L.S8">775|_5GE"/2.QA!LK?_,
MQ:P#,'K3=GS,^O+RW;M^LFH\PEYOL^0'CC?,2|C371Q(0,M8_2'K?B
CDAU|IQ>>O:OW(ATW'5R'2Z_U""/Q.6KAPRZ-/CK.?CKZO'CKU,L
MFAJB=FL;HL9X_Y|6|*OT!_!!K+6YQD|269K|CT=>6/+J|Z|^D)2%|A?E34+M
MQ\$GBWT9F&M&_D\$)/G\$!E9@GY;C!1V"?P!1|+^=1.JS|J|UJG|AP"|*2+1\$N4
MQ!H1@/>O7U5_62(R:V&MG;CGYD6S|.GOB|I|8--X8_'(YSE-:
("2KL7OZ&%_3|P'>F2@44_B?-U"Y07X_M>JPHP*DWOL.:7#!^%3-"
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@8QP+_&_I630'RGH(^/EW;)JNU?@@L_*@?A>GG"HTO|YJO8S*RD3(
M9J0TIY1_Q6VSA:8C-/MF5:'QOJ)#1T>#UFE0G*0<,2C?7R_TF@WJ;|88G_<5_MS-42|;/
PSJ6@F1*E,^@E#6Q7!RU!YP.7|<'HS|%OSPQ>@-_9G!_GO'_R5QG_M-
(S+3|C9##Z@V53,P00PV),STM|9|CWY4.O97',=;EO6(ED!G=>0X%QJ6Z89
M%PX:EA^VM604^:1:XF'KM)L|%,FPIH|O)C_:UH*9|9RB^X.|JK>_453|'-E
M)M;^6CX1,P(IE;O=E)O\$1|S#XSK)@TA6:_IOSH+OYA,*Q-.@O*<-(6P|.1HA@N13W
_QN,5_CJ).V%G#.J_M-0M6HX=3_^Y*K%"ZO|USPF7>6Z*J|36L9Y/%K+J_'\$0&7@*P|K
%UMHM&'.C_M94?|DVB%8#AB4QATTNLFJ-!;O&?
PT)V8|BEZP/PXCP<6)C8MG%4*|@/'.:\$.
MW!1ZS)'BE1G#A+|S\$W2D6L3|)#OPN/G055&C1W6T_FU'Y,XQ|))+.Y+#=45D
M(CHO'_E82^2L*W@>N_P_Q!IN: F!FY-3&C|HM\$|_RL4^7:BD8B/N+;YOTJ*21H?
91!A)Z8@8X4;YN(%!QK\$YI6SWLE(MZ6/'*H_M%M|@Y)!79IO<>6_|SOV-
GH>U+>?!RV/E(\$'^HSPQ\$\$NEG86AXA.#_M>AJ
(G=LZ0:*N,LUYA'N>5!DSYGG3,2(U"|@UK|&0CW,\$&K05AAY:&\$|,K=T_M?
\$X|A"PVAH-XZD&9'B6C1\$)C_W97TX|>G9\$-COT|7^F56.B5Z;LMHL&G+%,
M6J=J|B!WBEB|Z)|A)|GBN4N.6)-LEZPFRUY#XS
MXXF=T'1D|#+2K:E\$MZKT7*PCQ@>)U|AA95K|*.SR?8:%((=_S.87N>#S!.)
MT|MD|\$Y?+-&7%05QII^"PZ*XX*;!21>6,0'(I\$C+C.\$H:WQPS_P"ZQDA!|_%
MP@)3#R(+X5^~P3G^?V).1Y_G_,BU#4^@KZLIQ'|)4JEH_M=G5-
HC*9OQMB\$6#RQD!Z-+3%\$M?IYYL|7A.&|S#9"|-)T_R/62|N.D*(|&<#C|>4J_M?
0D)|-7C=(&W4+ON?JJ6ZOJJS4%5MTX_07NX0D"W'Y21CZJ_MI4Y#B3Z=X%|V3M+T?
\$8\$G2*S_.L8_*BK@MT*=|YBH8O|J_3K#UGZ|NT'W/Y&;I7A/ML1-(4-
82Y:HK/#%/KW!"|G\$|1LF,*)SS9BE%6>L>X0/_MH;-|AG<^I#ZC|U8KGP57(2|-U:&|
|1EP:CC9!7%KE;RH-\$J_=\$S^"BHO_(,|L=MH;'_ML7|PQCE_BA|,4@|"M08TQYV"0Q?
B'(%>I_A|_9?6|)?&7K@DQ@|4*Z6C--_M'9LC0WNFV|&WY2A^3U)-
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W|::_>\$K', \$K=,8|8?V_MC|>.!3?PNLF5\$,DC@6"A|,R"ECG=A'#
(XU=R"Z;AX4_1Y\$1!:\$PR0'AI0P86_M/:K2X_8\$/(OXSBA(R)
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F4PEL*:&FH=&.T|N.|(JUBP/EC5U/GZJ)3-PS19<:-'\$*425T98.
M^^3_RV=_&+ANTO/H1Y|7FOVHF_X*|SV61TXB#+/X_MN_T?_2/Y|_ZP/1|T4C_JM)62?
^|WTU^2|8NL18W:08Y:NS4I2KDG|6--@W&_MHC4-AL.*UJ0.U|I|=SG#.M>|/"GY-51+?

2YG4QZ^)[S.J;Y3G\$I/HH@G@2H0, M ? 7[Z%!%?VAPIF1 C)&2^[B\$S[W0.3(J.82X_3J?
0#?T)/B1%8R)Z:6W/AI M))[:\$&]SXG4;XI4DWKWE:D89_5=T
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45T)^:6K!6TS+E>8:CB+'6:13'8>_)?A#%JJG W14/G4I @ZZK/F
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>G|!WG\$TM2*^C#!\$*|JU>G-+,9H|KJJJNJ"PELT?
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(_/L(R=:AE>B;2I|@)ROHG9>1SJHZC--U/) _B7UMK\IYJ>_ ^QF_XH/
M:TS|"O_WJGDD+|KAD1FANMX'X'T=|IW MFL.
(%Q;B|L2_\$AFW_VYLN*9_!HE/24/+Q!OI\$SX\YSY\$Q>GC_@"D?_G4PX= M:>89QBOR#
ZRF_A#T*TEXT-M'!*ACE\FB-[6=(,1!SW_V0G#S;3?IYH.)O|DV8|:Z|. &N"H
M|@+5M4+#U>UGGT/B-.+*C^>#XNJ/_I9S UIP("W+@.!E=(#@<^MQ4)W"0_D
MS)R>DOP\,G.B,R<G%|?G5QM^'5'+ZF-JJ#WSPX#:9DSDJ|]-'"?I)&LYTO/
BSDS:,HO3D3V M|=#2!B-CTV3@#|%@<_8R8=R,Q:Z= VGI8*W^
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MJZOKRU@=G?^B2W@/KZ5CTR^ON+#+8%UGS@_P9.!HP9|>S/"S6Z89%XX+//5#
M<*3SJVTY|(0G!HHY-?125"!6(NCZ)7)(Q;>DU&1+8("3%X*_H' P/-H5@7^E
MR'/X&0|4@H.T^9-E\$F;'6L1D2-2M<,_R&21?>Q4%/0(R!7P%F|9.?F^~RI!
M|OW07M%|+4 M4&;YYJU3GOIY(H2A,:XHON%'|N<,EPGHCRD*9Q58DT9N;1|
MFCM69F&I%/P6|!^Y|N GZ"ZH,O#JF0GOH2G7&|)274/+KWP=0!1>A!2G8P|'
M7<'B;_G*+V'AEY9|SI=|5\$EU.IW|K=-D\$O,7W|'LV.'@+0 C>5%
MJ#JQ%DO0Z8%"A47/ 'V84XU>|K#)7\$@=#IMZ4|X+,.QB(>)<^'94>.!T^/Q
M6""O^@3U'88NO&:+GYVH5H,G1ZO7G%?'90O^ CI*"BI9_
&95@JH|:RMPC(I5&PPB)S@ >|9KJQDY*G|3#)|@)??0V|> MAK2'K-LO?P|X|,A-
|APO31:PW#F82W!4IC0062")^4.3<<>(%"@C8V#F%I2| M|2IO0@EU?
Y080<OZ;&>5CFQOQFOW|I6%,>|BJG5|J34=_V? LV^6R(<)?KYK
M)JAP2B0UT<^ZQ=RDASU^0++T;?3@ (HNEB<'-%V-2WPO&IXP8PXZSQB'S'5|
M>K+4,!R* !:ME&;"2WC4 D9(@|@%TXO1N"7|99%PA9CWQ+5.Z%!*1!#K2() M%0,8-
2.20\$&A(O,"T42"\$J|A5%*1_7CT*V L95\$SKN/GR| I
(6N)\$0)07L!7,0J6OC#XG\$D^|IDLW6LO#OC<-" .GKH7IPM+. #0_ 6\$ X M2EB
1H7=|,NY94R)A|2PL%PW@::4R8*_@5-FDO|*7NL\$R UOX>7XFBW<.(H
M0|A"Y(Z*5_C^CTPU[%AAKDTFED>I,1XDS#5|8_B|H!| J<8|5%S=(YR.B|X<
M<,6O|ID3ZX@1T\$'OC-+FPF=:I7VD^4!S72%3_LIGO!V+I#(@\$QQFBNCS' 0L
M18|*85OZ'N-*WY|S>|5_2;XW)M95!4L&4@&-5M;|M'^M@!Q>;^~;MI@?X3
M|L|V,D6Q|5F.||<%*W3SH*%>6=.VC>P28|:;)ZE|'+.K6HZ=S88-|9U&R/P4?
CMP%_|*4""JA:+#?"Q@9 MK)T)|3^F+>
1!GL\$2|%9TPG2"P_,T,%T2|^69TS|ICILCK/1KK#9#)@/K0|: M)|RT13A7"O)#X^-?
9\$J42W4|@X?YW-LD)VGE|BZMJJ%6O%'T)G!0EYM M?1- M8'C=AQ|S
G4A'890A^>6XSIWZ/A|0?_CA_9*[F/*U:#:3|D:5/O)|&+ _?| MU?V_3KZ#W'Q?7=V?
W5S?7FUT+|E>DO5E|A|>%V7%@J LLSZ5|(2H# M7FQWPIU+|9E2B,^|?
=7QL#^6|Q>Q-PSD^L|#BV/I-|JD"||/,CC=DS:8*D61 M+GC|WE7@W_XP-),
|'S./|M'|X|!!!+V3?%7>2| PIKY\$J"G|S^_:JZ2JPHI^ MP(>VQ\$ _PBZV/?
MPE@A|GL,J/\$(62QP^:RW&!PT7E"X8%)|_:A*T4'690|:9 M!99%?4C?
2OZ%G!3X9E#6B)1_ @|" Q?Q%"J P3 A|5A@@6',P/_6ENZB2^2+ MAU|L8/= 6*;3P|)?
Q3;\$^Y+-DW|CX>5,#Q8J/A;QY1|8(A3\$|_C@)|0|E|B@ M6Q9Z9ULZ3&-

H|1R<09FN/PY6-'-S|C|:QC M<)/P82>D6Z7;D"3|6, X-
K|K\$)W_B.1|4)PCW%P3)9.F|4|9HKO)G\$T| PS1 MM451/9N2Y3E#D8;-9K6G|X,T_3|
(6|I[#T89|ZA?G62)MXJ#E@.W|C|X(X-, MP%D|72|((74,;""UIQ3G@4|TX00A_ [+==?
COJ|NCTI/-NNUQKU?5=*Q>V0;|
M|\$4IW;;2ZS:+*KBH2@:)'::5HM#LFO3R^35|*CBSZR@&|UQ3|I64':>#->/_ M2_:CR'2-
MTB5/^D_V/3D#!:E/3*BSZ_HKG'B?(4 3| -?K(R.>Z=\$NWL|= %F
MC|@|B#0YYT%3%ED:|9'9C'4\$0|\$:RFGP*A|@+N?4H9NQCPV-4FBDFYQ\$(3+5
M^QHP!Z'<"8_EI+29HTU?9S5|G22|3N+R2|FJ|@YB|B"U&TW^GME4BX&IWB^O
MB>POI25X|'E%W5N4\$K|!7-/|7#-%HV@0PU^+TLTBEVF=2%0_)V.!HH|5++N
M|!NTW!IPY'O%POK!;!*,')%3#R|POM|OW'|R^- '7#U C4|5M!.+6'HX;66MD MK6ZREB-
C<=PYDIZ'? %|*"U@06@HHD*2I4#|2F:|J>/6:5|>CH|\$\$/M-C6#| ME5^4-
0!!N_4^LSJ==F|,Z8"=*Q/,M&X5E,V(->QV0#9|(UGIUF7(5|. =N_ '6 ME -
Y:W\$&W'^0R|\$D3TH1|<.,1V2|^P)O;
M+^SV'HSEKI)L8DSD:8|@EGOCG'E|:T)OAZR|8K..-/
#5@/#)|@BCU*R(|7M5PT=V|?)F|=EOP1W(H#'9L:KWSH= M5@ L7D/V/&#
<55^+%; "QBIWR2|P/V0\$)HHD1!EL%SAG:GE85(L4^5RXA.+8
M54R6|Y;5Y=XB^0*|N MB1(3^G79_G*!LL?U&?Y:NLT)5N0_X=??&PI M&NL@
RO")J<"?5JW:6H.2*CM8\$>V@!9C\$?|
|IAI|Y#!T!7!?'?.W|+N0O=WE;*AN;Z"JZA.W|#LU5%7UB8OZRO:JBL-*!5"R\$|V>>
M\$79K04 :\$ M'I0F('5>*314/F\$#/7 M\$VFKV*_I|@K?@6.U@&(/759F|N6OW|?
ENB,!RTP|HLAAE7,1YF\$3T6='UN|^!X)"2(:|\$|97 MO0X|'4X+)(:L K#O;E"UTG;;&
.#CNQ+ =U:AFA519+Q6&GD">BL%-9L)E^ M+!B;3-K:. ^C3L#WN=S< ?
1H,!Y5!&95|TAHH(U4=-8LJM|JAN^D<-Z-;:0NKA MU141
*,#@#ZM98A|9OHV1(3*TMPU66|Z6%7-%|V"HQ6D BI=2K^M%EA,2OH: MC?
&)VAXE#2BZ /B ^/1LGI=|7YJEP0|/-RA.#64:#+"=TZC! &LPP Y7":T6
MJH2H925T7Z5*Z/Y 5H=UJ?
=J2BR;\$LO|'E^D/6Z==M2N/NTFUV>"CU8XYC|NF;XLOTQ^U3I5>NY,L?#W:),Q6OZ|H
M(JVOS:H:8*8BYW|#S) WI6"RC- H>.J4QGBGHG;|G|I=)D*.>5 L<;6\$? 1 MIX?
3MGBD:3,O+%2#>G0*9|_ B7JMEJ6* @GY8/RD1,S^4 J1UT M'5ULDY|8WA2|F+
3"5N9+,-;F)+-EN"/,>S8@6^SER6C;I69A^%6I\$T*/BS2 MWL);@2)M4IY#K3+P|^_(X-
*Y9AN6Y.@+ _!RE % _! VUA3=EJ)UPJM\$0-> ^.P MUZDX?4 V1)<@|T>\$M0.|
M(C|SHFSL|J.G9GT1'CX!U:F9.K# LPYOY|OX:CU+ _|1, ^./O|:NV|)OE,L.1 MKD#
(7Z0/^ (46_7OK(|:5)#!P8B% %L?,9#BRSRS,BEH*V01.XS4 WP|&G|\$M/
M/=N7H073')!+U-W^^WR><;R'OT!V_:U;U/Z(+;M4KXX|DL|\$UA| |#1#K.|-%
MTXH@S)B09:A9;V)V.QYO*L8S\$%VC7(TEVNT7VJO\$--L,&^|"=B2|*?E
!I10SS37|CTY#_,ME|7K5UBI|E3'! ,&"89^0S-XVD@"29MPW?
E="PXH)D\$)FE91/9,Y646|6>Y@.C UUMQ3TG MN7|J.VA3
1>4K08B=BHB9)&W^NL| %FE(M&<75_-5=FD#_ 5.|LR<3V^,@ <^Z M8>)KF@M!V2|'
*>141Y:4|B9/BRA4J|1.0J9LN2|@OXR3|R;FY7626?C=&U M>Y&#?4A++IQ.L'9J-
(>5Z9Q9D^^=: !"QDQIS@P\$)P*7|G%N>6Z6--2+R|+| MP;G5\$*W@494F7;S@OR=;X
XC#6FM;>NP592\$XII,V=0SV,WL0F!-W7%|G|)'> M, QK00|V,
|ME\$^O1A,5.^6W:N>6XSCV|ZPM|YV=\$-4.H!%996V*O'4C&(5O;
MQ;ER^9A\$SY7Q6#;H:P0R\$|!/%?KK031T4!?'?"Q |=W^\$XMS!8XGQC M4M)2XR
"|#:RN=7K.H(UZ4LO|E!|=LZ"|:JIGYM?)S=L?>(MID6!| -
R1+D!'3LG@X|4E5R_ =CKQM&^"1DD:ZTU_*4&8/3/86&RJ+7HP7V?!|
M(EJ13LOW2)>#.,|/14:Q;1HT=?P/S?3;J6M5EIGF_V:+LYHAO3|MM_@W=JW8| MZ?>J?
M@OXG@V30_S19(C|:*SUSH=*!7/ESI@C4|C4XU,%90I963ZW?J+W)OO&_F1 M>UO>
(!OL4/YZAY&_\$?5OI.#^'VU=>,-5\$;|J|RPX&;=.Q|.ZU#8W%;,MVV1
M(>U8&0UQ0(NLJE4UDC5<52^N&AZ&JQ0T<_F M2N,=@Q,D)2JC3VI|SY46Z?
#056YQQJD.QJVB;#->&=LTP6VZ;|%J(F&;7J| MG=T>#GN-MGF|;+.S"
|AOT|:9ML\$8668==M";'36H6R|0N Z@GTED3Y,/=R
M0YPQ+0^Z6TMZY8=;4^B+1KP;|=Y\$O |S!S@A|EB M'(Y:ISVY-
ZHJ_ |J(=R/>C7BGB'=%=[UEQ7N,XMWI5745?
%CQ3@')^D>LRI'/4^.4PU:FW^)#_P5Q.B\$/_ 'A/3)_LO/QM05|Q!' ^+ \$J.Z#_G
M=M@G|LA.'FRF_3S19K#83YKQK+TZ>"+1"?Z>:)"P|7M9Y|#@((0|:N B|4^
M",P|6^G_9)+M R=(+!>.P-:015|EZYG#^02P(1Q,P^' 5QS^#(\$%_-)Z)@ (M|
(@V_6#NOY@;0H84LSZ#R%'BY;|:SO(M MX< ,W*L P@|ZI@D-.X;%@Z=@(|!' "=2-0"Q^
JT2'U"0CP**(Q>KZVJ93\$3

M=HVE,&J/1W6#YQBW^T.U9FNJ(YUJNJ;Q(.))0%=R:\$W|W@N^U\$UFY,1>J=[M+PA-
|\$:WWG^_6Q^|WZT/'VO|1 /-ZEN?>0SX\$V|DUEZ_ \H4:GD5!\$<.+J
MY#9':NNT+P|&O5UW)^|S9J(1UT93RC_.0M6V@ (M-VS?
S"YUE,%_.:W@(*JHJ':QRV,PW+J1L1'51E1KM/%:B2I*YHU9_HYPU,,* MG|VC7V-
<#; "6:.-UTXX|Y^M|L+91|O9|3=.;B.V6|3<+9<8<0);=W|QNV>
|L=LEQ6HC150:>JXUISU
MALH9"G%/X7JV722)FAZM/1#H|6BO'%C%^L2M8Q7+ZF4PIM4FI6K>M-DHA\$8A
MU\$AU"M_.,ZV3KORH+|U_J#1!8TN:'3!@73|IFF<<0|K(+O=BJ^G&NEOI+^1
M_KU*_T;9M#XF<4>#K2^P&NEOI+^1_D-*?V92<|Z|?7>LG.?FA+=.3%?UZB
MWW|=|@N261|KBMJ#_|.T8;^GJ-WQM#<8JHP|]&==A;'!_V*GR2IHQNX8-M\$O M1U
4US?W%Y+2E4ZD4KQ)B&Y7AV&NC&>,B9'B@*:.GZ?|3' MQ:\$XKJ|/:[Y?2/=G_W-
QESR7%0215# 7>NH!,3U6)&=?IYJ)+#/7GIC\$#\$;5 M2:Z%N|L*Q+C3I|N+JOBV=?
|J2|, I4C/3*3V9IAO\$JFY48A8R:6O:1L MS64G!GMBAJ33^=,C'OF. ?
Z%| "\$W^%Q(("NK3|X+O/12:A&:FX9H J<,J Q M!R,C9W*)H)HX%7\$;|I=WTC?F.
Q>I#M1(LW8%*DGPSKA!P0U@O!;AB"3YDK: M#^Q-
"I_ \$SY;VM:3|A"SFQ/#F|*C\$/XG/(+(M-R)KQ>|82U@0R@D'\8&_1%>@-?ZCY*/W0;!
<8QIGK MR|9T#"?ZYYS9>*#_JG2;33G;3R:\$F(0H.^ (B0Z<(C\$Z> YN&DF@ 0%=3BY=
M>| -1-U9,'=N3=025S9CMBW.CK|HQ+ZI(^7M"/;3%-_J2=(_TJ,%!'!/^&#D!
MELK,"7\$/%R=B'CB)J3Z#|_#/'IC|S)@I333;?L4U"A2BKC.
PYVF"/3KW18OQ5P!|@\$_A_&7P5=/ M)D /W>6/@I_3+49Q2BV8A@9F*@Z
F=K\$EPV2&T)*|A4=BM@KL6I<)1&N#Y-> MP2UR|#^>Y_ID+KEL@5)HO|;HB2^-/E-
@!8\$+@J0"3<9DW MZQF4MRVG+S3.DI8IJ(BO>"Q^?S=+JYT8<&W#?TGPR_!|A--
V@ (V) ^ %00BW|H1G"L&N(QZ0%OT\$J#K&:)DLGNM
M+4X;+O+^UL/E=>O6D.%"@M8+;\$8|)H1)O#"T4V6'=+IJC(<?#)3WM,HQ%X
MU'.)@PT^<5-@LD?"*)1)WS"7V0MX,D@.:#IDH^!H5P|!*!H^5Y.>DH=*2B2-
MQ'!,)@,U#,)U#AZ_IA.KK-I=|FY ##SZ>4+M^#*C.6Y\$H^%Y^56_YP3|L?
MTX|I:R&3'_Y9-|AK%Q,'H#. M--TY6%@33RL#3P_ ^I2M'7 ;C52Y!/&4O-.AV<-
YD.RNUN?D1CO:T? 6/, _Z MT#|'"1W_9| "/Q:K-=+!AO|?OVJD^ .VP)G&F3#,) ?
GJT|4WW"HZ%G'8S=D|8= M6_R9YW+GS- 7NLM#IK9T9?H1<1
AK|3%7&O!YDP19CV|CF=D(@,8P\$Z>S37? WJY8.>"5T9>%WD5OBD><,J1^&UEMQ3V
MA,%G6Z(P53:.%|Y=7VYRN)15%-@=,'A3IS%9_H+FY|A|E6P-V=">KK5/3 M2C
W+"OBF2)Y'|3#L^SAG|I_#N0%*8!SF#GA'<|0?M-SA|LAO^|;JYY@|##
MY0ZUXWO4/B@SYR3A;YA + #KI%>G9 #VZ8 :Q7Y<,8JIT|O%"LTT0/N<'LRG= MG4P?
=CO=9/H0_IA,'UZ/Z,DBTK'" MX>T#AK|@K*,B-)GK:T_QG#!0H"3@ JQ)+
(|'^B|P_D&TP>NU-8@|P98|P|I MG|\$R2+>>|_?X>_!PW71YZ7W^O:!*!
|DDOB*,1S_DV3J9&.#_B@P+/HFO'G|* MVY)%+"_2.CPL!MTR|8P@UG384J-D&WP_ELB
/|OZ1%_R^,%A\$%*0UFY+OV,1 MU1:EEO)UC@)JG-W|J^J&G^,XKJ&C,T"++
MH2KT0*|;#X;^R-|C^8G++0/7T-:./@/ &F.)DZEN>!3+1=|),QN4/IA*,|M: MT\$|?B(>0-
!&RU=T%4/G<8>/_9^|;F|O&D47_"LMWYERGBN:(#|V2/:GR.,F,
M|TYBK^TY>^_Y<@H2(8L;BM3P84?|ZV|W %*41\$FD3(F4A*E=QY8(\$AW-QK=
MC(IQ|=51MQ|)#.-R_G\$'_M5R?"24"/HKIX|EXSH|G@'|@BEI4^-)U?AUYX2DU?G ;L&
|%+(@WXW!.F6<- M@!QPK|E^6(QGB\$>>02A8F?|5.?BU30?'M@MH|X3N
MS|+=0W<)0/6V>|A' X)E8X4IW6O/%N)G3=,!LV6M-!W88%T8^=9%K3TJ?J6N
M_XJ2E8 ;,IE@H#R),
(.H|3V*J.F<(OQ'4FV_W==TTVQ<=71=+S>37%.3UK2YVG|!FO4%2S|G/M8_SLK0
M+!=*^SCT18TL%B3^| M>;JUG02J_@
ZO\$ZBW\$|^CW6RT)6@/Q:!*GLUS&RU+SZ".| "SFET/1W+.R7+. MY1L2JY! 8
/P6Z4|E,,FG8N/W?9JELX|R1X-(%39H_=,^|JU2M=|-Z:M=<
ME|DF&:B2,M1>' 7F3216N,N M/-.N,5T!G?P>;7X\$)8/&W2(HNLE.M|KFWGO6-
J&JX=F2Y'Z. MD\$H39P| |66| -I)TUV"ZJ| :WKLD;+/S&*NS|P;!DB*/1A(6/?38.W%VWG|0
ML7>R/*<\$N+Z,DO"81WA|M'80WL#>&RXT|_+KCY\$Y)2E1W@[:H%#1V,?4MM
M==_SZ"3%22_Y_TKZ|X=M7OYF:4&HW)I M| ^TBJ(|SOWI?***>SQIIR 0*.?Y-E'_ \$V?
K_ '%7TE:2.?A+)%+7=,T7S&Y"E M?TH'#AS"9:-Y";ZN.:J^L:X'=R-6R2"|FV-
KMRP_HWWQ46^!C:57E8TO3|2: M1F!;SN|W3& =3F#MCB\$)
| #0);\$NX9L_TU>7TU=/?7"Q/TE":S'
M"A|_4H"6^9AU^JUW6('5\$RD)VZF|EQXG2E9_>0G3:ZH?4|F^!/U\$&#_4_PU
M+*^H^J"HU'ZG*6I*TMR!';FJ:6YS=J+9N.Q\$27'"=>QJD'&FCC*NUU_765Z2
MW)&3W#9?| \ RKKJZ0@WT_1|O|7Y.C5T2AO&\$V;F;>M3*@I>--WE04@3>C3X!

MRN87),KK O/BH[%6.WJW(36_).4UT> M2G%:-('5M ISDMH::U6*=[:3+Q9
MUIO]>4EPS22X2FS=BL1;IVGB[:S"N]L,W;LI=IS\$E!R\7>K!%V-GRLA+AGEK
ML7D=SRO&GDG@GF/X;G3-|90EVA2Y&=S^B:@MKS+P++RMJM^N,F1XI*"TN,8B
MKH\$>MR@46:+CU&EQC;W<4-
'8%Z)19@F=*#FNLZ8;)QJMQAV'R8<75PQ7DOY*:PH+COBMOFJUSZ*XA23+06;15T>6
(L M3X65F4Y^WLGRS7E RQ9/D N[:B6=O)> MY&I%R"D-N \)CJ4H?[*F-J2\NR+'[^?
N2K?)/++K/NH'O#G6><15J?V>*2F M8QS:JS1@QM[F&)"Q:#XFE9>3X8NMWEH9.
[!];&E&2<4|Y>T?TRTO|'NVEKB M|RX1_YKR:|6YH(-Q?^>D6RO|MD_YN3PR7I2|
(G.S052W| M>TSVK|Z7.|CLK|1J19-JGD^U|H#@ %^.UN".U|=R"@6ECUAX|
%"S98|! "Y MEDO69V5.GVG>-W>"JQYM-1T;2=:5K-
M(EW\$#\$[=;:W8:)?]*_CT|_MV_Q|N) M:76F>2M.7).<*SGW##CWH |D)B8VWNRR-X-
_F8Y2G@ M2(|&"B8S*"1S&6)=@TM\2L)O|M;,+M^93&F*@(H9)KGX6,F0[1;(F8H) TK"
M.)CQM2@3&HU|6TT&.&\$8LS7'4UAN ;BK;&W1%I3Q>R(*N|V1/#&_ACO-7,,= MDQ?
*|4A "#R. G "HA(9-2\$N(43L#)|@ZWK MU8|=&|X%.X@<6|Q7T5:Y2EG#-
FMXBE&STR>Z8<%_A'3;EFZ8?=OJ= U*!^V1 MJ5/:^9|>[^* C-C-9<10=T^?
%:VM7"E_6Q 'XB^N_/L;3J2NN M GURPB' / :|,'07UV@KHP8-
KFL!Z!2^SI*/L2I*0CM*4P>!3&|^/CXY_W| M'Y^_?O|V=|V'|@ M4_.!+F6R#J4|_!DPZ3)3
MQ|@ ("GPF6-@|_TP"@K)4CIN(<|S@<4SMVZ=UH
M&^PZW,Y#&0M)Q8RS0I2X(|^%+S+I>G.HQH
MC#:IUN(>I3@T\$6|67VOPU2^KGW; MN*C^QJFV'%D53
O<^%A_Y;\$<+W((=\$N#PSA+O6UJF-'D(UAV7|G4_HQ6)A,V M"|;=@JJR \$!F
@3K405S?)IF0QF-J2+'B\$4V?\$Y_|L07R*P03/2|?"I_ZE* M"R+UFWR CO8&V\$
S;C^BV>8@D8\$!=.A,XL)<<6K|O|+|;W9HK|+FT|>"%. ^) M8W^C4>FK:>WVQ4?
+4#N5M2LJ(|F;F+4F>>S|>&Q|Y<,W,EGGXJ/94XUVZQB8 MK-
*:WHW6|+=)N\$69!G3BQ!-EY'CP-^RBIG2Y33<;3U'HE-S|Z8B M-|5/-9Q??
N9'9_R8QB'5EZ^N(0A M=TYBJ>3N3T.W9MQFZ??)_JR/JWJ>VC/V\$!"HW6XXXG# \$%.
|*\$^("H(9V@9D MPI(H_-&RM8 9\$2|!! B6G89),<|
'&D>"CO&EV\$Z>;4%D;@U'SKW0A:_B_B MQO1N|>G8R&|9@^YZ!-K! MRLRJ^?9
J8PY2/YJO+:K33|X.X-AC6FU;|2;SV#G\$U%(3R(|O\$ V!=0JMO," MIMRN.GU?
=XO/52)5"IO3D5<%CBD|^T|&T)|2>LX52IA=^.9CABJ1U.Q @61. MR9R5'& 4X|
|.Q<=VQ1TI#L^=YW&?HOX%RFTT:8%R&TU:X/EM8|6.RD)!@96Z
M*EMK/HB7":UH&5H7|R5/?7X_|YZ=M3HO='X=^>>+A8%":|3F0|@@|+&2Q=HA
M*_<&#Z_|V6UPH|<(CNS/XN4P^GI:#F.DL@+5FI|2|FSE/^'KLS MQ6CSDD:JXL>|JM/
AM/<3XY 1U&?A"BW>Z2@-K*7S\$)|@!|A#"O_D\$:%6*@(M)"XO?
L0R5V&"GW:I!699"R5T:|]|6:E"PYM/8QFC%+UI13"QTKR28!U>Q7O5 M=
(O8/M#9_ (%#-:K664Z67-BZ LPF=W:'2W0.,^H",:P)9W M @K,6SV6YV<^&L6*"-
E|=IY;::E99L|+?J!1!36C5H-%\$"ZXBMCN1N:X/7 MF;^6WM|6 I*MH^6
;N6#GY5'X%|@W,|^K8,<>U(&MMK!|E=%GU/)>#>J|; M,6GH^M|P89:F#6MO:
|\$N/K:U/."M)XXOR\2A*5@2+T<>PW+|N5"&;0|HF+BC MC5))54@BE.9B^@URJ;|'ZF,-
ITRCIV^52VNW^|]|#V\$= GV&S%(%4FDI;>R,- MC%_EB8V4\$/Y;N8DG,?
<<%)AM2J.8N!GJ8/7T.'5L4L\$(HRF9L8I+L.7K^#D. M(R4I8(@)H\$E)0I:S,?
2!S@C|OSRJ=T2MPR7;.<|/.FM7J|^)*V35| K5!|9| MX_W^N%)N04?Z
MEEJ0C93#O#P?55^)!ZR&B6TL%;C|(52P/%|+.0H<)2"Y\$J3R MC8|U"9-
G'F@8N|R8HE!+((C751=LB/.YP/;.:|]HD>F|V6.?L.E:Y1T2 W9#4 M?
@6)RDO(^MZ_8H_!;*S()KI_)(:90,|B!BL6J6#W)>9O>HS@ YX"B:;YX(=
M|H|^|8,)QY|>NOH_:9'@&26!%_,|A1%0T:4CM.3NL X-YE- 8K#0MM;
MK*D,&_A'&@!XH%,_B-"N6%CL<.FK\$U)%(%)@8I9DO M>#U3S+5EUB#UAC1,L1-
PG(!AAY1HM#Z|4I7|IG|(/@%:6/XH#G,>8B6DB3=+ MOH\$%B2_YNA:^G%"
W&|F3B1PNZ8*?+9BI'Q*TWU/AMYBADEXU2P@OC0>C8 M#D'3M^G\$4|)"0Z^ZQQ'.?
FW?;%=H-86X "69SCE;(P(|CY-A7<"JO_O#|I^@W MS3E^W_#/67TCV;?P.IR?(?
<2AR0VFD=90%G5| YG\$M6U#6B4#UR#WX+DO^1 M,DW\$-V|TKQ,7%S|':L_H'%
|S6NMZWWT3I#AIHPA0 E_2+X_7/.,_QB.B?=, M,Q-
9V8F42QP@>#W|L&#V=YKR3|J"6)M^G@XWK1+483:?\$^&#&%A.2\$57
M@1_P4M(O3LA4'2JU#5,)X,|K^|I'S@M|FIW;'_#/,S^#|>U-)|D_TVESY<
MH7%QF<|.JUK' 7B>E!?"!OGFLHN4S": UX7KUJVEW+2Z:%5Y'3L (73\$!R3D
ML9J\$. \$@8QI|IO,R#C16V'0 72M|1C*6NE:D+Q*G"C&/T&='U+|&8MC#B%L(
M*IO|F7I@,KB@EC\$8\$#DCASG| / X3.,DK^#?APEF)V2V+/6':!LM?|C?M?PI
M1_RI|C:Y<|"2K|O?X9U|X?.%+:T_,V N@Y|6?F8AI\$SR7E|"E3EK*X.L\$F'

M)%SY')#VKYS-3\$%CP8J(NPH0?HJV_+GK?*?N"OA>'7=E!M9J(*-"0P>\$-\$IL
M/V#IX5;Z65;L@GI5O-Z+ @.M D8>DH\$\$< KO?5DT^/4&3> MZP^X\|WJXR#@
X+&DY@/!1-C_ |^/\$&?#|".J\$SY W-|@?@.80Y0:=86% ^WWVA MRG?/?_5\$EC3_/7#"IP
\$<"@XDT<)R_*2|/"X|?1F\$3(MPA@V.F\$U>E'Z WH MS!<&.Q)?X+ML-)|@\$DQ/!AP!T+%
"G+PL?UPM;)<(P| M->'E_ |IDEX!5^(<\$1<3B'
A%VX'9@^SK6*5|D+4!4DE6!LWI+JSGVA)P45\6("/;FGM/@+D MV?4'(H4C^\$&?
|.H./|&2,GUA|A"0%W^Q!GRLTTPQ5F2(M*%QL*:XL8+(I=Z+\$_C>A%'L5C\$1
M&QL_T;E>XEHL1 F2:GAUSLKPRPBMU:1MC\$TG^ ^+;7'Y_**73.7%%\$M1;AH
M|&#&^"Z>BJQAK2Y9(909ZZB 7"VQ(#%2+ <\$N"G>P>:1W.(QA@4/@\$H(|"7ZW
M36!|"AKDRJ7P*:X_/22N.\$3.,39N3AY@>>9ZQ?X8*PE0Q|HR_WUXB@N?5>*M_GI6?
J\$8J S>8,*SR M(QWZ ^QC_!Z1, 3*Y6|YM0!|JAXF^@\$Y|#4C,J=6A)'M<3!
MVUXRF(/QR^*N<8@). *P6FQ|'+&F#>TN 53J1PK1R'"0L-9@IX&,\$:-&RV 4W M2U|Y3T
)|J!|'F(7P-F"R2YB2N*P>D*"|QCCPWAG/+@2?THT5(N&Q=:|Q(UH
MX/&,0>R@B;YV8C)XTK?>OY&0C9X!0N;|\$I|W"(@8.LP.4YR ON*|R=-+6|>
M20FX"3#"0N|C)P2NDOBJGF|L^IQTU_8.(V@3EA.>^|&((5'"05JX.Z*0H)WV MH6-
N;2C"N_RZ&NN G'P^2I^4N-@7+@+J^2_|Q%R\$ZKCM'E',RM/@@FEGTQY!2 M<5J5'
N)|T\$IMO9B=5V!|P|6%G@90V&2'<+22=1?X9JB6J&<9Y|IR1,R1> ME-)UF.0.
(5WS2R|@VA;;V2,C_>(*FXIV.Q(QU2*&Q=(P#|0'JQF%#+.)5R+1
MV38XRY&W;%2,3*:.#4.(;%ORF&35TQ!2:>K';,\$2|5*0J_|B|K+L'R!H=V MQK-
P290DW;)4U8CPV!ROL,^SQ41BRD*C'CQ.B;F;)|(\$W/W\$/!*B<'L^!Q1;!%-|%-!>Y^)"<.|
DF"8J#ACGMX5F1ZU)F;;|"+-B#MZMHYQSN9FO|G=|ZKW=*M3M|IO)X?K7,)C_IX(?
\$T<_J6'|'CI@ H?_3?_@*/&FQ3RNJ*A+|G8;(+Y_I5 M.PB+B?C!U&=) /X(3%KI75>-7"9O
;|LW06SVAQVV8!A1"!KR(.?XGP>W(DVZ^'S|E*9<<-6>*VMO?)OR.PJ|SMJ+&+?
7AI07'^VP M1+-EW87D+)>DR2;X-V@G9AVFAR98%RO\$.B@20Q5GFG' MG
UX%+Q7@J5OI*FP!U-A(2N+W6Y4N*>?J/GY^2Y"<^() S%83L\2(49V!6/H
MT*2E\$GZ,29RN'X;)|!:+EO'MAH1";@H\$2,5<-UX!7Q5PRY-<;69CS ES *Z23 MB|E1F?-
FD2:0"4>PHY|)A 9#?O|'0ZB^QQ;&Y+2DK+UF="@VB8B"ON%PS.l.
MS@/;|P,@?'0I>Y>1\$. _#@@|]=\$=#CV8&?/>+TN>O6#[RM9IL/9@_97XJY.>CM-
M>89W1XR>_49SDF\$3YZL)|F|,TNB(4B=,!NR-I2 .U; '&*<5|PX@7W.!D? M_|L'
:'@!2YV\$2<-,2|K|DQ%P32)HXI|"G\$ TXBKM_.8R.S& D1DSC0U_ MG@_W!_BKP|%-|0-
/^"O\$ON|!%8WZ,|%.|8V+|%\$|4SL94P).T.Y>,!0N;@*
M?;%0Y0C)XMKS8A:@R:UP5*+|TFHYFOIQ?%)UDZZ'6*T2(.ABU" Y ?%|5E6#
MFRGI0XF70MR0ON+?|1|59>5!X")1!47Q|L#"%"@& 7W&(K,, MD'A0%"R-
2FZ"9RX&8R:1\$PSC"9Z(|F|(*J=P%!VE#5?+N"&U3|95|^I444;
M|U|0A*6O#;|%U2R&+;%#|RT&G(Z3NZ(JKX)6|C%DVX"I*C'\$V?D7N#)Z)ARR+
M!|GWV*.BRE%+;XE#\$GZ>S4N.,>B38'/(XSD|-X%|,9|;^4('08Q7F6&HSJH9
MC7Q0%OC@L)CF_)^G;,>).6+9/'T\ 9#Z, "[1,2/#L>\$EN
M7;HUD0*B*7>K!SZ...&-9E,LR0#" BLV1'S7232.+68"SIL#.U9LFJ>.U|:| M.A1%3#
(V3AT4F6 #C8&D,,7*01I#9H%HK,!JZL'DM55^.\$QUBIP<\$R4U-GA MH5'?Y=
(0Y2++B4V?SER21|/Y2=_GMVS.S/: P8?AZKV:>0EK)EOQ5?ZX7SA:RBV?/2_V|<1? M
:S|.O9AZ5? (JFJ?3.F!|G)CEFV2EJ-*EG&QCK=FG(=9:@Y*4|)-F5O4D'!
M8MUS<>4())WX\$Z T!;:YP?*X=M>|^>-;TJ+|R.2PS+ G*>N)X=|F9X080*S!?
3MO!SL+)|#I&X!|?LX+RF7+QT|0@>*%0%
M:|A90_SM=H(>\$/_YN^_B^X!T_ CC!D\$>9I>^9G'M|. **E2M7+GD1"&X<3=|J
MEP2Z5H4)&G)0H(|59Y|B\$VU1C*R,#UHI!\$ WD_S M2%F+B'YGK>U"
)XAH29!I9JM#O*3\$@'5MNVDB=SP93NERAM_>>D_ IK+C48A|F\$6LY^W
MLRC5DHL!UM1ZQ7A|8KJZS/3L<|S|^?CE5OGMZIZ2[R""(W!(+R|^N|U!@4;P
MG)75N\$S8(C&*2^U9-)ZF |TM7651U@>@>_I@J:'.96_L^7|%U_>0DE/UE0\$
M|J|'D.:!+WKU;7 F;BBI?@R>|W%KX\$S_\$Y!>RR|Y2(|/;ZX0|-@Z=MWHLU)
M|EBND/#->>FWR;PYT_*!OD=7G Q-*)>ON5|@G(3<\$,193IR;|2H+
|/;|...5BSP09(YB|V) MKTPV>KG7,(A0G(!%\$+I6O9T=1-
:.*\$F8"0HDAG0"W;D1_;OC1KXGH;T#M/_I M!Z|JZMCSHE\$'^&^L1&@"Z|O??
ULP89BU"BK_V263Z4)@D1|&<&T39DZ\$4&UC 3P, MR_%J6MA_@YD3GUF5\$#!MN-
5R|6YN;WS#LX>A|@=8%BP|_AA1,AGX|(K':<"= MZ9L|8?O1^34T\$;
<4G3FX,8Q!46|A&2OVRI8X=.TJ?DN ^BPO?^A-O?S1\$&/U MGY1?4J,N/TCG=|WP@I/-
DY,P>YZW!!!!;^CR3"B_OY14ZF?I;:Q"6YK@\$HY9 M"Q3R@R6J;3FBU76-_GDBSS_V?
SUS,D<\$@|OU"6&JA|D|P=RG\$@^W<+Q9":0 MNR;8|_)B#/,K6FSM#
39|B@@BIX>'I4_!A2|BK#GR\$X4.*E6|C=F\$C!,,8 M\$|FB%<> MR;QN.!F-'#=\$S#S-

FZ6HC<,7]US"OE#CKZ3X7&@'0"TI"ETQ#^C[YY4/2#]IQ MR01_X -
I2/I.3%@B\$ _+|R+I14FP2-+|<^GLCY@NFY\C2Y@D,/DMC=HNP&0+5ZP:B<,AI6
D"GF)7@! 0V"! M?"795TE>@DD.;TXP.%TG.H-WKW4F@|"QV>%6R.ZQL,M%?
QQ4X",UD)J(WT9 M%4*ZI>3 .|#='H8T"|"W5XR
5,JZ0X!HE643BLY7F)TX(XI:F&V42TEI9N
MP@4^&@%V]W0'#DK:A&EW8;6T|=*\$G0.X(Z%=72)N/DTLC>1<|:84=OM?CW(
MV2(X\$J?0|SVZ'I?U/|6K=7:*=?V"RN N]Q -HT/%'\$* M]J;YCY ->
|LIJB,SR8X0.;JJ6V8]R#EYP^H&TU?PX^0\$Z3_(9/H!NZWSG%YI M9Y6%:%>:6|?
O;X]68A=0"M&A!(O!F>/9,/?,&[!WM9C=ADJ=7@>JZ+ "/A/!1L6=*5EL^AI(K>DI;/7B#
|S|\$3 M49;HAE:.* N|D/@H+9-2 #6D9=),Q%AM:9GL!|* XP6|16-
D|B3)X,M>Q83X&QAUO M?_J-6O3E#O^E1=|,Q!CMFIRMD|=?:H6/OBN?
L+QY\$E&4%LK^)>T4)J:B=PL M X6]EY_K-4&&Y-^,>O(SE13J,#7\$?0=Q==0\$L-
D^%JYB=Q|6WX8X1GKN=W93 MA%6 Z ALFS.B!%XY|KBH@4G%7|A]R.M
XAE@D4|X&*W|9/ZY:%H.SDE,X6P M"MRL9)^H,|!FJD"!|PQCWE&*%4. ;_%J+*MZL-
*X&.LYLD:&2>V#6VQ*Q*N\$
M|UJ%I98>)M5CW5G20F;>Z7C#BCW>9IO54L'%8BU2W"N6D&
%R*Y<(6NZKRB4X#BLV@D_2|ZXD/Y/504>KGXO.OMT^? MKB_>*:SWDVC*A44
:3CV73OD#7S2*O(KM9|1!;\$H)TMIH -G.D\$.|<);@;K M=IQVLN?=17B13=YT!
!G^YDVT%B5_C4IDHE5XI-.Y-FJANRIT28@+Y5LH-XS M*^\$|F"U7A-"4W_U7@'7 ZF?P-
:3]I16?=RUBS31X4W6BZ*V?|0.JO5)W,-DE M(C2MXLJ
J95_UC5GL5J.@L1B77.AJHX(UP@|Z^4H##;S7..3?B"O>R*O8S:
M"U4C3|2:8!RDC,U*9.G%1K)5JAFM=A945*\$/UY53V92@1U|7DUX
M0'D3J>0K7F(XG^8SDXNGM:1|JF@ZO|\$CJ3@G|JCUI*4DX";2>K1X=^D"N
MA!HG9!CXJ3*(&'HTY?|04!_(Z4&85?;|G6D%M(#K35|9,^&@)!|^WNL*W@*F
M8!B"0@)0@'F&-(^EZ|5,)7XL'N2PYB*BY^A:|@79G?#.AM@|
M>|K+2JM82>I%E,="88%A0-RAGKXX L)T20(T3K FP&6RVV-,3ML9:G/A<-
M(7%9M270*=CD3E7">#IUV0=8:3Y@#9|& 4..FFF+QU8*(' ^>@0:\$+|SP|+%T M+I-
0@| GF;6AY \$3 YO5)R8DN0K)8'H\$."/1B&-4+_.Y07VU1.K9O6*QPY6
MVP_ |5VSAPE)_V4PV!:'%*SVI&7 30 .7#>|1%K\$|LH|_(U!-OH!,|4|YB\$
MB5)%HV3>3(L7.O;CB!5B+BNY&L-4N@%,|2D.\$NR'S@|E @/&H2@7MJ;H-/. M >H A-
LI4.Q4B0E<+++57%-U GMDY2A0 BGB3,6>"6D*80< K:>OI"*O4LSXC M@M\$%1-
G1#|+>P>YP:1"9L^IK %5?'_JD.R=6<0(40|PS\$J|8_4VK,-66LWM
MPX|:,NHLBQ4:ZXL5EK\$VS-3:J*?\$84W=HL"B2_*C|Q.C|SXISR|MG%V:NC\$S
M1;30!%L"1%P(6HFR0H!)QPY0C(|3%%Y/7* ^T!|DS'#,|MAJY"G|U:S=6T+ M
13YZ^LE+C=-Z+?-,<\$UH<'-.PS.;Q_|T#)GU,8>Q5/V5JY;00ZM&N5>(FN MJX;5W?J>
|!N8)M%+O43M|WN%|C)Q|.RKF&9A%D:VKC|K7|1=<^Y^Z_H5|O-8
MK<++K3D<:W7Y(YOJWBY6A|P.|VR1&^D)-HPG%CGW ML*4N0?
IJ+2Z|R|2Z;/>TMM60K*YDN0J5ZQ:E|S33LIJXJ.Z95+O|DG1U^.77 M(-
O^|IPK.O)_A1R3)2|ER1I-5;#==?+#+NXTLRG6Y9\$G MY2LRE2=D(F>YL_\$=S|6/+
-OA"#%CJ#VKIJI%>5R'H4065O"1N9U|E>0R,3.
M@PF2|ME/,K>S?"F:&W'S1!HCNX)0VB(-18RNMHR:D'-.MDBVVE|LX,FXM\$<.
M)4ND.7(@Q'2|_9JD,9(<2_8?+LO4O K>&21%HLBF+-22#&*LJI|U2&LC2
MY)!76T|*,1UI|A|>|GRN,8|QCM6_'C%6=M\$\$:
MBIA63:BIT@;1^|V0(!N|J|C3"^#C2LBSY8&VW\$E#6P3<5|XL^-FOII"BIJW8L
M4Q+3:15|+9E'_KOC|M.J*S|^.SIWG?F *SNGR,+O9#(%FLF/5U:FYG=J-W:|
M|JWL|U|Q0Q.BJWJFI//PYA1NX'E)^ (R!RF6B1@0;9J/D4\$*.KK=*96X<)-=3?
MLJ784V=E6_D3^HIE|R|JVILY#5]?4U\$|B9BMB.GUI0NW|Q'G@%),\$MGS
M8<)I*CB9(M)0Q!CZ":2I'D.*R!O\$QKZ/|8_T9-|X16/|&M)\$=J|L=H;\$9JI6 MKR?
IJ>PS269DCU>4WI*N444N28,F/Z? !"JA=W(EW&)%&.,\$ZH0T77KP!A"WGNT|
M^|)ZDD7*3@ (Q=77VJ|=+L.(98|3|=_(Z|:0JPK2/*&I6"OY'8!R=%""U6|>4
M\$;9W4JK(F#NJZ.N|VWLC>|2^>>8#KJQ2E=YJADK/9|QO !1GJ&"3;)FU(4,(
M)X&84VA'VVRI<>?1@,C @0P5 >&"FFQ6W"#-?#JU-,G^|>;D5H"D(S!>SXXB=4LU
MVI(J=|\$.OT0\$7@C_VL|+Q|^Q'WP/@P ?\$?M)ODQV)/9N&3Q!8.J'3N3X|\$;J
MDLAYH1|>'3L:"|AD|XJMMN9#R !V%4?KAV0V- 2;FP:'|Z,EF|H+H(C^Q.7
MZ|C_>>'TB6Y8!|AW::E&V;?MCI=@|!>V3JE';^1V|U+D)1XR#9PY0|TZM!
M0,GW*S*"+;XG|BN9A8BE#"0FCG>U!/EEH*W'WA*"#|BB#'H8F05B5>X#?PH\$
M.5/N_2 : 3W|RO402,;)9BO45@^>EUAYF?09.3K,_7MO=D ^U|/*?U)0"5|D
M>#%QW9E"7X@;DX@JQ 7R|1@3ADKD*P\$=P5@%FW)-4XC#YW8 3R@@@E5ZCL4(I

M4#! ?3 >YZ\$:A\&MIT1CJGA^, & _=PASA##32!G\$(
)8&80E:'.8<^ ^R!,8F4":416YOC7HCUGAP&#BP!8>P5:U, M&M#A; @2*0\$TX!@?
1ZSA6(BI1 KN,SYR\1 ^KD,EC(=CE3T\]"?IP_@F
M!#Z.6H34PC3*A,R4X9AXSQ1 ^98M\$V/L@894(D"M>\PBBRAF!R,7-L*?9RC=-
M#+!U;65, "4DG5H!%4&' !^/C;WQD>A":N-O3!/ <[;RQ?&(-\3"R/X \$\$8
M:F6I=XNX;PC-/U*J!%G)KSVLS%_1Q3CBWVO M?N-:@021[DN0D3+R V44!S,,72\$!:BI
\$S@ ^+LI-D-\$0\$A=5V*53T)B4\$3<A\ME#!/P]JBC?A]E2%:-E6'/<%GG/?K9\$C4"(L\$FI
K#T6C^*+YTR> M!G=8M&J(O&N&]'WRRX?DAIOCL3>R01_\$7"(BA,&,Y8-
>A!;_>A[GT%H\UB%. M-<2;Q=<.:?/5+SN>&UNWU56K\$ND7U-
.:7_XUE714[LLM[OU<+,,K;C+.4(J>76X\$>>ZW4)'.OD'
M*AOVE'!8IL]/RQ:.6K:>IA2&S2%/HJ!;ILOM'ONL"-H^T6HBH.A270E?/8K M#-
I>B3_>2F7G!0HI&PHX#=:A; Y9E/_FB_ [MG 4\$[D@F]>HS\@#:=#(Z(7BW.8;L0[5M)\
[2H\RC%E=[2 M=|=_)54JSX.XI.B2HJNYU'F4HJO?^06D5].7*>6JE*M2KIXI=6;D:M.Q?
D3D MR>3^<4!52G\I_8^-O=X@_ =|<(KLQ==%ZA8#U0%^H%]/P?2-
+H)61%W)QU\$"I9\$[!:]@)] M+=O5NZ;:,MJ2+"19+)!%IZ_V>WU)%I(L%J6%I>H]79*%)
(M%:6&I[5Y/DH4D MB\4C>U5O=|Y)LI!DD=UN6[5:E:N074%6=SVR@IS4TKHK?
%32+3T"ROA94D49 M<)E:V8ZE)TT9IQO2SX?)%|^WV67Q
84ED1W;5%04C\M30TWG'[VEMCJ]^;AG M#K4=
T;G#35#TMHNM*9W)-1*6HM&J[6;UW7&0-L?;QY9
M:U^2DB2E"DC)4BU)2I*4*B"EGJ7JW=TR\ROI25+*G@ZV^]6?0\$M".C]"ZJAM
M8[>0V-F>P5ZV-%.>S\$NJ6,X5;LN3^:W1L.3K9#[1DJB>HXM=QV?D_U(#<+DT
MN32YM/J7=B3C3_="17Z-L\ _IMC#M=X:27*|'" '-W[\N:5VRMI!>PO;:,A8
M:K:C9?;4EE6HBY.DBC.BBJYJF+)RD*2*95G1E15B)%4L445'U759?\$Y2Q>()
M1M>R9-4@213+R?'%.H;*.%.C=[NCF.Z1'0!DR;[D26#9.[HG31FG&^2658/V
M<^5(I>SHWIXUT-H]5A,^8Z!A>*TE@5:6TKH[QB3/&&B75DN7%8-*F]?M]OZ
M=I)9:)=M;34O^#PST"159.J52:HXTV-E5C%(<7W[&5:KB\$9N,P7_(1%^1\$5.
MCJPE40ZP[;YJ=7,]2Z:L^0M9C*0LU2C9ZLQ5365C#;JS%M
M";1M9R==]6]%;2DB2E#"#Z/56W*J_A M(2GI_"CI4E?;K1TS@R4I25+*,)0NRU95ZAL-
O\$J[YWG*:VDBCDC:3U95TC6 M%9)+DTN32ZM]:4K=(3WT"GCW#)['NC+_?5NH;P-
H>[WA[N/5VOG];#17*&;AF;54?J] MFCQB26K'16KM.@X4):F=':D9':TMI5IC'"2I-
:3S#J2.26IG1NIM;5^?'E _MDM#.C= LS3A>Y7G:B5>60%,B*2,77*96-DWBI"DC-
Y3W2T0&+H5_;>?EX]_@
M1_(TVZWCV=2+WIL=5H>!OV\$0X%COMN518E&6P:N23OW0P0N][P/JDLAYH1]>
M'3L:BT5G!W+@06_-AY!!Z+MQM'Y(!A)#6"4-J@:]WMH&>X.1F;4(CNS/<5K2
M8DJ>Z=4@H.3[!%1G!8M\3]Y7,0D1\$9D\3Q[M:@N'R]M?CH2@.#P@@W<:L&.J
M1%@'5IGZ033R7<=7'&_D!Q-VVULA_ ^%*O"W\$N&3XX!290*SCD.%PN)MY>^Q
M1Q6SI2I&R][!84S[XQ50".G+I, HS;3 "&L8N?(*309# |>.0011> X^-%\$J&
M8P6>=GR;/3,\$%B:.M]Q9PX'-\$_B?F]XM)"XN(7\XR_"MV.*&R>5?':PIN
M&S;K^J_X#>,SQ;:P.C=4QOXKFS\$S#YL7>50P@!(% ',RY.\@HQ%LE:|_H&Q+
M^#JVD_=KV;\$<\$X/@8(M,69(5<J<&GH:|_KKSR6 M8P!R+5R/691?
4>2>BWZ4T'>ICG@0.N+6&[HQJ]<%TTGB^1CQ_\$78#D_,=OC*
M;8?/W@DB[RC0]32W7 KX):=(D(G%*LFO!N!_(E&1;MU%+_H6*N?:>*"@ZU0D
M?,1W*[SXIOUO!T4Q6.XZ^[\$ VMS.]ITBK%5?@#]O:WQE-AWZO\$K;^Q@4;(!/
M77Q][%U;N4^=WR(UVRICOX9.T#]>";*FL# 'KY:/<)S&<=V64V[XKE#6*??(!
M>./'030C@:T,9LI7\$@0.+(;%?1ZG >SA=|UE"-5^R==X%+X7VJ\L?U M*51!/(9#@VM
A:L4U98U0*QY@N&>P%)0,K!HI 1;0;!JB=U.=;W5.7I_S:A#-
YE!%ZH\SE)8\$G+LD(I^2MQ(V?
B!U2YO,,LCE#Y"CYZ"/+RZZ7E.0)+6I6[^S%i1I\ _4K[X<:;#|(5+A
MYJN#F|>.#QR\$)K2)2U7E^K^;H!7.P61A>7+29JG M5Y\$P>XOITB3_N&F2\IL?
V,Z0^748\$WN,*)D,?!*)K)5056[NFA!J.(=@V-OD
MI8SM2)A5(2\KOC1<_S55=H_W9DR\9YAN%/B333=1^9WR]#KJT)],"7HGKTX
M+CS.5%YI0!4[QJNQ;%1Z573U.F']PP+<=\$-KFPBH!_I"
MO5C<]ETL"ED';6HP"5!ED*P*[RYCL'7Y6K4=!^RR,5Y6!E\;UOY7#,Q, PS/ MKB'7W =-
!7SQ@)*0LFS5GW1-E#*&S;GLMO+B]6BB_-1..B ECS@>GP%^44(R MH8 8/\$I+-
V\$'#OR&TSN3;>_"X,H'<0B;#T-^^]D!TF480)DZA24!(&T5WC<*
M:80#X;4=K;D:X0U(^SPA<\$"O#)\YL%(RF[3[W2M.]EK1J93H"]V89I?PP9# MB,T?
L[,J&)VY3 X+RD477Z_-98[>TG,OHD<+%^!-W\$B_4^!)2ZM 6)25.C74
M&&B+&@-9>N,L>P@^>24I>1%T/H_+ZS#3SI%<_I2=*V|^, #UIX==&8&7&! |

M^,H8TEJ>/@.'XBH-QO'M.R\$PU1P P,-)\03!.N !P,PS2@)-N0.AP)_A?#X@ MH2-
X@F^+3F 7*2^D&^0:@)4X6 -AOGH\$!&;JG /%Q8=:'.8,DO#/>IRJRN08 M8?
43,B]43,W]>9VHXM#3E\$< VD5CM!8C^%O/CL,HF"E/ >"1BZ^[.'])_WM-
MBHHMZ*1VB@. U!MLJ'IDBSI@%F#6K%SS^FU OGYI(U&C14+&6MH\$X\$5[76
M3"NI&;>FM\$UO9@UL/'-N20GB?#*94*M"5C1M=Z:XV9^4LJ,V8D2]:/DEI|
MWV;X^A6,U8 \,ZTS|SV:P:QH: #7+/D "5,QM;O"N&);@V1;&6.\6N,KY;DJ MS/O'.9-NV
)SWDMN)Y+J>69*ZU3>9N)+!P\$V)R!' 8 M#X=@7HYB- E6@<<:?
&:4^~YB7VYKYLGM3AX6)[B56:2.9>5=:P MG| 3G%UF+.7%V6 'W_%)A ZL
::OC.AJ/<8Q0!AWM,:0;FEFGM NL;ZF&=EU MZ7MN^5GK%?-6F"XX>5%.,=#"-M2:P-
26<=Q,)%\$4.(.8E[ADP;J?]&4W<%>J MSC\$ YBPV
8*F[/%A5[AD@*5'^1 PE.U\$RA#+0L#>)DX8\H*?*!Q\$\$(7/%&*T M#28#/'-XL6"!
FZEHD>D[<,<A+)IM!+^V6&E=W+!VEBN-0AY2-2/8==V^&['L\4)(^^PM6+[?
4TWRM>*M;1V MWZRJVFC)NJ5KJXV:6K=?KH+MN2[*TCJILB\ R*)J+Q9;J"
[BQDRR0 IP!COVBB^C7O:6%TS2L*1A2S7TMJ1A
M2)83<0(1VM':#\$\$H/\$'Y^FYV^VUW"^NSTK_/\n
M"SS2D]TL2T'/4BW3DDUHFXJ,3NJU>[MYKL?F8=SC-CIJFV|
M);'33.QC61@L!10C9YJ6F5/G&2\$XV#6I]&2@:?'&H068IM,Y :8YFBKP!?'B30 G
MO?:\XJ7W>(U AI&R=50&1LKQ\PM6?
*^\$M3L6.HAE7VX%)BYW!'8Y8N\$\$+ZNJ6@U^/L>'NE23;
[::+&TG6)FF:B1F^7/3F6J#E8 MWIA6AT0[2E6_P<;1>6W&QFIJ%OCV/?
#OL9I6[(1C=O?%'RDV'>P6\#Y?R]A4 M6S+;HJG(P?JANO%!HJ>9Z#D1WCF:9GX'#7L?
FR]EU2U!\$=8GOSN\$%E5=:,O M+?MF(JI'/VRNL 1^2\$/?W?D9K;-H320(OV-)'3
M[9<-"DO4""HHK+9]W"AZ'P|P?K=0N7R^*>6;'RD32CQ MQRVU|< D.W#9?OP-
65NCZQ+45J1]HE7I+U=J\$A|EZU(6P>M\H9^V28N!4KH
M9AL0;>_4DNU6DK1'7FKTDWFE\$M!1G+2Q!3J&M\W;)(4A#4/>.)@?83.:MK,
M9*DI4*;G&YE.*7&Q4XD?
P\$!X/3!9/*2+K\W,K0(KQE, WX43"GVD'\$P9V+ #)AL,@)NY"@|-YN^1L2Z*DMUP6
PMMH88DA)FB608/TX!. MG'@BFW8V@;|SE>R^T+K;BRV5U?_4B4 M_8%GA_
R1)VIOTB>0;YD;8#9PI-|,>T8 4D6NC1O20/)DO;%3V_%S95TT);,U@-GFU5=^RU1?
N)LSC.||8TT^+= M== '@Q ?G\13^UY3,D@GQ@Z|T(K\2|I|ORA||B.GR61/OBRWS%
<,R'(ZI';NL M VX\$W :N&S9%3FUEIJ4XTJ0JCT5('/GK#DD<=QJ!&,0N@
M<'.7>9/H*2XJH=^6/1OAFQK4N*%9D95BGICP"N)I\$GA
! !Y#TB\$ \$TYO5+CZ\$!/[4B)2: ^CJF78Q1C*_O\$9!9A79CSQ?'C4)E1\$J!.)B&ZI
YCLP1*P.K(@&(SO-04 MY\NA.)45LX%\$H<"F"#V8#@^D0V#;&.,-+R
RR,!)9G:R>\$E!"%|0 GL5[RVK MQAS|/R^9S14^"\$ MB1RERJ/S8T.[9F%4)KC-?
7@>47Q#8_KZS_Z?L@?P"LO80'6\$QQ^A|IV"(@*B M)FC9*A,;!". JGSNP?92I7-JL8Z|@ "6
M MX)-0!?'8?TFFD7'|Z8(SS0%_NKQ_>K683D):L|?'O""ID)(LU\AKB2J8A?9_|
M|B\$ICN=X#,ILT ?0YL^.=R7"7OCO64|DQ+7PK^>A(*W%PT\$BCU2|>4MS=UWK
MZU5UG#=[5B4=Y_M:KU-NIOVOJ:?U>|V&K:FO=?5>P|;41#C)-1WOFOI M*2=-
LF31T8+)EYL3:/5YDB87|T* ;VW=6%>S|>6DQOQFZYNMGK=VH.|7BH/2 ML|5
)_UE,BG4WK/9-(+F69\$:'44V?\$Y,ZMGGZ/8^B=FDG,APA.)SQ00|S3
M1>'96F\$XU""S"K!PV7I?#"E/Z*-RXKQ/'-7-'F'|:[|L=S*Y3^~6 MD@!V\$,F%+Z2<
4\$|D@F|>HS|@#:=#(Z(7D5D=A>B?2MIGA9U'J6XTEOZ|OC?
MW8X|. ^*0HDN*KN92YU&*KG|G%Y!>35^FE*M2KDjY>J;4F9&K3H/T/YT>@|U"P'J@+
B^R'+ONJN52(OY.+DXN3BY.+> MOK@WZX#&%%5?'|2=17%,K#)K0"WT8ZK
4@_K850R7IWW9J;3Q3; MKFFU5*O=D60AR6*!+
(RN:O7;DBPD62R0A=E5C6Y+DH4DBP6RT'M %KHD"TD6 M"V2AZCUI64BB6-
AN7S6*9?Z>0TWJ8B!K:65[9E11D+J6K?XL*:,N Q)&><1 MU,^'R1??M|E=U 'EY9;J#.
[GJ: +&|T|+|<,";724.N8?0FUTE#K|274RD/- MM"34RGI>\$F
ER:R_6U#K!+O%%0/8;OUL&|BC>Y|^R=E2AZZ5;:%TTI1Q;@?- M"^U;*O?
D2P+J:%006-6|KH1::C|OJJI2U*2I/1V M4NIVU%YW-P=5DI(DI2PIM3MJ>|=K(9*4)"EE
-%6|4|E!_B2D,Z/D'1=[;:W MEPHB#V)/_R!64L9K|@OFB3Z'|9:-
\$F.E^/E^,://|<<3UE,:&^QFPUY
M2\UVM+J6VM(K3RN45"D5*&KEB%KQDBJ6)85G;Z4%9(J%K;;Z:MF1|;D52Q
M6.FYTVN|DT0AB6(Q1:[5EH6\$RO%12^NO|-%YID!+JLBH))YPZ MV"X-PZS|E.C4@6:
.I"G*&5/40QYBB*I8KD5@ZP^=:@20UJWW6#G1589DA>>
M*ZIM:JKMGKP|+TGI|2Y%OZ-VK,J/VR0IG1|I&2T+2\$F6AI&D5(%4TM6.OIO|
M*4E)DM+,".:+::G<97""X+85FRX) <+|0'EZEQH79D8(\$E#DH8DC1*D86B&)

U)&OFDT9>D<>!T MWJ83A?<+D:"J'U0G*7!,V3Q34L:: QY)&6=<.>;ZT\A\RV./ZNBUX;S1)Z M5!?:91W8*DYXJPGI25(I)E)K:~VR7H\|D-4EJ.Y!:IZ^URYHUDMODJ>VF0 VI M0!N#CQ,F-4-KE8TG2T*3A+;;Y?C>85.!*S[A/E47+WT<=))I^)*RMBQFL5) M4\6Y9? 0\T)?[ZIU">!M"Wf\6% 4L8ZIC4E96P)Y?T2D8%+X5_;>?GX- B1/,UVZW@V|:+W M9H? 57^!O& 0X5KQM>918E&7P8+G W45P9'^.TU(64_).KP8!)=^O MR @6^YZXKV06(B(R>YHXWM42#)>WOQX/17%X: |C:D280%89>H'TJP-|*!\$^&S@|E G..0X7"TFWE|[%%;.E*D;+L%A7/OC% M5 (ZRA1\$7OX#WD^%?LY MH3+V7|E,F7G8O,BA@OR5* "(DR%_!QF-8*M\ 0%E6|+7L9V|7|N,N|/%PSBB^ M^I1363T'(!Z73\$/Z/OGE0R)?'(1 !OT84(" ,V58&^DY^5(/|Z.?RU(O:=K MEFD@M8MS!O%BP0@:D-00JY^;6M_HY'|3TO333.M MVY|>UBR|V|Q%&6:C%M71>NW--+7E.*S@:'*C?:R_ |EB.7&(XXI-U6C B^""OC\$>R- K|S>^.QE M|V@* ;+76<_%D";V|F^|V9-?/"M|979=.CSJF|O8U"S 3YU M|?'1=VWE/G6;B|1XJXS|&CI!_W@ER)IL2M;1|E/8C_ORBBWO5VMJJAX*W31- MDH*DC'Q/^0UD*?646||#>7GCNRY|IKS2K.^IRM/ ;4+9H',H. 1&F;E_B#6/ M^2N0F> <(MLIDYOE9G|_/'%B;|RX94I"6GXCKDE"YA+|_ |W.PE(:F.5)F Z" MF 0S:6-*& - XY.49VI@+|O)7XD;.Q ^HYV!F M?J)#.AG00%D)L38':(T|/T'Z3??HSD'I0^|43QV#H?5 MUYBN'= |'5B?XF/2MMDJSAYHZ-C4 V>1'T<|F\$QH4UXOITB07NFF2|IL? V,Z0N7X867N,*)D,?(*+)+A056|N MFA#=.8>0VMODIOS_2)A5(2|7+B|7NN H0""%\NV|I;43*-1_4?9F3+QGF&X4 M^)/U=V'YG?:T0NS0GTP)>B6O3C0N.,I47FE %3O&B|EL3'I5=?4Z:7F@(@@7 M8'JE|H H|09(:Q XZX"D)|!D,|UW(GA|N- FS8^#|C_5,XQ.6@U@3QA>NZ@| MG'|8@)MN:&T3 ?5 7Z@7B|O&BR4IZZ!+ #28!B@R25>'=:8S"+E_JWGB%NQ*R M=:QA0\$E(62KL3V92P1? V|+)+U(NWMHGR4W_YD60&^\$4)R80"OO!T+MV;'3CP M&T|O3*!_X)1YD\$< DS"D% *=H"B&6)0P\$X5FP)|;17>-PIIA /AM1VMI21O MM.D008HO#!; F&\$_ #T92? LE|I|OFR64V,IT"V;'KVOQV.%A%:/Z8'8#!Z,P= M=UA0'A:%>FTNAO26GGL_/EJXEV_B1QJ=#4|NHE|3*A(S-98TR%(2Y|\$: &>.5 MI/1\$%%-K_JRP/%R3G_2JYD2EZ)JQ^-#UIX==J9^7.Q",ATLA7AYX@/PLK?MS M"7 @QPN(. ""PTAPFP+I)*0?!,> %P+PS2@)-N0-9P)_A| #T@H2-8@6^,3F ? M*0ND6^1;@)4XWL(>4)A,8=P/9T(BZLX4@X-X#E55F7)K!;|BH(6@AE8:A', M,7HL14E"55['#J|O|D%D9TTX_"NC,FD+G^++D>9_G'E'KA_)2R1BU.MQ5)J)%8).W MWDH*>*W7XH:F%|/B"QN<"S.2|&ONJ P/+RAQ0^NM5>+SEU2F MQ"6SUL^L7WS0)XBO7|%("|@S\$Z5S4|P9;/RTPK!BT8-DT:F)R=R|D0LV6#F5 M,R^SM,R,:WEOPRI@""YNY6)|PSNVDX;*1B|1@)4GK3>| MIF82.,MB>;VF%LN3BK1*17H'!/0L*D_ ^T5+FWBQ3@2G1KEJ=ZE4L\$P4JJVBHB88;6V G|9_)V%09K135LZ3L^B>-@'0 <9417"RN. M ?0T6&N"9Y5'1JBO66/>^J2:3P- 6JJHZ:RMMA>F"XQCEU/0LXSBN"^L4#61 M*J<0|-YDIQ' 53 :8YG'6+8Q@:/V=&*SQQDY#CMCRRK(Z M*)(RU C;YG = A"PZ KA03=XA#(@I4"|M+'X: <#BB-'8CV%E=OBN)(0^'KB^ M*EA'6HM;2*4*K'8UJU^NPNKZS|V>54V)3E/K=.2BCGE1W?RO#EAA|4AK!2X7 MKES4E4>3F'S0ZH9K2VJUFEM5JXJZ?)LW?\$Y *Y*Q=I+%+9FEHO 4HS.%P3T- M<%\$8!,R!PULO*|37VG:|JGW5-'79K;6IR.GVZVC8*I%32-=T.L5UC43+X4R WF'1Q\$XSL7.IJWI'+^UC2L3L'S%:"7.L"K0EMZ58V%SO|LBTJ"5X+W>)|Z^8#@;|3QE\$O W"M|S@?W|(:@' M>(\$O#"G>,|H)".#9=-Z+%U&!AN*G4O3;.G(4^/0 DS3-4^ :8ZF3'E!O'@3 MP\$FO_>&| F:W>)&AE%R|5(&QTJ!SS) Y9-SI:_J&P8ZIZZ9- +B9U#V2== MZ|!A&(F68B=C)9)BSR0Z=OP.<*KH>;\$%Z>F6.V916X9Y_#; |:2*G*V,0346- MV>I(U#03-59:U4FFP9R:5|^BW;X'3CU6JHJ= <,PNO/@CQ::#W:+)GF:BYT1XYVA:S!TTUGUL+O!=4B82_%|YW+O#R97:TRUI MSC<3.:| |)0S!AJMWL"7K |ST%S_"6E|J-R |YXKLC-|?|L"WH<@Q=7D5 MHJ&H.52C6_8\$I8'(.1|/L%P'Z(I7WRU4<9XO7?GF1|J\$@\$^ /HK=XRZB+_M4 MRRX_K,M/6E'VB5>4O5VH*'N7K2A;!YWRMK39)B<%2N!N;=^CS)N89+MX)-UW ME|K@9%ZH!'0\$DCCIA|=)&WHL|<0)8W!5PA#\$!#:=I<3%;AU^\$(4X/W!0/*2+ M|^+E@#!D'6U5X+-XZB9L1OCSK,((SASAK>,1|GCLA)1#(:-U-MEP&,3\$#;-P MF#?:A76WDW6O:7F|!@#XEB\$)8>IHEH'|-*3)YZD30*3R64|S ;P=Z8.W1=: M=|O+I:)XF2ZR&4H=QD& 3PB*K:SKC2JZ9@?TRJ//?B2J|LP;JL^4R7Q|Y#F@ MHL,TUW:O/NL|P\$?9SNA|0-(|!A8Z=@);^2L&IN*|VGEC|3&)%EH_@_ZC0>YK M&5C\$9(N D-S4 &Y;J?=TG5/OJ1|>VEB*2AD3)'TL3S\$!993JTP&-7BGU2O64 M+6CWJ:N*|>T|+'K1>?X+WQ9KVH7*"EG%+JSWS60C 5L3BEYJP&|-: ^I|ENF MILIU;DV5>EBL2-67>6>Q>>/F |1CS|5UK57X+HP6#+.5_P1Z#,*G1-

GDSK*5=+|IK:2E6#FX6\$F22#^O))%^ KZK MMY,T!I^>-R:Y;E;NT
3MKS%Q^8Q(O|7E,R2Z?"#KS0BOQ+ON_*SY0YGX7- MP(4("H'3-YP.*9V|+)VMA&(.
BL<>IJKR.G>%XP=DDVW: NM926 OVF+<)N)A.%Q!)I3,DD7XE&F3[,5%EUHO<4,?
Q|FQ34,>E+O" M0/=, 9D\$R|N^49|'K-4TO@'&AIN\$3K!TSQ0|E!^P|8C"UA?<(93;Y
="P" M9EJH,(.-UB6X^-O-K?(\$, D)B^'G1|QY|)|%1H0UZP SA|P_.|)/.D,-XV^1
MX/0\$N!/?ND'+Y*_7HR(G>U6NSS%.O>"C900/?F211:6!-
T_3%|C9:0#5='0.%#GS'W3X;6630;V/N64|_*|.I<@IF" M\$?8,N?
7)AH=),08@|. \$3@(1X\$3D/+%N7KR+BX*A."47 7G8 M!@6AA9 "5P|S \$(08C%&25Y
*I!|D|SL9'&0@@M#,@3V)MZ|WA=I--L.KH=DT_Z18Z0|=!"S
M:!"AO|546>N#EX!XE()X(D"LLD?T#T+BH5A.ODJ.&L=@=?D!)G%EQH,=!9)H
M@GZ7IGQ:/S^,;>=CSX_PS#XCBD4Q1P|(L?>^@O*O=@ MP0V=*9|27%
|@NR|>,7T0TL57@8?+=C%-8RX.E|Z3COE,^)\$!Y0%,UI2%|-DEDV M'M?;|)|_O7WZ=
(WSO7\$J5' /F.;QF10!R=1-,F0N/@:UAFPO!\$4LX%F":<5^ MNR28&)%R)P6&
GX#\$0.F1L1M+' S0"R(> N9(*.&BK"71-!GB#8""|VPP#0* M\$QN,4V|^NKI!,BD3,F-
B8D!%@!MS--&C"1W8,@GF3R9RSYZ|,3QJP3(N002+ MV\$P@7>9?P%;
<88QN\$MI5(=VX%F%|L; Z0!8M|=48Y-E=8O)\$-/M<+.'Q=%8>;UL9 M0E9XI@I/)6-(S
"0E.-213Y %NE=M.Q'10)KLK<_JN|O >SN OT!6'I"!L|3 MS0!"\$R>:"!L=HX-
"|^%)O:9@>M0|!"=PK_X6\$ W1)_'&C'@1 M|I !<%N2PQ@!_ODXV*GMI&*91SZY
DT5AUJ S%"#(08|BIE|/,@QH%\$(A V MJ&#&<1@, |H"BB>_(SXQ||?7*-|P*""(2)
MR@X48"(Q(P4)R2PUGLD#R|7P62I85,4!KG "MF+^/ 8>V#.4;RDICS3;D=
CA'LV#DLE4|TQ>!(%- M)|-YBF3R_G!,F-
X0F&2(ST1SF=I/TTM<%K1)WYM^|BQ6B5O,2?2Y_/M\$TPQ0DS(E_)|Q>Y\$T-W-
K\$C\$(H@G5!A4N O_I^%V3-V|%F ?JPCQL|E 9\$|!& *3FH8 =P0#XC8G2"0F^
M(U|DY@D X%=(0N 2#;^)HG\$)3*.RO+E@AP6S0B2|W,WG05TTL1A!^L-A#-IY")AX
M!|!'@8|;@_7!RN96N!!A-F*#|:<|AQN#V\$Z:-YH*G53:X4:\$!|1.1<@;:4!G M,J&VPT|
|0#P0EO"32CHNG|BISW5IRBD('JN|/0&?A2ZJ>I@AC5\$O/<!*|W4=S_R-
P|6+10^#G9KQU<_7/*%@Q=M@ M\$#W/A!/!/3=<% Z,%UP_KGNXP,"5J<+ @*>1D=:
|E6@2|RG8V"59(=RY=.C<
MI5MQWW*|MR(&#O"#,+03T2QZ|"&@'UGJ+L")K.8Y!4/(KW D|S%FOMML(H)
MI=S181K-H|1F,CC1|OA-H1R9D.|LI!B!YQ!SX<%-VG|BSO)<
MJW%Y#2C^1WJ4|38|_-'Q2X+HX*DBQ|;+&A:\$T MY|*"/-HH?;2A-RTYKF'NTU/V,BE2-
BPA|@AP&'(&GKJ|G>S.G2BD|V^K|WTV M!;:-
&\$&OD0|J|NB"0+ID?.'L'QD;%#A=,I20KEY_\$L,EF(2F'OW?C=OM-1Q MOJZUV4!VF7I.
&(2;PV|D)I2-|GOWQ(VC(Y'H,J&_0!|)5G(!/!,4@BR|5\$ M<)W:T\$|?5/KM?
M(0**6B7BOH" T-L/3+ZN=M4VMWC=RO6II>|O-VMU=JQ+I% M|36K7_:=Q|0FRS
;MZ8JX;1YIBWU=@J68MCX6'_EL9S"#%RA'*8ROV_;\$7"+ M"|&
4N4KSYSXO)HY4:|LSRF"Y='YL0 4)HO7 ^8 |D6I",+%>N1|WV.9\$A9S M4A BFTJ"-
_\$F.U3I"C4UMV>#;C,MS)C : <(US>1\$954-(Q LTL(|".ORCK MBN%?
=5'6;6,*\$T|NH:T|8-9:T.FGLC4FB^^_V96LS)|:Z>|8!+6, *FC"">D
MX?.@X5Z_ ;+%T2<"2@!NT<4M7VZ8N:5C2|V'2|*6NMGKE.V?OE7Q/OB|U_6HZ
MDRQ,7;+=N|KO|&1#58D8B9BB#8C5OBD1(Q&SJY(JMEC;IVSB"JJ+9K.BM#0Y
MBL?D4CIA9|4L|1.F#R7W71/LK1VT|OGV_|ELM,NT4^|@8U?)%HD6@|I?)FZ
M)1\$C\$5-(OR<)4Z"LZ'H|RJ?6/76@N\$*ME/L'7J|*)"O,VPPRW#AJM#BQ2 9 MCB@%=1
7W?;Q|_LY3>08:K|;-DHOD7,@Y'3-KD1-,U%CJIUV37Q347""O:?+ M;QHT-
DZQDA.T!=TXSW0.L,3Q5(CX78VZIE59U0VDEA|++;*>_!250V
M\$96FJ;:T';M*2XPV\$:.7';73TQO\$GB>?<_POU%_E<0'LE>XI<=?UEXP.F5%
MDG1=#H6=CFH:TK%L*':Z+;77D;W+FXH=0VVUK4;Z_?4?(1SW4R>?|W&);7S>
M|0ISV"6.U1H"NP<+)O**2YGVSE"1 N|,62J1S%8&SW5M QY>MTXS)C&CA=K
M)&H.P326+G-QFH<9L|-C|%=&'K9 |CI3-K- 9D(H4Q,J3B^V9-YW\$Q'34UMF
M1R*F>8C1VVK+DIAI)F9Z^M'>E3B*=(358M3'EX!PI(=BIJ7VS;*1MR.Y3W|.
M>#6Z:L|J>QHA|=IXO'9:JF48\$J^GAE>KK_8-LX%X/?E0P0,=8HE^A|>A& ;4 M=I*N -
+M+P5);&BH&Q_D(C:M\$CT2/1,|IH>?2;)Z:4V MB!0G#&/6YH%U
Y(9""5077;.(F47.PV\$1OUW-| MB9P31HX,|3|MC EW+J1?X@J|1, ZIG22&HN<=K?
L52F) MG\$.EKJE6KVSFFD3.P9#3LIH98*C?-CCNITX^>>\$I@,%DR&(W+%5A7DA!1FP.
MD%HFO<|#>9|UW0*7F)&, <|3H,7:|N"93%K;UL<(|P6A9_|J(OCFQ+HL!-A0S
MAB632|J*FG9/HJ:AJ#&-FD)P,I @ PEO(5PLT(BE&6%|L-|8"<=8&"JY#R%C M"66;+
<,+9#&YQB%&^JJ-1H_DFX8BIE: ^.?E(PC>LN\$C"<;8))/:VCWQ|GP- M|\$O=-&6%.
(D6B99B%_8|LIYB(|%R>&XY>1@QVS*NTU#4=!O:H;|^L^"XGSKYV(QL %EOLE-'

MMGJL(%KZNLQ4:");+!G2:2!:=+7;/SQBSJGQXW7-G1^WC5G;66LJ/3>N%N9/
ME;456]O\LYG8[*AF=|? 3#\$ U.1X2M(I)>=(U5;V|8ZE52;H-0>)YDFX'I&YG
MQTXLDG0;@L3S)-UV7[5V+7"]/[*M%*[Z:[?9)< /8(I#91P3 **=W2K=P@V
MN+3;QIPG?Y?;?+/YNZ7M6L:@?L4D"?>|"7?*"JN2+9TNZN!2+V2+M5'@|TF^P4
M_) /10>TK DLBSU2Q'3?&=%WF)(1;083W>TOD+3"^ 'L.K5<6M.7=M!KA+;S
MDDPLQE AP^ U'BRFMG.JA/T'SK8R> JNPS@O- /B+4KDXU>
MEJLDI#@!IH"^4Y2|++L@U%!^L4#(4<(N%;9 C_5<(Q4 MK=W_W=I?
(KS0DI@^Z^QO4T<;JFHB|6VC40-I=&|8;EZCU=?2.T2.9U,O>G^U
M#S^B6VC58%5RKEK|^32FRNL;XP-*/+PL WPQBO#2OLBE)BAA< CU1&?J!\$
ML*1H'%#*O@Z='PI\XU#A0(@;>7OL4?YVLV6JA@MP\3JZ&YLPTIQ*%L\V-L* MB
4Z9!U+ #B_T=A!|/B!6;|O!PX0|9%OHY7\$MBAI@ T0IIL^Y4&6!2636TK MH"?
L(E6H)5 *?. "58!X-&*E|C+ &- A@0=QT3/EU8|=6QG#G/ Y|6#KD9/L
MA*UK_7N;C1V+/BT(<6K^H?7 MYTSJ6,:2*YOY.0|F|ZF5X. DN|79 2+?
4_<5S(+42=D|C1QO*LE&"YO?ST>
M5K"1%*9D123^=NJSR)L^/9Q,G9GIVO|I>K%MFRN*%(#1|V=' _J 6A2I"3*)F5)
MI*2>VG5LDOT"T'@U&G!P|P3<|F\$GN ZC/07|H"IW3Q(^_/WR|OOK)0-RC 5N
MHA(F(R>O-7CU?O5YNZ<9 JWP54NK^KQC%@^R
MKL6Z2>F&9K3:39M42^NUC2U-RNQ76|[:2>F::72;|RF|:S|;U0NF2TF'_K.? M#58^*S
YA33:C|VYK,|W"DW.>U)DO@H%Y@H5&.(O"TL,B<.08P3-'6AV%0"S
M!QK+N57*1HHV&|2H'9;!9^,<: MY3WGP*@SB>TKKH#LT:==#01ZJZ..J
VS0=9_D4=BM!"CG4V+@TB,-A2C??WU MX8D2HTW":-ML'-?=4_K8.B'_:?7L)?
8>>2@|DX6'+C));"725EN|JL)G2RD6 M)6Y>JAFVX85MB9C=;YI6U6R&\$C=
|PDWE&HA;PLP)&/X%TGC*@Y\$?0,<6?|T4 M/L(*#^4 VQ|LF*;OP(R"P|.,+%K39.S(?
=-4S-2Z;T|3,%Z(DX&_ OX%L9A'& M|'QG0>3Q(!P|4VD=5U(F.^J@06&B0JGI|P\$YO:K9-
R1R|KASI/^BN< MIIF\YH3<"<.8XDSCJ4^5SV 581)F:^5"S6T^E'5@J_ E..VI7WS
UDS0.=HV< MMMIIRSJ|#45.1VU7UGDE%2;L\OK+QP4:5. ML_JH(BW: |5=N=Q2)4
<@\$5Q7!CMJGKK&(L|G"Y&!ZJN;WC**C':2(RB0V## MB(:=Q|>E,TBG+"Y0;U-
5E.U/K|U,O|+|]"O'?01WDUYJ9V0L3+@7T?7TI7PA M9"O(6-
7:SI3EH<*>8C\$JIU*3F)'|1F*GVZ|:PR1/XK8LHN4)70VX.1-'=_D M&4/C\$\$/7L>S
LXP4?APIKPUM40(P"1=|)|@|V|I|6FOQ MZ6;IP#\$\$MS^9LL
)H8|G)QIOD/%|&C@3Z,&=85)PAN",:=(P3Q< MGY6|:CKD'9\$?|7CA1+#1K
6"7,FV1P1Y|>OU_:+=51' |JIYH&5\$/"D6H5'V3-J%|&?T&3*05#P5/@@ <+&@:PD/SSQ
MI8D/W.=_Z8&F_ (D%*%R'/_*\$+#'%?!SR4>RB0 'X.)31"68&O)5CN05Q:Y6*
M;,SOL.833:2%+IQ((?YJ4QT&T4DH) !U:X/<2K/68V|LZ+A.-,-A85GX *4#
M#QX=2WCP51)QT"8?#R>A8EA1,.B%EJ*:Q+5\$<' MR,L)<\$N "NT Y7FS OM
HFJ1LTA;2=I*VFJ94%DF<%V90',1'(TO\$|AO ,&6
MH0V94R2S^\$A2&20C+K:MGL9|A>WFF*T*2|U|A.\$'#QS94A%95'@&6%ZW&&!
MNN6(2J|(*U-N_90)1=(.B<&@%)|'GH)|!>F;QR'JF,!=XB"@J07S;_ "%8)|1 MGZ#D#ZW
&:+LYZ|_E(F%1- L**YYPX)\$0|P'GWXODD\$+,GZ^
MG,0|.1%85J=M'+CV4>'X\$. 'R*C+;!B4=(M!J*74,H-N_O2GNG"W;CMN^X?U2F|+\$
M4QCSO\|K?"7A^79KM3-7UE_378>2"S?[:G>P|?JA!0RDCJN|DH9/@X;|@PTS
M=DL";A0>3Y: V|K;.:NF%I8T+&FX00L_T|56OWIJEIV2|YY2/=9G!GOZ|KA-
MIG"LI@EWU79'5E1K*G9Z:D>7E:T;BIV>J1H=6?"NJ=A|JVVD|LYVD|ZXZ_1B
M2A(/)%M5@*?T5+|IBRXU53L&*HA*VXU%3MM_AZU1Q6\$CO|PHZIZI5UHF:E M7SP
J9LFC_!\$ _S-Z5:(+%)|0T7EC=-OE73=2<=^;3ZU3(0NU1,N^T-(V=(F6 MYJ'%J)(:7-
JW927M%6LZ%4L|>12GHSD=,;:;'CL*E&S^WW3&4CCMJ'(M,?7!05NV-
&Y/7)MOK.A=RO@H"WB_#IR#OMH;.'A(=6QIO(\#HUU=-?JRW/,1
M8530#\$!=KJJ3290V&:5Z5^WT7E=<870;ZJMDV9'FYQF'&-&3L1D-1@YNF M+:N8-A
S9K>FD)JJA@6L*S_4):|+(UPJ.YH!|5@J(U"K*\$N|= /2\UBTP4'N= MJD 8G2USEZ!NW&
|= *C|T3<?,Z%2_GB|/61K|U9X<.K72|64N MI0\$J.#_X#&LFPT_7\$3G)5KV|I#L_W;4
MGKP)M0+VZJ_8B6;GHO G5A#A7KAY1J'3U;@-M6O*FQ^-14ZG)S,;-!0Y;;7= M-
R5RFHJ<5KO;R "&^@WRP_|J%-P)|P\$T9A9Y\$RP_S_=I2B?"OR|TCS:UW&L
MS&794,S(C=-H|!@:1J5(U|++L/W\$AY\$2+8M@Z5>HOMEKRBHF,?,RZY#I)|J* MFDY?
HJ:AJ#&-4|@/40=D|8XBWDZ\$^<%|8R<<3|A');RQP+FT=ZN=-YDJ#"/ M
AN'&&E/-1H|Y%L;C6;*V<,\|9ZT:JLIA-V63_5/+0,9-!^ M4U%SUN|7N" GT:(O|51M5|
|9W"S|5L"YX?4 OF"NV8"|+.*V\$OF*AZ8OM I\ M%SY^R#N:
18>Y="A;_EPROED7M1',B|TI6)NWK|'JGB|^T6UV#3;/\$2.;M&
M3L^4)>\$;BAI3|79JVC=?_#[C7*^>_/CWXA/9-;W32(V96KQAF)&9OIJ-'K

MRGY/B9IJ42MFGQ+|N:TO#G|VD1LJK_B,,(\E)>B%"Z(:8::|56#1E&VTC,
M=%33:\$O,-|S1E|UC('\$3,Q,U!-LT*4XB\$Z'QI9 4=(<9#&1U<*YQFKXJ4V M2?
4!02<7)A"6|<=#EXL*!*^HTM X)>YM5<-C*Z|I-C/J=-3!IG7LM@&>FDQM
MN2GDIGAF4QAJ?!|AFC>Y*>2F.,I-H;?:L 8,-1%|@JY*XYR5PQZJFELF*ZU MKDU!AN#
|B,%0J;%/!|3LAP%^DK=)\$X-O>B"|-;AR%G4"++,<<;Q0%= M>W(|:F&G;%HV-
4!*F7D!TH\$|(K& >>4|/-T?F(5D6@<*AQ0:2N_QQX7)&RV
M5,5H&6WAOYY,6>"\$OJ<|.=&XFXH3*-' FT(D[4Y@2|#!V*0,+=N5,IH' MR"DI"V9JB0-
E&(*LZ:88,W! M3O\$5|KLI/GODKDI/<&B/1PIL0&[-
)Q,REXMLJ,SZ*W:2>O7XUO7M!QP+QISB MAN*A5G5W;+:GUK0JU65"
6U#1'5.?:&@"SJZ #A^>' +L:)RPL'S#A!>ULB9L M")PGCM8WR?
\$=B^/Y1TT\H=U>|I_D?N)T'?L_WS@#IAMM^(^Q7J>M&^; ;G=[M!N?
#SLC4.> ^CZ|WWZ2MQD'FPGK@YT-@-S_.V0B6>,'<)S8+D9GF(#%QO/,E
MR"|#:3WVEA"|.^CU"J'WQ0&RMYUH1IO@(YLB>U-N>0C|TLH=6.UKEL4X%OQE
M2=HV5\$9| X86COT@.@>"F2@4#^4/89|PP5OP>-)HOR+ VZ#/(9AQJKT,F|N M1:-
X!#C"\$T3%=@+@7|A7P|"W'#ID)#:-C'25::G ?;TX"/#IA.\$YI<<|2|!R M*|'V0O|>!
|2'+)CA.2>U8 F77NT<^3>S+%;!8J\$^:|AV%>M KCC ,2&1\$|),% M-
DRF<\$@8*!\$*:QLAF=QJI*R*/(Y6ENK_D' \$9@ZT|LBI|88V|'+D (M@.U9SA1&3CO
%&%^-'!P9.IT=,RL*(8WX@IWMBR YM2G16"!TS%GMI!?.0.@.D+8=)G_A M_(:Q& D
B')|(I_Z,?9=4!_%5|'\$&\$G^?AJ#%+6YY;(%H5OI\RQ-07)=77, M'4F|I'D4^FKC|#32!?
(65.LB|JB; 3P@X>PLA'G"^MQO# .YL07(.+2EAIP M'H|R'DHDW?
WBR>|C757)YIP(0'&NL 24!^|!CG-A?0@& M913XD|PF%#AW_2=8P!/0E?)6-
|0DB@58AHNKQD6|U4U-7WBLSo6N,MH6|H\$: M\$Q'<%/8UR&AWIBE_YB>(JT6-Y058
!\$ Z%#@2@ 80P#/%3B70| \$:":;*&8 MD?:1JLG17 #E/T!'@@|LA(AQ-0^ ^GY
=L,1'Q|J;*E0'ZW9|JZ\$*YWYF7^89 M\$*#7W"X';I30|80!Y|!7?)JY.0Z9|
6AY<)F|1|9QE;|>;AMQMV+62LJU(!M MQ|?1)\$2Q
=0|87;"K1.R2SE(\$>O%|023RL%"4XZ7 A+5API+(PD@Q#*4\,I MA#%1:#NH.0F\$
%V19Z)?L/T#_PG9-3 8SX|X1AU9W'E\$FSV1 TA((P>E. RQ MNA\$/"=KWOH*L.1S-
B\$>ML/^_0\$ Z(R!<\$C-@%C+E|NKZ'GFR,@'#7YEPX%9,
M|>+)\$/8#D1.PG(BE)>%8DDE7 '3(6 (-0V4#|@'\$?0#/"SQ\$ "("9BD2,?9@4-\$9:1?
4H'M*47|G%8F <3PC R\$'RCW)@%9 / MXR\$J89&#^%J8&'MDCDM3\$|LLM_.
(NSJC *)010MIL|+&R;6%J<:)|EK:ES.< M2FKP)OINX0&4X3!NP?8|
L.D*W)U9)&KZ&_J=T" 993PJ|S2GBC3, ^F<|++J\$"] M)%H<,U136UIK47N%S2V\$#8
|Q.W+A;;|%OI7OB8?W=(NX(&JO#5:*UWDK2=? M| K|;-|Z'K?+%|@40G"5|(+TXGE3T/
9:.P^|G3X-|F, ^>T7(-<<\$4^%-;UI ME@OX!D2XTE'.E4^YU--UT,>;5,*@N3Z!"-0=
M|'XA+=|IRE6"">QF%1'HM0WC*9@GV,502/2.6>PU0"\$F\$+;;V2PC3 6-.)I MS
U|0*2(>R*(:RS/.IT#1^2FWB-Q\$:4_/WZH_(I^17_F?@5!>=|7GX*
M&5|DX^<0#@7_0!1,G6Y_KM|Y_\$&|T7|W%\$4K/\$+B49B=CZWTE!NSN2(5=0SG^04
|ZR \$(4M18)T4I2H\$87(*2MVTTC.>J_VJ+G!TJ M&>2>&.0!@C8(' O|KJF'#,Q*XU>D?
5TAE85D(#@5V/VB&=P:+X-.?:=|!-/&F(0QGG;U3HIG0F97&AG"EZ//8CV("R@Y9*|
M9T6:HV3">|9VCH+37L|%BCM;;WN@YQ^L|>@!MHJ@RSSQ9C2N&UJO!*GF+|(+
MG,R#)M(=<#4!_22<*7>@|B_R'ULA7BZ?OG?
^-3(!H^LKCUCRY,N7CVIR!\$9*_"PI^OHV/V#^ M#JH-B)9P|\$S510V&@?
|2T|J+.RZ1E&H:' "=A5B<9ER:@I^, 0^!0|J9C\$Q6P*:.00"-44DG=#?GS M@8QQ.
|\$:F-Z4 Z4.R /;UXL"?-FOT=GV%HT;J TS3|!)&)0Y'Y.Q,<^Y\$%
MN)G3F)\TJH5"#BS_\$>-Y(Q'XP>A 131VLHA_0#,38/)L|L|Y,TG+HG
M93C5SJ(O@6@GDYRE!+,)0|\$P8+?4J22LJI5%LZD=@NA49,BT7(Q:5LYL- V" MY\$)=
1@&.&|BX+3?;HXG&U9NJ5,=L4TY!?!I+Q_2+)&.1T-3HP^ ,&#+Z8UG M).SEY%%
(=N)U10-:2!|IDKLJ&3EYK<&K|ZO/S;;6T_N%KUJ:7O&YV6|7:K%N M4CHTZ/3V-
ZEM)@(MMT!@5_W&0;V)DQIH_6ZUGO9#GMW.LUVJD\$.N\$2E=^R^%
M&XN",G@9*RB1B/79#(6EEBX4DR8M_CH)'Q!BZA;TV^T!8INIA@|J Y=7OB:
M>B8_ ;16N!P6+SS\$>UU|J,C,25QQ0D@MY.&"XW=\$-)@,\$?D0I^Y5GT\$, DGG^?
MVZPG"J307|I^7M_ ;1'6T%FN909_M4?|I) @=/=?8&V;TJ5PWSE!0CHOO>T-
^#_MUK@FI|4!#K-Q1B>|QP70Y@WGNV M;5!5 4_-
F=%+BLG7E'*J|%YN:7I+17Z/^IJV4W6OPKSZ)R< K9E!?!H%+#V
M5A2P!IO!!Z5.=)O@!#DHB&VF@.T>8HV3P)LJ8\$=8:+P"5= M21|T6^V|QVM-
|N1'GOP<1_L2U89?46SR-:;=CHM31?;,\$ ^F41='@ND|\$
MFME>GDZ=0'L9A?)|%,IO_/""^M//&0)QZF//%H@MO@O='=/3D%\$||4H@-&@JQ
MQGFFY(G' 9YXO,YAUU232YKOLOV&|7?IL'NE>M<(AJU*J::&BL<#4Y1UK=/Z M1?

GL_.2VU))KU/GTCHP+.B:(-4[IDUIR50KK][1.0^."ZG^>?5S?T?
MU>OJ*E\").)*JAZGW7Y/J2EVNR_=:;[-\1<,K&7_\$MO)(W)-
R9JZ1UC3_#V(Z)[9]W.U20&IR+IJ[9 UDGM &TWGT_P-PJG8:2]0D"
MK(0;Z/"Q%/Z6EKBOPZ+%@TP=/5W)D=@0^NHG7^I^N/ M2X9Y4GANGBI^H0*=+
8C'7/'V7Y+CKFREOH>W/#%NDMJF%I.H+G%5.5&N]2D M TTJ 4?9?
J"O8'UI[G6C,Z]W?L??1./K])53+/,Q.GU%EN'8*JB.L@Q';Q-U93]5./;C
M7NG6I:T4NE(/6V\QI9]EN_:%NO2S-(!'ZN]U< -B6*?H9TDAUE3/5./\$L/2S M5
28.>BJ+:-WT'Z6QI_V LE=-U0^L^#!;Z@!U\$\$.MEL-
)6H),>D'.#4_0\$<=#&JZZ'8\$R1B>!>V]'S%7V7/EU] ^FSW4H2\$+HKXP8208?
CQTN9+2]C\$QL:H":;LPJLE>JL"FL8_W]:\$ M^M(HK\|=+H)J=@:J_TK:L8WN0^'\?
89AJ>C!%/^0"A@%^DC^U6GMUS-3FDM_Q M;+ #K+L]L]UC1#< (V?
Z.^5^S!6C99C*'?<X"%Y#)@[N,^AMTK!_Tl. M5,I_3OT0P!3Y,D(-G 8*0\$ 3@F<|>
'CWPUQCQXT!Y3\$+IS^FU#>:\$ID G M,!;:V- 5G49AHX\$ _C4G2'.Z"U"\$W'\$)B
((A5X>1Q8/%0)Y'8LDN0C6G\$8 M]@%9@<# 5F*7B3E@#[%@.2
8G\$>ZZ:&,(IYE@,&CN.%41!/*RP)^ZFW')& MR/] =F:H|\$7W KH4E^B^V1E@DJ]
()\$820+N'Q#P_IQZ>'W\$+RLE@X!I'9B99T M 45 :/62";7GO(I\|V(6S\$A*
/+B8>C8#JPLVXJK>YCV M&J-?> "(S>!"H # @KVF2;7O"%4"1L,6
;=:6G+I:Y*PVD5:#9_8%&\$^(I!;V,&7("1504P"^2B(VO8)W?K,@' M :?HJA"7Q&9H#*
A(N#TRW0N#Y.!G4--D7Q^/D-R:VCL,!C8ISA(&4L(M>"=(A\$ [-@#N=I]
(!,&8+34A7/QPQ!S\$,1+70C.0!01:J+M%:/&1;2&2 Y7"0*VE:>@SH5=I/-
,6=WJ!;XGQX|&B:61;YC8"ZVL"1N":1!'ZYOL/"BN)+VV M>TO!
<+F?%.W'_L\WSH#I1AO^8ZS7:>N&.;#;W9I!^; S,G7.N_\#K]^DK<9! MAH8'?
CX\$HOUQSD:PQ OF/K%9B-9.7L* >%F" _#+0UF-OR5#:'?16;Y5*Y@>X%N@!(C7"&O>A"
I9 ?";L\$>81:&#)!<[J?D'Q\$0CA.80H9V]-
M<_E;^!]/#109#\$.KT0%='#5QX&H%YHQHC-HI"&W+F1*WI"%0'YS"ES]!OP03
M/22:L57)QTBEA8>B%?[!552T\$2 M^)-AJ@. MR:-\$#CN4RA8*:Y,B -BT',#.M6&\$ YO
6XL!J+%J:E6_70&'P%09XY+H@*>QP7V2[-V25FVUWO3 !X\$F/V,F%T# MT\ -OG/[P6
Q4G!HO2*JPH4=^,!\$T#-L!E."1]Q(-GY&![<G/*G.LUV]
M<*A;|LCLV<|&*Y]U+*R]..WY'8C|KT+<7Z%)R:U(/)+G MO"K\|H"5WQ+7N
MS*#@V*#9.\$-%I,QI?9D%GQ+0S.V3|D\$L_2-Y(Q86?[@!_X-2!Y W/\$]KX'_ MZ-
CBC"!1MM%40/<=>?ZW'?6R<=ALPTZ_RX%YT|/O\$LNOZ7R|W+I]?;7=ZVPY M;@-
J>H(;P"7 W"GI78[?5GKLI'(>NVU)[9*L]R)&+V@QA=UU6S7|.V.1E#
M.F'S:5343HWH*M<-#H|>SW2CK1I=H|+RT@#5^L@Q,U![ABGQTCB|Z'I;]9C5 MU?
V&:/0BQYD(JFFP)4F\?AZYAEQ?%;P?HZD?F4M1K"+0,(P"9Q|BNFTE_Z4V MFU|.7(#?
_OP:31;:*O]7M5\)%L'44TJO=PCQ&V\$,MP?VF.,!5=.% MI+
<#76LO1,^K"MWG4)C|KU@Q<[(O9*ZX/E)P!=Y^X8Z0DG*R9,^G!P:%,ZBZWVF.>\$O<@
M+O?->QC?|A!6ZUE96TD8Q&YU 6"PI.D M!BF!?'^41HR*@N+ _2:J#X)4S*8C;>B,-
;Z%A%(Q2ZC*EUED0T?I|K%H@9=|4M M/,ZV@Q|G83S?^\$N7_V#K\$GU@G5#
<)N9X'>ZNP3\$?5&\$%4+FH(I>BM:&|/G5#ZJ|Z|]-S
M5_8 !CRS21Z2X,QBI2|\$SCS4SM.*&VN)<-U|\$/VV|-P^;_VH?.^=<[6E#D%J
M]0%.\$W?:C&2P)D?E"0VQ-00EA_29D2'IO*
O&;&W2G|9""P_C(H:&4MMEI>YE/D&YT'W'8S=,D0G_SMQL_XDI'.5H(
5@'^^;Y)H#%'WT4>.A40-OY\$! M30CZ/\$_<1?! |JO|4YH7V|;2RIH'JOAF"&G)BF"
[!UW!)]L,77_&.5F-8|^E MNZ0!IR^H8Y7TN43-S-
W0)#VNM7BG=.U|S6TI>'79XUMD+N82<|6"-I,G|>@ M?;;;T68 L*[N-
)#>D8>79\$>X)S5SC@BD@P)DF5H_?R\$8R)8MKAILC@5F [?M.O_'7%+/.
L200^)^6QPS-"9R6J2Q,M=OYY-,T=-? M!\$?^9YW)=M8PDYJ8X0RHB-(R@C)PT-
P//6MC/R0_CT@E:<<@845>5(L'\$7.| M5%&; I M2#
I6&/T)21Y&SX|4IH2_H5SW,,'BD!;N_6&KA^&*+0C^FBN'V;90!?00QD9
MP_79=FAHD>LP2[2(GZ;+|P/!;Y(F24)'8D39PC5@18HS03:\$#!=U|G1FULIL M0\$&)G
?!JD%=|3%7F>-9;HPNA E '*%,)OU"4|<+8YP3I^D@[4P\$AQ?*\$/I% M,X3E8+(P8_80|\$2-
4;|!-|_Z++"QP2=0;ZP(%JLN&"U9XLE+S)@"O'D" LX|X MV
/^ (TZ.IIOV_]'H9!AMK3J0@C54W%LKJ26;^N= UB2LG DRE:G8%:(M-
%3^9ZW*P'X&+T;5?V%.2B<2J5!Q6|\$#-_WIDQ-:+B4^!;(>^G&\$IO\$/,&YO
M@8";GE2J67(F 1QQOSFK\$YPYR9.*1QP /H_RZ28ID|:?
0&RF=V\$1,*!U,3\$*X#L0K6*F'RAO)
MLUQ:W6M/F6(N4V1KR&2'<>A0ZDGX|B;Q0"8#B3_BHK-T))%,V%>>Q@XPQZ?%
MU,-.6)!Z&&2*ZZ:|'*@O!-%"QJAP, N1^20RG IS%A->JIF3)N (+C7UGM!<

M5O)TBK2^3IBV)F&<17].-EPA5W#!&@Y:.[K]S%UUJMA/26[@^?9(T_PN)I">IYG&
MYNGF1U-OPBCZ@+*Y+GUZ9F,"MB!4%M.XE9.(^|WL1FF>A7%4);6:H6O]SO82
MEE5+\$K=V4H;6[W4;-BE]H'7T=M,F96J#3K]YDS)[@VWDFSN,[%%X&./PX !X
MQXEFT+J:9WS_=,) ^#EUDG(,)PR%RR0[>N)@S2CC,Z5+OSU=R-SX2!MX\$\$)Q
M4J_+-=2G]?A?'UN'8F2Z%F-=1ZG>Q8+B&G0ZUM+I)=CSSHMKEF;HM8'LCD|C.A-
4C+Z\$VR9P6_9-R.PH M9> 'MO&&52-?=:.NEK7^LN_LLT=\9[5HA8U&?
J^C00\UD/H)9"lO;S?DAIV M.'(K#0%23 FVS<%F=&3&RVK2?
F#4D+CO@*3]R9*&;FPB(+=!2=A\$+LSQ>@2 MRS*D85<*9\$GEUC0Z5D)M ZCUI#%
<33QVZ] 0#D@\GBQIP,^CMQ_KA_K)61= MME"M4-N&D)2_P;25J@F)SM5G<;2C#P-
TMA,3AZ6&3F'[H;MX/M!PJ7@_Z] MCVER"F,?7A'ZL&4K2K;?0?L220?:&
(4#9#/MUZCCY0#Q"@:4SB"=J9F5BU:+=TDIT\$:)^4F.4PA6=?9\4\$+R9,\$VC:\$Y,D>
MK&X@).69^VF0ACQSWQ/C&KSBYLPID7?K,C'(&1=PDV:DWN4E+V>-"3J_RI
M[NS7\ R_2EQ^30E3)6J!!/LVJ&_D3YJV4X]E) MNMI>DY**%P_>Z_Z2\$D-
\$ML<\$HF\M0!GGRC'L7F2?7"1 M(.G-
IWGRN9)!NS(G65Y=+.ZC,>UE>_70@!@S'\ZHNQJ\$;B8EY6-A2UE\ZR\$ MI-
).!'1A(E3ER8]=_00#^8=J%BY;2JR(+HSD5::ZM".7/^)RK'(@J%A;'\$19S=B\XF(MI@#_G
Y;3SL)RRY AO&@V7GJC & 6;[M%KB#"3),3I^4IG\$I#_["CLX7G@&!!5WAW@/R??
UY9)V?)@?.*BADUHC;D= MNZD(GP; !YPIE@C+UTF?YQC/E1OT -E*],1=Z"4I.TA2 -
^_-5ZLB)X219(I M'-4^(S4*#I7P@\$;2,P@!92 LX,..D F?UZ%
M2\$E*Y3)R4N1"N,ZE\$RSBI8S& #(GBDJ_7#ZST93ON2SY4>&X(D4_[E^@RU1+
M\$Z^A1SS'^ (5&3%/K8R]I%*X4=*.XQ45.J+[M%CGB2I=4&2R]GQ3IGI2L<=><5
MCNHLR+8[Z#U35*E=?U\$E)?FOSJI%E*S>=X4N]CWP0<9AD:.*&ER1J%*P."51K M?4?
L!>*H9J5QE(V_ ^UK3#NEFU3QIK]^7*^D6<313^R-P8[1V5:A:J]"8A5?BX|CA(^7J)
[=B4D^ ^C4:!.6I)Z@D2[S.C*7DOZEK-M1IR8B0] MVAD]6'EZF,
[I8;EF]BTHUP('NLG.]^:,G&PZ=VE!T/EP5%TT#&\$M_YO?4/O?8"A@4^\$
LE4=!86&Z8U M[F 586R-%V#@8#EW*Y] \$PO=-=6RAU]C#0JF9,SS/.|\$^=-&#@+-
U9^C]2JZ)0.<@Q_IKC.#V1+5&9SJ8%:#DTJSU%G O,Y=B/ACYHF 2*-)Y.RTJ33%&ER*
<5)\$W^>K&"X=<(? MRF?@*G[0L,W^\$JJ:*BN\$.4^<>,BYARQ\SH]3XU|(C|\$(U)&
ORKWD;4QHW6 MASR.Z)'^00D3^SLY/4BJ#"_:@J8]?^@("WL#(-W%
P=LI7E8D3F]B(?RS+D M?D,8LB'Y]?'\%DN_H<7| GR?+*C_Q\$2,[|X|I]\$EWW'- /I89+/8
MX2&SO:9 K"R;;3>\$S38@0E/^E&SVE:3\%9Z)CKBH(!FH8Z2O59DKQ'>B7,=
M"^.6F@Z[LHRVUQ!&VY&,JGA^GBRC_8:'1LKUWBC""P!W_P978A;I2/FAOP-
./=1N6[VT%%: ?B!0 MR%\Q%G!FABWPY._WB^,^C=U^8\$R]6UGA#&A^#F%76T(D?
M@XD6E)SEX#4 J M#=500?E;[F;A"DA6(#*<*;83<.-
!WCX(NZ;G'\$X"P6G<:XK4<#LE0NY|#WT M=?[2=ZK"F356%J]""..AU:>!^ -&[N+AP-
WY/ZHZI4XY5\$S?RNW";JOFVX5I M;P 'ZQQ@&S
KNA"AYK.:8LR/(KM2WSJ>GR>K;UW]'#M#)Y*6;-5#<9"W>\$>\$ M\|D8E,*1@)
[Q"8Z,\PXMV(I4!W9?!D^R+PP!R+M.\$N!Y!< &\$RD4CIQV"N+IN&
M_ "+|Y8/MA%.7S2XF-N@7OVII>L7G'=.HU&+=I/JFUNKW7^JJ("A"DM0H7B)M)F-
M2';??XGAM'(IT12S(:D5-=++6MI2YW:JHZ77L\$:&O+@9!';D%65P]4G'EJ! M0P:_ 6*
_ \$O^69SH5"7GY_ U_)2=XZA-! ?1;OUQ<<'HTVV=4#RM_JK+X*^UK,
MSL8;Y^0'NJ"+E/@53(H5N@<2C?Q#_3-4Q@'Z]9OF;K>ZIZ;K9_H@-7&\$?!) M4]?
|L7W#:. [9LM.D]J*\$*RE&DDXC2*8#Z'W_R(
MT[6I)-.O*J3CM6=IRC2736XI%4O[C+U]3Y>9|3?*\|&\$)WZAU9V(X4Y/&8PT
MC|)="X;X^'YMY\NGU\$&"7ACM%H8K%R!XE_-%C>K#"9I><!0P/V,IS&_W
M9;PD;>R7-M;PM]4T1)*_%2L DH;W3;/&JG)GS)6]1NEXDD0:0R([5./TOO*'
M=J=|U!99EVYV6N68W*#5;1R3DX*Z9@I>5>*,N1(G=3E)(D4DLD-=|BB9W&O\$
M]%;|IN5(PN?ZMKUS=W.ZJH?!+!>/GUOI<\$#CA=&E++3]BTJHP*_P B>B)#'
MJ^W)G7E*Y<;F10.82-&95KO H(/_ ^OM%R5B#R+| " "V_9BTDUQ(" ^3,?3
MMG|6LEU&7!L9WWW\K0D5&[L<;=VSG|[G3S!]:2]D\$(VK3&?..53
M2N4["77J;OJ+1OSC>#R1\$N8&.6^9\NOHL9 4=H|/IF4J4IYF8*XP#SPG'C9LK<\$B:
MWQW52L(C|NYR*PI|+"R\$%3E>F.Z:*|N-N|]<=.|V|11 79>U<@J9)3A=
M*+L&K_6!*)V")!;H!C87%L.P:&0V+/SE\X3>J^A4!/HOZ?0Z72Q|P=B=)) M7-
1X\$Q|D&4%B+)!-';(X&OM4T.V0K@QFM].Z/KU^O]Y7?OMU??5&^WW|[M?G5[?
WUUEP9|W'S<3:-DJ?UREG&;HM,XN:35[EU;N-&J%S1WE=T+.0'YCN_
M4'Y'K<,8+);N/0;_ 3JL.*;EO_?"UK\TW%=ATV4WS2LR/K#S5=>/OSR/#I6
MLMT%;7H;=*|I#|H1;1&MHDF>A=K_T|\$X?.I/BR5EU@3J\$H-SZ:! T^G\#BK
M098DR7NWN@U6G(-<_4TQ7SJF.N].N^'OCV#?;1Q/W;_P%02P,\$% @ M#([I6!ZZC-

(K'@ *4P! !!I;FXM,C R-# V,S N>' -D[5U;< ^,VLG[/
MK!QG8=)532^S#@93V6R2)\F^.;\$D).\$,!2@DY4M^ 7:#I\$CQ M!E*7&+MR'C*6A+X
7^/6:#1^ _MO3PB\$/S/6X%)].SM^>G1 F+&ES,?MTG7]X _JYN7/W\$K,9[R_K0 M^'
O6R\HQ?L [VB=\$HO?YA]/\P?7?^ [NQ=@UY>O6^ \O]^X;IQ?V!\:YU-Z M=4D?%5-
_G[R/GC5G"TI@:L+|^ .1].IG[_O+CZ>GCX^/;QW=OI3L\O3@[_M.S_]
I;8W5D5/PK(.%) \V2C _=NTY4 _MTI_GQ//185YT)LE;/F2Y=Q _ZTE%Z=8 MV;.,?
WYU%99\$3+ ^'-A>=38:UYV[I; \)^7S#O)X+?3 _%W%'36.#MO7)QG2/64 M%PUHT7?
G225M?TV6U/#R-/COA%#?=_G]RF<=0/F&3>G* 9*5^&-%'3[ES 83 M?
G%:7NO(;,TJ7M20G:0+IX3=U M-\$A8]/G5U=7I\$YIHO@:Y5J?*- _#/QOD%&\$(-
L47F6UTV?&I\$=/O0(>Z>|72(MZ';4(='%MF"CE)]G958[V]:ZL14M92(W^XJ(A%1(
@7-81Z# 'K[4P^G-J, M5^E_Z>+X1YT>M]&\$678=F5%Q_ "-
)A5"^HH>OPF_6RZYF,K@_" @*;?5C9+ C M-HT&
[LS,E3,JJ'\^4M=RI; 90DZ7KEPRU^?,2\YZBL'<9=-/)S#W-: +Q^5\ P M9+ \ %1:(2&?
Z;G0Y_!@',@RE"5;<7UR=B@7;WZ<0#&!P6M)#!U;?9M&[U@80+ M_M]0>8?
>UZT\D#G/[W>%G7JUAM(K)6SC4Q>R!^47^GNW-('!8I
M(4RU266ZS0Z42Q9^&;5=:8L*FPD@AC\Z7 ;MS;7U,&5R7C.F.I5;FXMHQ(L
MKJXN+\XO\$8LQM"1;@Q'R)\$FF).1* K:O8"7:>\$A=J-Z<^1P4WAMRFURU,%YL M R-
YLR'E^V.'==V GIP.8!6.GIW@JYL[N-6"K0P! M!!\$EZ4C'BYOVN#7J#B?
=07_0N;X;=_ OM\;@BC/FT6J!^PNT1]RQ'>BN7X8>8
M#QET2,3IB%"X;HZ[XT%G.&J/V _U)\$UNBV;\9=S_WNYUNJPE?M5J#N_ZDV_||
M'/2ZK6Z[*D;;<-8B^"&-H)"*V"7E\$!!\$D)(+(I\$LHX(XV[_:WL\N876 ?/N
M#6X^8Y.!!L/V:)/[OSVIB*>.BQ:[JS1V"8[P-PEYDHCI#P38'B5,W?ZHW>S!
MA^:DW1LT^U6[7!D"3P_GA7#@^@@/Q(P)
(KC\$2%ST[ZNVDM446U;GVNSFN)/&\$A;6->I%NU(#PB)KUICWJ?
H49\&N[TX7)MM5M]KK]\61TI\98 MF!2 _M-406[F6*]+300,N: ^\1:[+F31+,U0P>LC\B -
O_=]>=_%X1GK"PMO'? MIQL_ (#RB9NT/^JU!?'S(:L" P:0F;5@L*@L>M6_:
[=OF=:]=4*8B%KM(T)X MF080.#42K,B;E^HVL<3B@D<\$?J?9'7UM[N]:MS
=W(W: .+Y41#675 07CVFX MD U1?\$B" T1%!T!K]+ \K7*?2%)H MVSQG\XW41)\$?
43.WFZ, ^=/7QL#T: ?VF.VE5M/4VF: "? ,MOIB 4!'D0Q.:)F M'|-
ASTU[35[K>;X2Z2(T&6!'F2!-.C NEZ M#\$,Q-\$/;I*Z-
E5%)D6EAR.S48Q8DX'%\$K;Z%GWPH'6YQ5O5X=(!<)Y5B^?Y_M M4EM[Y,F;2.HQ'8-M
<[B6BU?PD"+0\;EEN]S M/D9<"MR46W2*(AY:=#+.MT*'YU\$"E/*MU4,FGU@'R8<*
[KECQ\$+C8:L%335> M6J2V]-D=(W*Y(\$WS*?H06)52\$*75_.I!B1FQ+%7#I/3MN?S!=Y
N//8 M=.7T^ /SY/2+))DS7%^55E=B""S5]#SF>P7O%1VI-_.T8HV7,K:(KH"6]/&J#!<I:
<^XF,6M6<|R M]RM3:VT9CU(E#^JF8<6:X"VQ4)>D.;W:3@F.&>R:UA|K|C+
I0':CE:>UF8Q7
M:PN;R;&22(I7K[E7(JNK1EKKR[@>*UI?:LAZ)DI/\@;_ 01M+:?::B)1V'S=@X:
(S);W^1:=9116N3 M6UTUK&"3@9(DT!(6:@+W\$Z@I>1/J2D)EO_ ^!3'Y|M<9Z)O!,?
7_H4)CZJ.-0 M#_X4\JSP'+I.IN[*KD_N9O-H5Y\$*882E&[DC=+NU:A-
0)\$=K(!EO^S9K_L 5 MA>)R%<#SZM=E#N)?"IF_-YA0=OUF7|P=U2A)*UM;!!?
&EW9"1?)# ,X%"S'^U MCC+,.BL?VKNY@(T+ _U,IW7Y:8B*@T/?KRS2J!S*>
[171VE;&G;Z%;07JD:1^
M)%1P[2;W9=8\$C[SZ,CD]IG!"N"UWK9V4.,)SLXF\GO>EXXOW@*Z6C1;&G(C+
MZ\DK5FFLXJ'WAMW77!(4TVO1R;)'AT>+2X4_,'L&\$0H7|E;H5:#(JX_&J|)%#WQ" _Y^I?
ZR-9FK44X-V,<_/_.(J\$LD@@C 32
MU)"^/@@*)'\$HX4;7_R(FG^+SII+KH4M)RA6P.;>T%N#<[Q]L"7% Y[EPJHD M,-
Z^] %6P7XLNEPS^[SB#Y1;. ^NUX: ^',R6.GX\$R(BCJA\$J;Z8""H#P2"CQ:
MO&^AVM=4?\$.KKX]H'K46L _SKM T2,0N&QV,%Y'.W[7?)A?|5J@'-\$TP=VT|]
ME=AI(8J0T?&"\$%SWWX.CM0(C+409)TZ8C.#5V9I!+'Q[2]&; ^BEU1>_K?)_H
:=7_/[J%")PXS(M;]SA@@J+X\CH^:YZG[+VCNXPTG7V<9[C6ZN1="1]&!.I1-
8ZD812KW95@NQ> M#D3W(\$IK,3F^NEH6\SK?|S#F?*9<2!
M8|2JD5BW@DD[4N\UR\$-C>'="WGO,?<#XJ;Y8KGP/%N9K2#TYC2Y*;W5<>1C9
M6@/+>(4K&5A2'1+HHZZ/Q/:CLJ"L;XX?|YEGR;LU|2RD B,MW!D/<^D|. \$>)
M5U&B1[Y@|V#+|HC!V,DM]6@T+-N:%JRV:Q^4[BA\$BW.-=),-@E(2BR)Y8:+
MTDCRJRG\$3;8'+|0VG'6@7V036I: _NIATL\$|9*YJ%U@_ 7>?UR4?JVC4G^7U(
MTII!QO=89@8)T8WK@B% B7^UC+C=VG^L8\$A4S04[>+RUEKQAMQ>3J"9":PL9
MSV"9+00R0S-(2EU?S7NU@75[W0EW|1P-&NZ^ "SH7|1Q^E+E=&/V'L>->F@ MM:
("=V.^%265BDSJOMBD<-N 89&@6R-0[I@'G,2#?G5O<68(M;#F7.2-'P0]

MRN9/IQ*OV4L+J+5 9!R'>9G(CQ .3?KP>NA49*8%*.2JY*, "C!VWP3L"Y: M^=1:>#
(.K^NV D1=,\$^G52G%U * M/8<1_=.JZ_ "/2^9R:6,U/TW8*U?I>D*%0CC_@H_?
7;E:OGI)"C.?:8X(7Y0
MW'<;^)=W M&6"\\I%%WY\$3B>G1;7IW&V55R=1P!!JDT'96MWS"A^N'I6K\\156 M>&
7:HLO\$&/F/G!+4YE2\$A.@Z:J0E\\%TS)849+%DTWO)6DVIXZVKI:25XP+
MO,OI5ZQ7^(WPV8RY^CH-!/I+?OS3RJX8!@=7@Y2<7D3\$!K/J^FFZ^)! M/):!?
HZ+#.DS?J4V(<'V)7%:-O#GS)W,J0A/-'YE?#;#=#4#U' &/@-' P;0 M7! --
./F*FHX(U3;.T;:-^A'\$C,I/\$%"P\\EOY2:6+F6"8:4 @CX-W*AXD6PP M\\J3C2Y3:-
\\BSKZ/O/;3Y:SPNOF=\\)F M#\\R!(G:/\"KMP5-R.68W!,OCIGCKH\\83ZLGM>;PA=2
&K1_ =9WS#1#9URW-.E M3(!TZ+(I<|W0_3QB-ENH,07O:PV5)H4 5B\$|T'
3\$>GKEYQK;P)3PM|:TO,+ M*U9*4Z=&?Z\$%_H,JWT)AS<(!7,!1/VY%\\|8&&%>-7@<,@*
M^Y&8NFOCQ,%G?5Q#ID)>";SS@ZF,(6|TVPF"\\L;L(G!^<=M2:'T|@196\\NK M4T9A
CSCU6+!?!5HT?K&TY"Z/JSJO3E?EE>N(K\$)|>S (MB:::6A_1,8%T*QJ!#
MB3MD4RX#9?1M.9\$^=,;I4+(FLM\$2^86-.HGFS&4L#-@L_<2 A/JDT|K6EZ9
MHM(FU*0OA46|>92'KBLLN2CN:P6E=UB96:"E67R7)G(\$Q>;45G6PH2JR
ML+J5Z0^TV*|L24H.;|I7&%LBY<(+)|@IFJXD1|@P+OEJL.I8U_&\$7>|YVX+AO
MK|HVXV88A2UFP8001/3"2H&3 2QRH923;.P0.VNG5&)M8VJI9,1AXHZ?:BJM;A=;0?
6@'S|\$8/HYI MIR8)KI,.JL7*C3RF4=_J2. <"VT1F8=@;5M|9) J;4(I-/Q=..AZ?"9R
-.X^+9T9M>/2G4C8 M=U_HJL,I:(+^ZCBJ^GEI87\$3ZE*RQ4K6X2_<7%56/=
|(QMZX:\$M;Y,V':7VU M6*D7(&|8TF46#P9PL3&>%TX+AQ1IZ*JBV-
/YW%3^Z=JG,#MP-'1F=>@,I\$ZG MS7|JYM%L01/&@!X7L-G9C*9I/_E,>"
H.%8I7BA7(W|I?6)Z?:MF_>L5=|#,
M<#G372Q=^1#L<"NODC5<#%TO8P+V^&0_A56)2Z"4ZL5/W2:TJ2MP.XB/"&@F
ML|RB)G3\$U#7;|A-L<'GX6'.QPZ*4R-A9)7Z08OQ(E|"KXAC.\\7+K.
(#UQ8=4%-4=L*W;:NDP/ZZ)1 M 485MFX@CGG_7.|@|F#'|J>G'I20F8)V-
K8HCKR;*>|C08Z"\\I93TF)M0|^>7R2AJPM6A3E=,"S|ZBYN<6S.\\WW%G!.KX|'.LB|^IP>.
N=R7L,MA*R4Q M #_8%S1^XO:).:H^AW:QK*0VH8).|(PS U(R0F6(FC
Y1J@^8D.,+5U\$F M@ EJIX^_J<7#D
B<(.ZRN0"Y%NV_ ;48^E60(9F+A|L.F"V|)S00+0%T1.9\$9
M0C>/|5/%7GR/T8)YUG^FKGW]?\$M=\$.MK'.DS>DPG5*Y2F,%&.8?
*J9ULG?/H#*F9GL*40U,?UI=3 MV 3P8*^YPJT'BT(A(D1*G+Z%%*8&T:2|?:5.|?
S" Q\$>P(2|/(A3^?7091!B M52%\$9 >.)@2(J*.M>#11T0^XL.1^N4-82V>H
22/8)03.PY>'TJ'6|_U(N!U M+ ZXUJFQ_KZ5KC|\\#DT/0<(H/5M MZEG49MX-
YLV TU!A|CK>@WN/|:M?E(_ON M'\$T8QG,F4JS*VKD?S*9UYN%<|L/<-JV^;?%?
FZ6%TFCV9 |/9O/KA?35:\$| <M+|'=|P4T&:^ E-X>K.9'CQ
M|D<8(#Y4C,'0,S#!'O%60IB&R1XQ%?\\PD>LPXN)!14-FZ(PZA*E@"O.>C'8B
MX6BAO!?!A6&?\$2_KBND"8#:D:L)=M# 'C|V67+E>A90^!85-J\$<<\$7PGEI3; M-
^@D9F6AY"44INYY\\\$HM6U"U<\$>_*AZIQ4OX\$6I4\$AQ5@?8P:X'EJLH18Z7C MXH'0K
CJ:./W2H|M9PMIP!=I 7J78G,.55BR|AL_\\<;|UA M%1+|*-#:\$190+IV2Y!)|8G_
EJIW^W*K/%U5*\$T8\$?O2M;F%!|P:4\\X|:(+^ MI6&7N%/8+F SH'SQ@|9;ZGYC>-
.;=P,PGE)U^T9|DYFS:C>G|\\7>B)O2370M M53L3RBUJP,BR)RW<_77%1"
|/S|YN&7R|A,T0S'HJY@0TL:C3=!FM>YNS M%F<3_-
_Y GK;2/EY8_L5|=GNQ=.0ST|FG,L5,&'.QAYK+YCA2/K#@ "CB^8|A| MH-
P)W/^)8!2FSE_#5Y^"TX'EJMC;HZ4|D.^867Q!G4K.
M"PM|+=)Q,)8NOOZ/8P/KN'+1HMZ&.Z8TA4!=5J;"C1EF!M/L':C(!QL/M>.R M)7=-
B^MOF\$5:%9VK|\$F"J MX<0;PR|R.EU0\$2RP-+.!CLJ\$R2%|@B+"HKG@_-
F;9J6A:YE*3J,H@U'B_@2DL80:A9 M3NW T=B+P5:P_P|"*:50H|S7|)(=<> 949?H^ -
K3Z?,|@=36*U |CQ8?-@ MFI!H8GY%)^ U/K?'@F|L-1TG|&5/))H;M_A2V=Z862NW
M/./= 26:.CMIPA?>5=BDUV)A0L>(O BZS=!F*1,TQ|J.B^;D=NC*F4L7^J.M MG,(FU\$-
UI:I!5/F%#S1Q5 N;ZG%8.^ F2TUG+;KDF!L2UAHP*B)K6K=ZC-Z MT7K'7L>>7-S#-
K*JDS)5W 0;_=[OH?N'3T! \\L6&>8ABV;WFQ7KL'M7A7&| MUS\\HLP-#\$|I#S5:PD
E=KET!ZWXP3<\$|;D*J)Q\\LH3*A1 M1"\$S|_Y);U6'L3%?+#+=G0(O\$Z *.SX
M.+1X|;XE-R/BE9+'7-Y Q%%6T:EO7MQ56UCJUQ*+VYGO"Y\\NM|J?-(I:#+
M%)0VP/=?M\$6*+D.J/9)F>5&/APGS4|WM|&;J9OUEDKWQ-W5SWIKCU.!QD:C1
M2#I.1|HX+Q1V!|W9"V?72IP*)Z,OH|.|"I9XW|8EIL!PT+XDEC+!38NIS>* MK-#
<"TJ:T-.+QJ8Q6_K|X'2&V&PWP!4P,:>S?/+LV1J22:X=/%.NRX)F9;. MA-H5W%G
U(IUG.6UV9A0|R >OM);<|E%#1A=UJ\$Q,N6,\$.Y(&C MHQ-
Z4NVP@&K\$|J|SODB'VQ1V^ +F/)|@ "O2KI*C1\$)|@RB-VPI/>Y|(Q8<*FY> M*.

*\NHA9\T;8^Z#BHD\$8\$/WN\$J%8*O'=\K2/Q\>M!&^@^L5+/0!?5CKWW.A
MI!6\$0\$^6"WBT.IJ 9 'D&1HQ\$5Q"%7U!(/FWO-./!/*6/F55.1Q6 MP\50) \$7\OC #G;%3,!
(JAEQ\PN;@ "G>8)7A;->T;1X<05U+UY6/N/(.KUMC M#+U<^2.\0\ (U"?1W86EHORZ,0!
(DP-:1F6 !\2?4\$'KC'+\."K9WMJ82!VIQ>I;0OG=CK)G2T8I2Y MUV=ET9KI@F:>535;|>
;U=0:YTYN61/L+N\$/ BJQYP>9|.3*KN66T;UTK86 MI92*ER*>LJ;4VU.36:6';
<_0U/UE\Z?+T,56,2E"87D3K+@K\,JD;I8Q0>04 M-;|>|WT"3J>P853!Q'/NJL!
MKO,\$Z:A,,/JHV0+#Y8)[GG2?U7&'=IF3"? "(0EH= E#4A-#J85F"QNZK(6
MMABS/4R\(\$&0AZ <.GE1ZAE(G;%4.AK;!WC+6/9;\$, ^\3AJ&KY91O:,,YJ#I\$ ML.J/ MO"
("W/"U*#XA\J8J6@,"&X=5?9\$[4G:"\],^G4.G>999=F.EYB@;M+' MB.-
+^=10EXL)4T7Z!0%8@MX)GSN;B7'6\3Z57R+0\GGQD\|@#F#31TA:CZ9E@YC0E6O(I)/
%^.JRSJ(C.S_\$&7\$042S5Q4Z\,67AXJ(*. ML0E;QU1T8/.)>T7=*,?;
H'GJ1\7^T^2(8>+M;1X?V6\W\$GDF3B3:WK D#0H_! MJI1M1E*MC\7#'HO/X32G@
%V.PR*U*,?-4/?0%F\\$:Y,WH6C"=:2=)\8
M_TS2I!H%ZY/HK8[XPI)@N\PZM!U#\$\JCRB7YJJWOV5^95.?"ZT?)L,O!5'M*
M79O/BWN7?CZ%YO"L.:RO?OGNWU!+ P04 ",COU8D/)X!@D "57P\$ M% &EN;BTR,#
(T,#8S,%\C86PN>&ULW7U;=U/+L>Y\?@5GG=?3H>^7C"1\ M&#
KC\$ \$P!TRR\Z11W5T-.I\$E(LD&J\ U5,V^&Y=>LH3'A8+RV+.ZJZOZ\9U M^?- ?
3V9/#G#^6(F_E- '%_ML3G*99'D\ _N6W#\ D !
M\W\^ _DGXHH3BBH\$)FNDH(XLR>R8*! />8PK8/70RGO\|3_6/" M\0LN;+KH?
M_+;I^7RIY^>/OWRYGDG/U\.;OYU _>N-[W\1W;=%".%I
M\|007UV,; _LB/58\ _>^ _OWZ?/N\$)L/%TL81IJB\8C/^TZ#Y\4NP\';\0;J> MW/F-^A.
I^!JK'S\$AF1) _+K(O_WU#T^>K+9C\IO@.RQ\ZO\ O'MUY96+3Y_G M.%
I^,?/9ICN40OXVG4U;9S:WBE9; O<9#G_Z@-\\$DG4ZZ\7E-/Y\ _NE+7
MEG3\ND3Z%ZNMNGCY9):N?&E2&36;7 _S+"42<=)^.3A?L(\#GT>LQQ/%DO!SC
M8L1+?@!0IU=: _J@A:THHZS!1:Q8^ _YLY_677R* MD^7BXL-
N7\|LO>7UJTW7YY42)F#;(4YK*D,QJ= M8>!B8'3V>(R>UF?5 P"X_PU7Z;[\\$ _H-
Y>C*;9YR3L@N1<3JU>! _-T M Q=7S\CY-
YXN3D\NF>R\1)/+OY\F<|.VG!S.6N^ERNVT0*VY>OW-60E2\ETL)&\$J@S.
RBP1F99H#5\$+|U_ '5\+GX37.^|O, PX? M?<8YK7CZ\362*KA8U\<1:%*O"H&5Y
/!\#0J+7%L&0=F<7 G>\,;OH.4=?BN M?C*^M\CU9A @H3,\IG2X7;^\$;Q D^/YW/R5(C&?
1F-DVK'T;>!\9D \\$.!1)B(M@OD<:,7"0(<-'W>& YKD+4.-/1!\HW6W&@&D_?+6?
KWJ\F\$=G5Q^)\3@NNK M:9J<5I/ \6S>[?IR.1 _TV6E^WA6Z9U-E\2)\,2/KZ9+G.-
B.8I>T/YZLMN\ M(=I=)#T6O&,&M!#% "^EM6!I0WG\ _1MAD3Y:ZQC(2!
(_*6!1\$X@"6F10U% @ M>M^+(=E0CX"QZ^=O1S8U.VY_ 'T\G\|VX#SA>EP=F0N6-
!"5J4HN5!2H)G<"5 M K8(V1@LUV8D@DV *CLQ*)VZGNQ(=U))1RK@C!T)1,
("7\[(81@F(K:R6)* MC\$*WUM#=#F|M:H.J=

(*AP5V3Q\9\KPW#A@6#TQ:XUDHQ;\$4BC.%-*DQV*L=
M>HV@(4G++3A_OR&ZR^8WP_,.DGS<5IB?@Z+3V3XU/_5\$WX&\$S)^R+IR4JM2
M0WHN<::+H_4FLIDA(5>!\N8V-(\$33D 1C U0T94\$S8+R=XV<8Y\,OGVNL
M\B)&8XDF3""?GV?LL"+0\&H5*)='E+J/GB\$YK0T T6SK=P9#
MC9*|P(+D".7GL\5R\8;DE\$21DR5_RTE)\|62*Y'QV+PI-N\<*I<8_ZM<<;K MSQV2>
|D#\$W?>LG;!\IDNHX9B2M1I8@NAH)028H K\J)5P@;H;16\N=3S-|
MUNZZL\N>.%@^A_G\&YD7_X#)*8Z,4R%;7YA-9\$5H :+Z4"0X3.##%U70
MV<8\7XNP==!@?QXTM&=&\$\|>I8_5N\|B.CLWI-9V1FU\$MADD>'7\|JMP_3 MC&?
MMKYY,/H=)B3DDNM>M17/"FC9M-#0K3N3HD*;F"l.\%3(1Y>M!<>MA*P#"3\|
M2+3;L.91C*/R8KSX/%O Y?Y\|3S\X@.?.5J#-^/I*>9SEW4V'2ETO"AG6>#%
M,PVDY("8<' +C,'X)*+H>2Q\$9GK8";\1)CIF5'M\JY)AAVJ<B+3: ^1ZO
MKD8E6UJ\$3"S3+A\$D:6FQ)& FV1@2+T1>:P0\=/6R541DY=9UCUZ9=
%,8CYAH;4FQU5KO^H6,H84)MV1^[? \$0G::\(:!TB6,IY@/83XE MT;L@;7YZ4K<9,
|G\XS2FTZ8Y(F3%HBW5RT^>04%DQ@OI73 1I&E*P MM#\$V&K.DG765|
|CN!DS>PCB_FCZ'S^,E3\$;!\2_ %H:(FM:."REF'1AW G(D M%TIB:FU!W4*D *FC4'18O-
;^E<7B.R"1L\|G)Y_G^ FGB_\$9DADW.\'7LT4- M\$1Z58_@ZXB4F)\EC1"PP75
R4(Z4=LZ6HXE:\M#>|\J\$Q""%:5LCIT=FM00\ MS4Y.9M-+RE 7!<%QRU#0NTG
<;+N.+ "51N2\|\$-H'N6\1L.OPKN-;,'3=K=S
MKGYNQU,\VTY,\9Q'75A7'/J\I&W%\FA8%:AM-8ZE51KS?(030W7//+":&DD
M9TDK7ZM/9#UDD0Y> >^508VMKON'G_ :^Q)N>));GE3X3;N(J5U=<^[T,9'
MG*9*\$+TU%K+ZF1,D:'4.B85*GS!&T@)EX+PUQ.\A9TA6=:^8:,62AGY81CSI
MHJ>WYIBMUGQQ^7)P4D.NH^AYL9 Y"U"#8D5%F.PA&NHT74I@FOMIF\#YY#.

M\EY1U3L3AY:'+'7GQ@=<[G6P,TR(4YBT6YI)#D4TTZ-U/D(<[F*3_II\!\$9? M ^F?GUI?
X]T<[OZT/=+^K.3Y;/R_ ;Y@|6\$*M\$SZ|56ZMJ|8?>@U?=60;K2|
M1E6E'Z9YO%CAXD<@JKJ)WT/RQ[-S)^(3D#>Y M@S6(S3R&+DP9C(3/ DQF2V M-
82)S!B34:\$CA=HZB7@'YX\ TY7M^1D6 @=M(B> MC,|JWR49%J"5887,BIREYF[H-
W0'6JTC<%_ QN38%JS|PFF2|OF-H,|C|. "PO:==6COLI|[(ZS)VI)|S0XL MK6UVE9;S I
1UAM* ,YXT41.-I9!). 2RA*-BUS@|:S@\$|DS_ M992:P)K&WUW'CI|R>T;>2=*S
M7++B"C+-8V*1>TE_.(V""'+(K?W)>|@9E /9!AS73T K9K2MA;I|K;6P4FE
MEKI;714T|U)ZIK+C/" Z#:USF^^G:\$ABMA^(-.1(0YOYHE)C1)2Z.IF0^
MT%)/QXM/E;RCTG42*|GYE,BI#Q(U)"N;?I! M25N^#"KP:&PRVH-@O-: #:4(V
YX|L\$)H40"E?QC!1ZW,#^OD+'6'5K./N:B
MF).UX98F1\QG:UFVNG!9>\$BQM;3=F,A!&'&!/;H;#D^O+'Z4L|G*.5@<3+K'
M8CZ>O87Y>Z=#&"(+*HP0174F(Z8ZHY")YY3QNF5\$"! MK:-
\$UVG8V=;""=D)D^X"60|K9%|VNNS'TZ|!# !*!:#(2LPA%"|CH62&PD
M\$80WO/42'R!I2!'6G1!OP|QJR(JFF#|JO|FW27S>YR?C1,NWM.I'05KI8Y. ML"*U)
-2)R+%6Y:"RB4\$&Y/V/:#_ =FJ&(')|044C|C1,!H7)X.)>MW717:+I
MU71Q.J^=Y\$<>96_ GLI-QG9+QUOW71NZX?
V&>INPO9==;B8/7N#G.;:Q:HM)=9W4S,W_ 6;5% M*\$9Q12X_ R2;GF#9>,J^-
HR6K5(573KYUH=0|Y RI9JJI/&C%@F:8>':Z&\$|Q ML2 |XZG*[K2?TX)P/60|I
K^.NV8"240R"O@RF23DS'00;XV3>6"N\$|")P
MWCKPL#YU0VJ:U10Q/3&H_ ="&2QD"TB2+G!8HL@KU|9D!!D,FCTS&NQRS;%WJ
M_V!^QS;FTQE.3XE|UO!LJ@W/8TV*2|0+|X|) |J5T|? MM(VVV-
^(@02(UM'03;U"RZ#40.1@'J75RZ;T\$# @|1:F" F!&YU13.I!Y|O\$(|-R&K&V.UQN:/&8(?)
%BYM-DY%7@I MM&TU)5B:R*
\$3WN78RK."VP>T|Q;+NWC://A8/UF9L,P<-0XR9P(/5=YSW"*
M9;P<>4M6N0^1<0BRCDR2)#4=9U* # &BI8WJ!=0W2!F\$P3%T1.
|&P\$>"^41|6KHFNMY@ZHP"P|M|19#ZA &\$ \$ M9LYA#RWI
MHV"L)PZV;5UIV@5(H/7WC(39"2">(UFUO)641S8B+Y|?N::VJ_I2M=*9005
MDO=D=%L0F2NM@::!K9!<[;NX|1MUXV(
M+)V08F;%URPMD9"%S"53.7AG2RZB|/&D|M5_ :G^I5'N':N|<'RQTK10|9:R- MWFIX7
A)>E4F,JXT9&T%Q-C:.NX5NMLX\$|.R2J<9Z:"XYJ3|7;&B.C.1U?&V
M+.K:JJ*H!*EUH>Z/MP_!O1P"RFZZ"50QIZT3<(?A6J>109S,OOP-|T>|N(/:
(>@210FM(QHMZ?) MU,3>,?IH&'G_ :M |T:KHJ MSJU-6=.2_ -7N
D+PVBT#"K/1\$DH#U'DLY!\$|(U.25D?7/+ -R?>IVUL+PK=OX MXUF7E#;'-|,E7IKA-
@H./0\$?F0!=5Y|,||\$BH_ ,@5/3*%=,ZS_ PAF@;EX/4\$ MI!O:N"6?
FN1;7*YC_ QL1,SD?"\$DKK<,?KPSJ2CX:*ZIX!Q^81EX;PR@BSG*E MI-1""?Z O-KPE8,
(| ^X)(WURH|W=P3F 7|FYS-K7T':GIVMY/X(54S@C@/ @ MO"*:ZKPKBY;EF+,IY-
3QYO|0_ 10-(G;|2\$*F 8|:WCG-\$F+N4DK>PP2/"GV2 M3^N"|3S5S-";F,)
IF4TP>GF*N|J@;5HF)/&G+JN:B MY|ONK)<=.\$|CF/PH|QJ1X-,6%# 9\$Z>5N^J"
(\$E%D=6-#)A-,J^S7US.87C;+T'FT0GL6G'5,9TEF&4)BI(Y\$,:! MVM:S?3:C<\$AU-
X|DIQJRL%U7P|NWXGL.JZ6MD!Q *5.8#%B83ERP8- QY=\$X
M(0ODT|IBZU/7,\$JL@BPF!*PIY+1.1;K#&Y68,8%.>Y;:RM;3 X<9)>X)&_ <\$ M@#?
9^C;)_ +-IHB5>! E74;V1\$2|:G)%EZVIO%,%9\$ \$DSU)"L-E#D|59DMR?B
MW_ ;PG|A; 7A-CN|QOYTEGO-@XE, "(B,Z"!AG N21!:%9'-!3*V|PR8|Z|I;
M06PM\$MIRJF6>_ AQA@2|PI?|7TX.4NOSR2V|) " :\$!FH7\$,?6C/0"5G"K*VW
M.:!O7=.Z#EV#ZJ&P)Q@UY|=>.BQXC)!-M Q2';&L+#+*PFKP/Q:U0LG9R;=T(M|R?IL+
GV+1B3KOI>77HQC/H;K-:H')BA8.TCNA38VODF^21:U8R8G9K\$/. MQA?5?
%SM|93|!+Y=:XPT8\$D3 _.:QC'&)8GD4*Y12*V+J?.B,E.Y)*55M |6 M*2;=I26/^T742;-
|WD|QNACI8""3X|2R4LAT#+1(@;\$VF0M1":6L;2T8|J=H
M';3X7P0M/?"H&6XNJ|*C|G(|A6FB%: ^ZPB09,64=F5TER-2V0H1>)|L#5Z>XY
MF=@Z,'T?/>M@)OQ:2J49>_ :@|;R%;YWY+'DNO!93H,':33X:%E%&4GO:"&F+
M#++U|,T'B5HKB,9_ +>RTY53SB2&K&-#EKO7102Z*)%|QA&)MZ@0"JRV+6D!0 M&I-
O7MQ^)S%K >:Q4WU:(Z8-: H5-?-3S%?G57=4?|^*2|C2|R(Z&1BW-42 M0D7;\$
+!/6L)J6 I);> ^G|B5YK5PM|TH70N)OUJ8>0|,;>+D MUXCW|1RF""^BNCE?V8(CD>/+J-
A171^O%0"YH*G06!"^ (D//UBN1;'?S;GKT6
M&!XYJ:BE<| S_K8K_Z*5UO|. _W,Z/H,)=J'J.IDWU>:=| N"XM4/+GWS+<|' MLWP3U.?
%\$H=?TR>8?L1WL,3#4C M1^1L>I0Z,Y=XG=W+R?_ \$ JPHRYTWM,3F M2=?
|7>\$>TR-|)\$_ >\$%3(=_?3P MW)7|?U| M<;-YN<2-FP|K"R?NDP@@=XY,J="_
=U?.J@P800^NN25|]RT_0|9F?P#:@2|- M9U-I_@'HFOEGT&K0CC22-

J212G\$L2B]9UB:1-E+.Q/9#%J[2\#.D9+9&Q4Y]
MZ*4JIC9^[MH^U([/18.#4L:3,=DNBU'!D(ABX6#J2,#) DTX30#7C.,R6P1
MV\$,. _SJD_03U>LT%2@],ZP51KQ:+TSIQ[1SAPJGH U?,UP:HY-(G%@TO+/E< MM
B8:=-[!-%5:GZ"/,P^<:,#:#WHP6+Y;5I?:68X*P58DKUD=:4%&5,T\$ ^Z9 MD9J6##X3P?
V:Q)73*D0M== MU3KF:I*7QMIAS&%FTJ.MRD7N>&L7:0VR-DSH_ "4\$3&MN-8?
1^5S(X)DQ?/WG M>/FI-N6FY;^ ^H<-#:#!@<:,!Z,J%7JA04RSYF-
9+P(XV+)K=/VMJ5UTS30
M7PIQ03)V&/D.HUI059Q4+&9P=6*39S'5L:."DP3G'B&T+K7#=#UO^>O./P_?'S]I
<_S^U9071R] ^?_7F]I?OCMX>OCO^UYO#X_?I M\$^;3"<[*CXZ!M1XJ?ZQM>
[_W# 'R!2QA/%E<)7JNO;-OW- ^@XV^.&-!@I=O5% MWW[00&:)X=?S^ _ :P;%KWXC
4SS2\$&)PN3"O">\$9HR">:<-*QQ\ "606J/00 MFI9]=ZN.H=?>3:=IMKA[P=Z%5+-AF#
(ID@WD+ OUKBOYD(WTPGBSSIRUK0D8 M@D+= "UKN:BG:'[L:55M?-(7/0?
0%K7=1>9#2ZOU1.(BK\+V#/M,2W MI_/TB9S)MV00X1[4^?I\$[%G:[DU#11[5Y/2=:J
<59@?SY8P616JG/>TS*-_@ MLE+) \$-HAUP:6M1&S L-
.,@91#T2Z'O(9L6>-5NPC7ZX]_>3J?CI>G M.H0T\UCH1T7!F""O)HN8?IQ""?GC<+)9-
Q+ ".+.M^XW\+ #>XAN-OKGE==|M
MYM]GL_QE/)F,LG:%6P)/=**VP8F%Q90(MCZ[K%/BN;1.K%^'KMW+Q:^^X_?Y
M;+&XN7I?I("R)*MJZ[9;U%8RQSGF?1G(=K;MRQ8A[(A6#J]X>AF&7AS9C4+
M] +|I\$FCO9>I, P=21J\A|2B+KPH4UK: ^% M-J=R\$-&\$O2&L9RXV['*QUDEP/O 85"
(S/W>MJ\$KM7>:8"# \$GJ:1VO'4MZ39B MJ^EIZUXXBEI'\$Q"9+)% 8 T00P+Y.S+3THN-
MK3N=O4034,6U0WPL\%1VIQ% M#0].QG(W93>W(/JBC)><98! [A5WS%O!61\$.G+
(BJQZ.T&8T#L'UW2.P>F7A MQR?EZ\$-D;6(#MV'B7IRNVT3 "8SK[L.M;+L@ M_E7:1P6-
06,%LQ:)<\$R2A6@#BS&1D\$3A4FRMX!N0/22=/Q@L[L]@)@'RNXFN
M=*9K#F0W@;P2^G)V.A_EZ&(DTX@5:1,9Q5XS7]-\P4KDJ&6XT:[AUG#Y#B0, M(7C>
(I+VR:!'DG.=2"9PX,BE B@)]:H+ ^Z.NJ>+6,L6U\$8[S8FSK9CU;DCJD
M:NO!R+/M&/F(J.M.B,%HA790VZJ1;V=DUS _D%^?@Y6.X36Y;7:43JD2NU! M86YC-
CX2Y-Z0FW;|!2=G^/?9=/FI# @%52@C0#"2G8Y)J*VP5;)M*\$L')6 =W
M/BKTKE,|I(\$|@X'@3FSM,X#SXO#9I5!#[6^P?=SE[FL26BC*,?KV?3C M,I4'?
VJ"ZGZ)!-4J;&@C7Y45# M+C2675!0.UY|\$)@|D
M_ \$F9ZQD3=9*"22R[DB4YH<*EUNO?E,8AA>B;8>FZ(.R5<'I M'S.):N_LO\|R=#
|>K91YO>/5-U_ ,=|VT;+DQ2F.P\$7(M"*YV(O9DR062*0I|+:7/!;(R6C3W\|D;6?)=|=|
|/DSS>-'-ZZM3AQ)|]1S\ M @DE,9(M&VN6232>A:(3LSK[(D26/,1];LA=A
Y)1?: "MAN2K'=VMAO">#N1 M(ZD+AY@=\$Q'G;8HVDV E_] ? 3C|:0,2??
M!3TM6/+HNFEXD^M)V M(|\$W?7=|\$?O6>,X64P(J9DLJ-8W0,\BQEMP5I8371>G6B2)|:
[RN2G _=UR|
M!I=*N8QDY465;1U\$8)FWWK(L3\$F"QZ+L.I7*6[W\I]1@FZ#GJ:VWEN2A!(
EF*YEV7K+ E65C#0= _NS/V4<3>*K,B M28W!>>;K-87FHHYVYX4AN1:.A+/ES?._=
Z5Q2.E8PP'=MDQ|' W[93;2,H3@ M F>%&R S@#8C&*Y9Y-Y(CB%J^U@FZP8Y]?
O*P1H4>C4HY.W\$U#Y#'8?_ |.KXW\|WA_ M^+.YT=_?'KYY?W#\ZNC-
A^DL_L\|21,IO#9/)FUC6(MPWSP!>9YA^N ?
NEI\$%;9XX8U"L8\UV'(W+ ',=8G*>G2V=4.QW:D>5 EKO|!L>'RW8?DC
M'. "5E+\$N@ZUV?'%0>PE)K\$[C^?
H[RVMQ=+I<+&%;6W^ .8HBDV0RRDDTBIS86.A4AL2B= M2!X33\WKL3^=J=BW|A?
BX.EBMQLN+A?3[Z8I2#D=G1)B7EB9.A M !FJWK/ 0\HVI*:5Q7L3O60_)
^47FSZ^U>^=WWR;VQ.><>\$TJCI%9UYAN1 M6\$BX0""*HT09L)0<=&M(;D3@D-
3\$/M'7'Q>;Q*C7.AS=QHS/<-5>X* @<+&BG M:P!U2HM:T'X?
E>_),=7HFM*GG|:./TS'='9[G1H@4V\$B=:6TX!EH*9A-"#X) MLL#2.E,?
>R=T2!OR*GYG50B?NE5G>?)5[R2W.+|FY|>C=+%.0ZG/|T< M(TPQ_ 1'?
KYI^EG.D_1^-_]+ _"3^|&,"VC|3EC_S|I9R|'7[Z/^Y|^3W^2
M7.K%KRU^.OZ;=DIXK3,+ #A/3*7GF8S%,@40/:" ^7|^_4WXHH3BBH\$)FNDH
M(XLR>R8*! />8PHX^J|!?!_B/O|4_(DSP)UK><#+[Z|_IY?-T^N5O/_\QQ|_ M_/5;'
^_AI ^EERKGY> /9?+G _IV|W?_T/-?EN\$ \$Z>_?3J5R?|9;|(RM^ M_J_?
WGQ(G_ \$<6'XF<(P73^ _I^G5_ P)AKS\ _R|*N3_M\FLW_ 9I1@.B/H
MP27|M/(WZM_8XM=8_183DBGQUV^3_)= _Y>??II+#L9I/!K@>RP_77[Y^_O3
M^TC|P^G/N7_ ^|^7O_ R# 2&>?<+T^Q?|M|_| ^N=?!KCXWNJS6,8"%X-
IO|3W/[LIWM\$Y M] %L*^-Y'-T [^R|VCN<1QRVAWOK<&S@7(.|BK|!Y^?QEC/WI7|/H_ .
<9NI>C MKYN@Z@ ^'K&ZEW"H^>_K|W|UX*M';'_;KCO&&_GKYC^LCMGX^?IOB,.-
|@UA| M_ "4;OW2H&Y/HZM_.8"(@|EW>QG|O=?#:7_Z_718SP2XQ(2G4SR?|!"A*D%E

M1GLX;?U9(@-G./.@8D GG3'^/B.3!<,33']-/KZ,SWEYRJ0^L5,,G-.UCY/
M+JX]5M3'R4>(^P%ZP-'J9CTMC!M'!U,7DJFM8DZ9R^T%/LO8O&XV|BOB3X9
M+U9PJ>M;;=EE/#IOSMATU\$)D(?Q4O|B5\ (L)^P3PI?=A2N9. ;"7 YA,SLJ'Z2C/
MX^1;?|+3P 4:0!8BB4.3')C7"\$QAM#9F+;4H:Q2@P"3. ^+E\TEP+<#"=++YS
MK0X/@FFH'FM.SR7JLANWHRYDO\$QC|B3_)IY7L|U^(T2].V=X(;OHVE(^TH#
MY)KTQG2-.I'U8;0 O-5%I**0_)*BG,,K TL1NDD1NUHGWRf|-RYQZ1_&U\$ MW
7IH_/ST7 &Z+>9>=:;T% 5;H,4+-'A1B=9X%6C M\$U-0\$#DZBTJW/N%7PWGVW+
<2=0=O^QS:+TNA<9N\R=(P'>H?0*@"N, <2N/(MIA5%M=[KU]
Y\$BW87|3WM4#NXJPM IP?Z7=[+DF'Z 6SV@#37' &(CDEFG2@F
M0@DQK'OQ'_;M;C|M<(QVY.3M++J&V_E-'/?!8RG.!Y|?X]?1N-I3P690!ED
M*8A,ADE)S'M'=@I\$4"XY\$=RZ@WMS-N||^&B(W4>@#3?Kfy#>T2XRRJ'^^169
MH[V0-69!MB9'039\$A\$ +U(I9+.B?^V@L|B8,WWKLT?"[NS"[VH3'0-Y(7>2E
MQ@\$=#-X(8(84C\$Z'Z%D4P;.0);D8I6!22V*XNVS(=YY|-!SO)=+|-*N| ZG? M?^D\A.W%
[-P/,=ILG:13HGA&=IIEP+ED(EH1K\$ +/C4("%\ |=G3NI<(|I.I M|Z?
S/7|J3Z:D9=.W<(X|;0T= _G3PEQPL+2S2P@H()KP0P007;50-*+W|U".A M=0|1WJ?
6|\$_Mz3"-QK1IS!8Y"P"|'%T,I^/O+T<9>ZK0HC 7Q@MAG%E\|D=QX
MIFW13GN;@VB3S5D#XDB(;R?H^WI@|I|>#C_#M--
-9TB_|>6""Y=X30Y0@"FC3^._ACVLC:% MW';!(&-
@&A)GP2JR|U,JG"ITMJ,UI8\7S_XN%C>4:!!+@B1|1<)N89K9\$6?C
M=^/1U_XP88|CS+)8R8H*AA9*:PQ&9Q:-X> 4DH&9VS%|Y^G'1?<^HEW"^5Z1 ML5O
WHTF4QC|I_Z7F>%H3:#EZDBPZG:32R)8PC!EO7'>%V&";,?XK6|
<""U"61P5CDVLSTP_S>?-JS M9W1GT2WA<*|P6"Wo'KS|/!HN8CBE%,-T"PI| 2&'+P0-
+)(.X?-*:BT-M_|M,(|WG_CLN=Q+A\$OXW"L.|@'3Q9A62,;ZQ_YT@+THD^?!.Y:S(1-
JL@?"4G& M@,* (Q@9KXEY|WGWBL^=S+Q\$NX7.OX-?',=3L|^ ^G|?
1H*SfYIR4B+NM"RR DW@?RRN%_(ME3GSVI>XMR";<-(E00+|9C'\$|GB:VJ
M=&267TS(|-<*T=[AW"1:4]+C0B692A.ZZB2-BV"5,N?_NRY:B:;)9PWB%6=
M#J4D:K34T6J%MHL?_J1<-Y MM\$LX;Q"UJNG.\4MRN3^-QM|IT7*I\$
+C0ENF75;,1TZ6/.A11+YIZ)I,E8R)PVEQ)H@588H3*@ M"2U"D;<>>B3\$|B|(
<0V"\$>|/L?Q)SHV?AV/_IA^?CDZ_P+#|IU@P962/5D, M=2?)P3"0j%B1N?#
L_=ROW*M-0|_ \$J+W%^P2PO>*2%TJX&<<#|9P1'2&'&_% M4@XU!&X=B|F1E:
D60A.@S0M:D!N/O-(Z-U9C\$M8;5"J=>/6QH?/.,;)V<6T M=C:H'EX/.,!:#56"R*#\$/H87(!5-
2<'+:R3QP+?()ZS <">O-Q+Q\$ "QI4>+TD M*W, @|
AQF_ \$|_W?,F90Y1,A%QCIUHRR\$(S"3(J6C'P/7WHI8|I%J|W\$.82
M>O<*=%U: ^+ _T)PD&_PMA?%4*(6.*2-3/M8E6CI/>"1|PJC(.8#7:; ^ZS%5/ M?O8D-
Q'I\$|I|WBH0M:H&O4?U"WYGT#" \$BAUTR%)%TS|G O.6*68|J2*X%WS_
MN.+!SY|E%@)=00)>(;'F.:E_7-40420A"@L8(FTQ4C.HH7,I OZ.X(M\$O?S
MJU8^ ^LB(WE6H2ZC>*Q)V0I#R#-8 /O7(GPNVEH|Y7^|MT(-9=,(ST(1%2!.\$
M@+WHO?6X9T_I|L);0N-E<.M??[XC#8+YCYV| I%L)O@IB\FHT\$ _U|9K+V!0
M^XF1>X#3R6T|&|8,>O!#6_03V@|YGLV&|G4FN-8-!"R>(V?B(T@F8A M!|2: |+
|NN:5V*M%RQ6*9AUH+ANM.\$AD|UO&Z12I|54<|ZGF1KF5@FP*J|W%^/1|;\$FDK8Z"!*,
MW8NH!<\$:-R3:1M":46S":(?MB'15G0|W)-F%UD?J"&15,X)"PP5;8|:%,V|
MDI8ELF1T|=:02NL-X,DW)&I,_C8B|JQ%R?+N*G4S501/?5&-
=NPM46CFFU\$W5F|HN7=4SR/05DCF8"!D,B\$OZB362\)|IV@/A0\HEL A(.NE39&"+
M8U;1|JBU32*V|E|T&|AN6|L'.PAT(8O.;GKO3>C7|.Z|8C,GUKR.,K3J9U
MH6|Q^OI;&ES49-#OY"Y_Q0'|2GX#P|P32N1L"*5VBOX(I5:QI10@#19!&'@
MSOY_+S*PZ|/3_T^7(T.*.@.WON*X>0K| ?5P_EE-'XU!U=1|)!% UYSED6L
MQ1Z9_)UZL5 GT,X*(6DC;+P)K('S+-6BM9@;=L>YOCB
MR^GP4EWINS7TT!|>8#XCM9Z%2GNE|"QKN9Z 6A4"M397*#*&R0TV.G"?56O? M8
>8SUICNJ:E80.>*VL))I|/AKG^Y_5_7_2_PH#4>W(R?0GC|7<"_1|PN, >MY" !-
(FBA%S3TF1 >0P,N8%@N2M%-V|TNPF9ZTM|47?L*// N1|. @|'_33% MO!QN+
|L294'%M\$+'M/6,,^0 M|ESO7 M|-,;A F^KZ-|SLKO\$YR)H"
<%K!0|P'4W4Q|R7SBP%PH"8*,KO!U-9V|:,-: M0,|:%=J)NF\$?
H*MUIE2;\$DW>8T+233*1R&+N%5U|T4!AJA:<:ET3J-\$Y)I5W
M|#,5PET79'\C8QF09|W|_JMV %H >K=&+|/_|^|J4F=6E?.IM^QO%\U3WI M0-
QQ9ESIE1LOIK#EIE,NLB|H/^UIGT=GF?-?C-!-VP.5#WE5YCR712 M%3)Y"=XE5X^?
>A57UQJVVK\$|Z9*UR,|=;:B|--QP|W.?)7E|"ZAA?Y^KX^.&
MW@1I5.TJQ+BP!\$5EQ2+7R#AYKI"UR5*T-N"/Y7W<58PMN_G<7E;/>!N#-XF)
M'.@HX,JS6)L*)8@!.#<.0^L@SQ\$0N8/P6G;GN0HK|2'V|I.92;2YS|OGT<# M^O!)M?

*GWZ_6&D-2)B)I%P8R\#C/+ \$B/+ "=36\%Y+GUKSVI3;,\ ^TM\)"5V\$
M>F_@7\$!2:*1T*C,D1:9-2_,+P=1^@5R(B:@?8CW/HS#JT WG*U1C%T\$WH4.
MC(:?/N+X_!7&:<|Z'93CG)'J9Z:%(,=?D^:CM2I%B3|ZUE""?S+BT*TK|T=#=-
EJX4D>\$6"-I< M"JU?ZZ-@>%|9=I,J5>U^|RD6J2OIQE=S_A,%5HSECI2J"S!5Q-UJC9*
|2 M./1*"^"BNN&U>PZ*(%G",UUUL1T,\$) YZ."CR?1>_I6""D)#SZW4^SODHX
MFVF#7==G?;=LZO8XCU2; M.J>L@P*.^Z*X*CA5YNU\$2G3Z:@?
+Z9U71J'RU=V'6#+4FEC'),ATDM3C&?@ MJP54@"L;P(KB6ED!\C8OIX&G,_I7DP
MNCL(TJR&ORC+2CH\$LB NB1DE"J&-O@5|HXJSC!G-PLK5UMP3&X;7JH%2N5:/M
M>>CB#MYUKZ8YGBA0^9I8BK7=A_8U'U&+Q*-"815XD7GKI,U=##_T5K,7(5W\$
M^7*>"1\&|Z"?3XK81;09ZJ)4^8Z5R35R(F9LA>=+H(S_VZKEDI/
MQ?:60_FAU:4%/1T8|2MXP'-\,YK4(L.S
M\A&^|8SER;HZ#')VMSV;&MURR"SMIP9+BEZVMMJWA/AC:UF"='92\STE 6-^
M#>,AB6)R_XK(B|UR961(1=P@04M>9T.;5CDKK L-0G\$!JUR:_/G850_M(XU
M)JV#8.E|8?7H|(4B)=!IK&B902 +M3^QCCIX(25FU?H4O(_BAU:./4GIH+#| MM_YP-%
|TGZ=E|F1)OKA,AR_W@ND.;8G11J:BXUP77VQL?:'|+H8?6D7V(J2#
M2O0VHNEE&PJ(Y&G|J^5C*=4YRI"8RYX\1U&","V|931!_D,KXR.0W|".?M.0
M<<_.AHV*X;UDK%&B,P;#0R<-HA48(%(83CSDOA MVMNG'7>.I)W-%%>;I#IR
'0J9.CY;%A)6A1O3!9KQS\$|Z|Z1V_#Y0.?(;<3X M| #M'RB!B5&3D)PZ:EB3)2;AZXBZP/I
7.EY P,67)MM%:D\$%L+#EV\$&,*71I)_O)=XYL M3?X6(CYPYT@3K,T)(TNJD(W+H79
= 6"L54Y63HQ;>LK14^|<^16;&W1.7(; M41^X."Y:'PJ:(7L2|T_W M<28Z(*"#S>
(VRGF1S|G%|/-HW\GYIXO,LHZNB@F6|NJ9L+)51W^+*Q\$3B|.
M|QJ&|8B.3"WV\$GCGN|:K_M=^QF%^3Q(@A4TD!/B\$O7H'/|=FF%(;Q33&S "S
M8|%)0UL>+SQWT KF05Q'IAH-A-|!L=,R|3V=3"Y(=4,4W"1-=DZL.YFPB8&J
MG9.=25ZX6##K ^P5 M,RBYCK=V@5OC2H36N=\$-8#U|6DM^@Y*^Y-
1KYA&T>>" 1YU#FI7#M#;\$;2 MCB6T*47\$B-
"Z9|8:.,>D#7N)NH/ZG|7SL;08%U2#%*|X*2TSEG Z,OE/2.
MYQ":=ZI^\$B/)#Z4'NPJ|@RJ:>|@N3>!LL2@ #G?J"4'/>"&'M#?KG5@U:;?
2"7,5C2.&HJS80S| M!IY9G><(V0;%;|+=97E+TAU.=%G0'^ 1F +C+ 1O
5N'DI<".0:"|Y=P!^_VWT=3',SN M4B_*JKP@=Y0V+N%K:CPZR2+&VMT5:1-
S0G%L7+G*A?A@R!A9%!|))#7T%0AR4J 8"1S08^N|? 648V"|A90|R"6_IRUG
M>'&C>9!STD5'-HGB6M5NGY|H@QS2J:@HK#NNN-_LZX#MS\$|B8C>/B|Z7D+M
MX !?X.G16B*9F9D%J(UZ9)V:HTHA^S.@+=XJ|JL/\$IP_ ^ "D|L?""DJW\$F&7
M|>PO9U==K\XD|XH4FO&(I0XNI(TD9M+? "D4561HWI|F)9AG_P:W\$7,GS= F
MT|/R*|F+-|^G#Z-!|EDG5>&:%DAK8|J@)C,B!&:Y4BX7APYC|Y3,*C2'UX!& ME-
U+SC21=P>:|!YA|'I2U?XC?)M=K#X=3B|&|39OSVM B:8P!Q%(|:%VSH7" MHI?D-
)#GD%3K"K U<(Y%%UI)O_.;_A5^&6|JS|)3A.ODO/9I^.=|^K7+(=@=1
M#/,%\$NFI(??"T8F%&2*W(4;C6U=MK(%S+K02N(=V/2_XI!6/*BH|CF)MZYV
MVO^*E^OO%3):/! HF>I46Z|4(Q7E=#I&7J3TY(VT-O\$?@'0L2M%2\AV4B;ZX MF)!U-
)F|')W'_G"NNNF+_J3F;#?XZR3V6RT9L^4PND0B|Q)|G)U0F ABLAJ M-
4I.29!MU=KYWQS=L:A+1WPTK!FM\$U >C4=?^S7?|3G& MW)_6IHKD%G'PW%
<3R!M-FET";7E">B:0&*V\$SU+=N<:V=&K.)L|Z|NQW(M-
M*D\$GLR#88M\$|KT0TP9;97)M 53(I4W),&FRX0@H7/-
|!7"O.AJ_ZDR^C^09T5B|'N7J0L10K&!JN:?,14,>Y:B9"-M%P3ZRU#BVL
M!70L6M!.ZAU4?EXM^;IY;L|B4!;K|*=8#=#N4(O-)2H8^:"5SD 9:AQB6P#B> MZ-
*.HNW @7P|&HYNH|K4|"M%YYHK#77 DZUS/'D1M1!9D-X|+:0)16!KK^%!
M4.|>\$|J*00-?|FHLTQS63;QURC>BE9REVN986QL8I*Q8CMYD|Y*E,ZVQ1JR!
M"J|O)=Q|Z|!U^>)6#U+9@O^ZKE)UDJWOMBR5BM%JLD<""S929J|;T\$ MGJ!U=Y-
56(Y/'1K(O(.#H|HPD|G#6.@Y_>,'/X^L|M7="47EK!|FQD4DII&GUD443-K1?8I%Z-
EZVQ8A|MY|@|0 M4Z&Z@TWM"O+E6_4"A|3/M&
<\$6FL<9XYS3R>Q*BSP#,PZ3%G301QSZXMO*Z <
MB?;L)^+&V9*W.+W6Z9.OT!_AR33D\|L8S%_' +V#|;2? M^E|F^ ('3!?
C^1SV\$\$2,65FG"9U-DHSB!*9EBQ* MND@R5;=T!;99%X!.%B\$(E)J'U9\$NV7 0+IN-#)
M(0+|O|N6F.OQ/7NUZ8R,)5F+O:_!_#|M2*OGK37,SR7|Y^U#|B_X1|/_50
M&RM|L"SX\$ B|KBT_D;9-D 621Q5YZP#E'G"?O5X=BJHE:K9W=FSSH_E5?U#7
MUS(%))Y28C9PDA0&P7P=6I!33,|3CX)NK5Q;@WSV*M4M+4L4:>_4VD+O%ZTA
MKX^*-JN8"A?,*2U,)!8.L|RV!RY@*UUZTS:JNP/'NU:">D)>SOG3&|"VR^ MN?
DB(-91FL%+9%I%Q|Q-D;F:YHV<',3FE|*7 CD|VV(>H#||87<07G%75"+
M_4A9&Z43F2'WF0ZV"-5^ E:'19=Z&2W|UL? \$"BA'ROXN@NZ@L(_L?_L^ \$X

MF7<#>7M117-6[04&09[-*J. I'52 2F??8LICI.*X+A08JB;>M"K&TQ/OMS MHE-
2EFPB>Z>?-@4\W_*TPN24S@R,UO-K@_-I!=C+W?-
^"V.N,\$=/'I@SM6T**L&BCN2:1:4%+|G+>*#M:17\$ M'U.[FA"V\OP[:.?AEY|A^
DG_>%|H#BMXSUFQ//JXBW/ITQN+Z!-9^)=8!R@ M< '>TNFNL|&26281%9- 5K9V,K-
H4#?\$"ACOA!70^MSIO+-Q|-C=S: ^MX3YF 9R=/YE-*PO MX:SI9RZY9FL-
U'0BD24Y%="8%XX\$)"(.RLY?4R0\$^D|_%61*_2F;T%WH4C M?QO391>Y34!U-
Q|*:*!G@> ^/W%WO?IF4C^82BANBYE!X|I,K.(M@U("0R5] MXD5X(UK?K#Z@*FPZ/Q
FK"-L+N8|G6|G"ZF%%L/!/?%3,M5; M&=+P|&/6N?EXUQO/?X0XWOZ4W\$U!|RK/SH?
Y+MJ|DM)Z|)Y)*|DD,C6N7&(% MEC\$DZ|@VK4 _JIS'K>W=FUE89["#63AKQ7:4-
+P%IISA77#\$5#"EQ5C5KH J+ MSLA"WK2+L75X_AZ(9TSR?@+M(Q_DO-
.=C!X! _U\GP)7 _I3&"OZLFL>,Q3) M9/8U|T#|5I3U7,JR<"-#H)\U9GLMH&?,,?
#M!=W!Q|22EB_.+62>F68U"EE*1 = MMK; ^M@9Y')K3
2\$=W'M<'HN|Q)9!.65U8"4X.@V=*,4=\$++\$9;W5EGQ)K95E
M'9YCT+|RVC|!XQSCUNN"91@ M/M4!,1(%BR\$1X%"AT'6 EM?V=D&WY-
(_N|3F>Z,C\$Z: _:/|5R^1C >?Z_Y MQ=D|ME|BD5X8F1C/5M>&,B0- M-
P9WQ\$K5#4\$= ^-IW@%Y?/:JZ=|03U33#HIE'9Y@&Y|FP)UUWR0>>(DC:/%/^ M,*H?
1W?VI:23V44|;)G:))4->1"!5T4/ 1D) YA 6@I&^M9> ^ _TG7PGR| M>\$>
(1&9#M*NLA3W0JZ MWR|22ZZD !
(8Y)1I: 'DF1N>R/%""Q&Y(V>ZT|3&\$ZCBZY32M4F0_?CH-AIR
M'YLS.7B(FB@MHD;R/0-)?T4=5,'(V\^ZWT=GN-6E&9,=&#GW5\U269P4:&| MJP-4B(-
->F%\$8TD2GC-7ZA5/8PH#X0+C!IT(6?'DVU?8M4!^W)KW".PV-"MK
M6XW|*UCM,|TPA&6,TG"4S)K:FZ58PWP4F>5G'J5,'
M8J.:9I9+M'HAL|KF|@,|*S,|QR+|^12|XM13H/.S%H@CPU+9%X;R9PRY)T\$
M6D;SJ=K|X#U.W3LXDZU|T#V(^R5,/M=FBXN<6 |DHN.?7'DR%LDN<)|SL D%O
MCU>A% PHB@|:|&#:/ _DX->@ + '30*VXFA|/)Y +SJXMQ/:5QW!|=7A BH%)|
M/K,)):|31Y->BBD%&9")4IL&2X(M>B|#ZX+HK0#^D)K5@*L.6LA=
M!:90^+UU8^UQEXS5N0:FH=Z8)(1!>,' 1N5(|VO+Q,8ZM K+<;M+\$P8ZZ!1W
MA>MVZ&P&3>KB AI@A00\$M.:!!D,.,RY:TF:1LFD|J60-G!|\$/ _;DH8N><+ _U MAZ/Q#:-
| (8|JGMTJ&EL5K?C|7&*|)\$%RP00K&C:|A5W(Z0<=(NBZTE!ER+*T5
MJA7VXJ: ^1V&XB|YR: ^V|1?>B>@G|O/9"GT^BMEA;GM>I+X"2Z6P|&7V6SN98
M2JE=%Q.TOW&Z->NB|=PZ"W %Y)0X%P""V6CHQ"^9UT).3;A1Y:PC M)-
%)3'XKE#^DIK5BK8LN= .WH-|I(%|A& _V9|^KK(A|/2-%:|+|)#YELA*@ M1#(:E.
D(VX9)Y,!A0"CFY="|X+SR)6M: ^:Z:(IUHX_UY7CUCZ.-L1?I B^&
M<2|2#>@2=E,"\$R|S\$")S|2 _;4SW.-6OD/QN\$0'J|I|EL>H64^U+ ^Q:G9X46
MTM,Q(X|1,Q>2KZYS9 '11=%6/X/= MM)"WDOT0O|@ZPOQN/2G|Z
MFR5.!IP0H8YO|&39:1"6 9>|YL.|TB(D;EM?!|I^ ^G&SOZ.4EQ"^= ^#|H8)
MA|4:4=LBA%JK:C0PF%V'M3P5G|-ST.WLBP?J|AK7&,KH91U!PB|J9GIWHJ2F#KE-'F-
8:/5BF7E\$0;>R60,C#OJA+DS*67A8R=UA>|6E;* MM6PB^>KUAY?
O3|I|/#U|> _;+B| _G+Y| _>'#*YQ"?|!+ ,|BU'|= _4|?-T39J MSO@>8?!Z4DO>:8 _|@N,ZO.
|-5>&|S2H8|B0+WM|F)UV|<.O(: X63")O3OK6 MX>VU@/9^O=)GS!>U>&?
98^9|Z1RM*|=-D/.W|1CO:)_A\$K@(_V?#ZX6|PDD:|V=UBA_I M<|
|*Y4J _S|J;Z6(4MW4X#=996H|3"HT3==7@R*Z(9\$1LHF(\$X89ZT= ^N56MW M=
(_6'K*U?HP.RE/#RQ5K\$; ^%|X58OE?(EPT1-H&Z37O)755K.:S#-IL|%...:
M*%A#NAY9PU)*D:QMSZRN-XV?62M6(TC!>N \$CE7)VH|3@ |IRXY&""T!T3LMH M?
YEVTF'D_JD|4VT?2AV|I|EDL-006HV10Z|ZSB,%;QT,N> GX1AMEZ:R|^!B
MWS)!2NPA^@|N!J|!&" Y+3W2NU"KTA.=BQ%= M+2/V@-
ZH0L|D,U>*!J|?'UHGMI%X%|. #/H|&@ ^|G?PPQ7T.|/-<*5Z!1J-IY
MSS&M0V3@11W#A|\$XGGG&UBFL-7 .G|AHQ=K=|3^-1-Y%PVP@,+ 2G:?.Y_F;?
_YRD6\$Q1+ MN6BF@Z4U:B.8.;I#H:W,PS%HP70 (\$NU37@=TJ7JZFQ5I|/5"UT2!
MNN%S&^\$UY+%>6YX%&FJBMHP& _=&LMN7C9QB>#7\$R.RL^?AZ/+CY| _G|')*
MP.'T8KSHGFQ"E-PDS524!-H+S:+-F'9"9WS TG500 <-O"S%V6C0|N| MH>UV!?!HA?
Z*QU _Q9J:7F| _DL"T MUFV0M7BY\$M4M=, ^:BL86B#G07+-(*-
E)C@MG!>&2|D!MZN?|#P9;22QA@&Z MNKIKPW)>C _;3C^ ^NGP*|YKJ.J _%V?
AZ|F1I|3\$D#&Q#+G6-0;#(,G\$1!3! MR 5'&OPK5HU|!|LH;F _GHTA|?^#|?JJ%-*&OL.
M#R D?\$Z U\$R"(X1 &S%(KUF(F:MBBY.QA2OQ&,JROK-XBKJR#1.-C9\$7XW|Z
M!PX&2TRDE+)/1AL67*Y!3),9*,<95|I. 4*#N(FAN?H)AS5&6G(P:B| QIX\$ M^3EC6
(I2(4:\$| (DJMFK%3#@GK-\$IZ

SEP.HD)F1?VSDX5S(RUZR=#7*606(,U+0D*?"*8TO.\R6&\U8V"%6".
MS?!O* T.)I3=Q'.I]9L@ZJB\XSZ:1YYEOA]=_MXMY%U%|W>[R-SGH.UR3-+
MY@+3JM"V)VM)FG\$%E"HB0.M=X5#L;SJ^O&ORMQ%QXV/I XYI7_O?5]?[9HW
M+@^J2\$MQ'#+3494ZH1%8\3TR6"MDTD*?G=RR/+>UZL?GH@
MFH28[BLPLU'9FB:;I@FA, MYJW+.C> =8QJTHJ%#GS(NYT7KY)L\|C3(H,)/N&+
I_/>^3V+,6B2 ',)R5OR M1M;&4'2\QE*D01\U;JVR8@MXQZ0X7;'2P8" -
_WS_A3SFS[\$_N!R|C.,O|Y M_)L?/FS&WG6-^|^@R%|Z@|_S

:-7Z!NU3>#N).>%%:G
MD#CY%AGJ^4XNHS")_I"2_J)2MG8#CVKM0XY!4=I*LO\$,ENO=|*S|>D'Z-AZ-
MSB=OZK !?#K\./IB^&I(W_TR(N6&83W'^Y-I/\@I'8QZN5L+(?D6+:*U#-I
MRWRD\$|P730H:>%)RDXDL^^(X%D4Y*|_-9/-LAEWP|> +#[9Q\$9D-1A-X3Y8@
M!EI+%*0MPF+9J#1S;R_CC:U9*3A.);5X"^|AOS[D]|P;HSG_80S7|8P3)_|
M\$WQ|7^1)+^6DDXS(BJZ@E;2,-#9+8^F-HYS<:=U6@# ,>M/JT9ZRNT&
M:XO!#N^K>*Z6U"/;R;BH.*-#5S+-)1VX-9,IG" <1"ER:-V|=!-G'PX_7#VR|OWKS^|?
OOQI/;".WG|ZL|IKV|/?SE|>4+? M>OGR|/>W'T_?
_OKN[,WIR|/7'Q:9^5\$A4?;/9|OI!,O%X\$W_*TY&97|;XDJ^
MM*=>|H|^F4QP.MF|'>#C8=V_U^_3D7.C1H:+. /F|_ORG)|-
>A8L<*Y9L"8FX5&XT/Q>|8.HVK4T7/FL>66*Y"79X!/S_6J= M\$FIRB%6D>9!Y
&F5O_KH_MUB80.RHGVP#>X|27-:=V4|79DY='4B\$=>/0F<6:3K8USK&6@=6'D
(F@BM(;_MWEA|J#KS0":4|"<;>CH0&->7/1G
V\$(W>++T_,OX|'7V;EXU01>X*QCUK(K%*!-, "WVX *4&GG6,A)T (3"X83FE"P
MB,Q3RBTZ\MUZZ#,D;V>9'=)I/HF3Z1C2M,>S)T6JL|\$CW5XG6316C
M5.DO_2\$,\$SWN/2;L?ZV.WLE@,/J#OHF_C,80QYCGPRYO5B(4\$96*F;09(^D= M!W+-
+40FO?79.)>\$:7T!;!><[=*I6SQ|BO;E+-,VK&<1*TL)S%Y@8J)Z(IS M0CN
YD,7=T9|J)1KY|JV.@G;*8'/*2UK%)T81L,3\$>KLH9PT\XH'EFQV&,AX M =>ZP?
ZS2,MVJR |D&JW(>J1LFR;0/PS4;LGM3NDVW;AY9%4"&/4*=343M2T
MNR>GR"UVR\$S66;B"Y!VW+Q1^OHG;KC5G&SH>+5'+R220SA&G?
O729K<)%KI:C,%8 M:*E0G3*.4(,%GIFD)/!(.X6'2_=!Y9_ ^O&PVTB"#5LBK D1T5?
UTV^TO7|Q M_:(|VS*G?=9VSPL(Z_PC-|Q.V
UD)H.BPRL9CCDE#;IU^6<3X#|8&.3P9'=P M/FVTB-5+6+3UW&_1'852FBS@<8(MCZ!
NZAP)^QWX'ZW60QX):P_8"+/>I|: MQ+S7@AE4D(76*<6-QKT?APH_\$|0Y%@W>AO0.-
/?ZXO2;\$2SZISOE@(?;|\$/| M>E^:VOHLFP4G-'TG1.M:*^(R'(Z|<2%YRR"KW=#|
M(;B@>AKZ)^N15R'12Q WO#B-H':L"1|2WB'+UL_!...;%A#NEK74V|)&8(3
M%BPP6>.VFC9B%B7WK)2DBD:?7=@H5/8<-&M-/T35ZQM6&JL4+-^'9='M?89
MC*W9'._J1JTC\QEIS5P:GU.17+0X^&X|K#UW9W2,MI?IHWO,UY;?:=WJ@N_MGTQ?
CB;3U|_2X**F|VKCL:|XH)_EFOWI*6Z52J3W*7G/-,3 @O262>&|3R9+
MC)LD5G8&|'2,YVZ*U Y'3&-MNGY;KN\$O4*_">Y+2Q?G%K/W/*_PRQM2'&8WT MDW-
Z%_O_G/VU!RD4CMHS&32|)(S*2(ZN%HO<,0\$KEO9";|+WM#N&1Z^,3H;9Q
M!OG.FW6|M+>X^@4#!RX9>L%\$O>NAM2!'M8J0AV |9DNN|2;JN,NSCUS).J>C
M@RC_3X3,41L^+@ (TM<|7K,*P:2W-LL9\$#M!,^;F=A:!)PVP77\$ZM09 M/2O#
8|R6^;>C9"3|_|7_7'=<#N_*?/@LP|X2V8|L3SF#9E@BXV|"!Y,G7X
MLF!|&\$NZG7D&,,G%UC6*S^R&#=#:<8F>69#U;IRML4!Z^V6&)(7FPJ?6|X&. M|(;,-
KK6|(;,-@0^|@V9/2(_*&,"A|^F<.H"WC>X1J=Z'KD36,>^>E+'1("#>+8M,A(:LW
M|C((X30W?J|;-L|!L|KG ZE6-NPU&\$\$.0"7G-7)>:WKK72/#63 Z,O*U54Z& M6WLW%G?
<.8"M:%F1 |A&IAU(1RS4/I0;2+EQLN0| M3NHDH82GP^&+|I_!>-P?
31=WP=#&5+@&108.|7@|:SH#'=!I*)/DMJ PF^7G M5C_C|-'J%AR,.A!@X|3M6_J0?
JHAU*O.=D+FG(-CT05:H;*\$|J"5=LK@^31 MHMN S7L?
PIW\$|4C5(&|N;G!62OEIH>J?26|FBUX'Y E8G389F
MY(W/UW5XGDGN<)|0>#,Z#N"PU>NX=+B,9PG-CV-R7.=3W7J"U-E!=*Q\$)4D
M*C\$PWC&OT&19?,ZB|3BK3;|_ "K4"4U/H6'CG5*-*S#_2?UC5-Z-QM,R&O1'
MH_+QC|&|Q.Q;_-L/\$!:_^9N3SI+43=%UGL;N3I:/F>B&@-;;;%B(6M%9FAP+
M7@"C|J98GE4.N;4_^,P2W4G); R0K5@L5A|1Z9T7F7'.M38R*@6M3_0C3710 MHVL-
\$|W;\$/B.\$|T*8XYDTC"7.1V_*|49/8Z\$+6J;CY(2G8-_)KH|4IO|S|W; MT/?(:F0-TZ
%UAO+0IN;J_-EWJT?5\$9E4A1BL_+ MST&SVB>Z#Z58V|#48:
(|F>35)9QIV/MH%1;'F7+"L^I:\$6R*!OU"3B61/=6 MM*Q(=&|CT|9W_:_7=
|+RL5B|60!\$S(FCL0*%J4 MR.P%|@5PNAUQ/L(DN\IPI8*V(S'QH?<
MSM@%&A>|=2P94S,NX%G(K@X|DD'49D)>;30DX%GIWKHA?,|+|::AKW&R|N7H

M@G#.-+?!\$#<0;@9M19L MXY*"#U_&9^/O3\8?
+CH3W'10S1\$5PD'!"KIP.R^)^CWI/"&P\$3(VL>[<^E M5"__J"/GN8%
(&Y\B'^KJ:TSR5QQ]&L.7S_T\$@]G&%A*"J76PO(3:@R#+.AG1 M,3+II\$2A5)(M6LJL!/
#V<%M2&CC%< A+9JSDP%04JK8?S:6JP3-;\$\$\$ _10V*42I_ \F'/>L;B7O43%8=
M%:12M+78"7K0!7YA,6#M4^ _9^U9RVSTLWH:&W80[5N[O< M6N#[]8)^,!Z-
SBPDUSPB))(>NY-)ZNNFFV'X G>J\$IJ?0B6EUZ>;?^X/I:/@K\$+)AO>|S M_@[#EZ/!
#|A|0=J?OV_ 'J'^=1M8CUCXNK/T'K/BU5KAH%IDZ))AVF)D 4B- MBRR16[H@[6:.|?
%6O&;DH&,\$)K6\$&NFJ%W9\$[?N/6H-(/K/X>?-=:UAQ>LV M!#Z%BM?|]G.:EI:|5 Q3H-
4:H-5ZU,QR(T@ WIN#93N/J>1C*R5J50*Q#9E/ M)=V^">8_2SZZ5846>?
==>'PJ.NB,Q!QJC!J-8#I%SJ#6 -IHHPPAH[X;PCD" MW>NLY./@JK<-?8T3
G>,^\$55@@7C2W3,)5F8%J4P#QZ9S|QI0,S9:|I8NF'
M/Y,2@*TX&;44...*VM69+2.MX\$4(IJRL\$X!M82\$YK.DMR,H\$9_E&;6Y_H J
M7BQA: ^%7/H0*@/?/;" +?Q@;|T3'=Y2D'@(@?DS&E+NUNL9YX.=%0)IV*@
M,U!AW.#87_.)U,3L T!H_2>|R,KY V&5&0V1QX30@I!DC6"/@D;\$S9Q|NS
M57^B@DF2|!"(O" Z#8B'S6&62:P+1\$?9":\$T2R6[43/8'S_CN
M\$P_NCK"GW:GF[]|A.GTW(+&|@L\$)O3E%C!XS|JR;(=48C M39UL'N?|]-GT-KDCK?"
(:JV3=NG#DF>7>=,!&USL"B:=<(T|T(B>&==O*.%61LUN>2.X)5(R(P-QI58.Q7_
MF6QK8@>U(>%@R;9-0/UHR;;MB-HHY;*+E ^6;'-6R"0(C0<%!\$[7&QKT!ZC" M
8HMX)MDXI|!|J|T|!|L(M_\$)?RL>=WDZ9> H>2E,1"GHF/..Q1CI#^6XCB8) MK?
P&A_R2CWXR;6M!#YJ)ZW'3:IEY** (LRY>LT8?691J,")BO6^6@"APUX
M//2D&FK'0Y">B>PE:387+!22B?\$FHIA,UDG @8&0N*|-EP,)YZ^M|1YHPVT;7
M&B;.,MB'P*23,=FS*G;(H5G/#,I3:. *9HLDP ZPT#*S-\$G^*?XQFZ4IO|QS-L M0|C-
|?!J?XQG;.,KY'%_ U=Z'ID#*52*BQ8'WL,9 MSI
5+2O&,VPCTP.,M9QW252UD3&D>DDRD1M>/-K!*LS1VS&X(IH7;FV#,#?
H;OA.7UMR|CG\$QN|:07 M*12I"|FQ(F2F=006O\$/F@A;1"0(I-
TEWK7W(\^>TF0@[*SW|^ZB4XK^O5>BRC\$'SX0MM466"BR8C"Q;A|9H#DZUSDP_".L
M2&5VED\NRV|J6W" TI25SSQ@0W.@>|J.QP3\$\$ M3IKIM6(A@&9*&9-
>D=6: ^.7>AV>=F4E2YXR>7&S|&<>B74(N3@AF8=40S D M"2"M8CPK:4PL
NQ&711W*B;9#..A2DB:ZOR\21?J.J.E@ZLKC7P+OW:30!VE\$-Y\$-
SCI%.:4KJYNNS!QZ,HCLH854'+ MLJD98^T|X5<4V6|}%3(\$5WKD^V1%.:!U,OCZLLV-
'2M)_ .8*:==|9+Z.UH M2M^J|V)_>\$'?
IDU|!GT1S91%6K0J,1F!#OV4/(N\SD(LY,QXGUR,K1\^ ^ ^ |MO#/8F/YURM4E=P>
|\$.V#=CYQR8!K J7J+6T!Y*Y"R1E0)0^PB4(IWPO1'9H|
M|41_L&O0FX#ZT:Y!;T741I=A=Y'RP:Y!BZQRMH#,6TZG+P=%FAXY"XI|YP)*
M\$W^4:|]#MF=|&N)U<@|ZZT^MR"E(@,L1Z92|L,K*01U8B8""H?,8|[N^:&|/ M|?
+S5F*^=_EY)QDUKOM8,O>XJ!2YM8(IM#7B@V01!_I*6LAT^MB;:=V L:<|
M(WI7UO:4U0%|>VWKMVRV4IZC6LY M/L#P9#@=#?O731%D4E8%*9E3H=
*36)1UQ22%@3\$9-SL=;S_R<^=PCUEU;!V
MHZ+Y90"?)E,HY>1_7X(A+0FEY,ADI@U"6R48T [|1+&2U|&M.F|R:OO>!S|W
MWO:3U'W:|+ZADM-A&IWCE7GV @8UI_OA, ^*T=C7+>29>6C>YW8/1Y&*,Y+G=
M|M\$G|!&#BIP??EKNFL^L/\$6&-A=&,26L9G6L+@O& Q,N>4"OY19- ZJ'&9E
M1^UQ#)"LVA_PX*8RGJ\$7K@H|=JT#7<>|MX#NK M59'9L0@.:.7Q\$+TABF?
=/#9(S0?>_&D-/>|7,H1*^XVS#?VX7X?TF>|)'1C M2-/ +>L!%7U.%M04>F4-1U-
9XW+*09&2H(G=U|P"M8'UN/H)CYPTZ8J@47/I M-HZX5%1?<3#Z@OD-#/-5(
'(N^2:6=2>3!/2>6_H%0!I3:H#*9W?I%A_Z8?_ M&\$SO)|/&+_:9\$\$^'N?^UGR|@<*<
<+U24Z3A"L%H:13TK&:\$R^MKVTS'F5O!3. M&K,)XP|_Z?C|:RSMQC&=WV#|
|RS_XAD5'2E,">U)#A2,8_T59%<%*V556F3 M"W5+/OKXV=Y7GEV|3>LE0.?<
1D|O_|+C\$G4@MY0Y |,I8;6ZTA:&B=22^P @ M?
9=6YQ98#Z|8G=6E'H2NE6;#HQ33#.!%B)NL|<4|2D"FQ:+0F,41KL/:0+IV./UN+
|H#=&|OJRMIN MC>T(>2K%|V3VS:E9OK 7WW^#_ S.:SPKTYA-GL@7:I1,#H6)-
|6GFE2G,2X?% M&7(&<^OS=DN(CQ|,;ZLH|+HW1'6033Q ;C78&_8M9M
|B@6O@/V;PUR.-5HE&B5\$3H'71BDDF%R;G=7F!1!SG>27
MK9<=3#GXT_CNE*@.&HNN@;KTA=L\$;D=&|Y90'?@|HSZS56L&6^'W<*6P@::
MVWV0R'@,GHYV="S43++'8C%' R*TKN5|\$FKV@('|5+5L&|H:&|8?X=OL.%P M2F
7Y|63(8D0D*5 WH1.VK- *!@&50R@H@W=;6!<+ GH1VF+U!T5HW9R;%S%
M|3_Q^V^C(2|2R|&&H(4(S.>:&.+)L.B39ED9\$9,JVJM->FC>_M3C)Z,/Z742 M9;F7'WK|
|3(I^..MHE/_H#P8G<3(K(^IEZ:0D:YLTS4BFL?;E,VU2&)W1TX/'_8"O>
|W+|K\$G43%1(10F_JEDHF5+\$"2*\$M4 MP\$US==H.XV-

XW%TQOEVO;C^Z#FNF_CH>328]5W014#B+KDY1=R(R,,(R1T=B MC\$5G^L[A]-(9IB-
6GZ9T=.!\$+P5U7ZFS1%.4U2PD%\F,DIYY#Y9I2P:ZD0;Q M;NUI\R-M.;(C5IT.J.F@KfV-
@I^D='%^,8 IYI/ST7C: ^>|1\$HJ).TF1:=M MLK;/1LJBF34F%1Z2S]+B1IU>VNQ *U
>L6)U3%DGUR\?%DW/.">\$,,C)L>T MK B:=U%<1-<1ZQ(S6FYKSIF|XE#-
J3X|%Z=7X|GE:T2F5FI M:<J,=79:M(E%I4K)3LD0FL|I6XOH"+VSAA2L-)B|J9@|??O^|?
KB^Q78Z+*/Q^;R=6X,JV>V>U+(R=H|U-JJ&/1U^Q'W MRS|J,/A|_/GP2Q??D,3
Y=,>|42:-)\$G0N#H@23HK9"BM\$KW;HL=BN |>IC
M3^E9 3'F)6WEYXF^J\$+R+M;74M;!0;,K:AF8,%J%\$C0/FTV1WJD^|B%TAZJ/
M|4Y|5A?*-F7FJ13*+ED,?54AY6L9O _@^" _NGVLYR|DDYR)BG8A3*UIDDBQJ
M!RP"1U J6:-:XUO OSQ|_IME>J^S7|@!O2&U|:@F)#(E.3?D|QNK MPP-^T*K/?
A(CG+JF:-10OHU+&,Z&.(9;H!;MV"QDKG-B H%7G|T6KV;+BDEFF M6 ,ZA0T|\$RS|_!^-
JR9R|N"4JE>;R?5(L _#"#94LKG!|/2DB|W6J(<_,T_+(
M!'6QMN5)"EL|GBN@_ \$B:TI*5#E*)|W&6-W@'X^GWCv."!>FRR|/-G|P.4< ,
M&9)B("#2EE:|&0O:W'S@1@0#.30?>+0YNB/W!#NB|6.%6E23;8"H(| M|IK'
M<<2ZXF^-FNPA_ X.I27(B@!OM-&LJ#JK1| |:S&;%C"K&),4)4^N,|J'4X0&G
MYO&T81N9-YX8<5)*?| "O@%X/I VK!DY**!US-@QSC>T*@N4EKW EQ4@?LC8;
M%HF(ZVL&B,8YI>"'+42DZI=1;JH(KP@%5P M.#W81M =|&I|Z
'T^6GUQ5T2EY+UTC->Z)|@V*?&N3:W%3"I@|6&-;W|Q; MAN/P%D\$3DD:-
)=PX)#D+>%P?+=+|I4?AYQ<&)9(XBG;(I?:|^V""OW|23;>B;6?:4K2*'P;N+ _O"-
/F80%G|!??#8AB|@&\$,.TRYL6659TL4|(3WR&RW MWU\$>>NRQ*DV7TF|X,609U-
\$4|B2:| _Y,2).>MBG)6))7;.S@80!J"/S)FJ% MPA>G-YG+|!|C?A1%V\$>Z|XFW>W?B)^?
X=)9!KW!^'|+|>@KF67?WZO&DPC4= MB)\$Y;:".0):!#.3M"EU02IDB-
&^Y_Q"H8U26;ABYKS*NL85R>T>;|((V\$= |
M.N.,K@H=&3C:TPB5+MD7Z_R.ALB=)QVC\$G0@X_L:X/>J>B1M_\$2FS6Q?.QN^
M1QB|GM0Q9|MVOS"X^K/VOQ*X(Z,R9!;= _|< :6MG3'/R'HM?(X|,FYH83I*S3S4,
<;11\$5_ M|5&T|N6S!,:AKN:UX'B|K;"|5) _*,:O:ZYCGYVS(R+EGUFI!1UPH+ 822|8Z
M.86RT,G7J7(|9EG#WKRNU9.MY=O%V-E;B&ZTR-L\$5U>3D5=@>ISRA7TY6ZL"
M>PK|D JAG KN3WS./POD/J#Z^H|GW+.QCI::&WLQ,G9|18)'5C HJVS|B%S
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|Y|&,A=!^1=5%L-!I^FMXMJC(ICH9?<3RMW>IN@/(|R01#P;
(PEFDM.1DUOM;/|3|/#G?&J=00EI4".@O7| M1=S!F|Y(.BPL3VTD> G
DN"%3|I#;D3,P'C) K3448C68|_N0#@*KO<1:P>& MW6WC|26,Q|_)>|PL>TZUB-
U|PS)8|EPX)N8|6F8|3U&@EEZXQI2OP_/8/ET7 MT?L|)-|!7G^S|J#"G\$PN8)CP|?
/_WMMV-Y4D6:..*,:)|Y>/%\$55,Y<&+M#5 MZ|XO7OD2"5IM)\$:R|XOY|4^D;
(&Q)>L<*5.61/=;POC\$1#UCM%^ZN&F@O+
MN.!,^"NGB!9"DB|00V2L"E:KIP=UE\,L9?/?|I|+TSHQO7_ |9W|;|_-L+|
M+EQAF.8_PGRR5'BAOU;\$H=".^/ND'C*^* 73U=7LY93^"1=7- _^5^>3/L)P_ MM=|=?
UL;6H#.O+2N:8@%D:Y9FUI8,L_A #GK840) 63JB06^|ZGO.I94!*<
MD(+5Q(C7"5NY*M)))+|J(X05*:?T\$|04C+'QD)J",:P><4V!*-&ACAZ28J|>
MFV4(5C@HL<@<)3J16TI>|"^&' M=(B"%\$+=+6R M?JT|6?
GM?:'E'JKAXMDT_>,:/N#8%|/|OZQ)>U%EK7KQE0M@)@=>&40T 8C M?
&\$L;+8E5!W_ U*=.8G:UU.P@-'|2^|7I !^&G\$9TJ|"]=M3&!ES M,MQE*%Y13I9| A|B
Q=X3<15QL :+Q1C,3ZU\$|6).KM:IL,G?1B\$MZ9|%SR6 M0"\$6@JL*9\$K6RVZO
MN2J.5XQ9,% "EU!">4H,06HLZ_|DTKYG? >;Y>%-/^W2JSMGX!;@/>?D=L-D9
M\$Y4%824'I4,!Y<-0\H6=!0\$W&_||KLRK0-Y/N|4SS8=! 8?O9^*HHCLT4 2 MM8/-
YJ|T|264%%.R7\$C;.84ZUAO!=F=O>S"^44NB^?U F,S_")?7."O?CL3K
M6TQG5RLA^'#U|;^TYSW 3L|J=-Z_ WLV.M?_J|!PF6|]"S_"?J|_GL^LLR MQKEM.GU?
FT)OG.BF9_B|@^I2:&'1##3/A3)|*_ |7=0AN#D-1.JV#H(76*0U*.
<@G(U*%N6(GVZ|;9UJ+N\$@_ K5 M@V% K0UT++
<0=U|L|Q@6U_/EQ_ |2%I/%|M@M*6DTJY> ^I8XI|R)#-+1;B*1\ M2H*%
|\$H_IUL'Z:GN)|J|P&8?V|L4';+!M|7P@VC^OHM|WTFB^JSA'AUC#8
M;J<+C1\$PGV@V7TLSSPYKHPYNM09@7:YO8LK%JIU
|_U1.O/P'%8S>V|QP(TQC@JN@5NL|=W^(5 KP24-|E:*((("1A09W+B+!
M96XYKB/0)|I|<:BWx,!+BX?VIF|GOMQUTM%6')>K%XFKRF?*0-V4 +QF-|-%E
MD&3^.F\$N@|?& !94!E&PJ%MKZ(S!=|Y.U MXKT- (: |35S?0S0)|_?FEE|DU-
U,U?/1&X0Z.*32588T\$;0=TX\$1|)YKJ 4
MC9D)HV1JW95Y!+XU/+4|#M<;8Z6>+O5R^N7Z:K%D@-|NR%J(E#EJ*"\$)4\$47
M|+D.VN8A6^N|IK6|EP,|A/.\$J5Q|0VYRF3VMT"&'6P=-K'(:J60WD)"Q6A7 M|PH9

!U.\$_&:]% M=L(7XWL633ZU"E#WF'AOTCO4BFSHCQ^"ZF>5!1IEL6&2,+00?
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I*TAZWWH;5+YWJ8+MZ&KS5JO47\$M1/.6@7:&IJT?%\$0LA*@ MHW,8(YY2[I|&M8U?
GZ^('8WANK,[W']>3V?S'T73O)W_ |I7J:Z= _/KF\ M)*N=RJI&2LVUI-.6^ME J/
)'J0,LO@KX6JA77,(@-IB@"E2IV*X!"TR85Y1!>|^ +(Q|L.'_H
M:KK987A00%2LYAY^ ^/=L+;2,DDQK/<1B""JV!:*EKTEP3\$;MG94L#W")+8|Y
M/Q=HR60#, '3M7; SGY.K3W_ \$J5"\EC_ SOZ\NO_ (XSHO91%I00;_SU\B% M_-Z
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I6VW^'19^ -00E_ Z|JV' ^X.Y'FOY.UU1DG8YEI<,+ ^4RH=F=ONED>1L-
P>9&PZY5YN2JF.4(X-2EL6F(R3=_KF8N 5|C4|-;O:79Y|Q/DGA|7|I6R&| MN]6\$Z?
(X2|Y)<7W2O#CC0-?V.N6R@V"00PG6)2\$TUV;(=WRWIY^).QR ^L:G
M"_ .4&N:|D^|O%S|N8?9|?AB"&0|A:DL|E@|A&DKM-Z%&?@6))@K)(^2F9L MT0\8_
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M4_ XJ6=BSSVH:IRN_ |R^>:W?#;:-#Z|'F&?*|WIR31\$L4BP;JRYM9,E)\CON M|9
O\,C'GHG9>Y+=,+G_ UISP(|Y:%N>4M,5S#2(53LL+(7*.UWL,Y85%DMJ MW?#S\$,6YE
SOR6^'(O\$?=\$=TFK4,P=2H77H?G:4J%|I75HZ;?@^@>@D+KL)60 M3+#"@_ "U.
(D10,="5;S!4&B)|JRTGF%U..-O*0\^A.W'\-O!YH|?+912JF:. M!J.B@?,8(-#K@G36RI
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%HDZ,@5=/:6D)G F=&J|*L'-0M1 ^YXP#TM^ _&?^SY MI|I-^V8=:V"=-*W' JC\$;_PZ6?
XHMOYVEMIA^#YH;:@%T 4> P&)Y.OU M6*D*X\$0A.&C*0
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M5!2|IRFZ+F|*7':&OC\$Y*FD\$0S6D#&SC PZW?;=D?|-UW.|4-=ZX|Y;+-Y, MWV&X?
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M.8MD*&9X*/(JXWV2N0=QKEAT!M&">,A'?XX.\$0 M%A_ B8 W-U3C>& L9LT/&'\$)
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MBR)"\$E\$C&\$-!FY(2P6-)P_ O@?9/\$|40Q8X|CSIM6_ ?@LW\$|W@H>H?D|62QF
M|Z|+*:H+917W# #UH5L>):!LH.!>,@O,B2XK>|A5&F/C>QY^/6??AK6%UYK=9 M
O1B;|J|.N'PU^3S|>=?9O/Y|^-^UBCA|H=|\$(SQCL<;'^/7297BY?
3!Q" _7D3/4LR10Q*R2H|CN6OA#KQF MVAE&|>IJ69YF+K\$1U'GY11ON-
^KXM)XB;1B|U2>Y*Y,>OO(OE<|0#7Y I50=9&Q;R32HM!W1<|;]*O>DZ71IZ0
M!R<@*EVKRJR'4.@|/H)(417^0 WD'*=+C|'QD.G28UA==^ST%-EUTS@T88"
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M3J7:A?!#.H00SDB9%3"3%.%C KQ_ #B8Q%;R5)FAYTHXP?CI9%S|8P_,33B?+
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M.M<|%;_D>%^#J"QX8%PABB%R@T<|G:R;/_0D^L#CR\$IQD1>)0.|:-R%W!6+ "
M"*DH\$S+W(4ADM)',XZLF|U;\$MGP@O+;H?J|*)*/;"F92< |&L-
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R46AR" _FG[@9I#6YK?W&\$-9:-8>8^GS]>>5((6!" +R 9X6NZCN!IAX"4 MHN7.K-
'7WTT3Y^Y##]MFO#/MLQ:GHQ
M;4M)G%Y&R4%EFMN,= >A)VBIG3GKD)ZLOJ_4;J&;#*Q(;2E"!BEC N4I+G-& M&
(@ZA5(E<9)(C4/5^QA./;9IPFV'DNN[>%8') ,0=3J/>HCF:JK7)K!FA M'0Z8?
D/ZG'#YV_4T+UZ4@NEJ\B>^_W?X<@>BY_2N16M@*M.^)2D?B#9G\$\$\$Z
MYS&I(%I7P ^ =?*T)KZ#E ^N_W?OUW.90/5##5NK+.RSLRM)=XZT4^" B,7 M>?
8&LS.&&WO\$!B@G/P4M*.YPY\AFHHO@/#EO\$MC:GU-OO"&\$*I69M'%<&^]+
M:Z,?|V2K?>+Y/?GMT :W=H#+\$\$P_XV2K4;8;MUH%Z(I+/AKL<40?/ > 4T*
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MDJT)*%-QV/H,YQ0F6XVRV\7@P26+ MRC
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&XT\G*\$L%CS* T%Q"R|9"T1VND\!;#P+5BV|-.V|I=&&UXF;@57VW(
MN\$@N6XP,@4N*A8F\$"%%8BG|J#;:*M' ENZ^YZX/.W-:CN>PNM?1+6\$P6|I_.
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ML2E&_Q,.(#(ZQ\1"!P3&L'K' 8/+ "8|2)-
L2Z;&I>+P@*O9!0J7#/E6!C01IUB5@B" _!B4(J@QUWHV1CM< M"I(EGP?8|G2%
7>U>T^B#Z 7==.BEJ/UP0KP=>J2\NCJ,I8HF"F8*1TN4K>. M^H|=-&Z?
T&YOC@|H&C< U4|K&C?&8@-%XW:@^W"B<='2*H?|0 G"@N*RWM'E M
-8DC(C:N^|:D4!|:P?"#1.!0Y64D|7DYU="MF#K&D0HM=CJ+00ICO MS|D|:]&X418:
(!HWAM|&(BK?I7RRCXZQ).G1FD#X*F7&D@#GE1,H4"4YZ,M|
MBBIBNVSFN|/7445L"(SS4Q\$;1?X&%:I=F.NH(H8V"3:L5+>M0UVL|J>+!&4|*ZA8O?
G,*^|L'C|*:=M MYL8L-N|M6X/H>P_:19"8O.4)F.:U1LY'B"9:X);^G6>O%\$L#S/OH0T|?
NNTX M|*).KBG2'!EF&\$!F&>TR 25@=:<*E;+6# '6%27ZMO2>0G=7N\BND26Z|P,^
MVD|4M'\$H|W*J>)EG((86+U5+:%D+K|W+=II='>U\YIFUMC8%=BZH/GY;/HG
MSJ\FY-TWTQQ?SZYP\$::U6/M++=F^O'SS92EXL%^U_ CGM"F%WO/|.M=)YY"M
M8.1T4E55SSII\$YW!6M234Z"X22L'#@T#C=%H M&5BQKN^6=11UTF-
L/*1.>@RK1UPGK3VG1=<&D&(IN1-CU=T/8#'7|K2L0FZ= ML!YWG?
0HNXPX8Q#Z"WT.6Q0[!];/628^RV>!![#L0?DB'< 0P,4.K(E,(J@Z*
M|YD6B0I|W8L^SSLSOUH'6&'0>P|_&,SZWKI+EFZP.QE7ZC#<)&F|*"+I#W2
M%DLO7#B8X HW2A?*R(<436|YSE.G'+M:8|:)RA|W\$&L+Q\$IFR!2YDNB
#G+2DBKW;" +_#JG=UGM|^;XP.6S@Y |=.6SHZQV,#2V1WH/ESIK#(1
M; >8E|50*DX"#\$\$#\$:6DYB!).RQ3CS(ZG!' \$7|QAK,,9P=4L9?V\$#; ODDYW5.
M+67|\$(O)!|%|\$J*RM_2T_70UFNUN1'9GN|@&/W@7+DC*GV+YZ?&VD1DZ^2J^?
M1&9"T.(5RZ :ZS_ F6_ G)CN?)<2\^(UXN1?;7UB3>"Q&P?(/%T8KO#L=H*S=|.
|T|/#5>02D?PE|7)6,H M6=EEZ3\$H7,XXM!*T3 Z%ER(V'^VP%=1YN\$5;|AOF9|]?
NN|!COFWR31,\$SZ? M+:X6A.TB1UJE9' 0F!?'T<,9-S."4-N2:0H"S/ (Y);,L!1|"ZUO4Q_ "(?
TW#C|D_A_G2S233K%>!">MCL1,ZOCE U%11A %&FM4=9K|/M09
VH#.T5E:V:+#U(@|0-_)PGYA40FK0X2T%>M\$1|T>\$60LV3"J:KWHONV)3|"
M|J=QFAULT7!,Q,/.K,T@W|Q|^3Z|P|G-H6);!&BY|1W,D|.KKFL9S>,7%Y8
M8X=H|N\,X+2=Y'#""^5M\$YVB63HI^T(5?M@_LR>;FD0N-EX+W5_)OVX OBG?
FW8^S,-T\$6Y'L880\$WJO MZON7&DE'B|J1-@+X/MAQ&\$|;&0YJ@36NLU)OLTTKY=
|P*OX3IOZJV|7|- MDNL^J4T|Y%:,G1L>I:-0HK8.1<^BH;'.38>TO XAM4C;GC,,=;XBD/
3.!M'>DH MG8+"6;9%9.U9WZE!QU8O.Q_!|T#D@ W#|K V/HVPV>"#(#H0?TB&\ MT#;
(,'*B+D9:CK8Z9@QE,NK95W.IRT(XQO>.SB!V-X;MSP^'HV?8=I=CU?
MX)U))YGGI(W7D/2R-4|F|\$8;B"A%-IBR8H/4N-9|^%.G"+OR/FM)6F==Q=78
MDIO.'4%|E*+78C%643#*1D*@5PU9(;,8;/OM?!.6<|G4FW#=H|=Q#:Y7-4N:
MK|KN!N#KU>6X!=L3|3LVL>0 |JC;##VZ'|?AE,PZQZROE>D"E X6(F.4(#DF MI

U>Y'2(^=;JW61;1^23>,D8JAN':O3EJNM365T\$E. @C5;Y@K!L:CI-7D4 M BT%1&Q
//#CISY!AV-3QF=-Z#J4L@&C9UJ;655;L*#0)W V!\ "H-8 <8K2M M+
I*/7=E@KPA@7XXJ5-UN:.. =@NIG53889;%A7>VIT'TX98-D'6U8BD%FU=-5
M(71::D!NLW'.&1%:5V ?N)!!Q\8PW('VJL_+.JBO@(72*8I3 T;6:@F;&T
ML1F*7KS)KK2^S7@ XF@4#499YWX1PE[4'K*9\$ZU4W\$0#0>7: Q R!!\$D!!J+
MJ,40[KYJ9QJNO?Q">)LX&@7<9%\7,T81;"W.Y2G\$P+Q*
MS;_H=YI_'T;>F=\$##=18XO(RI*1\$IM=RM8365?DTI, 3=RI'V@+8NMJR\$Y;S
ML'H3IAM/S7CQUJ5D^O%ZLOA4@=W,??A6><^B< 5E %%C%E4J,H(H!F2D?4W\$
MK%2^URJS-BM_!;FG;=FF# '9(V'XG0A;09HL%+MY,UP&J2,KGI31\$DE5OPF5>
M!=\%6&6DDRZEF%O?P&T%==H^T8?[#DV4JU\$O[S!;.Y7V3?
HHJN4^HU_B\ZU?JPKP3TJ<+Y.C(Z98GE.5M?>66NE
MSI0FGF[M7\0B2HU@5:S3/42F@#;7<=;6TO^KDV%*WZJ.HZCJ]&V/C(;5_8U@I
MEMJ_-1=:CNEB@Y20C,XU(G(0BN\$0;32*9\M<;2V?-QE J/L>E_ ^VB>
M_KBVWBI\#\#4Z8)@'9ZGN1J8UU:/FGX/H@_F!#E8)Y. 4J=**70&/%(J9%0L M*
(K@>')&G_+MU>WKU<9%4HC'X3>5:Z MK\ C..45Y>_+;H0QT<\ 'S %P_ :X?*)L-KNS?
@?"#=G@4;U"J"3I85H?[4!:L MDP7ET3.
MJ]>X4M+5)TA:7E.5U=Q+@:PEK+*X4'G3A[MZ-|=I:I"V/>>H3XEUM,>M#9,.8
M[F;6EM"W8!Z./-S(O&"D*Q!4(8E(#(RQ.0S,H;9B3# V\$.?>P96[T)MXZ_X M,
[N"N/+1E5QJ"448+D!0VDHO32%MC"Y 8IAXP.+E(+F139J_#N9M05WC2_-
MER&WV)A,4BN*=E)CC8F"E0CV@@N16ZEX*CM\$+-N>\X9F+/'MTLHE&TSUIP=JA>
M-/O5=MGP/*O3GN4-VVH35C"*J? MM5=ME,6&J2GM0O?A>M4L3RJCM0X^ M,
(;E#K;_QW3QH*6*4FN,P2?@F2(39:0&7U "UV@83J8(V5K.?PV,H^E7&V6A
M65MZ&VJY-?9X/ILN9I>37,>:O9A>36II[4T3)CV[U!\$U)M7#4XP%O-,((CO%
M"V86S*#VJ"VAVZ;GG_I6WXS;AO-?-F%:J4D/0-4P7JZ,Y/#I06?
(LJ47=15*^F84>*AC(:+A/J/D-HA!,^*.S/B/I-Z'M/T8=AM?2=PJ M>/WGY.K3JR^?
W^X^&'7)+%/:FH4 5;2CW2K_UV/J!QPV M(6_%_H8SZIVL:
JQQ_WTVO_H8/B[U[A9OIM];9'[%19I/OE2&:\CRIMSVS-R4 M4;*HD2A
D"H2!RDX")B6<^F(!FZ<38.:5+>=R.R\$[APV_0/8Y:\$G[3S1ZU'\$ M];IG!?'NGLH J
WCA)'P#A||',+B0QRLH;E:'PJ/A(R128&6@>.>.(+8U5U1
M0>".Z6#1.VP1A!R%9ST2F1RY8XVQ4F.'^MOL"B]OJVK:"=7(4-V,=1K\$DV/
M.CI@FEEZ4Y0^#1+8V.(L=QYYV("FJUEF^W/:.*YYGSYAOKXDIW[Q/J]?+LH"K M3[/-:"
M*;!4#T'5Z9E!APA6>"VYDEK(%MO/4SC+(Z'),?K* &\$LT/EQY_?SEG;%3MYLH
M9[3M2JDA\2((CT (@B(RM++V'RG".J2T=JUG'S8";/4L MT0LO;@BM_BIYM%Y%
3G(.J&NEN0(;2!9"JQD<\$FSUDJJZW"<>N30C..'=MJJ M_O!J3"OYZ0&H.E4_K\$?T-
-4/^UMLBPOL07>'&_-Z%*R5@30:773NO835,\$A
M46C94[KJ4*6H6RLY'M)ME0_'H'QK#<>!=_2YEVF5U.9F^OY^E36.""3_/9 M]<=/SV?
3J_DD7B]?)>YI7OWWW<8Y+^9?;K8OR;9N4WY'#
M3D85'H*%PASMTIZ2[B@9!S2*:>T+8>XJ.?<8A=@*
(JWVD/)*=*RQ@T0/DZDDC2S0L)EZA^7T"N>TNE5H[^LE M=7Z+|T2_"!_Q(BNNG=
(*4FV-4J8;<#I9T#FJ+#ECPO?5N7T,W3EZ33-K-*PX MVX[T12E(>^.?>
>LJSGSHB,8J^M,'PS@9)\$@6;.*B!0YZ[L1:0%XJ[MZSKTT:
M7N2OP#XJ#A\L#T9H#E'7@|EZ#!0J-HS,L3I"+)B?4XY_'=HQOC&"YS.]13?
M+JD%6V?;\$!5/5Y5A.X'VHXRI(KX_AM5C\$=J?)SUH M@I5"1HJMZUVWKJ|-
&@HAU*JTEOC!)T7HXYW'+LHZRZP!9UA'\E2%:(?:142O3-/XY0EK6"XSA
MN6.#Y#WI02N3306(Q46D5[44-#OT'#!CS#\$IJ>JG\$ULI)(J6MW&4!38T2>Y!
MWZ\$4C9)BWK+\$(65>1\TKI(U,U*-WB8XE[Y1N'=0>NZ+1/GOJWAQW\$%W?-&QZ M
J?5=%HE,4&3EI?@>[?#1KYJ.L!Q;>NGIE7V0=^|\!2Q:-TBZ&T'S(QI\$K
M&G7P@3\$L=[#JPQ'QWAB>G:HJD8S2W<+J/7V.8(0SPN02;?*S?X Q-&H&8VR
MSJPEM8?2,I*91^NL!^G3=/%T!EI&NVSRS;AM+/:I MB-3'\$%0_FY;1*\$L-
TJ/9A>;#:1EY;KF0J*&DY?QA%|\#GJBQN3"HR9<6">T> MF?
%WT3+J8/LQ[!Y,RIB74GA5X%&F"O+HZ&BA"YS^4*:XDL,YZ%E-(KJ05I&
M8Z@I#BVC@DR!)!+0CH;\$02'\$>CD97B<4T4F6!EWRGKV6T;Z;_@'LTK"&;1>Q
MC""0_Z-EU-;B>TC.[&*N)J8R,MS3BJP-2!,JJ(@2G\$UF6="ILHFHRB#I]/P
MK/9:1H=RK#%6ZJAE)!4WP:L,V8BE=H^'Z&@CEJZVS6D?7&DQ+^%DM(Q&F66#
MEM\$83@^E*%#5G;VV#@B-H5B+DX.G:\$#4*4LJ MU6-7%.C@ V-
8/BY%@5@|Y>*T_=\$N:.HL//J)1P6(Q8NZG9EPK^KDG!4%1MFQ MG:+ &"/,MGO)
(G3TP0+W/H+*A5XT&@X.F3-91?O H#J)@|T^G33- M&_H#?
|@8AT\$>'Y;%^7=@*SN>8B04O RUG8"UM+@VB\ F\$X\YBCYG;0)) QA?

TGJ8ZXSJ+2S2(-I^,>NOPJFGI191-J M=O_FRXT2F^
I.NX"F"AS[7Q(\$)RG@#M;QV217.8A@OW#GG;:'M")U89GG \1 M?D/V%N>36;
[(S***VH&N/2Y*<0\QR@*)!)9Z0,G6\7QX\|P-SW'G)N5MZ'PPX:
M0(I*Z3%/K^N"!UX")0B\$EOQ0J&04EXJWSD=/0[RP732Y!^,=AC@,ELS#
M[+7E4@!%+\$O)O)K[F S<:8(J6"G#"H=W\HQ3\$ "JLYR6-+/'08WP?U:BWSYZ
MV%\FZOZGM-&%>A1;9R\$H*Z.1I:AZ_UVO2%TMQ,L1\$N4#)6IK5!Q4RGJD0E#D
M:Y:S0)EP548304-TFEY6%>Y\$BN2/K7M"CU (:HR-!PE!C6#UB(6@=.VI85AG
M7'E&K|\$M1/0:M&&"!V4SQ\X\QM&52XROZW8AJ#"!E3W9P"NGU4(:I3-!@L
M[4#X(1U"1%6GZ"Y+S\CY:36\$6IE(V6P2W/-,B>Z@"OVC=83Q0E!=_&,SZV+ M-F|#K-
4M?+T*R9E6RJ5.L@@U#@ZTTHF4:\$/3AB_)1Q\^*E/'>;ORO2L"4W'
M5"8IB@CHJD"% "[21*>7 H9!@%<\V4=KJXJ"P[V50ZI]QF
M[#]ED@VL.J+T;0>3'+9,\$G/BFM\$.&9BC+Q*CI=(Q+B\$)ANA%"9&E\$W667F62
MG7QEC"4.42;IG#;T?P%BKJMK*1Y<\$ *,E,S7..J!9YQFF>0HWK>528XAK4-A
MW"/#P#3717/(02\$H27&QORB!WMLQFQF+N6^J<(R5+.W.EW9DNKL'/#IT):\$6 MV?
H 0E:M-2DB..TL<"DR^7WF0K>N?SO%\$3CMO*29-1HO_?RZ,^S^=7D?Y=%
M>K>T;=Z4-XJL7S|Z_ M>/|".3+;9G-/R|=8/Y|BK.6D:1 M783,).WNL3;@JW
<9>0YV)T:CXF^W%(>R):S_ ^YH EJ%QH86(0"B90ED>(MDKXB4I=(@;'7Q3=?
(3;#.=1U9\$L?>+!<-&+|J:\G:U|U+DP_WF3\$@;8M9I%#
MX9EBE\AKK8U&D(9@2T8V=H.^%5L.\$;X|)*D.(9M9;[8OBXT/B98@;E/8(3 : M'B/>>?
3ASPQW)/^ ^ ^?9@KJ,A!:PD)5,0,O@YCC2(KIHWG7@S*[Y]:
M@(^:R'H322YHT>./I@|@TJ"@ M:90Q[C|T|(VW,V>-#S_>?%DV)\$X_+K?U=UC??
O6WFMA="HIE%4+@5X&%&I! MCH64(I:9G?|)* ?EP# MEUJ8*9@SN@#J0'M+
(2*)"&|W)9J4_M>> ^%ME8))SC8I<@YE|1/,18@B&Q=9J5DJ0|I46LP_D0>M: ^%.AS4
MOJNW I ^5>&%U@=0F|"<
MEX(%I:0CMXR\$"+E43OB@2^N+NX|+S#RS|>_/:R|;/7SU\^>_7R|?
L/I_ |Q|Q>O|Q_ |OK7 MO|WX|?>7KW|?%3C-
RJ\XG_Q)K_8G_C:9AFF:U\$5N=0>VV*>MK ^2%JUI! ^"H M67O;ZLG?
_=\$I*,L"8JI1=",5I^@C8&24)@8/>;F|I)K8.Q?B++ZR)OS<:=U
M5@\$5Z%"KYB)E|]\$S#K). "N"12\&%1KN|)%8';F2;SZ8/BTAV9_*I|XE6|_W
MS!|I=:5U>_)Q&KXI;!N;> F2:(G)U|S-@+6XS?@ZY5(Y?5 MM#>R!|)@*;90>.@*K-
0B9E;\$YE#RLL&!4T+ 5UN%3GS8V?!!7M#5 EVKFU?;X M'=F|R>)?-[V>,:*T1@+GC)
(S&RW\$0"@=*RX9PZ50[24@-N,YAQ"B&=|=5#I7 MV);#;D*Z.S=|"+9NO?&;<3U5?
WPK*VYTCT8FZ+*M/(+1*H.:)T|(T-Y*HB=: M.
(WG5H6@T/VCVV=LT_A7>,8;Z#5_S0>O'O\&55L64+4|EP0(>|5@T%
M",4)L%QSS:CEV;5NBUJ/Y"F*X5M9;|:D#I85N^UL=/1# #V_ ^%E;:'8+BQN4^
MFX#^BND&)R><>E7<9*4R@59#PY*J5W\UE#(%,"(WWAM)\?8>KK#NF6?K"7L3
MW#"D? SG?X?I=9A_7<*TJ_(T)R3+Q\$ "2M:R!R,SP11^Z:P"?'+D<||J?P@EWH M;7C?/@
F1;U,F#?35J]= -DH!C(%3W 5+5\6'8B214B.:>5D*W?XJM2?PQUV
M(|FQM*KV+FRA!6I)4LL 2^, Z\$0WY_|D|C\$
MCD0W5'RO_00/:\\$HSK^\$^=77|P,4ETM6E0+R@O 43KL7|Q%HW3))"| -S:-\$' MN>
|9IWSZW(3/AH'ALL<%O|R?P7P?XFH4Z@"0+?LEAP(|?#?E_C:
<'HQ<29L=E"UI)BVQP*>"W';H01_HTSQ M\$%P_JQ+[*]L-
5>#>A?|*#K\$3""ZUI_TK9|L.:@M AI!%^ .RT|9XUKJ?|]B5
MV+OXP1B>&^_BO|]_M|S8N@/0G0|QQ\|#3Z;YMJ(6B7(%ZM#;>E1LDRYJ5:I
M3C1%", \$7%*E10&.4L#8/V.-'/O:I1=5VM=7L,\$1W+5&|[2;];?(7YKM'&1<*
M'7/"*A!"\$1/2\$1/!&*#0EFLN+@5>.^B";,= 6-UL;.&;M; MD5B3C(K6%L)E.2BT"-
Y6A%PKPN>2,.WE>-=C.2<_V/(EKI5HRT'HBUS>3\$.LB M-
L',UK0)O,_PN4UOL:K"Z1+9U: =K8V'7)H|J7/_NP<5AU_EF\|PIX6C)8'5G
MR<)!Y*@@)5%,29G2G?:97_ =F71U\$ "HBT!C)90Q&&093"@%"T:SJ64?I^\$>N3 M-
^N.L>FV9MTQ3!Y+L^Z;:%[RS"+3\$7)0#I0B<@)GFMZ*RYBMS"ZU+YP_UE/. M43;=?
LHYAMN#'FH-P/6SGG*.LMG@Tzt=" #^D0Z2<71\$Z |I8RRTT!R^M 1:<
MB9|Y*L!YTHXP_I2SBQ^,X;GQ*><_ /TN+|^ ^ ^?<4|JMYU
MG;TQCHS"LM*G1<4D04(0A9AW521N:BC1 K(N5T,O>#Q+7&W_R\$,S!T(_JZGDZM:0/
M3/\$4JO99474Q8QF<4Q:\$ML%H;IT3|?ONC|^U>K_ KQ'?AVZM'H+M/ZW5HZTX
MIGEV%Q.,8;YP|56 M,V9R-'7R-O=U0C/M; \$I4\$YH3(C6)|KL&OO#2;16C|+6L-;J.50W#
|S3BY> MX<=P^6)Z5:_FJY/;&%S!VK5C:Q.7=Q3/\&!!%E|+_PLOZK'CT 6F_HX^/_
MT\$??&)Q^ ^&|G-0||Y|_ZPA M=PW7Y0=X@I5U?D8\$P7,&5&L()@2(>LZN%#P
H%1)HF:1VE9 MUKKTTR0|P|VC%=<=90GQ=^)J%>SQ>+#!|=|A^DR+!:3

M,L\ZW7=1%[C7U=<'TV0?JT6):I:H44*!\$=10A0+F:@>"P"BZ@SO90)EC7V MF#;
(3)^YGL""&QL;GW:N3'WAV;R^,KWN[-.TK^8: GEL4R;V0??4R@:<9G M|V+7.P|<>?
GW+Y-2K!B3\$02:>O I:\$4U%(EG6714QIED^K4N/(:LQ_WXMZ?)
M\O56,/T=7B|+CA>?)E|^ ^7HS/>[I%2T.];_ ^JCZ\$?OG+UTT70S>'QUE*YC*W MX-
%96@VJ_ET=9AFM==+2EJ2:SQ<|W-L=OI"WF:|.N<(
IWF'6.8/^!8))&|4>|B@RV|T&,AD M38JH#!@?.*CD"H3,\$8R0*4N7@BFM@Y0G<)
M4NH2L%5*M8(G3H%*3| >8JQ&|V,M2%(V9WI#C'*FZM/ M.'\^ ^_ QECL_JUZ1NGI6
N@&OK<'X!9C|-J-+Z)-DM+5R>NF'HPG MC>!!J"7RD=)19C3WK1>Z9N#_XZG-3-
M_8|V0QCFF>890HKJ9RQIT*N"+U)28
M:.2B|;W\$/0AGZ2_[T+SQQ+AE]=^+_OZIOR_FJ6_O7=_E\$DJ^E-
@4E7VP>8)/M3<"U9(N-G5\$(WO|):!V3? MK_RJX/#VNK 516S2LS?
JF5;B|/%ED10\XHL!,3\$!209=>:T/'HUZ!NP M;7+5ZH%/=>#7S'JS?5EL/:2L@E@=.P^
T7)HW?="WXLW8|DWS??'LQU-*25 MOA1OD18F%D
J)E|\$S|L&RR(*RPF8|Z*KFJ0WXR,2XMO8:0UACN_T|_#7Y?/UY
MY4BF!&XU!TI')>6GVD)PA(M;+HVMJ2L?5 *RQ7(_//3 ^)VI7W6@K,...?W| MZ|B8Y\$F8?
WT?OFT0-Q?\$R2:7*89G,4?R3-H8O,X>T,<82T9W1Z*^5>BT"J0>G,'3I6*?%,^S,-
T\$*=P|@A"#O=;FU'|S177(W,>=)|^MBBPZ'+ M *OIBL+K";N)+(\$J5H!S3(
7ADLK3="R|5774WG+EONN)W.6,29HK #TC(PC
MGGWX^|OY|.,|K+8^8U/@6"+0HVNAB&807=U%<^&:,>|L("&9M1|^ ^%.WUA:8
MM:201^2PNJR|>|IP,RM<^OO^B8P9Q:+(H(VY|C<'M.&Z1W/(0V1>LF*+0,#(*<\$I
M(0#|4Z*_INP8SY*|UJW A|+^MIW^4,8?0W'CG?TM60SG<|Q+//^89EQ,/D|I
MO?.WEA6!(M&>)Y12M-@5"5\$;#3:DQ#*C^(:% 9O\MN<?/^ ^F
M2T#O/X4Y+IY=7WV:S:NVRP5&\$16B(T!+!ZT;G-4*O/<|"U2;+_5:X;SM%|P
MJLF|:RNV.VP*=Z"|#?,W|V6TDY>#9|_B?(GV0MK(2|0J14=/&:),+KG;;ZSHA_CF@<;
MFXJ,MC7K08M4G5MYH,4J@<=D6#_||2Z.,UQ1.?@ (TYWRC?V,HC-NYHC-?_M"
'>:8JI(I)/%G6=HNXHU"Z10J&NGG'.(44'&SST%-UC|7AS?:6X"M-,N^1% M0F.YY@R,T?
5P/7J(Q3KPV0MN64DAM%:2W0+I_'QC|/8?.H7IX100%XOKNK#)
MJI=O%&3MJBXM*@@*+3#F#)#A'8^M6[XWHSE75]B!ZX=>8-MZP: ^3/RD*FB|E
M|K|/7+CP(J10%\$+)|KI"GVD"1L|1@G+=1HRC"M\$Y)A^ Z|JHP|/|'#W%M?>1V MM,
(D7N+-C_5>Y^U|DO!"2Q&L2A(\$5U5>/VAPPNCJRUI0?)QC:'V)/13;^?E*
M(SL|)!>_SR'&'6@5S|N:4-\$:I|7+GN*=4LR-II|7%&&SM9&KE%VXMY^L/:M8 M|JFG;-
G7V>5EF-.U. Q%JL|P%=|JNT=<2:WR&|VHG?/ZIEG|O)M,|AW|/|=A8^|IFMF@P'X^|;
M;UB8,8\$"P^1< F60TH,2.6A>E+,E2(&M)| ?OM\PHC"T7&O+18|2+)C2Z_,VH|D\$*@-
^Q9'PCM|;V,#@S|F'AVL|<0.Y#-R;1,#M)F LBHS'>K4 M|&Q12<^,U8-.N\$|!
<1|IJ7Q:OQECA,;^|NMDCHE^?5L?%%\$YKET\$*4IM,L@% M@@P*1-5?
R11^1F8;N.,/3SUL%V97X|R,;-MX)NNZ"/X=I4R_S>;_#O-|@9*<
M60L.N;6H0Z)%KB|".4BG92Y16.7,EG1DP&..)@O=(;)LS6+?BJJ'-RPJ:QD-
MTD(FHB7/=05<\$?3BQF7F523\$K<|C'|-S.%=H;KAM)7:
|LMZCY+;BNKEQO|APVEK!D@9=' ,E&*&U1H'SB2F5DQ*JM0S@.(3G
MXS4+=+.C7NLQM,L_?PF4"U=KRT.HZ M7;8>WP97FM^6|8KU)_&M5M;J4-:U
VZBJ^#D"O-%I(6V.;,*FY ^5K(:.D% MG*+|GQ5AG1\4MO;UM&|X?
VIOV\UJ'\&EV6;=N^H?U MX"^2US\$XSVD9#IY20D6844HPZ+/ 4!MI6G7-
2J47M9B%RYXY(92D(/'XBVONU_Z_>?W|S>L|/JZ|>O7R|>|O7W|X M|>|%^ ^60YWYT(I
MS2CTI60HP3)D"FE9=LJ=^HU:#!30)%F|'!7E^HG^",%:*,4A-
%ESO3/7>'BU2Q,%|^F^7:B?!U>4JL>ZLLM?OGZ M"C^&RYL#P3?E>?U?X?
Q+F%|J|K7.0EJ?\$1NC@44?0,M&.8PR#B#J#\$!YS48HS MV?
IJNB7^8|S/&^53LR.Q:83P^!V\$DH90"U|U%.>3H?F!W&
M@\$_D:|D&;V@|Z6QM6LX:>WA&N"B|MK,6>44:R.^F/U=DT(5I-\$"T\$':[A0*>>| M)?3?
_I3#7STU-|JL"Z,-|Z\$R3NZ^]=*M973:8V# /1K:QGD!'X0 'J((1G'
M^;%CN06F_HX^ / T\$??K!3TP_<%8LT#SR64V9?+AI< %'LM?/DZN_4;QQ^>;+LD-
^K\$N_5.=KA|]=3|S'J2V+A8YR| MZ_>W@+*DIZOC0)A
M,L4*IGAP==PRHU!1L:B91#G2JM|^_,2MN!M)C;^;O|I|?@O"6|Z| :DD)I M:%?
W>X24A8DF(-?W)>W66NK;!YZ@=78CHV'04D'\|XQ>_P^<7EW/L=X9?0<5
M'"^A3ET0N;;;EV0HV8H:N,80I"PH|H|(66NAC0\X08NU(:MA54 %|/%1Q%4X?P6R0K|I
M|@V|VK!%9B2|P|?('C,+B0QRLH;E:SZ4:"1F#+11LTGJ:I:T3QFN' ";P7/C M"J+
(@T|/%3|&S'NFA.7+&'F.EQ@ZU3%1N|V*9NSC%:'PJX%,2-UK;G#" \$F
M850L6/)IS_2&!/SV,@31 M3SOJ;I2YMD|VX7K#O'\$&F1%9:AE+Q(QD>P6E)2\$W2&
(&E9\$L\$P93!(/6Q" MW99#VQ|>>BX1V7YL-M3|_P'(:JCV "@-+P?O?|PEW|I|&&*=.?

=@L=?W=17G MB50BR@*8,VT&T@;PL>X(/G(E&26
9M#)S#\$8I)\$[MS[V'\$/>DQ2Y1J:4+AY!
MQ.1I'0JI*D=\$,&ACY'61DD,N6(ZLR'5O4XRNR:VI/@LL%K=
M)*!2!A07#)S('B06XS1C0J0A0P^&/LT3=N0D.@W/KVIN<|Y<7DC%P-Y(E(AH#
<.5#8<@LRT,M9#N^3H7VK=90\$Q M/..?GS50V6P@>39;>3+11NNO91E&
LZU'MDQ6EE,C% D87'(*)+S=NZK/R
M5.S%IC*_SX6M6^|^ANORMK(#LH%.IM:CVL_Q5!OM=:##\$J(?::&X1&B8YR9%
ML(R3Z2)4IE4Q2R#[A0?'\$V%N7PV4IV9) MM)#X ^O#(\$RH+^?YTI+N@G
@@V(CN/W8%4UTV8\$?N^MA@!UE,|#\$DZ0)H8&S M1.ZO931AF)*TP""2/AJST)W"20^?
!MLC?WPI(_X6Z-CGP/&5@*\$Q(B45M5)?P_X???GR;H;\$29FTEV/B.ZWWM?
K3DK=9"D=F" M4,A(95|@B C Z>9E3EFZ4(GZV##J?'5 Y^*#;"|!^8GSM="RQ17 ;6=
<#1 M\+HQJ/'OR7:4OIW|;>#Y!K?|JR\$8Z14*I=ZR!QKB2&3:9F1HO(2D6#&V*UM
MP;X5^,C-35O|1%8Z^);^-?DR_F7RT*.8>8,P/B2@:5=&U:))#0:*555L:P
M3B>WFTIKW7SHN?*T6XMJUD)FC2|7?IE|J9T=5X'F+ 'KY Q/5YTREHE=U\UM
MW]=.?2|I^|Q#Z46^34^NP>7HB^FJ;ZH=L7;|RI@DN"R@>&) M93522A; H"Q-
%1_(WBCTI70YE(Q)W;C\$UA#@CIU=^|?8\$.V-;DV9Q0-S
MYF:33H/>8.\$6C/*KPM5!A@"9>Z;1Z!25|+O|&ETU ?@,5-L>(T,D/^P OO+
M!,/D=!6|B=/OO_SR\MW\SD ^3|Y>EJ1?W/OA5<|(Y;0Y09%=R3P J|62E"!7 M"5.*0\$-
@99E&VSKDG##>8)T7+/FFY<2_UR+;YY<+)XM026"-_L)#LEHJ|7
M>LZPBHT6YMJ+.WIGHA=9JDYM0S8|YY@)TER. Q0M|\$U>G.(G6EXO2/QN_H|<
MC|=5|/SG|+&9!E5('\$5"EI*U^YE67(R*Z.3ODBT&?>|6/4;TC\$S|A"U/D#) MK,M)|!%|
(D/JM:/CIX%Z 6(0%R9Q+PZ\$3FAB<66UMJC^%Y"G1J)N^&Q3ON
M8EO:AV^F|R!^/XF*62L=(;KG)TJ2E^L*+;W6YY'LN_P4SY)PG'F
M0@&&@>QV)6I*7@R@@ *2.9VC|]*C=@<(QTR0,:4_0"#Q S?9U^#>E3|F9S?R
M+1>K2^YT8K1&*|D"L^QJH&QM*&^'|)BI-:*.AH@L^PV_MUZ2JQ|%'FE(|1-
="ID#YS\$Y;W0NME,26J_@ MT\::-^")5(L;
M9AJYZ,"MK1Y^|/P97N(/<&3K,^OE53.Q|EWY!?:IVBHS*M4;8;|H:|!*1PC) M.S
!G<"D8K%=%I?|/WSLVMU15@^H;NN3V;MD^SE_RZ>SK\L:|K/%V0G7*HA@ M-
150Y!89.#)I@:?62PRH9,R|IS\$=OYQ|,IL);T'M+KS&>N28M|PS M^0U\|SFE%.D?^.
8+1'D+@72&^B47-')!U%:5_I|!,XQLZ"UM!|@PLY'JE=5 MV2|JO4^D0\$R3>_KH>_U
4TVW-"?,EJ\$R)=64A)K|G'+^4IE+-NN7V;1>#MR+/32<,R=JX%>FY4S0!R|JSH?P
M&I5)1B;183/H|*AC5OD0TGO VSN?A|ZF9\$7|97ETN_0WB)7+:+|3(|AE6B\$\$
MS0LH&C*@\$Q\$P<<>CPAAY|3I+L".F2'#:>"!>+F=0G|7(?R8YU|(X&263C*B MT(8A(
96VX58<%E9,\$YI*6GF|]*E*/3F)QVSQ@>0Y0.JWOFX|B-!FLUQ_OTB
M(/@BWO8R=!:V@|P877, M^#_?D<|/R_EC|8?
K|. _WTN_U\$ _|^S96H_OSSS|/M/G^=Y|G9W^+LR|^7 M8GK|XLW|/U|/ONK7U^|/^#
|>_KT|N-E|N"L_#Q9Q-/9H@:1T3X7|WPZF7Y:
M71;BZ9OIXFQ^OCD^#5C_:V\$9Z|Q,O|#3|):SHCHWEQ>SB+Y9"AH5C>\$Q_
MOY;6;2FN@-VBV""(+?|U1H8E39#=5H*KARQ3"!8OIE#Z? M\$V3ZA;>SZ?
SRRY|P,5G!)N= MY+9UC%|'6/O*QM|37|:QMI'>!L@!NX+X\$,#+(NP=(Y4S*
<#O/V4|VFNVG74 M::R7/5'(Q8B>9@H(+/:1_O*R^E8'; -9.8_AVH|YTTZ+:^G12 4#
M;\$/8D1E"50ZM0ZBGU|>FPP8?;#CCZ2'X 5ET%
C
M|:KYPY|XV2_6)RN=L088US1<|Q4XX0+8*\$MBFCXV|/X.)+Q#9-VVIHU%_4 M-L@-
P_WJY?^9Y#DIY/W7VJ(RI+ +"BRO\$P")Y<1@R&!|U%!*B@4;:/:-|0
MZ(;LQ|9+!M|>PX(4C|KB|_&NYE@7L",>S*P%NO|S(BR6 MON>)|;PDZPJ82"B5=YP
1@^1Y: !9B.ASZ|2-NQC&)TQC-:T|T=M"QHT|C3Q0,W@M3<0LC:8'5-
HNM1|W/RDIZ+G >2Z=0,8+PCW|^DL M+|)\596G;H5E-
K|2W6)6|HQOJ,##;7\$, '6S;1#X'&6#K94I*6@3&#)G!*B%M
M>%9!S@%C,5BD&LP9>5H!MI8GSR);,%X96DU" D2.X\$-!881 :_0!20*(VS| M<'>X -
L^>C^4 -L;CM5R.:OW6,L3/, ^SCK'>,ZB:,E;OLYS3J59R3,F+PKE5
MC4F|#LOQ7|_T8L9L T-<&
IQ\$*Z5(|X%V4"W, ^M1|>)@:%)LN\$,9G1,|)#X"%U|114OP9%64 MZC+ 04?4&3-
P9V+UDB0X8P,X3MY31FWYW4)/S4GQ *SQ7=566MQ CEU5,, "1
MU%V(%_|3|'-3/+NH;;:ZS(F!2C!TSXJB|_Y(C4HV+LH;!!,#1;U|93347?Q
MH5OK;8!5J4NN4Q>(S^FH.ZIVBZ3";?2RIW14-%+F97F@\$!"4*P&|R@ED+-&R M:
().8P0U'DLZZM#,Z...?:6C)D_ ;K"P,HDUUS|4D@Z(MH"VV9E|&:<4(E#F.
M=-1>"MTF';6/-O:7"J(L=T7("\$654ONT6' H&)2B#1;-K4BM;P|^E%201G90
M*^WM/16D"|CG5)"6&M|I7G|;=>T|%40%|J/Q&9#)VJ|IT\$0=R

MJUDGT#N'EIH:#LM*[?>#@N[=0%SHJ76,1L)&600,6\$MV71D.3)G \FA"(>;
MHNDV/>/8P[&WB?!!I*O=A^7#W"/3\$DF^9%?@7/2@JL\9LG*0\$E,!-:F?H4OG
MFPV/>6;:[M]?NY.T#-J]^>[77]J\7C:BOGC[\\MW;S^>?N/5V]?OGGU8?L(MW
YONGLX;5_DC6)CWYUJ\$O-:.'|RT=CHFC/1J|0RS| 562%*<0=!Y *H61&%
MH_.V|5:|%\LRN)L?=-[|P\$!6Z:&K*+:9:4%H* \B|!EYRXCI)UCK.@P/ ADK MEK2-
KN|:\$KO+|E!B|.LUW;OR8C['Z?:E.R_M|N|JS@GWX(PC(LP T""^DIS
M;QBF%'N'W#P(9%\G,@WT>[<8^|YR'L KN0%G<;&9XO5W/M*K!<;5)KBTD;O
M'>@XI2?4_1RH-%#RW6S!\$31T",1*:,GETL!DM:EJ;207O /)HY\$Z9VM|ZZR(
M@R#4AE.4 ^!3#|6TSDLD-/S\$^6,O/LWS!>+;PXLY/R' E&Y:H%GVKF++% T
MO2SMJ%I2PZA\F!YB+7:#"BNA<. M,E,%:CL/> ^@Z?5/>+JJ;B35AI-Z,3|
|>5|!>E\$%!"!GS\$1-X40LR,%|H%2L% MLE M?
WT\$UEA00Y*DOIQ_N02"EG9HIT%PY6@YYQ)"*AH\9H>BU,[NG8YT-FCNUD/'
MVS=W\$ONLA&5#>"|4I!E,2(X3C_O=.*X27DW
M'WJ\$RMM:9HV=DML\5VY+.Q|8K7CN68KA%HC3*\$0@,(8*,|I(G",&Q|K8I|??
M=7R;M.TAZ8YR:NQ=7+D|KW->7)1BR>FG|Z|P?K|T6S^8G'=)OE=J3|I|G_'T MU>*L-
E">S|C<._N^_,=|MJ|W^):GY|D6L30Z.0.>|1K+QQ39T-.*"S@RCT"GI
MNRGPC_N@3=\$|!08=@-X:KQV_XOR_|EGMOT@C^@V_5T>@PP F^?8(R&)1*M"N
M57RJ<|G0UD4>'13)N6.9MC%1.OG\$+= |!::M02|-'|(Z@I_SUJEB4N.!_WT^
MF>=T& V&*%?F>C9|GVO=HOSZ?)I>S^8O|>ODC|/FKZ|YFB9GM7GHB9.>AA 3
MJ%A(N/45HLBT|3*A:8#&N"YG;L,C?0J,/#!-@SC7:|L-,V66!8YO<^G-(|T
M<79U2'4B%*= _!"7|K\$ 9J0&YB1"P2!.\$9<;I+COKHT|Y"BQI*,?|&E;MXU1> M_>?
O;S|^ZZ<7'U|_|/+ =K|^]>OOAQ<'\$Q:-XD6"(FZ""BZ!4|2NHHA>,1M75GE|UW9B&6Q
M#LPJ1X,5Z7DQ('G@%T4?0S\$,-+,AEU#G:.N4J6:@QXK:&9FE=V)|Z/L0PD)
MNH!_67=(N!B+KW?,W!82)I/@42L0F 7|4S6'O_75_\$T ^|JWV1,'|M|7;ZV+ M:(ZMA?
\$|3"FZ;=3G+|%+Y?%(;J,:."8HB'&LY_HQUH(UKM?/EA>;LAONG
:=M'M0/0|8YW|J8_IF760LZ-CW_OP+E, ME.P Z&'#J@L!|F'M-'!|>C7N(+?&-T4/
V/1"NLMK2DZDT>;\$<&Q8,'H@E9B MTIEUN7(<49%KMO|Q]-A'7,/H;[GJO)M^R/-
OUZ54"U,Y.3)P(B|95,P:,(@ (M)@AOM\$,01)?DS4<>,,=
|.W\$CX|U6YL^0&J&ZS|9G4JW^?3|Z^7_<\$7RRO CY^ MQNDJQ?3M;|J-
QIW3^|GIZ>O9O/[1"0E*99|2Y!1ES7,OX**TX)++R61"UN? MNXP|P@,T((<^53Q<
AWG='E|OFK!%Y,(4E7#G712DV()@3MN4PN^=I9_?AF MRL7@CFB2C,#2|2?
4%A3;Q|'5U@/!|W%V>+-|!#?:NV?IA"<9+?<1.)94M2'!
M,R9I>0Q%@3OC0|!:T,..9JY=&|XS|-I+|-I-YJMC9<|Q!EUSYCE08A0KR6P
M=F6D@_8QG^:KZ MV@_*907!,@3FN#0J89&V=0/6PQCY|S0^S&D|&'N|QPLPQ0V2(|
M5Y"<)J-\$ZP3!U;1CIB13PLC(6|=N/81Q'Z|N7J2T7\$GPI.?)HB8.5BZ_"(N+
M4CPFC|/0I@U7HZ#ZV MPRG+\$12/Z'B\$%RM:8H17&("DE&4Y,A,BE*B 9AU-._3D
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MO4NP(?\$27?2B=*D|^B03.WOI=T-B9Q|YCY,'V '0TTCL|"7ZS0F!6\AM%(4J
M)P7WC(-6SH"*A,XG+)!<-#%X5E@G7^)P\$SO;ZK&/N\$9,| P80@Z" 3;--\$V^3=
(Y7K2EKH4Q M4S\$!"K.1!FDR!,T<"\$?^8JT07*GW,L-1=D??/B/N?FVT47C/B?W /US&-
WR^E@4(?H|< VFC,H(F97GHE8TX== '7S/8|735M+9J@E|HF< R<"<_)BJ_1&TDQ"#(O
MB*5F+XF:O92&6#"?3O7YG8VGK72QCV#7K2J3=QC3<_7Y?M7G^|!DE.KS6^CX
M6*K/1YT8E|Z#5R+28ET=9Y|E\$ (+/M>=3PR?)& [59|_--KV4>UHU>>#C5CJ
M+1TRYT|Y|\\$LN"YUS(;85FY:S8|5Y|OI>-.U>?|*&B JI^K:|Z+&66D4%\$J
M,,XQ|O.4@AK"2G8EHG)R,^X 9B"#ZQ:0 M_5A*6ZOE8?7N(-
_!=HS;H()300OR15W6')3"ZHM6UU2CSK)P+9 ?GX(WF!3#
MZ+>/*,Q7U\$Q\$711P"VO&;3>U<* &F*.VC/+@S(C ME;E_"-
|3)LQV6MC/"D.ZOPH79#:R*@|M;J-U*4DHQ'&0W(KBDU?6M/9!>@%| MVJ395A-
#)|>,IRO|>H5TM>S|N '*O0N*L%FRWM7X|["^"<\$:"+T|R9))F| M|YYV2^?<
5=|.DFL<'WL3 MCC6E6*(?.%E+J20R1C#%#,5:1"90QVXE-O>MP\$?B6MOJKX_
&NOM5Y+4E_,O MET0R4D5O:*.1TH+2Q8 OF(;Y7E.12@A&VCNUD/'#6?
<6NRS%C(|I.9,RP|K M.^BT!D_B4ZC32K3YA%B+8+D \$DX-7TGJQJJZN2%"XH|5#*!F|
MM8"YG*=9 M2DR%Y|#6=AQX-
+2UCRZ.)32PRYB>0UM|A;;VHLD8,8+;Z/A8^&O()DLZDE,I M8STBT0RKQ4D0Z/)?\$<
AA>=LKM/7@:-M'M:.%MJ*/7M&SH4B10)50KT0R M ^N9EHZK(JUKS+>G'-
K:2|>=0EOJ**AQZMA#1:V40Z&4""|D-&0'&PM!J0)6 M%
(\$&DRY.;?"HGVS|O6TLLQ9R;AQDL*X\$UF9 3Z/^7B_1=ZC;UE|NH|3?L|Q9 MEY(
YVK,O,P)@F\$>O';!F60SBBTJ:1Y0_:VV>NPCKD'K|ITX\UMM\$3)P7VCQ M

94T#=#1'LG00#1B;"O=2<9:[Q/EL>,PAU.'KI82U=?AVD^A74QNUYLZVGJA
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M#4<#31R")K/2I,!T*)8E/)CJ|KLU#3_H23("2|>?4%M0[(A;U9|P+(.)%A
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&06FOD13BO&K>M6.\X3U/I|U,I|UH=E2|6N_NP=X*QZ.CM<++
M>L::#01E+2T=PF9C?"EWB|@?'QZU,S;-MVH-
AULUCR+5B(6N)V.%PXP"&Z8'(NQ=UCLJT|M&G-DK+)-*B74I-MBF9:
\$83@==N>T8JG_1GO4<4)_IHR3|^_YN6Z8>U6R|[:=L%D26,9*[HD!D_M04NN*|OFX
48SXJCMXGQD3*|QQ_||P|C'D|&>/T?FNS74W2R%)2^IR#GQD_MM;
9F4W.J@P:I0W&!>\$.)R>LZ|I|&>H\QAP3%1:HAJ/MOD;6X>|J=/_R)9OS+|_F-9>_M&Y
Y(ZUU-M)PE0/C%8N,*^M'E|:K^|_1'-C3'+>/7T|=&:M.VGX8ISW-/KJ_MK_HR-
||6|O:XP=*\$MQCMX>0'9V:E,>S+2AR"6,|)H'5"E4GQK|?V^<%|6#I|/WA=V+;(
MH1B6-'#05,W;HCW/>@2O=,JE,/I&CVCFIY5ATDN_&S),^LAYE(2\$+H">1H9)
M+|/%OS\$S81FZC*-1H&5*R"82IUFOM*^*TD< <|X(I97KTFWL<#-,VNJQC|@&
MS3#YD.??)E>Y\$2|Q%"W7P#3SL9\$+=^6\$|0>M9)I3)'WR/A|Z!&'D%G22_AK
M,TNVE|PPJ9MK\$UXRLUESR2'IFDB3&&TD7E?#Q=*PDRNI=#D!.(4H3:*W4V"
M@S<,S*5HX92%S##1(+VK8_HPKS4Z5TIL7C7@B555V<:RVET7^|@*W2:MOIE&O-
MZ=<5:67CCM5_M5>FCH"\$R6"N4FP*J_UY!2ZA<+!S)E=0(*LI422;A61+L
2:-8_870_GF4'-_ME#7_ZO-F&F=?\H0BL|1"&M0::9:06#N_&,OP?|;8?"
|Z9&K018P<=C+?6K\$*#_M>IR2-(=L"*D2M?!90@,;,&LC&LY3ZRK.>R#(!E-
Y/_SH(_H!>|&|,US/*4|_M|T7Z0E*NH2MGDV|Y%5UPV32-JL8DI::S!)
(1GZ#++!\$L,U)G9K1H'AK="=CX_M|DU#9M\$R%GG"Y(&IVC(6N0%T@4%1
MT45/QEG!%CV0'GSXCVF6M-'%?7*HIN3XY^3L_|_M|NI3'XO/DZ|?9J^G9Y.S|_M5?_GS5
;|D#K"6_|FD-
%/H8/0;01N/^7'TAD^OF;70(PA2:.S<*|GB)|TA_MOWRIH\2&O/EY|D|1_KQ9:%=EX-
94"GVM;5V4BN?!%@_M0N'%TLX;8XMMZ/93Q^WH-
JAR9DTD.!!AVX03Y>_D|/!6N|*.:BJ0Y\$D(|#I%
M,M"M|A|"@&"-0JW0DOW>^@ZU\$|(#/((;-AYR(6MI=4(L>:_3VDVS#Y-)_|O
MK^+K|T7FKX949F2^GUY%TP_4NJH1GL&BU8>05Z-P|E9U"|GB|/|2S1AM-
\$81RP+H_*1_NND/,GM%)%DE4??.08|L9#_M:!?
HW@;8A5.DG18NDF>K:_UG540!)Q4#I&4G|6TQ.8%G888R%@!|/OD|?IH_M^TQXF
CX^O93+('CUM>%X50*%I(&B,%QBB'|#EG"PD?%|T_6F*/D>,A|G_M2KX#H"
<2)=|')NCY+>0VSA1\EF(:FHM%22I1RLA)#H@T.O#_M>\$N##4F3?
M*/FF>NPCKA&CY(OD_F.M&0BPH8F-ADKA|E'P?X7>,DN|C_MN9&CY#57K-
1L9A_(>%\$^<7KE!'L!%,G&:3NK=3#C))OHMC=)#AXE+RG54B\$
MR(#Q4KNV.P,N<@D|R,"3Y|4<|L..DM^WE;6|7HXE8K|+F)XCYGM%S/>BR1BA
MQ|OH^%@BYI5'\$P.3(&H5'R44F6|R1)"&YGPM.Z+YZ"7F#X:WO2+F#XZV?50|
M6L2|J):'@#5X01,HDPKX7#S82")2F9F06Q=B>|H1|UTW"EBOH^"!KC\$ZV2Y
MW+D)^#@|P|./Z_6R|O9V;_RV;5=S_E_|)C=)T*H&TQ2JF(H^R_M=>
|D8(,9G|V=')|&!QI|*/>G_K7*|ML3R\$_.67V?F4QJZZ)"SORNO)(N+I
MOS+.3U|C<"EH2!\$M*)4R"9TA6*9\$(K=-^)Z=%1H#_#')?#@Z;WQZUF)0=0SO
MIOF\$Z1A|<8DL*46^)WI=.^C0E\)(VHRB;KV'H=HAAG@V%|'_-V
M(C(WCB'M%%J1R9|MAA!HNPB%*CJ_|M2'|+W!A(|:3B%-4UAL#R|\$+DZ#\$
M8+T_5F1MAAW?N%5%6^CYWHG@KH+=W#3=5;J*|@'NY2DN%N_*|JSI(E/299|
M%Z"|EC4%SH)W(8\$U+GD;7(ZY=2KI6C|N|+;6?'J-U)>GL|O7S5V/*Z,#
M;|B;T4@V5!Z&!0_">2(LV%W4K4^&E|/#^|Q6LWTF|BTMRUCIS7C%@/M0&70(!
M)9=@"_BZ0=X-T/FX9.*|8|X6JVV%-T0855W3-C+>(@0C2Q.%Q_AT!Z6.0?'_MZ4L?,_?
HHN-WSYZ:>X'|CL=K;MPW\$/4X#%C100NPH:+CUH':DZ'?0G6;Z;"#_MW(|/>,FQ";;?
V0^=!?W|#Q8|5NQ_M.+(R;71OH*J5RV!>0V|:)2|Q^CYP,>@>PL%:Z.HQ|6_A90'L/I?
SKY|F4TO_M3*!:C")/T^*W/%|>A?R\$&F,BB,Q'VJK(>IM?=1N@#)F(J('DO
1.80#:49YEKWYHI':\$|_M\$;(_H8@!=I2'8;
|'LTQ((TD#|V7BM#*T72*\$I:E=TYI|D)6P"#*R64ZLZ-8G_MBUUP/6FF|*""M9|)EI?
42ZDM8_GX51_UN>OII|7T+3+_|O|4\$|L#!!0(R_5A'_M--1\$|L',!_CU#0_4
:6YN+3(P,C0P-C,P7VQA8BYX;6S0?/,MP_*ZK?|"P+W2|1D9?
4"X;_+VZ|*U|/W%33+?|1T?HC_-8(|#+%'\$^AF*_U1DC"2_M,KGH,B|^XOX#T8U
UR|HI;_+?OGIOF|2|_OC|/|^2NNEG|NJZ#ZW_WY=5NFJ8_RM|N+JWS8Q?R9=T?
/G#Y(WM!,"_J|A5\$M\$*CSO|3RAQ|*@AJ)^BA?X.05XE|P?
1D4/X*N!WWWWSU|K^MV_Q_+1Q5N60/M+/BSU|>;D^23\45_Q8L"?Q;..J9E9?

T4X.JY@/";,FYEZLU;Z_LW[ZK\Y?7 M)5O_[+EBV?%EEU6ULZK@,A5;7 G!3WHRT>AS#]
M:(W=1VXAV/0,\B7.TB"G_8=_JLB+XK%IV=4L7?
08HGZ;TQ\!F\Y%]A],1^XBLVUUSJ\JRBO?D7+%;O\$_%Y\$F@4*7<^C M,8:IG_HPB!*'?
P(Y:&Y((S_R H+=<-%L5&C!"OC+I\6T4J0_E#S?:3RWYH3\ MJ5A=KBK2?KFYC,)K:
<7^]S4?_PG-W+^I>,&2';:'PFF@."J_:?D\5\ W(+U MQWAE0^W/>:EUA.6G
/).NB+!WKR ?P&^M=U,@(I)&BE!#TQ@923.[2H)VD M8"TVJVF)P.;]
5)>|'DM\?JW\BTJR8YL2^\$"EM7^LRO)'^W9M1:<,P6%#^| \$ MOB/-IQ^%RQ\5/6R6B.-
C+RYG57_\$A[J&_-G#G)V+ MS2\|#I05917?
4QYY!/M+NJKA\$T*OBXZI^BZ\SOFF".5Y)\H_E99;ERYQ3K!?(
M9\3QD@0ZCA/#@/DIQ*Z?0!_'GI^Y41S28"@2)XTCQJDE4R8FL,\8,YVR(.F
M!'\OUEQ<*6J&:BSE\9;[49C-'JFRJ=<_D894&E\$=BK,8.@.(UL;(Y%8S@'_
M7CWEVN&FT421VGJ,Q\$B20A_(L>%V(I2Z% 2)LBC*?8#%2=YC-#\$
MWNN&K'CCRU4CXD%#./1#!R?331 M<(0-6)C'(>
[3%I\!VE%7#]+H(CL>4)D""'.E73,")"?@K@"""] R,> 0T(0K&:0"<2&YB\$!##EQIZ;>.
(&'D5NAK)%LSD,&??; MYV5?R^TZ<7 TH*0?60-;DB O.',7LC_K;E&?!--\$J@V\$LG?
Z^V49G\B:ONO M/^YSU'0TY4,3_P4\!B_EG?07B(>X\X/=^JHA0)KJ<#W:[E^N ;TW'5?
GR4A:~FI+~JFO9\~4? M1,R_KAZP:Q:1%&8X###\$,7\|P'S8I@Z60)=5W?":*
(4D_UT'F0TN2\|=D\$; MU(+X\2@D2;&I^%
(.Q8TUP1K?/UB#0'>++Z67=\$%&+24040:%@+JNP!K2)CY M_.:
(:'GW2E(.^/+#|_FN2N)T??3U6XP\|H_L+IF|.Z554BL_\$&8Q@|YPODR
M;JY^1LVJXG\^(KQDC^QK\X\+|-LBSH(H1;\$#O1!Q,Y:X(40I(S!)?4(8#FF0 MICK'
@8\3&S@1*HI72V9,&H;OH!D#*P9TO.%37!6SNGEG0+3OJYVSE)D- M>
[>J\X)3O23GB/A\1G\|G=I>U-O.VX': NXCM516C"X0C\&68PBS-
M,A@X7@B3V/>Y&W%UPN%S2*\$\J(#QT1R0P"SX/8\|CMBOP@=1V,N0>F>L"[\
ML_+\$\J>C\5IBZL>[N]*/'^|:RZ1G_Q3%T3K'N\|DJS'>X>%:!_N'O\ M K./_2=6Y:Q^?
|_Q8177,+DM^IG)#3-*PP!C'T.7!00&?N0*)7\$A2STOP(D7 M4ZRD) JTIMZ
2,K@/;A:O:R6W)'ZPL #HXR\2#=#YPU&[Y];[: \A&&"6\|C4+>Y'%>2SY*8-
49K5%U,0>=_A4KG%\ "2Z?'FMV#,K:FY6;PM2OK"/ MK+G+'M'7S:G
O3@!+XO+ILVXE=O5\B,7MBP:+OBRY^PM\$M?'7IPP&,<^@T&, M
X@|C&#F,S\,N0WP_E_KJ-DN?Q.?)>|PRW>4@EW-?[3LYT_|"VXQOT&1=QMUW6-
JM4B^>XTX\JZZ#6,G?S MGL1.^W\4>M\$9/1,-2-TP1?R,JZ605JP=8/VL\%.*S*'H-
5L+3=@,TA^P78," C MT&U9-O\IQX75#\JRS/:^TN,DY_|T*H-PY'NJ?
J^9Y7AD+ZJEA:JWM@3YDI"* MB>_S8RE"1B^R^E@6&"|PX(0!#5P8>Y\|S0=F, UQ
A.6ABZC7NP2I:X7VI0G MMB&7\.^KNEF7^%7;0%G!OVQ\CS??.QP;[C:]
B^J#>LT\$==S;L,@J5F='O- M0M?,X0)LN!!X;?D
PPT^M*V,MNR63(TZW5GMC38<^T9'?P\$SR_-S7I25\|'K0 MJM4ZN?
(\%VFO6OGX\N"OY9)3JQ>8).3/4@^&%+LP"+T4IL3+((XB)XI3%-#\$ M-
^A'8(L_O:"K:8W6?QSK42 JM;9\ZIDH:X\|S8+-BK;I1N=8_\$,Z3FWRNU#&
MPZXQ)^X#^V'7Y@O)BD:4.\5(/0\ W& P<)X'(CR(8.ZF?LBQP
M6:RUES3D8V+7<,T5D&P!01=|BDK5IN?B\.:|9P!/3U::02O9'XQ%DV"
<,8P8\|64""T<_27WH M>9GO. &C81P;A \$F?0XVNA/N/87BVSX%M>^ 95"-
O@1M@|G|C*T-&Q+7'B/V M/@7ZPEOZ&&@0G05SH_(@?!8 6S3\A)?
@ED0U.Z@=&6/Y%:-W"=RG+*9@ MXB0Q#-(X@ZF/8N@|L9-%S O=-#|&*B0G?
PS(#*Q&;T'99%/D/\$87J%9H/T=-YBHU*S\Y>W#^#7 MRP^_W("?:RX_?)P_-
QT<|'1Y&3\$V/K:&@|N\T2T\PN#S)/T\E&2TI-7# MM&;5;"6Q\|5;
[2;#WD&HH%TJ.TN8ZWN)!|.492)_X8X0PGD7^+0)0D)_#5 M:@FT67KB3\|@I-
G)9RNUFDJ;R:*G?X+&!)6*AZS::HBS77C>/C<' AVTKSF\ M0G\7*0<"/;[(P\|0/>
<%N&_8R%E<|>=|T;TT\N.LQ?Q%NV(|=%L2!I&YINS0H MF=%,Z?
B*LVV2!@7J\X^&+|1|M^JJ6?RU;-AR77>>)8C%80#\S UA0)@+\$_Q_'
M,/!\QA\WK^((J9C=O76GWO8(2HK'%_L2#^O0&7)H\ET\$8L&|P3C0\6W\|S MM/Q?
6_787VT6I3@APEH53OU:7P':G.:?6?,LNKI^877#6"=*H@"<7B6P9@F
MW!6A3@A11!.8.1\|V?)>1%"G5.(R3FEA-6H(B@'5ADK:F -6X,MD#0#+D48) MAFE(
<2AA^((HY"E>@E@ZK0G5NQU=3YJ^B-/?V9(<"#>>5Z%0@>|_+
M8LOZ^&37\|V65L;QA=!\$D,78R%(F@A<-#O(AYOX"Q\$'@\$3>F**\$F-4CG\#1/
M.A)G*"NK%\$S*L4TPE7DSI:&:AG/18UDS4YRN93M600 M\G715FG7W9\|P;XCV\KSR
FQ8L\IATR@) MKI2GLN@)D?)RYWN!PY%,JG"(D"V'D MAS3F>RF?
\$2772Y/NY/NIKFI/3K 1O(U,Z#C!OCN!1,J8\|PT,%UV)1-B);N
MYDL=J'\$G\|S\$U\$=@3(2F0?V*AQ?T2YKF9.W\K^| \$W OBW#"G4SF12X,6\9

1#.,*:. \$[HI2IG6 M% TEJA.;V(Z'WEF";N]0%>04/4+;>&BZ?AT4&_H7H*4-
/G= 3G(VKB6UM2ZC M*C1G[C>J <-AYU&=F_5=L5^Y%>++7E7^L0X=>T<0&
(Y9:6]+8N (GCS_K/=KR< M 1
&O)EC=|WFM0RPW/= .ABXSK;0N"6.T%MTH/J\$ENRSXGG*Y9*2=ZBN'_O8* M-
K*0(!2X!"('BT'HW/;@-":083@BR'63*7TZJUUR\$|LG|@L;L=50BB):
MR4G'8"GXT*VGU@)6,>0^&5R:4?>.C[81CN!\$!@.WO @ V|>4Y3'F,%@K=!:
MB_C,Y=8FP!P671NMHN_BO*O>4"&7?F*?
VH_XW^NIW00AV5.RG),V=49H#.Q29&4P?<=;= 1_ ^\$"/ZGNDLP!-.X^V-)>#T#
M,2"W02QH"!UW|@2\$&8^DLF+H.7T*\$@WX/P,W3V;\$Z0@0M\94KG<2J04-NC>
M!N,73A+|;NRYT(TBO@7#U(6(>132!&/D>SC+0JVJH@%:\$|NF;1|/UO7Q;(_M
M0"ZIFQ_D#<&GYN=8 D7/9AWV-=TYF)NLC^DQZ;I7+I#Z5OV*CTF\DAWTJ.W
MF\$XSYAO0^A+7385(LPC))/CF,(T17+>N@/3) XAW|(PUW5ID/BQWJ#B_O(3
M*W%+ #'Q>D|,L"-R#0DT[SO744TAUV0R&_1X3P=HTRPP^F|1Z|R M+.'+B|QA' (OC-
YRMZAX\$OV9+NN:-?5/55G7"X;B+(Y1"!_ \ODGT\40<^|= MHBSSHB -O2#0RM\$;
(SBQRK7DX5+0%WUV.@8 DAQH%O.-8;>FD381T=/1#@Q)
M&FQI@Y;X!9#D+1;U*0IJZYOC-RI7V*PAJ4|ZG>9ZS_J""R.'@=\$^!_\$RO0
M;8+VU9*KOUUVY-HNR|Q-\$ JR!' -O6GR%7-@72-Q/E<3 M6Q))7H3*-.@STPF6&)?
YVGH:RV9D78SW;=":\L;)'ASV+)|@%GN8V<_9@/&(+ M+2Y^_IE+KZ7E-
!)G8AP08Q3#E&Q'H)M1+D@B|OD=,#UCV:\$UL MW';/"H-; 'EQ,T/4_81TS|Y.0.'F3|J1
\$9YV'G!!N@L./?4K?[*3C MA,A#QQJG;C%3Z(^LN4+U,R<@.A'2=V^_U,*<=
(VQBZ=+TN1?|B9G|2*)PICY
MR(\$LC0@,\$\$8P#5T*F1,%B8\ "+W,CG2FPZJ2UU%U_P.O'FT=P=?GIK^#^X>[7
MV^N;:_#NO|#=_/MOY_Y=7C|: ^WC|ZEHL0:NG522EQ* MHPA2UQ7'CFD,DR3)8\$2S+
DY%) "5=,A3L.96+&W'|8>9?4T@ %XAA77GM!Z M.GM47H\AP"!U=,?|
!@EOV@| ^"U|A|&Q1I(>QBX>;:LAW\$! ^DD/"E=/O8?9 MG!9Z&% '&4@8910D,7-
>!BTDD'U69C:7LVX?=\$|@YT6|FW M,Y,033T\$ LUFW&6A'HF82VUO"\$Y?I&|"?F8-
ZKT=/O;%7",*PQC) M|NN12-DBT&41XLX^2XFOY-|?
+CVQ|J^)J:O&GN3C6F|NCY|*K^D8J/N>3.JZ M;BZ;F:
(+>EA)1BUM/R|&@*KOW3";GAJGM*_D)ZXXH_W9&Y39K"W9:*IL=OXY0F;^9UVE1C_:I
MGUCU)2?L>+ ^ORZ5|<+(F4^0P/17Y?S/:|@F|*NNF_K#I*4_ |Q(LVS-
4.^VQ1GHW7P73+>RB!F|Y@U:"EXOP.6+ M&!JGUNE^EB>I9H6^X?/1M%
|S/!IM@S<1@)8,I6WN9C6P\$T&|:YBG(F,^YJ/M MEKUM4*4X*?
+\$|1/:S)VA'RUI|;&0IRO>-EZ6A-4S0\$?DM#R/2D&LLR;:|*Y
M^VR3\$T(=FVYRZE)JI1(CBL4Y0U6|>|LMZ*-LHJ*H4<3;N&Q.FKUN!U M9\YD?/?
6:Z3_OF+_6+&"O,F69%&09I|KQ9!O(Q(8A(\$X&|@PS(+ BSV&G/RZA(C5QX+(|2
MR,\$PC*!,IC\$(E# ED880=A#_%_J?<&-^1B8H.QFZ;|+&|=4G*(L,%-8!P
MYG0Z7INB/7Y<,0N&>N:E!|JM 3JFP)HKOK|O@&!,A ZUD"/-Z ^DO,|:'5Z MB| ^
L6F'SNFPUFQ ?B9&@ ^W(3=>>L3GYF>+OMBH_=S&|+P)E^>*F:/+F|:I| M>2D+&?
INV_+ERH&2)% (>MN7U8|,SVN8@HFPL|00=V>'RAUBWD
M?|EZ@XK+SV(:|\$1=VP#-N_1C++=%G?,KNQVF|&S.'1M11JMZ'J&XRI1.AB0. MUM&
(-7EYG" +@NE\$HXPQUQ#:*3JBL/UNP0D/8?NQ"YS:S4,8O-;O+;NHF?T\$- MJQ:9@G%
<.DM1AKW%9PTH'!=L/W9PXB|J# R|Z| |=2*M=
MOC3*IUJ|>Z8^RJ)_7W6;GZ8\$ _>_J2&RQLE67U2%XRQ#*37/L\$X*."?:WB'6
M\$6',3J|Z"\UW7'6\$ _9TSJF._- OJR GF,@ ^HR|UT D00|1',7\$1AX(88ILBG
M,*;_)5P0+TA|G>_./H&)-<@B^X K4/SCF"Z2F-I-0ERDU0H7)*\$M?EX/E
M9_V^G!)N_PMS|CK|;TQO1R,2-;ZPZDWSBW-ZA8FU1|<@Z|@|_OFQ(|*>705H
M@C71Z;Y)XQ(:?.\$&EIWM>S4N6O_KI7"UV;?L.J|?RQHM?ZK*U:MLC)=G>9LS
MU1X\$4| M@|6WQ=^><_+2-T4CWCYOJPN7Y=X^5_K;:%JN\$AWX:EC2D|/E2Q*
U?/(KU1O/?W_'H1 M@Y'Y.\$(E+@E9O:R6PCB =ZQ@6=
|(OFV7RR6XY^ZP^(+>+|LA>6*(K.R7 H1D M:-|G?AP&>|B&D. MQ*
<7M%R^6|5YP>IZ\$3A1%H6Q#QD5!TO4(Q#1@,#8|_T@)CC#KE)Z^HGUY|ER
MD"3!FJ9N3L,N(/VQ(*8>A9#3T*#'(6C%.4P|.'Z9?IKI M-J6
D&T5JDCR%:/,64'%A>*OE70F9,-B649X >H5WPZAW?NR"A7D
M.:|9R!BK_PRN2|YW*DJ122QR|MB6)B+_6.5U+OV0ECXGE! ?U2JS Y!1U5/"M
MJ*79Z:>P'LB|/+AEMG3*4|SVLR1/7J. N|DJ/S\$Q!9G1+M=>X_3AV+TSG#N@
M@G_T.L* @HZQ|!G%4|O\$-P|DBZQDG4VFUG/8AD8S|J, +SN9Z#XG3|ZX'KS,I
M*R%MG0I:=IF+,FGQLFFJ'*:L=EZ+*_SY:K)O|";+..4|I++NN:&G+:#.VI9
ML7VL%^XO1=YP=YRF.'3= "8.X^ZXZSLP8:X#XR0E8IQG\$CNI>OG)Q-Q.I=Q+ MEL17

[5,=-XY:8 1XD^J5X\$Q !/\CW?<?*I#/30]0]9C?9-EW:97][D7
MF3YK L'V\$7J TZIS1_H\9J6Y/PA'K-F] M][&M"*SW?
>K+VG5PL)N>K22764>'DZO.U]9A3+"=W@ZC%Y_9X.&V>%TU]0=1
M'.AW!T\$NHFX<4Y&E*AH[8(? %(4AY"YS\$,?3<)(JT1B@-;\$2BE) ?.?W,CY
M%]^P@<,1?(9UTK+4>IHIB+;G7Q>@I7L!)&7@3Y#AJB"B[88-1RA]FT8-IT4^
MV:AX!;#-
Jl'.YIMV^V]>]M>TO76DWV8/FR*]QA)8Y>\$10]BOK7;=H2RDYAYIT@+3PO M-
=LS[U/0,U']?H C#^"=Z0/0;W!K#3-;07#/9VC>MKG6 #SHL&MO9?U0Y?OU
M.)%R<_R35"8VAQNZ M &T(JP>\$3F,S'I^S(K&F=[01=DO3H*O^:;G5PU=6I#
<=JO':)DJ)5,VLK%Y: M[ROR65%>B-A14\ISS.S(NV'IC'%4 ('PS^E[9PO;C++?#
[>,7VS5^Y-J-B5) M=E>P]8M) PEB,*411\$,8A !U,<4.FZ0^H%'7*K6D<6
JL0&K.W4"\"I",=QB M@MY93M>YF)A]5T>[:7>L ,[+%%.Y]#&8UELZ2OF/X!8-
0:+H_PPN89*#A90; MHFXJ^4VY?!\$Y+AM*;4ZMN!;Q2"@:0!9G/K:)&0Q#:CZD>H8
ML3&O2&;>.A9# G%;0^*/G%P;QL*G9PO
M>Y"8>4IG0:.9(^9KW19UZRYW.;1R;I+DJ2\$ M1MR
>6[*G2('\$9A\$40(3PO^(O!0E@58#XV-
\$)K9CDB3HT30]4#V*CIK3K9*6UOM!V9('DN>RE\$2L]HD0T+N^QZ#UYHX&57^!8F#Y
P#1 S MA)MRX62ND_@9@U% 0A@D?@"QZ![LN*X3H=@+%5M(:M"
<6%6W=9+;W31@+7GN MBC2ESD=6#405M\,Z-+K>QYJ!"I A=)?
UPS,=%^!V\$H1TO!'K2)DZ)380T_1. MM&0?
=+%+45IK15]2;==ET;05S'.YXLODS7M\$F7>O%V7+R@O%I1X.(TQ@FZ4 MN*
(ZAGLN+D+0"3 .0A8E093I> "I'B\$QL#EN28\$T3?&ZL:GHN1]1%\US.E5G/
MSFF+J^VY#,ECR7,Y2F)6SV5(R'W/9?!:PVW\$B@M3,7
Q8'X&D9]%, "1.F(9.Q)S0T]I8*)&=>JNQ M9D*64-..#8 Z/C1W'&I *NY!K.,CN2OI:
(\$ML0NP"U>G AJ*&R6G9G+;VKVH M\$9UW/Z,%Q,\$.1^JN,\O1Q>+Y@K(=P6/YB+
[^+6^>Q=S8O'CB I('1>1>)Y[EI MXA.('3>#@>9<\$.,6N"VW\$E,^(DWDQ-
1C);,J/DA:=/;Y@;WRWSRCMB=P6WXB M_D;+;E:M#F7>07[EF4@)M[DE\;K7% LF3-
C-F8U<.>"M6_RSE[/S C*/J!BO8H]B_8K7]AMP56:B<_B M1];<99R--
MPK2Q0X]6O6_GF)ZZ9"t%EO)XY#Q^FT&.,!MP>PA1E'O19%/L) M0L@+M7H-
GL_2Q&Y7VYV6]#D4%>*<1=E70-:6C]O NPS+EC1[NC>?
E+)O95HC*9ELLEJFIQ8M^ZB8I%RGHH M*[IYMK'3].DVL'43F;8<
,F".+!N_3N+7IR.S+9<-B6:_IG.C <.&-:YLV M*[O=IGI^V%03!%GJ)R0FT,G\$";@791
1+%J8N23\$FU%U]BK M1]F@1&,\$J&\$+8\$]V/94WE=R@N=F08&?
T.#NZ],RMSH9\$.^QX-GBUV:??^YN5U M6;XQ)O7_3NJ^>FO4T46FUKZ.;005
2UEO8_P:~G5/KQ61-?3O-\$TVY:-"3)L M1X6U)4]36?6+^NHN/M?T_\$;S)3T
ZMKQC8M#SX(5_]#CK \7%K'4ZY7["/I MVCS^SI9?V,JET3S7"YR\$41*'#-(T#&&012)K-
DA@G"68,4+BA! =13=E9&(I MP%^@4\$ _MC1%5LPISX*1G-%J.+GI-
6B13%V##UH4HO<'<4TSW# 0Y<6KX.EYQ?]'0K\$U/J9AVU>,_ %_H26
M["Z]YU^THKGA6VWAY+17+>(\$)RER8NB[V(-!XB&(B>?)(H=) _/Y#U*M5A#G M,#.Q
1.\$1;"O* O8XU&DYDGR5\$E_R\ 7).GOB'W8VUD=IYNMA7&U4U V8)*SW[I'@"="0
ME:][,2UF\ (U+;RN1:X#2O/E\XR(?I/4IW&)F%1]8: ^>%W64BML/ :.V%@YE M:>IZ,?
1"G,(,Q^F+(L@QFD2I-0)8LC;@-(9J%N \2(ST?Q<&253\Y6I8>FWM'I7,DFZ?
IC.K9H^*NZ_7 MXS<8YNS*,FE^KZQJHYD;1"1(H)G@JJ2Z:?)'M,
ENYL#MKSyor>DRL@]S6HQ?I%^W] MC*K?F(A9O>>LOD=OP@&ZK.\9?
YA%@YZXCWZ#R/,#0L;..2YQZT;^5'\$WZH'Q M#?.*+>(T2QS7IS!
((NY9TS2%R/\$9C'T2LLQQ,Q^%JC5]=EB:6&\$W3,H1'^"U M95,,
D\$B8Z%C57QLG@13XA,LN%(O<[/T8(9MP;>!6\ ^;) \$6#(+[+=+W.S@+
M+H%@\$[1]G8\0'(*K[1,U"O1)S_69@5*CX^, !R7 /P6S9ER/[31";^XCR**) &Z[3H)Q?
@7P8: FDYB MCZ*P\$8*F0?>^DS*K6V ;LIO9U&,8V+&\$8S(-V+:3M\YFK<:8[IN?
T6OU+NL8-P3-N:"P)K6=K6GG/[9PM7:W!::OAK+!L82!FS0@IB-
"W0RJ7GQ_ "%GVU%DY* ")\$TBHQV" \$(IG#H0)0%) M2. Z<>BNP]?ZD6M!PB!@K6>
[JN\(/DKW[AM@[4%H)RT>7Q:8J.?EE:6UT(T M^GI(P+-
"T'TI)H@]R^6_6<"Y+JQ0G'GG.L.P"Z#A^]/%D'(4M?Q(XA1BOD& MPO-@\$M
(^B2*6912BKQ8Y^BXM_ ;\$15RWP"66WJ;J7P]\$-04RE TS: ^X@CSZ M.72'G-
M*B^NM/&^FVZ%((!EK1RXQ4YB?Z*L ^KE-2>0@Q_>X2^Q1L=D.4XA9 M3"&*3?
U64;C4"O:') Q*[QQU/Y8GHJ= "+FAZ=(ZR>,K4).(=9\$"?2N^PI MW"D1+6G=P?
SjMXIX?;U]^1UI@E08HQ?D_-G+Z!700D0'&"(YI!)PD#&&#D MPS3("0\Y'-
_VZ5!K%0.-DAE8G7LT133U'6_9,>!4=/%L\754\B^I+)3L?UB

MDT&)K.4B';Q=6]=Y(;B_B7 M,'-
BOFUS8[YM8RB\$&'(2=,L\M3/2T]2F5@=)5W0\$9;M>@ GK1X .8W.>.3(
MBLQZ.KDK[M\Z<0VBU*?E5H\;69'?+&9T' <[H;)1L08"1:~?OG2U,-,I^/T@T M?K%Q
K28^RMJY.Y1=5=]\$B=M5\$XIW'0]|\%.*(LT<|A8B3I^_ M5J#EH)TK.D47"0V)[25 CU*
<.Q%:%8(C"='*MYK60CZA950^+K+)[K(K\$:5F
M%=>@;4MB'(2(\$@_&GB]L!/9@ZG&3P; 3>&&0N2S2&J:@0'/J,R_! >AZ+,C<
M1)\$5W./"L&>Q"IJ*032[&&D&U\Z'QZ|^55E@:Z6JXQ1GKDI5AN"P %7]5C-# M\8D\,
[H215NC(SOK4S,[Y9CSA> ^%7NRZ!'I>EL @BWW(O8X4^HAZ\$:\$,8R_0
M&EAGB[.)CB/W?/-H2VIO)9XVO>F7VWX3R8Z>=&@&FJ0%?
TM=LLOPLU)!&.)XAFD"4(MB:Q]%;Z;,\V&48.]:Q0Y.@UC""]2F]BP;FBO>
[&OJ>OF#PP!IF;OK,&@9]-. M(C!!X%A)1&MI!T.T9LY!4!#L,"%!Y28]_6:\$+AXKRLW(S=?
70)(VY9IO"U6T M]=2]\$ROHEA@0U-34]J2T;\$VN@41^_M=,U
M0K9]@XAS57J'Z^K\HO.67TW=L0M9CH=%M\8;6H7]@D M3?
Y%9D1LFF(CDB6\$93ZDH:AP2S,/)E1TSTD#BE(3".J-"7G(6)E?3VXZ\W
MGQYO/_X\$+J]>;W^]?:R]^:39!D?JEH'G=IN(P>H.J@A.I M1=<2,<^&M&=,
[E'5Y")M5G#PB9%5)3FXSI?BI@4E+ F3V(>WS"^H-PWK&S|(S4S.&,ST"
(^XPQM8,]=UW &??AW6 1;'B] QZ4]4VD/ M,4NFTP)#LYI2>P#NFU:+*QOLHD1FM S
B.\$XK'THBLN71GD?=?3NB9VT-IF[M1Q4\L&95%5K%2P.R*^RMSA9;SF10*+.]U?
\$EY]M=#8JTL\|:OE(_M]4TNR#_:+
[(:AUP=#W\$6(R@%\41###)8.IG"0PQ3F*\$2!R%RL62QPA,K7B< M&E@*B];N?
(:MK"0YW[N03B7[BEY>1 1N\8+43' MO;C)<-(S*)(-T./CHNL'06\$%<%[
[0R8:33AF0H[P\X\%C'4:]QC@L-0-Q^M M]>9K\6,BYD[?'Z,%9H_-OT-
U3A9\H^L1&F(8.B01GIX+,7*XNQ>GE!#?"5CB MS!N9EWS-%)=OF1'>#-
^X=&'YIOSV,?CVV4P>@5>'^MO%WR6/?XCH^PY:WS[V
MWK+S/R7RO@.>Q;C][KKZ4?>;?S1OE[|7M+ZD?W]?/+*OS3M.\C?5L/N)VZ?.
M8&I'ULCD3/ZUWYPN#V#HB W^"SX)(1" _D- M'F(:Q>-/K3E;0'Y\$J'Y\$?NQ2@S:&>
<'63??768B_%"N1FHQ>^;^;-U%JELMG M^YZQ;H>Y,R\#9!V?%X!L>!/MCWLMCB[
.);S9I!C7Z"=I[1^~9T?N3UC(X\$ M_2[;SV6^
"V38,WE!=CR*9J#|QJ"7P#!*WC\9D]!HP'D|\$ _#L%?DC\$]K]^D M50"6E':(31?
UTJKP.PTN+2[LO[W]U>H()POW3;9?>O[?/J&;M8.!ZD02> MZZTR-W,3?H;N"50BL:6J-
XE:\$ _RS M81<\$O4 _AG:O6>T^!J!2P4\U VX75S,C/-Y^&B96W5Q!TRIPB*SF4EU@?HF
M4.,N??\VKLK):VRYI/>(6>?1)AQ-YO!+,,,!F\$B:((6K#7LJK' #-
_K'B*]Z(>=C"V[MMV\$N]B-V49BB+84)] M5_2-)S&37[UHP(IBM)@2GR,S;4V!\$V(,6
6/7ZWL,Z^:Q8H/UZ7?T*LLEN7?R M'ZA8H>K-]3ET\$=I%=-^*#J ME^L9AXLT(QF*/
*)!)-L!!\$ 4HAR4+71L@: 9F1+RKPF#ART0E]9!T A)60/#?#[HMJ]"S@=E:XCH
M2EI#\9Y4[+6L9/I)*ZORDIY\CRQ5+ZC!,A2V&EY@OI"5DB [X2JU.\SVBZ)9 M^FU1-
Y5]5;9[(%'0@\$.*(78)@0&F 4R#V(&.,Y^>CY 3.EI%#2?H3&SA9 / ^ M+=DS-
HNG<%+;*UJ07L^T&0FNO5,<\$'Z8)""-;K0Q#HIZ8,- V#-@4DZUC@HP_II'0]|+1V'8H(
M+65YC7*UQE>?+6M+6=!]^_I;Z36;?VSM1[2F3WNM%&CEAR)P\$XB#P8" ^M#AT
M4AB&Q(F9&R\$WT^JFVUM]ZC-M6;/:EJ?J?4?[\JM].PVETM/\$5J#+88&TOX]' M6+?
T3>RO/.MW\A(^] ^ ^8Y>8*80(5Z[OLDM"Q'Z\$:S:NRV5.WMK_:FU\$J"8 M96X
2>S%W%?%W%?-N\$:E@>^AP.,,L35T2,ULE.?LPHFQ!;LGE^TWL7IZ9HB M?
&IJ:!\4/0W=X+'EX *TU,'G[D^KWITHSP2WIMR+1655?#XA]JZ!YMYG!^!O+
MGY[Y_OCR"ZO0\$ _NX\$I' NZSK-R0;I=1WJZ9N4""JRO8T95[DX A2-V(P8)3! MQ(D3&
(49HB3*G(!JC;T"%TXN1\$.4<3Q\ITD@T'(MX409!J9S8X3\.,T#G4F[4X]I_XTWC4W
+7LR\$3R<@TM*+>,-BVJ)L3>S4K M/B&B>N9]
V;"6A9V73RKT&/C0D:RQD"8"!+!.EE68N\,LF!;%*T
M,\5BN&F(%B3C(1%+.:A9!!T@P&?!BZ6 B(*T1J&0H75G"X(H"-,S*KI\$WC"
(/!%AX7O\$E,0.#"EBL9,P3M%1/:K]5D),'\VQ\$%'_9 _Y\$:. MOV C8FV_ZA(>-V?
^4YZ9G*26[8'@"U6;2\$3@R@.H"=,7!/>% &P)KN'CKH@-P M\&ZTUO<";
(3|_ "&J!^_] TIX4\P.]1_8:QM%JN7A/.F>9CMGE;O<3 K0S2HC M_5<*M>7CHJEAR^R?
PWZ%^"R M:5NNR.J]M@?/4'Z8?M+J29ELI=L?SI@WT?ZD@ O-.WD6A+&:/V>,W5;
MURO\$&[+1(K&@F%Q4N0\$T&,A@P\$B(<2!FT)*(Q+AC/^4*B73CY.:V(U?\$P8"
M>8#+JBI_EPVD^#>|VHR86^[TQ-!MV'H2136UM8.-GOKNPK*F*B 0=&TV81V3
MS5K;U9.\$9FZT.B;P86O5T3O,U/MG5*#6\$ _C\$JB\Y69]@B=J>.#&ZHR&5=/9T]!HZ:P%@
%N9>TH3C \$ M'U:X[5E! A.P,TP7MJ615=X2X9% MF>RL=D47C'VSHGV_ LEEOS_-'?
O"EN6K6/NJK)M%%GAAE,0,IJ\$GVOG0!*: ^ MCZ'G1YAX;HRS6/EP<8#.Q#:C[>7RI25]
>B6. ""ANV<[&E\$0H7]ZH7*YF;/3 M9=+6]^A-!*6[,XS+@G[D0K3_6"#LQ%E"4^BR)

(8!8Q2F;H @S8B398S2(/)T
M !P%FE/OI3H.P&O+@IXKHx*9FA=C&0D]N/4!X7X\$!&W 1\$,L2ZZ)"L5901(-
M"/8=\$IU;#4\5N9=SE\EME*A4N\L>*U34B A3?UV^<(<=H\$;(@BWR^K8E8*\$X9
M@P1B+PHA/Q&.G<1!F/I;C;Y&24ZL\H(!F1WV-XZ:F]W;1T%-[M32#TSR"59;-U)CE.<-
XS2F4 #LXLU>|T4_Q'JO):5JAZ:T|\$US&4>CO781&D MB8N]..\$ZST(8.-
B%B3CY"+,X90%Q(XH#@^E\$XY25WOBSYP]MXX'K0&H[,VXS M#46]C|
&J&I6P1)&9E. U|3!.E=A0_ZB-;#GIE0%]:2F5 @.*N94 =@WTQH MW*EG)BC+%]?
=ON|]7A.TO)=M>=[SG]4+OHF*\$P]C&&#\$_Y-
E'DPIDQ<|,>4;KK170TBIE_,KBV\K8)V=<+S%K5K W)0V*Z_@GZ) MX^5RN6E*
<|47?"JKG'5S|E5K'(?6F#IJMUSVVAQMB:L7- X",*SX-F77C-.= M\$-
MB5LJ<\$85C(+,SU;"J")>OX91Z7]S|_EM02J9((665|+XORUC[B>'Y;R
M9^_ZU0C;6H5ZX1""H)@\$T FR% 8NBV&:D!@BXJ4X24B\$*-IH3V6IG;<1<&W
M>/]9EC'2*)4;&7=-L/" U+R(>6'7,SL]WD#+W+JGPGX5P^;9W&R>C;P2OMLM
M&NRQ;<|7L0>A)1_%D.S^B|V-SW:2RNK)|S<5^57|CW5!;OR^J!D?(+\$_9| M/;.NS?
=81'%*PX2XT |RD>'M9! S|,\$L\CS15B_T%*D4K!DVHJKD|""5JV\$!*"V|#1^R!! ZE96;+Y-
1JI_2H76?F9_Y/B_RAGW@7V9ZRU^XBGG M%K=MJ7CY(OJN_]=8;JNX/_%4/7X>
|E(8B_Q\$^I|!*\$8!HC_!_D1AM1W2>PR M#Z,8Z|B61EQ.
|Sv*&0|Z+J\$9EFI>X.0(Z5G0EATH^0%;AMJ^IA=RU &1/;=Z MO%T P1;@?-
GS|,Z"Q9(S9|;#K|/;63#MNVSG+;8?D;IZ%KX>O6>L^JDJ5Z|& MG<@'EIC8BG24@2 -
)&V3|N-#\$(R'I'Q)KVX@HQ&@:FA=6>+2RD(MUP|+J5QNF G::CFNFPH1,9_(#3'Q
AB*@1U!AB*89@Z|6>C@*,#(CQ.MT1V| MRT|=*[TZ>;QDV96YZ|\;I|N2?T=N"E"|,N/,?
67.7/*OB|"ECH\HAF'HIS!(
MT@2F'LV@EQ+L183R|IT%WPI@4JME_PA9G7>S3USY%6T|?Y\$^%S("8=#9?PQ! M-
=VTC8J>QK9P|)' +?VV9NR""|9\$-\$:SH;E80&*0MN<(C!&7K5(|IU@9D?
4#|)%D&\$: ^NP?RW+: ^;WIV+@J_X+D"6M9
MR.^O6+3+I\$|R\$D8!UXLL2KAR4(=!C#""?L2|+,88)53KB'.(V-0*LR\$-UK0- M*Q
&\$5|/+K"05//3" P&"4W+INU>7(#I&8>*COJHV82+4=(W\$SKS)"| S3?L;")@!6VZFFD.I
M", (DTRG:'_#F96*L Q/LE1=Y%ROHAL:|3|_*L/9&YH+/PH3EL4^WX*"? L>
M21)*.>DX3,S+K|2+1:."4|RFRES<%,D'FQ0|T8^F\$,O()0#TH.)^"AJ%Y7N&: 6/%/<
;T49*KKT(DP!3RNUJ MFK" [PZ)#Q.?:Q%)ZF'^/^HP3ZN<|1B1J|^" T?H\$SAWB. M2V
6I"(L,\$0(8RAV"VE28I9*-G0UA@X=0V18^6S(
MJ:EXLIW+EAR0|X44F/JT9G"6IE(5.G'C%Y?ESEWD)JR'5.TA82|4&7!@%AV
M6T#\$\$0,@0):HKGL_S M^.RK*=IS5S@T7X/>|>08%^WU|<3>[M>TH0L70+\$&8
MOVXO_..=:VR--1I >VCDT+':YAL',#TSJB>H>OT|E=-8N?T=?|9?6R;N>?
M9C%C3@R3!?*D&(YJ|Q9L/5|I8@G6TU/3Y4.QA:W66,'IF MJB-CL7;U)/-#S@"_J>
<(\|MG8##|6;1D)-BK%7C| 7Z;:=MXQ@QJ;JM-*_K MU8N<9G6=9QFK&.?
4(!-7;|6)%::;3;CA!FS9 5M^3!)V-<\$;5KUI<=/335W(M)DCU-8/'*/M7D|1L"<%F\$/1SA
U7T-|J/++JY4.)BG4'!>1X7I0Z&8QQPC^N M49Q!',08NGX2>BA)? |K-8T|LO;\$UD)0
Y*|+_WXCN_,F?0T>20.^(<=V M5"[U3< 9|IGY_PJ/3Y_Q6::!E-|:VC^IZ/FY|3BM&\C%Z65
YFX^S|G\$E3,|=UK9^6. D MED'\$|L9|3\$1"RIBQGEDAUN8UK; M
E"O>YMV_YKIGMNx; /-GX:>39/L|GOE78 =CD&Y=Z@^RYKI&4;<+|!FG%N
M!MMG>|=UO|'P)*=Y9NI^VS=_ =F;>W|=AEINY:3X#CBGT|'=S<6=%+;^HSPM M(?
V0|8.H|;W|FO/O)4J|(*4I#%,OA(%/\$,0T()F8B@+L#|ONQZ|-?ZL>M/Y;%PVK)7
>'|F55/58O14/?+|&3:HCZY)3^WUE 05A
M("A#M|)+#XAMNFCYRJAZ#/HT\$./A9BL8Z.F.FOC@L^#"4B1Y5\$JCH/'I56>+
M#X|*U@|/%CU|LW,*TJXD5@|A%#5%>K/+BZ>ZU^VK6|UA65EWM|"/ZRNJ;KTV% M.
W^K*NWVX:|U&*>D:@^*I>>D, TB!Z),3%1U
MPS#)7)U(TH2|3AR&6M>+BS+Z'X|X#40V0|<^*#?| RP%X+M(>7TC1-#N>#K9
M|U0+;OU!GI*>7=LIZ&|?T)9S<'?P@+KK)?=|L|'#|69G8K4WZM28VFN:.AFG
M^MG8^!KKKBB_? MCGX2"3ALF|=ZE_U2Y\$V|"+,D|;PD@@%- |Z|B1A,XQC#, JS-
'22.*5\$JZ9% MA_K\$6MO-":AE+GK%*.NRQT1\O97*|&%9NV+%KQJNXW)0-.*0J@NI.
(EI%N M.MN%3,-C%_V,?H|B+X/PZ=?2F,!@|A&B_:U3>|X;C0X|IU MV?
+JJ=)I4:V>+0Q*938C|>B*|PU'&Q)H9RK:X(5V*K_ |+0 SYF0XAJF7)MQ?
M=L4@4X=!\$CA91A +74^OR|8I2E.?B.|7100*AAT 3Z.EZ/G:P\$#3RS43_ ^S*
M|*E: YVF|TUKQ\$>; HW?8*; W>"N^B|;C"+OYGT)%WC!X2,4^R'TO"B\$ 7,(M3+S
ATF""=F@<.";%&P)W\$\$_*BNS,-4E=[FS:RM/=K*;_&LG3?:%ZWD|WD
MD<|KRBFO TXI|>V)QF?E.> 1H-0-@ 3>SP5P=7>'4WW5'#V##PL5FQJ#@PIY-
M4)/6DF\$8(3:K=5 3?-|*\$-ZEOTM==YJYR|HDNI|9|US26|X-KAM!|"GC(G0 MG-

RRN4&:18109A/DQWPS&X00NPF&"?|Q|Z.4>I|JR908<1B9V\$[9,7,CXK.:& MJRR0Q_?
%6|L7V6'M-W|X.ZN47%O\$P*Z0X!Q>M M0@A%20=*&L96F*TX05&4?
IF|ZBWZINO^|NI&K-Y5;"=.QGPOB*"3IMQ2A8D+ M<9HXD)"8A
0GV/5254NUN_3\$ADD0D_7<&J-Y=T4?MS[F FGN=|:R&|)3@|PFE M,5G86#C#&
<*C#TQ000!1|H=F > >,- 4WZ.,[LSW/7Z%683E!E5%7CS5|ZR2
MQ477^7+5,+K@RARY61##*!.S>CW1'S,1 5)1+N011G&JL.@C=";6^HZ*K'>E
MY7*)JAJ|LJJM?54L?1U#2BTv8D%^/2.Q)BA._=N2PPO0\$;47 QF1RE+PXQ25 M6;,>
(Z+NASO&+C;5:^H:M|[\$-J4+UT>1'|H! M(9 21/A'&A.8^BZ%A(5I\$B
O|:F2|FI1G3S_9TNTVXQK'7+H(3@>L9@.\$%ST- M-X!\$KV105\1S2@J5:/'6!/?
^3>EY4X2UT@ M- "-),XX'9)P,T!|B)PL@ D+<>20C(2QTIQ=!5I3*W|+7?2RZ,?RP6?!
NAX MT""QY;=_4MXJ&I|/#-#H;Y!L B)V8|A3&BTMA.*P@|L+|96F&W#H2A*?P>B
M>HM^"M0#J_E3E_;RNF3UQ|)Y\$%V.*|:J|9N';J^XL1&K,<(WXOP|I0H&U"U
MO&PR|=7SIC20&C9GTX&D9|GZ^ @F.<"/.SA,T%C4'W9C?*P-,C,EIRE+WH
M8|O@;H-F815#=#D'5%#91:7B&^XT(*Z3|NT-" T !K'CP<3Q7>B%OIMZ7H8=
MM=#\$|>4GM@*"H,A36(I#=#31U.CG= C'N+-RGI!Z6KR63U #ES;DTV@V=9:<
MAIVBM.35Z^UT4IRAQDR'-\W75>DDPSLMD4Y?93!29"4..?Y:-FS9%2473_=|
MAU5PS7S.7|?=@_W801X.H!>(G5#DA1#'R(=NY&6I1Y#K8E=YQH@*Q8F-2,L#
MD\$R #1>@QX;&= XE!,>-C'5<|.S.. "0&AR5JV&B,,K&-T=FS3?) "S!)IJZXY
M1PW*1=1R/>!D%|3| " #AWM:8\$1TDAN:.*T\$WR 2';%V)I-HW:@?/+/|I05M)
M)F0%'@E|%'@?03Q(*@|R-8(H(@BZE*))ZH:Q4C?U@Y4GMGL;6MKY:|ORCX=W
MC:72LUK* FD%;H|R?T9P=G>|V0*P1|7H!UF/7V!8*B(.:3"J&>UWHNAU\$WOW
MMKVDRV65)2OR/|_RK9 H_LZ?GINZ-R.=H"CV4HQA*/:#04HRF&"^:8E0')(4
MAU&*E!1M4BXG5MJ.JOB|C U6G_)#)N /PS>FDZ0X 6^\$|SL-53I=<7#;Z!_ M7<\$U
MP\UM43?5JCV!\$|7QC>ACORV3OZ|RPNXK|I*O7GKVP8_C**>"F/L.3"@H5)
MBC",4Q(0|JR+#+J|7\$6%Y.?J6|:0+P*^A?| #|F!M|T^#^OQS>4L".K96L\$2
MV/*T;J=!6*\$>J\$4&MM6L^&:& C:|I|V;)O: ML|7O;WC/7|RPHI0
MEQ71Y:MOW4VU8J"Q;Y*2XBTYCYL. \$,*==8= U|DM&)|:,%JR76LD
MB^6@H|+9*#@4|36C>,M!1@0|*0,?O,&V3UIU#WF7O|P(5)\$?+=<>;2|R-#" +
M(@R3)"4N@1')N'KS03=\$?L1@E#\$W"QP_S@C2ZXXV3G3J3,?<|403AL;Z9OK_Z>|(%1
MQEZ0=#5\$|I+HDK8_G3YST|3S4@)3G#*^ ^XL2B\$55)G'3V""\$<6*BG&*@0&_R
MS*,U! T.\$1?|^?6RG;/ZAD0%P_%=G65D|Q\$##Y0N6_7"4IO._%@'Q3U_9AE
M<\$Q/"L|\$26M_I2'RP\$Y*9979|DP:(O5W1SJW68R*?6JJ_#BUW0+ '^OS-!+*%)IEL*
<(L9T-NITPFP92)I\$VE>6_?;|- P2E>)O. M>J9-
W#@EON2:.*^G|Y68+M3D;#T\$'H>9YP4IAH0D& 8>|6\$2QR&,6,+2V MH MACRML-
L@N:E#;VOB0%('6_*Z_=@&.5.,MUE#0C/D=A*\$|1P|@S9L*D):.|V M2&SF-
FPJ@A^V85.ZRS2X7F9Y(^8%+2@.:1:"(:.G|# =6*81D\$",Z|;KLA|
M23VVX#8(E^KA|/7B.F|NGX3R" _R1->N)9^V\$--TX^1:&A\$9AY&?0D4%'3#%\$
M7'|H1"PBJ8-|'|EE'I'|@LF4%&L09)2@.*\$1C'B;T(6!Q!SQ8*8(6|Z"0L1
MBQ<%;R8!8-.'L_E6XJN>C)@|5SVS+&3:&2LGQL*0Y4J.BKDOJS93J&D;C7|>NZTSYVW
M+%,J3^62+F+N2^'0P="+? 8#OAQ\$/O-AY'%#[89<%;E2HTM|TA;|JBTQ4'-J
M&LG|>@";Z>G@T7ST.MYUNL.5E|8&^;?3|USW@/DT)G\$9YQ&0 FFV*+0.I
M5R!AA,50I83>@O.53!@)NE,|8;:"F8N|&75Y|U7D-|)WK&#&&*&?N#!PW B-W1@Y ?
BT,YPJ?%,QJ3.!#*M|@GN|)48_/XCU|N9DYX^Y|N:XW M:RETRV_2/
(\$N2EE\$70PS6"0Q@BF2>I &B 2(%\$Q1K1VL*,4)U;:N^:9?|;7 M>|M.!BV\$0A@3R?X?
02|+,X=|FDOA: ^>K|!";W MG|M0HL@|8Z#^';UJGI\$=
**KDOI BEJHBD*2FT+|=&:SK7;?|-|*W7>%.Z|G> M=09=|JN\K|Y+#H37G; ZV'.0SS?
PF1N*4^E.P<2/^;:>1QGE;F|8^YERH_O| MU:<^A!;TP&.)!\$6-UO
'((S/'\234^;=J0RZ7Q_OY&_MSQ#3L?Z_T\$/5Z MX)^28J@-_L\$|W7"/\7N3C\|DQ>9?
64_E,73(ZM>1+|,MNCL'4-BSO;| "NC MZ^_6 _JL+=S0R3PQ=Y %8GY8FF*
(7#^\$+0%|C)"3H\$#)3)B1G|B.2'KMYER M?BZ,6SAH@DI|-
V%N&\$(_JA+=G0Y6HQ#K7G+I M!6!FF%CRSS2) MS^J|F0&S|JL9KG)V^6
;7|DL9/^*BCVSHN; ^9??3=6R/.4Y G=2%D>|L A" M#R)&15I+%.
P0,Q)L6\$EH0K|B:W^3LW<#AOK,*%&LD(EG-6LTX3HZ9DG*"|=
M4VZH(|I|RD,EZM^J"%\$'FH%Z1*UES IS>HG75V7=U LO31W?H2D,L|3G+B;R
M(8YB#_D)%KK\$(RD-M0IN|@E.;\$ZDK|.KB@%\$\$-4KSSC 9'QC>JZDNI\$>+F2/
M'+BR(*1>;0DYN5?->U\$EK69H- ^KG/#>/X.KRTU_!/_=[^>OMX>_-
)|17'60UUV4:Z/1,E|@*%DR M-1>B0>#W@A&^0_T!;'@!6V8L'@EK V#K;%B=|+R'Q-J
)P6ZZ|@F@G7;L"Z MP^A%FK(D2?

DV*,P@D%"&42>&T(OB),X9'&8,DMKOZS&EE1T4[3"<[?IF9+7BW
MJO."U;6K3!9T\$=2/*: 9%!V-04U188>EIKCH.VJJH(:\$EO!TG-JL0J M0N]KM-
(\^C&) _Y>]_5P6_#_MF:E+,_XA#S/H)#[_RM,@@ F-Q#[("UX6!)CY
M5#4:L;OTQ*K+B8\$704U]5[XG^GC0P5P@/?43LDA"!L?@>T*I!QG,A3,++VR\$ MM!-1.,
[^\0"QA[X;9H@C'&>W'#TY<89+V4A+&:/V>,!|6T7P4X8A-N>?:2:@7
MD1MD+HH\Z#LLA8&+ N|<|T\ZR=(H\Y/0<_U /1U&D>KD:3(M'T#@+SWPNBOX
M*LH"J]M>UUL"C8B>.K3C9F42P/0LS@8KP0.0A7%WF7#.X=61ZN!)<-+)UID
M+|L'L'CNX:>;Y;_H_ F/^CNM;.>4&:XNWF"^G>K#_ \$|G*YO*1_?RS%(5'WF54<
M5GMXY\0VD!,\$G.*JK9RL1<5_?W*#^CC:(S(/&[;SQ=6S8".26NQ,,RR9T?#8 M(\O--
B3VM"C]8; #5QD7VE8,U>R:M7_>%O<5>T4YO>Z:2*^+8 HJ2[JZ'/ 8 MH33,THQ])HS"
(.93!Q,H)O&(?*R-*0H713L2<3E5*.0)HPO+9!& M#HP<,6:0@9A#@/GJERY.
_X+E]07BSL]2B= MB>6MF[""]@FDU+[-%N37LQF&HAM,+AT4S-KLT>-49IX>.BCJ
MX?S/X)-Y|\$ ^5 M_ +=V["%'O+ZMT?1|7+A)(A_X/E" MB,KKO,(@0]P92X@9G M?
6*STJME[TER 80L73M1\%DRHFEC9GRX:F;KC_G(I"RAC:=U1E."N8"SWNY@
MDV59KZIM85KJ M^|2-O
QB)W5@\$ (4Q3*GK0!S'#HI"G/EZ7;VUJ\$|LZ'N\R#CH#C=@RXYQ%: > MU&HV>S(
JRTS:\1!|8LJ!|M68V@\$2S|=LQL\$3U31%F^>,">T/*&K]Z| M77]-ZT5,LH"ZB,&\$ \$1|&U*
<0B<-!YF"\$ \$YIYOJ]4:7QD[8G-B*0&6G+|=><\$ M%M2AY;:Q:%&Q!BK4Y#EQAN
M#?/ZM:S1|J>J7+VV_V#T+GOW)G(I/I:-T\$ZIK2O^XTW=11<7I)" +2,H(|\$(G
MA\$'&|WDHBASHNVX6HSBC4:S5A_@<9J;>OG7< K;COF@D^ MS:U4QQ60:%V
(TC*1HN@SUZ_QL?^R";,0-G:.IW#RKR;(0N@'6QO;*RI?V8E M3Z=[?:?
[W_-5]1G4[Q&V!W"R*LMB'B<|SP^;AXARTQ8SS&+'9WY(E#/T!RE- M; ++6M-
HYF^JG/\HC!|Q69-9S|Y(LOUZF@NP0>#>.)@+JIV_ /W?OWAPWCNR) M?A5\$[-
W=G@CA7#[U^Y?LBV[-=T3>ZD9*=0W<(.?V2U?^-^KH
M3I62@\$6!+_8Y"8DI1#*TDM,P@G' "&8IX2G2JF=[#A,3VS1)4CH.:Z*&YW)G
MP3ML^>8"SA:#X@*YD_3K M.UZM[I:8L*_52GW/:W8[0"- MB8V(H@H467V?
X!ONSHA\$ M T|.J9&SN3C/TL-8D=[4X_L079\$E.51LPB07M
Z,5V|,4SLQTIJR3X.268<W58599CGDLD;QRDGVW0F8!|3N?.\$-ST7V:C-
/E'HW+);#|L|B,Q> M1OFTH,?)0|_|7X0V1W04"i>>:-R,6YK55),, +|(.0EB+V0P8#Z"B)
89BFB M-I)#:-(ITS+A1XC-+&J=H=X>V+MDJ70 BLZ>L?6 [" :RP+D\$P4UE[^8T. M-
G6\$LSKE')QXMB-/?'ZYY|:SSO,DQ4;|B| :EOY[TB>3>AE.9'W9G'&?(A" M/X8I3G-
(4H%'&/@XB"R;21GS,051Z-'<2)60TS'7*W7I(N'IG->BM|C|!+:9
M>9D29S>YJ68(39ELJLG)C|>-8-,*QW4<\$KS/G>%,T#^|JZ M(
3]EVY1CE/CIW9/ZKHJ6?7:I-:I6+.A7YKCI/S#QL65Z(9.R;#4X!^2!Z"8
M<%2J8TQ&JX(=)R>=K6S'F%CI|XAVCSSI(SKHNR?*5"BT_FA0AR^46M/O'(HTS
ME'DQ@40>!ZH-1H|B|+)4E@SE(4T,.UM;C+U:2!; 8+K^ET5N[5I3FL+L*9; M,0-
LAC[%7C+6AJD3V5<78(>QB5*P+*"9(OW*A(T?EWIE =9@VI7-?';F|(^V M@/HF6DG3D
JCE,URS#[AAM._?7=:U>(WJ
MOM>'|^TC= _A= _NKR3US3JW^_%JOWWKY!%>IY>,+E[8M*J]RI5(L#1O_&BLS,-
_MBKPPB!- M.97!#F%"BHI^6^%ZI:?!/X-H)JJU+Z"^WU*5L.4'X)4JG)HSL7\KI>95'+3S
M@E^*\$M!JN<1U(W|%&BG[7TP+\$/QX2!2XL?1)Y,,-9"O,@'")& MLAC':?
>U7)6:1>5^!L',OY6U>&=|*:RD_S=^(WJKX,_ZG2+KV(=*M[W-N]; M=65B=YSG9!
27D!6CEWXH5M';Z5\$!5TLLKK%IVT%V M+^@\$!DIB(\$4&4F:@
MA'99^~/G>87."HW\!"+-7-7D)Y#XA+/U4_%FF=|1X+Q8JD#N92D?
KJY^N_SP]0KW7|_*/G37-P|7|U??'KZ!RYM/ MX.H_?
J|^+MABH@NTGKKTQ3XF:TA/0|425&W(\$QQ)&0JK*OD\$EVR\Z;:&()Q
MD(!B.MZB6<6F#?@M_ (J|&JZKEI(SV,_EZ*6>YJIER\G\6!HT\%0W|('Z@ MS0)
[B9>0B,+,|PA\$ <\$0>QF#/_LIQ3#+94E^%>/VXX U7' M&GB5O,F6=9(YP-?
<@5RQ9]"QP?H]#!NAV= ULT@|8&\YV#(%UEP!Q1;H^ (; MQL""V8 U:(TQ\!"6K3*F
MJL=|:Y WUTK">>|J|>&N>*O|-KX^S)+&.,K!;K
MT)68NRWNK9:C|OH'EHL!2F7WP32%*(LCF'DDAPG-XPP'\$?-H:-:E=(":B=)8
M=2QM:8,K|+&|4263;>X99>Q9UL0"&YZ 8LHPKC* 8D@HPV&:P=1+,40)CV&>
M|%2=@\$09I0G)N%&I5#<86JR;|7|\$T7|'+?W_ |=_ |V/O?5I/!YB<>IS)^*/P0 M'R)*
(X@SZD,O3#\$5;D@>HV!1,MUX|YF@;;I/&(9_-Q_=9#AI1M/X+.Q(:O3Q4HLJ9E_(ZCHZ>
|[#F0VT]M#<2?0 MV!&IG!7;.TYEYK)Z@Z(>%M ;?
MP|JU/>2.M*A'YB\NY+4:K|A@QDZF9V#LTQ ML?
KU2(=VNBKH0C^Y%Z,PA0D1FS#DB_U7GB0!)"Q@/,5,
MLB,+GF:\$)|8I27==@LQ?.9X/HAZ:^Q4T)CI^IH+&9;<'LB"WQB6U)4)<+|0

MVXCN:'4V(CWKDFT#ROXZ;C6'^>)^_];2ENS77,C7ST\=9,?OX*T!=ZSF5?V.
M!>J]>TOZ: 9&NO'UV48PP_CVD\$SNF@0<\$|9J^=U,,MM2N\|V?UD|^)MEQ)(\ M,?
JZ[-4_NA,O:759JE/|%VDEVR\F2D+J1=27Q1TCL?<,,0XRJ/'"(HBG@0Q
M,LHZUB4\M6)UQ"^ (K\Y^GUIUP>;OB+:D&H&FR8 RE!1S|+(//ID*+"K4)0N
MV7GC4H9@' 2I3,=;'(O!,#D(<"S2ON1-3GN5+;E(O4H#9!/8)*G/D01SX3O M'27"%>|
#D_N:BRS\$U.'|=1W#85KC' MQ=1"[(2D+|"6/'A0D-RYA|3@[-DI-
):.'S.="9':8K"WQT*GQ^"3S'0JK"[1S M#JP_RLY|ZJY[E8]?
97/G>YG=>,M ;Y@J<;N(#B.F\$S8YZK?,@Y@EGLA|\$CL
M^U\$4\$(2TFFAH49LZ;"BIP8K#5]FF7'6IO@ E,[PW.HR7GD/D# 4S&[6/UN%!8X-G9B
M!=W4+UB^MY<:|B|#K)DQKM^PB\!XZ.!|= [KPNT:N(6\$>IEB%.(42+; MJV,?IG|
8>+A,/3L(BP4<7DHU0F-A0G.HP;M+<;QD@S%GFNY&9*;R7T^4W5
M1|K@.6FI/E|W/"TQ1|NI.^B8=S(N;DK%C&:^X&\BY?+%&GB9S!-,@X#G'@A
M)P1E66*Bj*,4)U::ZYL_KKX| '9U|P"N:|"OMP|77|\ '= >W=U7U|0^_FZL%,
M=|5(IN\$|R!0Y_G0,VPY:BT8P9V"L?|8Q#|9V M9Q|WLLE2HXII%*5*|E
!&6E5A,,00ZFK2M5F>5Z_G*5\,7|N7D|5>SEV'|1 MJC2+.\$I_|T.- (MWJ#([%X^ @2SG
4HRQ*>&:4!'J*TM3!WLO|F^N;+|^|"7!MU\O|Z\,DSY/
M(J3G0#J1VS#.VY&4YZ1M)1_)7FU97.5KWF2SKS)F6/B'F1BC@ZP#-Z|Y@W|
M|ZM8+J|>Q/|LTK8QPF\$LG+P|X!|Y/(X101&"4|DI<8LR8PJM1RE,G7P9D,3 M***&
9NCN&@&;Z5UC!@LR?H%'<3AR1R%:TY2F/>;,V0F ?1FL&'S7=G,NBS MC=)>\$B(&"L?
M,\,KUYI=EZ26)ZUB*:^>GXM56TM?%9%>9!D+:1P', M3!A&3 M56JSG\$&>!%D>
(Y*S1"N"K ?MY6S0ZF^_9H'8;OZFSQ^UN|JR>SS'.3%?WDP7_-GEC9J%,|8?68/+R3?
1D_+ZL_92|5MC|1 M^|#\$?I =,|+\$35/P@K3%|+FPMP_X^P+S-&1>0"".O%1X=4D(6)?
G00OSWA%|L*Z'6I!|6J04KZ@LF51TBVS@X0 MVDRW9^.|*%) "KSLIQ,8IN@Y?
M5ZCNH/?(%F"UA;%7:'4W#=O1&5AG"A^K|" MR;|J-|5VDA0N0*X8!_N<7P
L>0>">8=IA-.@ZBKQT#%W|Z8J3@/M07+C1&3, M-P67|OW)(V\$9SEMOSF,:^"@.
(>=8N/MAF\$#,91_=%(D_)3|Q4*#K|A^9?V(S MK*+|*KM DM3W*X|A,>Z,GRF?
F97:%|9FRVOF|FJ_3R'<=\$&3 M*STV:C9_8)@CK(< M^A'ULH3E01H;1?E_&LDF-HB*
(/O9FR.8?@V:D=**A=|IT^GF:I/OBBPW,ZW0 M_S=U2|!|G3|]RP13N?
XOZ9M@^3KG:YY@RZ"YAW|MC+|P'ZM|,=^W/_' +U?>7
MHB|*Q|_B|A77|WXHOL;X07S(ZVI-.0|C; 'HR1#\$-\$XASEF.?10E,0XSO(X MTB|I9\$-
|ZM3-CAT@^0&2(;#F""0L 3|422@Q4&SI^|;&.(|O+J9\$SVR1,0?. M8G=B_5J;UVF1-
|N7^/P4S3:|^|@B,: Q,IYRMEV3K;#|+97U'!9EJABKVR:D M3?,JK-OGTKBY^,
4\$|M62;GMHPLZVA?@E62 4 MQ#
|E*4PH|R%"42B|I@RB).0!\A'S4|Q852N\|/'>::!@PTNX-&|H?^<>!PR|
M6M5%_KI2F>RK2B5.B/UGT^-.WPFP G_K6X^L|(JSSFO^6|(*SN|C8|BD,>(0S|
M)*80A5D"<9Z+|83F7L3%6\%ZN12G24SL#VZ(" @U45#4MUP FPV;>C:1FAGPK M9\$?
086|LN#Q#T4GL#\$|^BK.. "K=51XTF;75;5?4_ :>ZIJ%HVY
MN|HUV2A56EIA+8#A)NCJUN&G?Y1IRUU-->>G?93QW1W+_A_-/'^"FE|6|75)
M; "S=NVJG4\$3?|B2A/Z7O"O.^-=L+8G9%_U08RJ#<;UHO\RLI<5;05_Q\$@P* M:?
2E'Q7(ZFO?G6FV+_ZH/VO_O@#C@M.'?C?U#T)6!9Y%%'H9|(1=)Y%,_VS M\$#
(OSN,\$1UG*J).2\$UN:\$ZO4UZ|A%_%*DC!@_A|C;<1JA2>5;48'0R'%7\$B
M9,Q4U!H4=|4F#L6%[%OW6>F;K=?"U*>8&J9H*; MSY@4RV+U_GOY*C-|(\OX|^|I|>
|GJ,V/;5M,+GY(|3|\$/:9;'PN9G'LP1R6\$6 M)SSQ@RC. Z-+3=:
<3.UARC*:,|MJKX@SPCK6+WCU8P!F3J;.=0V;FW?X-Z%GL M67 U|\$|2%NFP.<-I"U?
8,W81>^6)A"|\@;MQC(VM|=GX.#+ |GS,:E//AFO? M3)X_H?E)|N>B+%9,
|9"NQ5SM%DGMD*Z^OS B,PYED::BO|;7B?
|.0100#E/9DYVF<1!Y012&@=>8>^DP^)K9Z#T^L9NJP4|/<|1Q4
MAVW9C%B96;*6J6ZOO66KW6U?@#5GH,_.!5#, "EG'M:URV=<#|UR?
N&|E=>|QP")8MBU*)9,:6JGH!@E/PW&,5-%M> M 9;,&O3#. _LMC?N3LV)O9J=ZL-
|JRL&4.=P)OP<|=)#W.00|%L'EW) ;="B< M\$WK+!H;3OP*S%H>N(!OJ@'@VC?
D:)+J"8Z=_HK-)G984D.OA0XU+|L3ZE|PP MCGT>H:M;YL,X3'L3_3MG^&V|C
LFC>J1R:QN,-S_>6O M55&N_A!C-SJ=
(K@A9A3%%"8\$Q|!A+U(_\$0BR")3TAK<+_E;*GM7#*#5VQV*610GJ%K M'|
<'SG>Q8Y#QG:L;PT^:A|P^R_(+E\TMOZOKO|=7);WE5_|>O5_ ^*;;N7^IR M)=PE|9?
F|Y+^T:S*QX|529M/M?CAK:9_K|T2S=U0F|IG\$2Y+%V(6/;_*O,BM
M6BQ56(HQL<* _O"R%@RG#47|(EU1FWDKI MBO9&UJ?7NOW-&Y/-
UN4<^A\$|1R|Q|_.@W_LSW&_)^*_.|4T|M|!;|20=L3!; MS-
(M9/VPIN.9S3V_FU;2(C|D,\$LHARF M.4,I35(OU>|S-DAI8BO!..#H^?S:O4\$J/O7.H-

L#B6?7Q<=0W8+Y]7 MVB>P.Z.F/FQ]?*S9H_R@!,FJ9-5KLU=KT*)PQ&9-
TS8]^*YY\GDLA0NQIOX ME:J\|M\|@X3SG)\$^C'>0X1\WV(/;'^)\R/, ".9CPC27?"M.)A8-?
:7 405(9N MH@2KGM784SX\|=":ZL.1;%E3G^-M\$-
_W'N8%_S_ =]9, "I4,F|+\$M@4;+LN MP9HKL3>2)V2SP:GOBDP,JYV+,A&|10|+6=
_#^5V\|F|YPE=M\|.F.B,|M/ M6;&0|Y/+NR>Q&+<>V(*QP,=I&L(LE#LD'9UL%N4;
M\$F.M5X/V%Z)W4DL;:[45=-\N6GVI*OIGL5PNPH@GP@|*9<=<#A&)/)@*
MMPB2*/%IR_?RJKZXW7KS,@:J9EYM;I>OC167)C>1-6";EC_I@/\$3#/W<|=5 M(7?!
OAEPP18KC|OPL&1 MP3&C/:O=L8)EW_S837)6#/2F6OV=K3XQH;W/1(C1!+6T3#,X-
RYXF|. "M:/BG@CACH^S+N"C"O-^ MZ@KT7I==^8?R|2-^*
<0.8+,ZQK*X5TA|F/NIV/3G80(SSF+(RSP \PX8;EA M\$1Y-TE,|T'RQU4U6*K6"3|[%|7
+@N"0G.|Q+/,5NY*/'_ 34\$6U.=1QCP\$<9;X\$.4QA|+LQ!#|4>I3'\$:-#|Z
MX9(S>)DXAG*S+6Z^KO. 7%'^.U|D'T"02|;,:-9;R/.(QIY'/K48Q")%0"F
M288A(\SS(X1R3(V6@KG>AD6^S^';<-5UP<6+T%LU9H+7;!G980JLN1KLQM!C
M|@)|&/SDC1<6!Q@Y6FG.X636I<\$V"MW?001QZ6?9179 M3|4S+LH%3W@>9@F",:
(!1%0VKX^)!*\$HBC-DHPF6MTK#6A.?F9\LLIQ2|]5 M|><>BGKKN6-
LS+3T#%C=#"+3+/Q|9ZJ3|L|K*+J^5 MRGJ_><32S,||&/HDA2A*/9D
B""+6\$YCPEGB&|6""Z UL2'H^H1M2(U;1?E MEGJTW#9,|K#0
MT\&S)#130|YP\$U10.2F)|]2+@_GG3:TX)=Y!^L3)!VVOUQ^O%JJ9?77:L66
MW8>%HI!E*(U@RGT?HL3/A7,;9C!+ LR2G :97B|6*0)3YTE_| |FD 1U;|_ M<12-
835S(:.9ENV+9U'%Y*B<^M=
SI77L@>O|FLUNK!S%G5+!*|5R>X9D647WC^|LH=*EA8N&W;+KTI>B10F97G, ?
K@:' 9WY M"FV8"|]33<-BN&5110+\$Z.M23/OAM2E*UC27Y-^O1=-6@4.Z|8YAZ.
(2)%P8D1+%|J&|4E|&0@8F-S)H=J|1KAD"?HPN0O=_ MT173-
MRT&|.NMY68\$DS#>)US',WK.5J"X:JDHRGY>:LZ6H)S4-C1=I|S^WFM M
PY(+|HQY!3>2|%;(%@2B/9H1'YB'_)+|1091#\$E,?.|VTB|+OKF44=#A/ M2C-
;L"O@!'&T),T+SJ1T0>3@LXU&|J_-B#/%?M:?!77-)%P+TLB"F!*\$Q M1"E\$
=>#I.8!SGQ8Y(2HAU|. \$)@:FT3) SVX<<0T(@WG"F78;Q!'7_WR%T M!U(:1!O.E-8RVF
HM5G084"DH:##L6'S!1T&F-X).@P|=T9M|^8.%U1L71|P M|
|]5JR>9'5>4C^(7QZL_+Q!%&.<.)@ED<\$+%RTQ#B,,OAF&8D\$C8%)T&Z*-5U
M(7K#5IK|'0M.M#[6K/U8]_C1=X@57ZK39B|C%V#Y&F2!3+&G ^SY95F|,P;^ MW#(-
:J:>4.4TP" ^%&*AF.GUGV|T+(AQ|.8ESL=<+.40!IS!%60I|WT_R/,*9
M1Z/U"WHP+,4_2MZL-C|M2_I|WXIFCO!J3">IK9_!|SBDBU;X
77H,U|\$/LD2Q@,*,\ABAF'J2PGA(B7Q5|_ "C6.J,^26%B'[:E"3JB0%\$%@JQ^ M4:'CN
R;%B?2FMD-8T&-B@P-"F-5:>CXC+.5&QH4J%|S:/A!.Q?P"RN9F\$WU M?
G\N2GF/0FCO&^OBUNN3:Q:A*!7>! EE6Y|\ "F"&N ?3C"9YQ+T@#HW:JFM1
MG3QEI'ZI5-
W=QY8;=6T7|_!CYACH8:GG"3A'R\$R%O_0@V65@PIAVE\$/4@SDOLAQQ2GD78?'W/Z4|L
M)|E=[+BZ &N^@&,2,Y =@\$DM(4C?|IBA.VZ_)|\,S*';P65AK|UPT|?4D^%G M9Z-
=XVADH:VP&+ #-90/-9I6MQ.S:8|L)S#-
";ZKRCE4WK+I|>U2WL61|=_ 0|=H#DQSCQ+8|34|A^|J;N\$+LHVR4A|A4V-
J6*-5|K7#9B@_ZY M*%)A/6X9X05;|*=:SZ|?V6/>-E&^F|Y1SF*U2^X7KW+^|?
JOE_,O"0/> 9Y MG%.(2))!S+P0QCA)8H181C.C.](NF9LZ#432!UU|6>8F|5BX)
Q|JO53E^/ M7GSO1X%N9JC.Q|LX"#@%, (YBA4Y9FS6D.
6H^Y"26A8YK7TRJJUG5(E4|MK MM-O*NWY&*,T"+EXV"R%*,
|&)96D,\$YYZ>9RG>9)K-9PRICSU6>-_G|I|'?# MO
9MU/1,W"18&)Y\$MFURW=8BMI;/5>J!-MUY|PU,X3A(C">P#S\$=2<^E"?< ML-
L7E>E^|9W5I&C875T0MDA9'H:,!3 C22+3"F*8!WX&(QHB&B11@OU0-Z(U
M1&ABW5^3!M5+=V>#==3!BR2O'WH91&L|0N4* S.=WXA_NQ9_31C<.11?|I#D
M"@:|N)(U'\$8!)|T9!^)%@|_G"P_I"-&!/FD|;|%>039U?WA^_+7Z|I?RI?A8 M-
K2V:*PP.,O\$)D@1!P_ %L_ #|+H!|@ ?QV\$
MF1T:Q6""%@E:LMHU1QB>>KZV""%HB|C1\$T!MAM|6X9|+R+%DQVB|ADQ"?!S\$B
M.,@PABB@!&*,XBB"(<9P9Y,I-MQ5\$J\$^OPEF;:]&ZVF3B.B|I&X6QIS12U
M)^A4)78&)7*T+3A.8|8MP**8^ ^| ^|_VVO@;PW*G(+VDZ_+E=75?-/ _Z7#/6 M|I?
I/L4|BP/L"|7D)/8@2E @5#0BD"1>D'@ICA@S2FG4)SVUW@K"@ O*0"8W MFFFM
7YZJCP-*F;ZW>,!*"8N@,)(|@%VCUW=:|XY (L.@0'A66V\$.2#|AL-B
M!CMK|AD7M>J9|N&|1U/6C6|4I) &*(|C6#&,@21E|LFQ|R':89Y& 3<2SVC
MZM4C|":V&WTU432MCE+&,-,S&PZ1L+<56B 8&P1-T1Q9@3%JLZJ^INC|^JX|
MS+8:|6|/UANV.NC8NBG/RF1BFW 38) */4>YY|&,>PRR/(G#A*0IY495*TR(

M3Y_VMMJY6+:Q.=9WV+KHK1'6>I9B* @3-S(9C\,INWZR#PD1=G =) _J!>SCJ@
MC'5TUIK#/.3W4-/ +NKXNZ4.Q6C+= \$-
_NJ(GM@Z*A'[,;DV@|3&3.169!MG@KZ"M>@F\$YC:)QQT6RBKJ[M335;M.VX"/WHVHDG:
ME@6510!4;D#!6I?1C]*,L#B#A&2L#::E<9[!*\$VB-\$QB&NJ5BAHB,K'R],F" M-
5TC_WH0H6'M=@5N%C'G0224#Z:)Y\|M#I0QF&".8>9C3)" D#|%.7UM- M>D8::=>
I=MTXNZ-H7P3M&%S*#CH!"&;J>J0D6MO0L&4 7\$X"BGVAN#/\!<58W
MS@RDLPK)#8AL4%?NV"P_K,S<@ \$A#5>>&AMFZ&34CU6-9 !>C#_C!|U8R7JR:
M!>%YD-(\$P<2/.41)FLJ|/:ICP)\$69!YD5%J|@DZD|L;6ZI@A;^#O*-KZGD<
M!TG7^SA;=,/,T">UK CV84QJ"Q|D4"9G?LAQ*C|/(H.B'OHCPX|);|XQZJ=D3
M*YOBC;6|X|3"?<_. 'ZD8(594K(: "8|7%]*+= S ^C.(HAX5A5)8Q@ MGA.QE<HZ#H
M.#4T&.>^+CW#,@?ZMBVS>HAWG2?;+O%M;+|BTBY=@,L|^'<9W:0'..VY0(R M=
|VYSN)F|DY>+J |TO?+R;3F=0YE>8 +FN&/%66+S!>;NB!4MP|BL:GS8IAF
M&84||W@6^"\$FOE8VP?|[\$4X4MZ;Z^Q3I56.\6'&I<-9|78<*@?,6D?\$6L5
MYW&2^\$)I|C@5FH-X#M.84(CBW\$|/|PL9-|HI6/(QL:*U.V#5 =7E,^<
MSCR:*T/"UV6SJE7(Z^K|2GH9LM1\$751TX>=QA#W/AUX0RHK&60AQE#-(I3&
M/./UM\$5DN,?BQ6;X"=|I7N R8V0WE1XLXZ MKL0^1Y#:L9-?"YP72^'U+= (L"K,@0|
/|@PPBCBC\$/"-0;&.|(_BD"9:N4QG M|#"UST5IT57-
)|M.Y(|;5LQ<+AN8|=RMB<\$S,XV;WH\$|;I2WM89PAZ\$+L&') MG9=U!AZ./"P;#F;UKLZ
:-^S.FJ@800|35Z|O')6Z:@A=\$D?A4 M/>.B7(11YC/B,^BA!/7;PAS#/,XXQ%D8,|;C-
\$BQB7D:I3BUE|71|XH|L,L! M^\$?
+@V%&|CB*>M;'3;&;MAYL!@;%FU1'9F1<7JS&@UM\?=-A/Y|_SIZ|;
M/-3TKEH6I&#-75V1FVIU2:L7=69C6#U!>|*)=|;C ZRSEM?0!;\$|4>S|,VY!X.,^S&EPIM
W.*0 M>ICJ|&?0OT@FNC-GL2|2|;I9|2|Y|@*4S# ?=@1-/=?! 3AV+6X\$W>Y(6 +2
M(RXQ:|%BK?;D=^:FCC*J^.\!O MN%BJ/"391S5?,V&FQH:XZBGX=&B9J;|D0Y6A5IR
-2L78,,V' #UNRXLPMV M,#BR&(:\$9|4E=L#L6QG+6X^NS 2|+>_ES1|9X4,|<%() MQ-
KVGZKZA!S?'ATS|E06_WYES8/*%-OLFS/" H|C#G/J(XB"Q(-Y%@H#%@68
MXSR+LM2H7L0L7\$|L|;Z1)|\$17RI%_KVL|H;5JBYX6YNI4<9/R@F4H*KW^GX-
M4|N2-).^:CU+^M.J0#,#O'TOX*"J5AMGV3 'MMR!?RC^P"15N&=%U'55GDEY
M_C&U?>9X#2MX_)E9PV%*&^L63'Z-
U8|HG_ =BV%OHBI5Y_PBFW@N:^6R|I5+6==\$(*3G F/
MVHO#|*)4AKKBR(|AR|&7X2@BJ6_4^>#GDF_B16S-"ERW;U+,(_YL?>_Y8L
MM3^I=:S|4?%GV(_AYT)4M^O#S|7U=&NAD@(|J,?:=VUE!?D|Z#_7R0N4P!>@
M:T_1DQDDH<%*2+TMV+X1_
L10<|WQV0TO>ABI09.V;LYW"27.Y.E|ZPV7!1G!S8SPLEBNC>(+ MO,9I6-0#
(S'RN'D_ S=6BVW\$ _JD\$P7|OBU6SKB*>!PG%02I4E,80^5X <4A|
MB#,2YX3YC"1:5X|&Z\$RMK(HR^#|@>|;BB.LGL |A-*RH#B4W5-030ENTJ|Z2
M7C|YWQ\$*=JG|QI^ 4<:^AF@#^?I#HV?+UM<0H9^KK_XG=|PA6L9\$&_N6*V|
MG4W!W(PG 4-8&)|T)! 1GT*, POC+T8HQ3RDR"@= _Q2AR5/>VLOZ2Y69|2)V M0^+?
SV)?U4@F_I>9|W 2+#WOP04\$9E9I35%>F&FWCI-LYL8\$<^1
G"0SJP"-4YBE/H8ASZG'0D|LBT8- M.L9)3ITILB4(:\$M1G;K1HFD+E"?VJXJ#N>
:L8|JTC|TP::U?67/I(=_;^X|/>E*ZRSYE^C!&?N!*8+P&%;..V1YEOYKT=2 M3#;W:!!|8_ ;S
<4K#/(E@1&(*42|6YQQ1#H. !Q3S./9|2OYH|0FMA9?NW0I
MTJ9+|4VZU/:JOICU67^?.P|?^%|?2AF9D#A<7LD?6Q|3?W!,1|ZNW^GN-C% M_
|%QR@DH"WO0&!@?|(I9P@/:XO2#!|J#+(|8NE2K6|XYX&@W-&150 E;>RE,
M/LN|/\$P# B+(?2 *8>|6#*(^2EB<|C:I0";T9^QK2S@XZ?ZI3(T#,R!%?S MN&(RR
R#HSV-TIQT|8@U+Y.F==D!X>K|KWE M2M6Z6^4)BGB*XUS8EDR>FW /8C|+
(UC3B(N-FB^48/D0Q(3FQ-%4&I'=PG% MZO;|S6#TS,1YXIJ9 E-
)S2NBGA3&59'30P+SUBT|*>!!*=+33Y|K %A6JF9ME&@P0FW%U_UQ|9Q3*YL==1G)=
M2%::WTC.+@#F@@:X(DQ=^0BN.&=D)8O _|C8#_L3JXDUXT&^F>7M#F)NZ >1A-%.
-IEZ2P#S(-5S)0DC M+1-@2'=&=Z'E91T(Z+@QR/TO_'.CH11)9^P.T)=P<@|;
_TB>F@8XRV2J_ML<|K\$|_*\$H:AQ"N#V>9+Q#(7<2F75W M/CK%U*?,CX^UJC,\$+M
M%/J.IM"YVY@_2@<(?M|(@KX3%YQY703%'-E.ZDE
X+^HP(9:54Q^::39D&A.DKT=!C
M=I&"VQ=5OK=|_JP^)XWM:F3+/*IET*/K)N\$4Q#GG_QM
C,9%=#',Q(X|BSU&>O_,O?2UHOWQHNP|;?C)"2;6=D&2"9IR,=J2
MU=|G)9|?|_@1&0S,Z!(@J.R.|UJCXIFM2ML.X-1P?K|@_&'713607F5
MNGO+56)1|SDE5=47/A4-65;R,E.SO<&(-|%E|#",4B969^J%,&-BB4ZB M
=AG&5!:'3>>"8_\$VOX|J9M(|F|/_^/|Q^>#UYP#=#Y4%1=Y|U#=#>KP ON==

M>.W_M;H 'Y=/56U;/)M>"?RW+>DY[S/B+V9J=FK'WP!6MY4AI/BI@((KI"
M.O)HM"W)L^5QDIMACN".I#RQ.3<L)*Q-73#18_MH5M;_164%;2IG=.*1\$W
M3XL\Y'GB1H12!AF/A7_Q|EGT:+@%#TM/3R|. <&&^I';*JW
M;7L!7)VAR2>Z7|Sj%ZD8Q57/JIT%DV5|HX|BQ>J3PC4M((GI-W_?E7Y8|.4?
OWHZQ;17_?MG6FV!O!'!>AW@#_ ^P+F|DC_*>PGUJLB7|)M8#?|%|N|"R%-
I-/+"Z\$>|7|Z M-#=#BL7XN7I_ OF'BQY0H_L@5B*4=QEL*0\PBB1.PE<(@QI"2E*
(|L59;JE8^
MD|.55(E|A8;9F6STC6WH%'L@A?)K|H8JC@6_UDN^[WD&_&\$8EKN0#JN;7L9
MG_L:QX.5/^SE&*|C^|V1>YQ>@)97H)A5;5?MFY\|CO1-Z#C&-S|\#=#CVY5Z MQC?
DJ(OUY&_JC.|7CM#4|I9|+KT?U%W;\$4RGNW&|(F|YPP|7M0R;WK.7J|E
M2U7(=%_T+=L|H0Y)!^GN<=BF#|Y%|U\$.4P#'\$\$.?Q20-;|K'H-9THX"5QS M
RR*;JLBj;=MG! ?LU5HS<"1)|@|N^VA92NWJUT|A|7FO!-!|UT^ ML&=Y=ZY^;|V|_N-1)
(H"M*0PH2(|34*/_1S3GR8>3SS:)*%&8U-#(|8EM MQ)H5|N;F;_(XFH;?M8-
/XA60(=3X8U (RPUC,B4R%H9D|<@V=L7&Q0<&1G MC\$C/G)LO-
FW/E9S..F1L#V#B@+6)9&,(MH A\$5|B8- P;YQU*4^7F0|O", M)|@ESI0#L-
PMHK"NJGD1*T^|P(+ ^ANV\$C^KE|J8Z+S|)YD=V2A@|X1Y|WC88 MT3Q|7E9_?
GM|>5F|O25>|@|>|TQ@S!(4X|@PH4F(^E#8\$(SF|A|\$4,>R35-M;IY@2GAJH?|H
|N|KU6|7-P^77|"RV^_@L|?;|&KF|_W|H|=OEP?7MC&I+0 MQ%,W%N\$>)3/5EQP
R<(%Z#/12|&1+2.G*#IB*KNS4(0FV9EC\$&9@-'8?#;=; M9L)T:3B?
BQ(+N3Y6S;JY8:L%#0+D18G8;7B\$0Q3+ZD5IXD\$69T\$;^=3G>6IB
M/4|0F>6XKFE>)4U)%'#A)83|. @9 P="VQR#K>55|"I S5,>8(C"F,(L83D,(R_*
M69"G7F9T'&A\$?6(%|G5%W1!6.:0WEW|8ENTT U=|/R>#S,P;G(>6??-V\$ZE= M-
V'7HOUCFJF;P'*R*;K1).>6&;TN95^2LEBOK|4;H|=B4U ^RJR(MC7|?G6Q M0)|@>3YB;/
D91 E.A(^.0QPP+;|C'W\$C0R/)1|3;P1ZY;"V?\$'%&-AR!EK6 M;(N-FB&O&1;
<'D_#J*\$1E#;5,+7"QGEM4S,N?E#94RNH3E=\$M9O_!;Q/2/5
M&ZO?;_E57QYK2*P|S92Y/RUUI3N"?E6RZK59=B5X|H08 MJW<\$DC>@F'-4D|
<\$!ZL+N5H\$9KN;R)N_YJNT3C|S?LVB?\$S)JQ-(5I\$;8#2 M-
(YA%'&Q,F<;F@#/#PC7(SI/3W|>?*M;Q-
IZXDNB3H|3*|KE|=_5\$RLV_MAX0|MK|,4OLR")/4ZQ|B6RTV0F5MB6;.@H M7X"6-
A#\$@:2N?|5L
AAC74GOIF^VDIN=|MM7#"KJVD#T|YV3VU/09W\$"\$6\$8BM%;;'090XSRC=&K;6.4IE&
M-3|62|%"U56(|H|N"|CW_MU63%|X1+L#O|J'9_PVG8<4+U5|VR8S%1X>H2;
MU^=!!PMSL=IS+HR#XJYORP/VR;MNVCI&=8|H|B5^ZK.^8L)B0A\$.2RP!7
MRE*8&OA!1.PBZ|?)3*SXF|8XJGE&(|@:|JE.@*GP^>+;*\$NTV
M);4).M^A7*6AGJ4R,P)IT."J:6#CYM?J=<-M^6N'RX<_JU|=2+;TMV*Y
M+*JR^P2YEV9>@#V8B@VO|)D3B#WB0T|H9I!E,P0\$KN|S&="8W0Q
M65/8@:O&8S/_=GE84Y3^=6#=(?8YM9*D2=E?K"X#J3&+1^"A&
M>80@BK),>|MI!%;2H#S.=9&E,48|. \$VE&J4^|Z9+*HJODD?V!;-LR3;|HP;*
",4&>.GX< VEGF5U"H^95=WB|OL: M%TD>M/3;W1@NQ@956U9'QG2O
MN'W0X%J+R|31F5E'L\$(9@&TM^*(A|F>'S7.1UN9X>-!B&SV)<:8J>_39T.0|M=J|//
MSVC_:H?"P';6<,+9=K=V@08WNY8SF"=>?7P|Z_+SS)G|9;?QJX:6CX*#_KW
M|JU9T4V;JR|UN:+7Y5U=_|TV;|F36:B" QWAFHLHW^@_E|?)G%=(IZ65H
MRSRNG2YJ7VI(J/Z M;27LW|>P)9_M59@9|5G?@N/&=V?
#:95Y9T|UMG2|LX'IY^B=/YEEQKVL0_!| M-XSVTS9|9YH?
WK>/W.%W=L2(T_A=A(Z@|_Q?V8=/MP|3TV\$|F>Z%|I^"V>D6#,4|5-SO
MYE/WDS_R=|!_KA.S73XNUHM)3|1^MD@G|07HR7L!UA*#3N1V#0)2Z-Y2Y?#N
MPT_U&EU=I?@YA)KW9L;/(?)4_|QIW=2OT%%V7SM6H:UMR65|JE@|07HGF2 M;_
URF2&|2'W"|I#)2A9A!%\$44YCBV(=)P!-.0DZ19W13?I3BU_%Y05^V;6\$| MI*6C3
5Q|J5M'+TW1EG M7BSU%G&GWY?9^JK@^\$72_HM\$Y>H E4|J#BO<|J2.EJ"QNG-
NCIHB|HON/4' M6C8;.&U|U!=\$F'J:W93K5ASSP@KWN2=OT6*;8JG|,H#3%\$L>_#/
@S&!,L M|Q:3,(Z"M5'0LP=C)"W,@>&NX;4-&8B/O'|@MZQP:7CP.8J>GAEP@HA="I^.
M,EA5H*,-%'&PI>ZP-9^FG*YZ|XV1F|>YGJ;P!|WS=,>9QX3_7E^5M(NX|I\$=8
M/K|5|_U?AS&+"1L_|<\$6%64MW8XT<9MQ0_JLCERET(V|K^|0CP'A;!(G M |UQQ/=
<^*P"OM9\$9XOWG@M+|/Q|HEQG=%|H|X'OQ%>Z3D*(***AQ|N.@8@&
M3+@ZTM)4^|Y\$N;..DSP%:\$UNX3V*9(+S;AM|6C1@.(&09FC2C=SV|<)- M'+
7*IRHY|PF"Z|+9R@-'?A6&1CW98&EBVR.|S5*2\$ZZ\$E9!+R8M|U|W MC+|NOQ:
<+6+F90E#(219SB%*4)33'(8YBQ(PU@H-4_|@XUJ\$Z>>?BK| "7
MZIP3#0H:M7Q5QL"\$S\$YI.N(70)%7?L*&@000 ML@_D#RZ;CFL+|*RQ^#C%F9N':T-

PV"!P_ WMX\W-]^-7H\|P5< MWSQ_@&+F1^@?NK3U=7OUU^'^H%3CYH9D!T4-
8S((ZQ,S,@-^*#K\J5 M&+F4^XQ-#MWDm5T-
I'9D170HSFI%#"#8MR(F0VUK/&T;10DS=?E7WO\JL M4(("1!)9*281FX>(!&
(:@3P8)BQ%:4)9DA@643I):^K-0X^R6CQQC\9IJ:~3 M@"5^C+(T1# .F0
LCXG,IDY@\$&RMX96%|=I"74U7PYF&V, >2+|!E&EPV8,LVN.7M\6XFW\O\3_+>|*_+
M_?CW9UD,YHEM\,L, 3MV77Q?"\%K257*,@/XL69J%?T/-|?TID5_X#K?1(1G
MN_8W+7#|ZX\$34W+5U/J2\$.4LW.%WE?;DI_>#NTN?;\$'~|I?
2I@=: 'KH0QVGP6+_ #LG/\$UM;|RI:45W6AOB@T@/W\$@&;GH^| 70/("!3/P>L.-TU-
9H7M)/_E1WK)(I)_+|3FB9@KJB>%3^POTGZ^MY."A G=7MSM7&.65 MPVI5BLVW?
JH*1B&K8\$C!,QT7E=XQX>H&K):f66>FG.VK,L1H?I)E6./FD?O MA/=0OS*JDC!?
<\$\$_%6\|%925M%C@+21HA'WH%D'DAP2F1*SR&.5Q+'Y/>,9U M W
GJ4SOUTNZZHSJ55\$&=\$U:/XQR&J/Q")83R0WULO/Z4N5/*Z\$_N11:/_SC M1'B|"
(X5"\$;1E5'A!@(DI?.%N,89;|IAA_V/)(4?77+LK'|747VA13E\$@&V;'\$ 4XA+D?
13#,Q:XDHBPAD5\$'+B=<_M36S9% '&Y/=F0|IWHLNH>XN9=:!Y=SHVPPF04|"USS
TZ78+@Z 77"TIQ'T"YA M/#A#=3JYA9M6U/>R^,*Z1AB-
,,^C&/_4BST9=D40\$^Y#%A(2^R&/LD#?.=N= M>VJ7K*A!K<@9^")|TFNX7?
8R&3L0IR6DD69RH.WJN|9VI^&F8|S|A M..<9\$KLSV0|)|3'TXXAD81!GW(O-
TE%':4YL&+8^5^5J@JMN!O(Z2|\$=3"D;V0I-EQH*XC@!A2*'?#+4A6XP4OUC0N-656
*;; MJ|\$=5P""7#)F6*O?;\$'4|VS(AEF9V1L)XW<'8U@G:<"-A;/D!?'88NP(=!%TK
M^|MAX:K.0R'U>:O^VT%ST/-|HJSP5@:FBXL|J%0HS\NC+/88)"3((0IH M!'&4I9 B'
5!E\$4A,^JL-\$!KZ@21CK(% "K;C6T#1W^0|\$W#,.H;;G6CC" MPLP""%
(78!;S;;\$80|")&L>X;*ZJ<0Q0FK<:Q|C(!|4X-(98|C:%WX43(38S
MLOQ\$MY%.*0^CS\$,0L9!#E"8)3,,LAEX6B3^E*/(IHMT/I G#^B7574)1;B(ZD-M0=;I
M6O&GJIS)K),_VO)U>P7O|+<*YNB.;QHF!:=;6#G\$U'&)0&N0K/88YM1FVVU8 M |'?
=|A/8NZM_(9+W!:%NUQ?J-HX+4D:Y)R%T\$N9V'RD(8-Y3G-(N?C?(\$2I M'VLU81DF,
|\$=VA(&6|KZR_L/.,>C|NAS6S\$47DM_)H!P?7=&S<V'DY|I*
M0Z.D+TI>U<|MU\$7>2,!%*@
M|RMH/&T7(JEKIK'NU:K*7#;J.KB7>;J.5DMTBS/>8PC&(:A#U%"&\$SCG,,L M#*-
HBQ^,*NG8|J'R1=N561GS1#\$77.>|5&.X@A46Y;^EUEH01ALFL9>2%\$B
M%HI\$;'&CG,(LPP3&'&4T"4B\$J='Q^I106YVUE|5S44HUGQD)O^O=I_QZI9W?(O544;
ML>W|QNJW@K#F6|6DBRRG8F>6>)#FLK<7S3%,4?0IYD0|J>A%W@F2^YI4L.?
M&3>JP=*C)*T""DU""#2"NIGF# "FITUN8##3L#4"7S8(K.F";T,(&*O>N"". MU'&
T*PJ.B|POMIJC# /L1SV\$MQ6XG|0=4089_%Q=+OKQ&.)CQ&%\M(@1#B0
ME4|SL>SQA/D\B?;(QWY&E.>6-'06%U4%'#Q= THA!ETXQ&9R0 Q4_FV/4-^
MJCW#!>AX_9(9B^"-&6SZ|9S)X+,+|1C|Z":@8X7_0(S'+|9PCY6808C0783 MF)^G?
1;25:6Z7B2V).^?7ME#|4=1+=6'=,M_K9|91UGPI7|_BO^|?%|I'J>9 MSCNQ|>S8-6M^
'U5::<;EJ0#(9D""5= L'4!VJJ5^N=GQFB.'Y|"-:29T9T& M0Z-C,ELPK\$)C(G-
=DAF""T/_C,QZ#MNMV/-SH>XM2L?P8U7* @UA6DH(U"P|A M/Z=(;L.8|-CBC, T|
CTHC"";2\$YY:9Q9H'J\$T>5N|15IL1TJ<.?I'|%H'O M&S;3&8)/=V?
F!|+3K=DN%CMD76|,1F5SMC,|36GFK=FHR(=|L_\$AY@|S0TV% M:_+ :A7A%|9#)E?
H>@E'!T_L"O2HJ400_=7|N*CC2_C94IHIG7/54?+?K|Z M;:&-EN-
!P:S6W.,SSK:P#@K47SV""|2|=H=7KS6|Y;61R|D,\$L"V>3 "W/D)Y2@R"1*>4ABZJ._JV?
|Z_O'JYO;| #M9_#A|V_7 M-U??
#!M!'0%&;|T|3UPSK6MI21=X2VVBQDZGQ7)U5>V0P+RWT4X*>'#A|/23
M9|8=:0\|@Q\$+YMHG>U.5|?J?|EI;|4H5<^#
M9L&3./2/(1A\$,N&D6D.L8%9/|;E6UT""+DG&@>+J9WI^V)LRW-/_B)=DWY3%
M)9BNN|W'M'EQ">O)?C!.B=@9|Z|L_|ZM;)|_"I+6J^Y>>_BK,VG5R83
MO!_ ^K|8X#L,P|G+HD|2#*,P9S#U&(25!B@.48!8G)N;;D/|S|E|RK&9(37%
M3|43HB*F3%L&;D &U: XN5B8P|?+V2|,V?JQO%%>P|<.3.T%E"X&R4QL/A1AT%%6
08@:>L?L@X-&PXW(EM9A|.2&QQOCP@ MNOYALAL(|\$Z.35^~T1GON& #!|
(#@V<|_1T7H'_4J_&TN?617:=Q|3N7MQ6-M95E\$"4\$Y|P+(9<*,<&-|F#&*H?
AUX#,O131EBY(|RN)&#WKVYR@AK0|P:S_ M W+Z(9>JA)(V*-8|M=LZ3?
IZ>|RE<>MC+|1U"W\$|YZ9W^+43.25-S=GRVED9 M4|F-K,R@3,&YOBXV6S+(-
M|LS+|H&VMR'RU+3;7EL/&64!1&,,HCX5)D7VY
ML!|Q2%\$>HY!@W_,#L|*0^R2F#E\$+@COU#BVJ61_!16_O%BC|>23#DHR&IWX|
=.K\$D')?|.*(H4|YPP@7XL'CA
M:E47^>MJ7;_P#M?;9;.IHX)-48GP!|89/'FH<_0AF|0\$=1!^6=?*(FOG)/1' M39V,
<'A6KWE%\HB PRISGFQF^G(L!<'5#N|475Y#*NBGDP<&)MN,/OX\$UUJE;U!@2&8-

M%_@(!Z#=#+/2!VN(*<);&9 MCAP1MBUC!YS7K3PIE97&';XVF!*<?*2O-Z%RC/(\$&)I#L.
(AE#L@2*8!91"/V0)CU&6!AH M.V1"?&+M;)D O./B
I"6#Y"O&0&DX!3P6,D\$8#V_<"K8S%1<4R0+4 Z.D&SF,%^U-V6K+ND_FZO09/GX
M!U!>O!2R=M6WU^?G^EV6UVU6Y4.^-"MU9SISQ)9EM_C:MN-GZ_*EVQ+
MM=VSEZK>U&/K58,V= XLT!WW!J8%ULSV6&(J"SH=XNJXVIT!3E8.BP6YV3P:
M>RCZ+L!9LUA4O!;?RR-^9/*MJ)MO?W+4=S O67)5\$ _97118"# MT,U-
X@.%1@!D!)!50C=0+%3JM#1E&;K#V7%XJI<"<_F<[!L2"V)!/H
M0#*81XG8RF#F9VG,,AX3I-61!HCD4WN^BAR0!#H#IF>;CN(P;-K/
ME<[0_=073%NIAR08<S%L-8Q%#JL'<.CD\BBD\$-BK#5L!DSE6GJU>)C53;5
MLI!&EZHA2Y^JHYQ42YX\$/MI2BGD2GFX^\$FULXX!0AEG\$?\$SK>N@3=";6Y2XI9D-
6IS*Q\$4OZBNQ>#;=MI';6'U'I*DN;>H
MS*JT(Z+NZ^O8X!;;RDM*Q4MONO)!+4KF+W"8YLPG" 9^@H6#[!LPR!;8,I:P
MS,!Q"A/?;'=YA,H!V!R.XL7Z!R!H@!JM2!JQD&"?>W>>9TEMM0!T%MJB4#@AV
MQN!TV*PS;U,!#O!1 X7;R?WIK4\$<[HX!S!^!0Y,%N_ M4BW':AB+'?>;JRH\$E1DV?
B;;O5WMI+U2!_+XK_\$'U3=6'D/7_AI"TOIS\$// M@RSC8H\$/&8,8\$RIOG04!U(_R'(75=T-
^9I8!<4G%;FI6FZ*H!!^(\$HFIF0 MT0KG&T!;3*D+H+D)"&
!;.UN!+;_K.L9=U0_M/9/K!^*FUOR\$/V>B2O03O"=G M=>LMT;2L:F!*/!>H>6!)D6Y%?-
OIK4.ZM:P;XFU_!TN+PFI7UF_LM5E26!7 M3ZS>5IK9_FW!?!;G4>;!&,OZ+
!F7B8UJEL"\$>'X0^BS,95LK:\$G.59,8X1GP>[MK!Y-G0-(XZ*X!+VO>_B)S=M?
X!JOV28@5A_UJ M5MN_.PU2.T'+733!/'F#GL!>!(?-S-O&6 MRH" P!;%C6QFUF*_7!
<%\$ "2+MX*^XB48E/F!D?UU!@3::"+MQOZ3EETH!1,C"XIWJ4=)&J24L@SB,
(YD6S,\$!P!ED*,DRPF),<%;>H3!T^!
M^DMJJNB!84+6*3CT5O\$SA#13,O/YS+M!I?"5=O/O=GG[?Y7+2#1J_G'K-3
MK=W"CWO=>,_9<JO97OU1EF+S%P\$F-/B\$ "8XR&BG@?S,,XAP0D. !^+*>L!0!
(&@!FZFQ,>1Z^CTED&8&X*!<[!\$%3
M!PTH!1J7J(!&V&+A",C8DQ^5BMC"!Z^&,*>Q!);.2<H4!%-)KMKI%E;@?&1'.E!?"
IS*O98^(>J/#H // =KO). M'IX??RM?BH!E0VOZ>8D?=7>[QT?/XH!_%;JR/?
KMYNY:=F5K"JI_7) \/%= M\DRV!CGQ!4%_Y"T'5UJ'Q;;AH!8LK9!L'#(O7WP2-
/FBO6!>NJ6>%2%ML&CDJ6%!IOQ!^LT?6A_9*!S=YH_M+7;V^"\$J?BU+!
MKL#+37;V1_RB.G-!W;10(CCW_"P26VD>EYU7.^,,@^"S8VW>T.A,P MUTVL;-
GY;7VKS@309*NJ<^CVP=T,<-(HZ*"5YU5->
MOS&5%G1^2*,T!T.QT,@FJAP',,!BGG)"%Q\$(J_ZZ8.N@3.8B7Q_R/R_COH M@! =R
!0+ #C\$;-ONND3 SZ<,@6'3C&45#/ ^G.)2IVF726GXA1,IRNE ,9;J-3 MS):VIBM,/Q=-
>XQ%L69679+5*UXNWV67.<-=!_'1\$UNENZM;L*:J6N.=M!D! M@<#X#O=|X?
A)!V!+=TF@)=<:(/ M&?TL/H\$%SK+43WP\$0X!@B.1E_2Q'\$<34RQ'U>
(:1=MU"*PXF5N.)U8S+ GJ M+YUV2(YI%Y/C8Z;I.IU!UUR!3ZJ9LF2LS4&7K\$V-
J+Z',CFR=F!+= @;>39G MH3/@!MC-.YL/=);8?E_+X^5/1M&UYU+!NKSZ3@0_MWS3
M4*,SY^,1'DB%D008\$S>%O=@FB3"G(<(OX&/" FT2CI8%_AZ_,B\$^U;;N2-
_%Y#*/=EFZSA<)>46 M:\$Q_WL1!6W@.4@NM)S)W;;!NVN/U27Y-^O M1LZ*/C7K7+G
M'1N)!L@CUJ,YJQ=L!;..^YVLVV\$+XGZ!W(?J>+G5!>%)E*0!A1!&&42)%!^4
MQS'D"0!C'X5Y!;\$+4V+,R#OF189*_2%(JWOPBS(OZ-!H*EWNUD@O+6LG&
M!T+/_\$P#[40MFD_479ZH9!)&E/T==:B_^-Z/YO_,!@?VF@B!D)RG!KMV7^<
MXELMGQOFZ4M>(IYPJ29\$E9)V"KNP2Q,(DC3,&0DBACQ8MW"G*GP!DV"HY\$-
C,/YM(:%9\$;D<>JA-RL6":!>7"ET"Z?(*HA.^YK^RZ!+.HU<< MG1(X^TAVB"7AR-
URJ=8I#E/LAS!L=CO(2(OA,19#M,18G'&>(!JH?=:;F!
MB:);)3SK65SKXU@ME/6,YX3(&0:%>Y!HF\$NY
-RX6_MGB87!UNFP,T)A8^Q15H,B"CJY^KM I6(9USI&PAF&'0SDMDJ-.":R? M*N5
<+O\$*9,7;90_-2+10#;5J9&SY5:-L-!M!HU-8M5QN.UROWA!J7#;8
MJ&R+#^_JOZB4)9+F.?!;!(99DD"\$<0CS-(LAY1\$F./9#S(T:?)>F3GMQ5;W>Z
MBMY8UM.Y*.IZ!E-@8^K#M!!(W_VF*NL>2JH%FJ/L,'N1G;GSVH1G=NQ-3ET
M!8UGL+,B>T49;UZE9;KEJF!\$TZN%P\$W!5GX:1SA*) U:((8HC#\$/=C#KW0
M1R0/91M>HSL@1M0GMB6*ALPL_8TB?IK(H,@69"0"/\$8\$L011!H+(8X2!KV<
M,HY0C@(:F<5N)X/2*G+!M_V2N*1Z?H6T(*J5^,*@GQ.Y/6L^&1HFAGR@Z*X M+2,R9-
NR G!R%H!@AMW=MT*!\$>FW8SVK-;="I9! VAWB7E Y!OJ7W*OK
OJ!^,!'^!HO@T9EK8B!/25H@+M:1CRJ&CQ!NP=; M5D#+BW!01PN<12"0:US;,(0.). ?
DA&@.'\$4'#(1VBI8!\$5@MN"1B;C!8)+1 M.,LK!W5%&*/-9!P-RS;Q8K?T%?
A,+ZORZ9A!H0&QQ'/PA"F>1! Q/,(IC!"
MT(O"F\$0196\$2F/AMXR2G#OOV#+29.5B2!+1H7JKNRL\$%*)EF!-< 1CW?P2TX

MAA'B'5PD=>DK;.F#E@&%'PNTA75UJV"7/F>JJ48 MT8:JX-
ZC["0HQCR(8L)E@1_%|_G M|EV;Y;:1<^&_@@C|H=F:;&SP
M|L3ZW;3#LT:AVI1WM|YD;'KA+M:K)=52U- M|Z|_ 5ZJV-55)!
(%LN438<|J1B0R|V%E(C.1R&0T";&@.15I\$F81CV|OY;JL MQ>Q_@QI
M5\$1OPH2*L^XSO*TL9T>|U\$?H&;3^!&_;"TE|;2;V)JT8W?+Y""SH'GU1V'=&Q>K^J-
7MU,*'A3;CAP;78&C;' M"+#QE*/"3B<?,D),RHM5=20-
8UV;LJ|QH0T|SH;|_HO'03|,XVPM!":?8#'
MJ867">,Q(=ZS81Y3SSNUP#E2,Q!\$<:94QG&4A-HES|,8LY1)S!1A).=Y1H35
MS9R3%&;63M.)Q;.%NY#@XSKJ14R8+|YF9X9:D5%IQOON MO&2=R"C;|_UXO->
(F*E-V_5#OUXJ|@,25(P MG%#.3(XBOJ9. Y-;W?,BR*D5H|8OV9=;>EB!J2J*=I?
YW^&"#CNNI!3&#T M#Y(0=(5^1 ZGZ_/'UEOLZOR(-K|V-/P1WL-Y)MKQI5-9Z..6I??
+Y?2RJN MJR|T79KH^L.F|FY5U^O;/(FB(%0!CD.1F;Y=.;F3X&D)\$U5GD7,2M.@A&=6
M0<.*WC=Z7BZ:BIP-VC3L(+VG?;180FO-T052AB=|/Q8\$|;0G/Q=P,*5N,+L: M8-
8P@C|O;..MY09|:S-|B)E|2# 7=FZ1@E|,0=&\$"Q C009HN<5B#Q|_@C@/4L-
#|R(&3"BU0LPM ?!CG0#!KK^ M+M>5*90S*4SY)S(.M7_C/|(!:K@* %Q65G!-I#|&P,
(.15F(78K+>WG_2O M99?|S/-(4D8QS3C'),P)IGF2857\$- _C. @S:F,%#M:=6=/
_1RLRVYUO;? M)#6)^.:SUA|OZCM:5I99P4,LQG7|/#
EA^NLLG+62GA!E3!'U*P,EU/^V5|## MU191LA,B|
(|TZ|)=QF)ROGZ08MB!UUP.WEQ6XNKN?EU_EUT;TU_KK5Q|W#7D MO65Z9X|X&N'
&,WB,L)YD2NQ,1*L|YA8F8U|-A"=-B>V%R3*@=, MF4,TUW|!%9WV
Z=AG"5AANM|C^J3A<|,3TDRA(5?HID8-7^CCDJ@!"E\$N@*Y; MI#07RK
)EF?";S:9TG7IY29>GBG|DTF8YZX%WQ0^2ZYW9?%;O=Y^I5^E<:??9 M5HIJ?
|!|BP4(DEPE%&BHRM18,J%CJX8+|(DXD2D5C7B5M3F|K9: ^JAG TY
ML#87&SJ6X_\$I#%M)9RQ#1.K|&8#;06
M9VCL|!%JRK'(W5^9>T8T4PQ\$HE^NU<::;O-7C_I&NAW|3K-.7U?7YK4W32^WF
M&ZVNVQGUET(TOIFN!M54ETP_3_GV-E,J|D01',BPH1JEYE)%>&(L"QE69+% M%)2-
>B\$YYG:XOWY=-|W^T>N'|5ISU|4^T)7#|""XA?ZSG;YL_!|7P^X>1AN
M<P&'5(OJCE|!%C MCN^%OY*O;ND7DF+9|NJ7_53/ZK%?F!VXQH?)*?
^|DA5O_BS%86A,HX#GDC%, M|J;#NTPQ8X' 69XD0:9(7B36/K|!%O9GWFUGUSA(TR&Y,|
(P|A@8A|&>;&+1 X%R-02 "0>"0HL%EEL; (- (P,("|C|R M>E.N)=>?
H1|&@R0TR|6CKF(S0#;,)2XXCW%*9<%2\$4ME-T#V^=)S.|!59>YM M?-4;39N9+G4
I3<@81PMT7%B|J;|<)D^07*7%F;I>CH>CW9/LW_&P=!'@HN= M'1T79'A|=.
()N.OP27ZO5|_+ZNMKK9+E|AWES2AZ,W;^UX=*F&B^7*V;1A9= M*|,K8#,3G&^U
M_|UZ_\$A+|66SFZ()IYGL|;.*ODTC=OQ@@@PSZ/OF;V@_#-9>1ZT0FM95W^#
M=-8:EQG:Z\$S\$D=U)H*P*+*39\$W*^"@|YS/\$?DWZ1X,&VXWM*UZ3NT^2C7?4ZW
MY)>5>%N'LS8ZJ;CQNI7'8.*RH#F6.2!TL\$/CW_1%#H64G'*4AI%BBG0.;; M'W-
75'1QJ#^;89UNCUW3%FX%4;0_!J2N8Q/U8B M1WMG;B=.9R M"U=3-
/_X(C=;TZ&H:3<6WE*9D2Q,8QSSS%\$S8"2AFHLCTOT:!"@GA:10L4B)Q
MA+F9|65'#+6=UO;J=#CV#2RMX LA"S2-Y|;)UV&_M01WKFMBSL3#B&
M5Q812O,@Q50R8>9*)3BG@08M\$UE(BJ#0>,+F2IV)F-/TJ %F?QBJJ"\$+G.QW
M#!Z|8.A,D6'6#"HK."89D<93:'&,PJ(1PHB(AX|^V*-N9JO+0M,_Y<9DIC_({
M|:T*BSQ)E)_?,Q_1Y@>GD\$+SNU/|!%F%9VYST-L>8DZ,((<_E3RM.R M>-+)
(P065D|T_"7*2DY1B\$IQ*8*5?N|Q)PRQ 07).|B%|=%//&N2P1@XW@|F/#9UA,270PZD
MOJRS|@;-T?><1G7W,2P\$^+KNQIN+JCHGT_|QTU95Y_,D4%XRT20*!9Q'*69
MPB3D*2Y\$7N B*42D9"K3E, R%I:49|C'/2(Y3OZIBML64.C,74|^A M-Z,
|,UMM;|UL'7#+5>;|N6OBZ'M3F=23'R3?;OD0&&=,O\$VZR^6D@<(|S-
M0UYSVP@_22'EG7&M9:#ORCE^I=U_7#?S*5N2M':X:"?MM7EW=-V; &5B
MF9GW2\$,=->11.UY|P #Z)+)|9> MSG&V\$*)TVSYRKE5+6U-%952B23B.
(ZDP\$049G1G&N&XX"J36:ID:#6Z|3Z MRU6S3%576:%AF|QQEA&:PK\$6|XPZC*FJL?-
J;!8L'IL0|73MQ3GE8FU/T;JL MUT^OX^N_SS:%R*,F12)TC%00E),BIA@QDW'SB3,I:(E
?6,|L =&=6Q"@ (M<|2R<|@T M+0UQ|&<4V=\$1R8!A^!&D^/+0D@>
%:84|"VZN39'|X0=LE0Q& M8;1ILOUJ"
|9/|HOXM)\$R_'6'Z2%9TBUU(|=W|VO:_Z#SO\$BIB J<*C|/,"*
M%P7),>\$A#VG*.2/639Y.\$9G9:/YSENQ^O88P,I0!\$RA.03-M&WT(##.\$1V5U
ML'DGA0;_U? @O)LUG7EUNJL4\$|T^F5DP|'T|K-"5\$YKRB
MFQH%2&4<>75FZ|'6G0W/NSK2%^"LQ3&YIS,59XH,LQ_NTH*2\$B,R.24BCJW
M6/A1)AAPF'L,>9R;H;KO=04Y/6|-"5DU=?WVB#*S;|^5\$8|+((LP\$F"DSB M3.(|_"2?I
X->WGV&&: (?WOC3VJ866GI7J = M9=22|MQ:F)Q,Q06Q12V G^*!6|EIM?F6D!=?=

JJE9H#E_+H+V75->>_PC1_%,%"A"*G.=4FD43Z'Z'\$5.02)I)@C'"9*2;A93Z^3%
(I38I7R#!MJ@A%!M?Q&;UA/TOZV)OL!/6U.HZ06W9ILA#[I@2>VM?
RU7V[KZA>K'JZNJSV(J4B2%BC(<)M3XE07!E J!F+"5/19Q(Z)+&/BVJ?P3Y;9+?TM?
W"!66L1Z49 M25T=W'9RE!\$7).\$WAY_CHK=;G^>K;!.IM/P\Z*9F^[QFOA)
M47S=#W\8-F+X2<?%?8C_/23\VZ'QAL#IK^7FZ_2:W\!6M_NO_@_SWA\5C M;+*Z_7
O2I* <1 E.B"GL*;0FLH)*G!81TXZ(\$))9=8F"D9U9.PUA9"@C\C=" "
M_C_TKOQ3"B0>)#)\H/"V>>U@7A.^P#SH 33Z\W<[N90UW"!HIB].<#)P6D M
&;02V??/709(NNRU73?>@7NMD_-;[#3=G,4^W_FS\7RPHJ M3U\7.*U%3
KL0H;N7'+/!=//MW:K^!6O;MK+;!--\$.H8DV+3FAS;2.XV*9_SQ76F#BTPAJZ*&.
MH.?JW4HD7ZG.HS26S7&.B?DLN3GZL.ANG82-A_IHJE4T?WFF"@D3_(\$<I(4
MHIC3M4C&F/)RC11:6@C?LYB;D/RPU!U%\$\$GID A!-!<3\$J9_3^2;0?=.MR^+K
/PY@64/O4)*^..R@^_23.'T3LKQ\6VW+I>;-?/*#. N5 MXWKI%068>CH#8*VHUL*-E,J-
5I5U7_8: ^CTRHLHJK6 O;I:OW#N@+^16K?V
M6FJ2)21/M2L;!!&&\$2<#USBF""%-5\$"J*+(HS4-G>I(S*_..PF^1HU>?T\I(1S
M;,,,D^=!#F8,GE?\$/H'.^TUAN,S>Q^Q-\$GZAR7JV@)P>IF>JPKE&YFD;N4'1
M9ISF.*^T"W18A#X(DE%@Q&>H@GBBCA40C,2#>6)!F'(5!27/@AE1,T5MX9H6E^,I'6-
B^""^#N*[D MFOXF_\$/6I65'-R_#E3!=8S"<9\$7!29YEF.6-PF'.)*!((P7PK;HX121N0N0
M#%FTHPN\CG\2F7'-JB4O3)F/B>I0DW!29OL*!!^RN\4;@#XWJ)I@2J:1VH&3
MKRY6*3#%_+ N8/)9QZB%&D>G*;G6%FQ3BJ;JZX^22Y-I'1=W:QIM:&|^751
MPBFA+,,%#Z0.8)(,YRHLK&!APF(NPR@#M?,%49\IEJ&MP\HU_&J
ME5H*^MFH/>ZA+9"A:%K&=C,A1DPONG@ZBY0/&\$%];P8!V; C\ZYIWN!
MJA"J@J!O>?C#0HW\^<,2\$#.D)68(Q\1^/N+N4568@Q\I(L7X;JH_JU>KQ M^DYXD7
4WS@G(LN:"8*)+B(DTSS&E(MLD#F22RM;Y3!2,ILPUIF4,--
VK/3E/PU#*&.HR9#8;_>0'RG3=YJ,%L(PP MAV@0B)RH9P/03?
3Z>FG!S*C;AB,V%7@/@HL96C=!AY;7<07'6%7_=J3Y"74M M\NN\^[HRB?G+AO-
;1JS*"9%BG,FM<.81S'.N1 X,ZUB&\$G31(&*4\$>IS5V%
MTY!\$>YKH#T,5>B0_BI=EM.D+!9@!!0, CR!M!/,5,8[26C9"M!'I641H]=+YM%_W,/1?
MMM\$-IT)NWCQHT\;\$PQ\$6!M,/I5: ^VM_>ES0,4AT>1B\$FH1FT3EBH M_T%
(DH5QDA;.%_LV9C9##37L;YUC-"Q@LC?XF!X'I!G#(5%+7"##'7KE M?M<-I
VF;.%ED(69EB-WWY\A_.88MAVT'NX3 C\VOU\X#I9N7MPG>;_MK'C
M9=6T%6W2A,9?H&73IF=;H^TWB>[ZC\,R'^?'IN/4@X_C\I, ZXXB'\$O G47
MXB\VAQ\$.P-B=1H?5W#S&F\4FH-W1IN_J)>>F>^T@4?"Q7I7\158H(HI(1^MQ
MDIC;+)IB*DF 8Y)%0\CEJ4)Q'.THCKSUM'P,\$@Y 9AV-!U-\$P"JI-8D3UIP+ \$*#3GN-
L, &-AV\$##?BX0 /0>EZ09F9_4WHNT !C%^8" MS\W\PHB;\$*#"Q!C8QM
ZRTWR\%%S"<#IP6@)O==ROZ=;.E2EW^W_!I" R M\$%F(
VE;:R\$33+,LP\$J&6186(DDRZ\DRSU:?VWSV\I"IOY?^UU_KG(\$R;PI-\$
M@YF)U(Y!+O/Q;W7&>)Z6:<@.*"S,I)<49,S/-W%C,C)ID=FHK3#[GVB]YL M&_/2MI??
W,9!(6D:13@/9(:)H EF41Y@HH04>1CETE@\$;I#3+AH\I) R"CLR
M\H%7,I!5=L2@S70/L+ +L,Z1\$&8;&DJ-B_AV2D"+KG'I?#6&?=@^86\X1X7
M\GD'W!//N2G7JX=-:Y@#;VYH\K*=_4=[2L;@5/.(E3@7-!"DRR1.)"\$ (9Y MGA1YJ
V3WH@AN8\BG.GS#0Z3\W-G@7T1L\$!"M&D8\1?4*#DQSS\4%K,I6
MLGK2\VEZBRJAM?
B'%L#^19A)V*RW^W.\7V3]=4WOOY68*"J^M_V:CJ^JB*J:25>KXYV#
IOMRI<_Z%JT6LWOZ\@R3GG&<'<I(LA MW%P*%TSB,%0RR9\4HQ=N
GJ^L<@TM9(@Y%:@!<)N#W46#YCXLY8,O#,> ME<#3+OAT\45WO*_
B'>YNQOI\4Z-/M9?756\OL?ZJKN6U#?"NVWFFHOG(61 M\FD3\$6&6-T.'D1PO9EQ
FJS<(K0W\$=XLC(=,N&+DRQ3D)CIV,^I:(I6TL1 MM23-6?
Z>J#_%FQ++DPZ>)+.H.DX)>ZB9D\ _#9_R^>_MX^6/M=A<59?IN\6 M3>'89EO=L-
6]>GUYOV*K_UAW.4++V;^>?>^G87!'9&S5MMHIWM%RC+W3U MT%R-
ZXH8VZVD'9UK3J'OZ\49J5E6R(A UVV9HP\WVZ*8&_N^AU"00\5_1GR!
M>^ ^LT'K\3HBYC3>(\$)GL;"#L(QR&IO X_=#IL\I M2?2K""I9\$*<1H(DV=;
M.2ZB2&&>\$JE(%&5I;M4H\32)F2W0H#E9V\;<_HSF!"3C\I&/H#!3<*0Y'?A
MZM3WMSZ5.EIHMZ,I!^%!\QU/C,\JXF73S1F\X MNKPWG_5\6LQ)>C.; MF7Z6;S=";<
!^L/P@!HF@)'%(1V<8I'8&!FZ5Q,""<<3TKJ=<3Q:6HQ,--X
M4O3C0XZG7W/R)YJ>3Y^T6_KY!IU_^^=I:1J\$ _#NM'K3+&9L1+<7N2G J\$I:&
M6(J48A(E\$68RYSAC>5(4).FDM#(%0+KS>OYM?S+#"C*H)X9U'&#XG9Z4-;
MIZUQM?)4YD +I+Y8 ^7FV5@C!G)WYD#.V0D_044\ M<*K
K\MY6K\H_VP;LY@KJK\AZTIB^ ZPG\3?B^%K(3AH/M\2UI\$21&'.)0R M,):68L8#KJ.

f6!4!"M,@ 3E=J1G-K8J840K#>_J_ (=L"/2WCTATO*#'4JX\$ MS,#0&OGC,T#&,S>#GA
#1,7: =?ST=K2?S/W8#+|E; Q!>U'&# W+HPSFL MX#|6ROR_22M^IRO97#;9;-
>EH6;^XE(3> (?!D_>"IY'*D@R')(L-D-(A8|W
MF#9"N:)9K(|(6'A|+|=E+3YOZ7IK9X#.X@FB8H>!&2N5)P0SD68X(RGG-
(HI+SBH*G*|O+M^CUY>??|UH M_HG>_N_?K|Y8SN0SP!GUZ^_GFT|7KF|=OFK|?
|CO8|<6+H00;G@VA M"|0,H!O0NT!|5E#|B*DP/OB/PS?|_#JH|&RB/_^W<>5E|+
W9L|T;D'?^HFX. M@.E1|=9?OVF5|+|+M?TJQQ&.3JZR(FVKVN?^C|'7B-
80L.QOF\$2*8E6|I_M|_PZFBC)YD(?Q;(4DQ/-F:*VJ)6Q%+T0SMA^YJ;|7A|=| ^J'Z7|+-??
2RX_M?Z-K^8INM,\$95!|_W^-X.^*4#8-'=^AG|OKG%|J+?_(;>?)^*_5B9HOV4J
MR/*8)CADS!1Z%@(729C@-"5|?KVBFT>M=?|&)9S\$F>
MIS@)8HZ)"BG.TY3C/\$L,U'..!@6HEMB!A|D|AWJ.+.KX0, @+U+"%&KZ08CX)RGTIA_Y%
M893|5JY6S5B&|_7JNX|2VG;G|R@O5^7VL3N|'"5G(F4P(EK\$RQV)*8L;DW+0Z
MBX)0T"BBT:UVHEEMU;S(DBQ\$MX;\$K57LGS4CJ.,|5C|FNFCGAE_)QY;/*,L
MB%D2:|>=BQ_3F9N^HPG#J>!!R),DHY&R;@4U_YH.&|_1+&WG?(_@&|?D@<\$^:.4'?
A=_L M>:=EJBM|/'-M*Q|?/,B;^DVY^6|3G|!/,F_&'|Z2E=X5MYO+NZWM%1^7M6>V
MD!U+J.>I:4&|K=\$A6|U83M1S-ADZ^P%VW+ N@2G,R,X&)^CBSCF8.-W@<2*X
MV%6><^_8WNDY:QUX2XN/ZUH||*9G3I=NV'2!8T)2ELB(XB*)(S-Q76&.*XJ5
MRFD0JB(0@=64U%\$J,QN>CFYS'MH1!H;>XQB-6PYODL/,@Y/0H"87DT*=T>3B M|_
J+-;F8%&_8Y&+Z8<=A+4>S?H,,|*O'_2-=@KI)!;97.P=CUYL>P#??:'7=
ME!|OOC1HPZOJ8U,\$D!U(B|HB.GB.U!T;=)>R!M* @1%VVUO* @3^_)UOR/I,VJ%/G*V M?
O2>M|=9/S_ ;Y_0U5^BGD6O9&48_C=@G_AN'>W|U6|:3I!,|T<MY:8I?
FA:5S\$<\$TXPB66 <5/OCQI?N5Y+T8))\$@:8T52|T)*D_8OR3,&N5\$W0FSV6
M|JBC33NROG%D-ZC><|_#XNNU_!CJX4U_F0_MA8K'|'LB'@'U<GD?@_P@L@2QA-
52(K#,\$XQ"17%:4D)#0-4A8F0<<(X)!:(M=UQ=
|GF|'*1V6Y1'D*#YH1Z4SZTBM|31@+B_?AA |GY|= %M3|L/UMDMY/Q
M9Q_7|R'XJ% @C)|'WUOL>'N4|>%9|OB#,,|B9'G|6?*'M0ZQW_!OYE@W!1C
MW3)5A%P;\$9Q(&6)B>C\$7<1KC/%!%'N=,N0+2QH*<(C"S>E)HIYF4U!HIUHG
M,1DW(CXD!;8K84):*J&4)",GO?K5=D_7?|AOY2<77\$2YIL3I=6OR.? =K=/O!_
MU2NZ*3>?M0|+Q77UA:Y+TW|37-\$);R-11'\$>Z.VZ2"4F42_PXRK\$<:XDI803_M24')
(UO",ZNB80,Q0QUM&O*HKM#WCH'T5'Z.T)9;B'RHV#;OP,/V M?
J+1Z_J.E55WN:LRO>6U|=!_VI2BZ35ONC-2UA:HTC_+NX>|JXJO30/'J^JC
M_@5|TW_ZN"ZYO(T8I4(1B:-F:%F2F*&A,-\$Q6D1",3R*JT:Q;N9K87W3"H MG:T
7'+P_R&F4PTO"B_&NU&I UX-;=B>V|1\$W8OT(YAW-
_5:/2::2B.)!Z|^6)5'H'IO+G-.98!8J',F")BNG/41-YC/VY, (/ MQN-
!_) /81K|6ZW:_VT|GZ6LL>C|7.T_!Y/Q4P(|A8>_.+OW'H=1J_|0
M|0|C*^J\$|1BPO,Q7^NGK\$HAR_|(|>'8AUFNPG"4"X5F|2XE M02-
>Q*G@6!;FP"7,.W|X?84&-&'F,? L#BN M/5-
\$X&GM4^E36LN/'CN>'1%EF'3VV&O+_'UBZF|Q7= =>F%+WD79;D1OZY?:6E_"'?'
@|VB|JL@0|/%#1C)'JV3/1W MR)ASAP=++,<-
|2(PPLPQ&\$'TA^\$*-6QY&LUZ%B0^6CQ84GRI'@|P0\$::/ 7 M@ON&;^1|O2E-
/_#V|.MR|U'JWYW>U;|*:_5)TM7;C=|A9'=J^;CY95UO|/-? M9?
5@F@/7G^1&KK_+=P^5T+R_IO?
E5K_SIXZ<%33\$@B,H!1>BB\$6N"EMW7:L2L,.W&:_WBNI41*;UTTW*9K%WW|QG'EUN'
|-D* @3HKVW9R MH'?|Q^U\$06|_UH|K|ZS_7!_9S;^_T7HJ?A8E_YN?Z&&Y|S(2<"S_Q&
{ORG*_M#L.:!G""9\$|^:LF36Y4I&?D|9|!6"N./VNU>B|7.G_*M|K,/F2:PU|6%\$S
MN\$S>KR4OVV2|_IN|>KTM_|&:G)@G098D.4X\$33")4XH991'F81@&J4@)E|EM
M);^:=6|L_)#YN+6R4\$5KH9|Q;&VES_Q?1/<,&9.UXZC)0-!3_;;R8Q?<=I'
M>.&/XN0;##?^/=<|'| \$=QWC;, Y,JQ?H 'S,;@|TNRCRY_M |K|_3_'AW3; M_U_X@X+V|?
EQ'MG/9R2^V#X^/X##_7L!;BXSVM6KJ|?C>NZKVIVK*S?M-R8 M!VZ30*B(Q>9N
2.8I%F.J5_9#HI0)6D6A"R7P(T80'Z9G76@|V6%5K7XVK8;
M;#|3%PB(/5>0F>3V2\$|OEKZ!07N3EW? M+7QU=?
WIA+^DS3|@OM_!?.MU*05*6\$XSR)"TQ8FN BYP4604"%I(QI^VH
MFC)%;&;%&;NB@=4!6Z27N|'?X2:2F?2"?|L-T>4<9-<3,H.8>A1:5&|H8V+LX
M/C%Q|VO.PP;DS-@*._^+!3"ZQF-MB*|S05|%^Q|U!>5W?W=75H%W5U6;S8:V
M\$L*#T/0_9%SJ0%"FF&6F<7C*4TZ\$4@\$#-:DX06=F^|52/6AZ6#:4W5O(G8+, MSC'Q
3,D'48/.D7=X%:JAZ'R8^+Y6M,_DJRPZ 'Q?UV6CWB5MMR M^|@/Z8RS4*NCQ#E/,TS"
(#9#.@.<2945.8UH8-
>*^'#AF36S)0463\$|66JP5TS'VARV8COZ|VR;VOJSDM3J8|J7>6'U5_MK|?U#S,%C-

[K0]D^WJKGXP5!8XRFF,2,X%I1 1F:9P4K,B9D"%D9X,0GWN[M: ^N45LXJ/#>WX_?
+8)> M3R\$'WC-=(/'TD8)(+[[HNH!RN.4ZK>%F>MH)M]?J3:FYKS=TI|J-+
H_3HPYYR|9(N=.=|0|YMT\#GFWMU_.3__CO:\$9TS!/Y=NKC3|@-++IN*?
MBSR9CC_RBFL#^+6V%-ORNPV= _+YYGM|V+|>[469F#XI(HM6|R+#B-,8DC2*<
MQWG30J. @+ F+@H*4W9KRS*IO,; T3.3L|P6/(Q_8Z%+EA'?QEP|5>|INV|'
MXUXOT(<1|A:AXSM0?F|MWVWI+MSS'0C|Z;OT 4<9XZ65;F5|S4=<55M|<^I
MU'Y'2W)8"||%T|1^2KF|3&0MM42C.>4(Q*5*&&8D%3DG, M35@0R
QTO.&|YFMCOD9 H>4>L#9SA(MC|L1K7,X88|M&>O-5A-TPK)FTG5 M
T|6A_1=H)LV42&3X_S4?V!YFN,J@>.EIVVZ@_"9T-9/2|M>-Q;5U|-.)*9
MQ7&CE|C|L|R8JDN5%S+&HD@"DB)FPZV\$Q1F1F0V9(8D,3 M&:(7R)!%?
QC"P",1P&R/8|4VS@|N1^8F,?R8=40D7|>IQT@L>VPZ(N2S MX|&Q9OU,>/-
O4CRLS*DKW7Q|MZI_?'ZXOU|U;13H:C""^<:D4O:JG406AS*4 M F=|D&\$2QP6FF?
96XIR*- CS7/\$ MWP&N I^+O)TY6 !/F,480KE#|^ (HJ_DMS>,
(-_JM3R!XZOAM",7RW:./@^J M9RV@SUP.?NOCUT>ZW7Y<42|H:IZ%S<<# MW; X)<+
(C8IGKRQV@^(4L|,;\$R>?<7-M?I7-!?\$WBGA#W?
=U:/JTIK@MQLNRS\$A|JJ^WM4MYQ1Q?(X MQ2(7>N=F>M.F4H18YEE4,|ZJO."'
'A<6)*U^P1|Z6K0,M/WE-L SF#'\$|/3W M7 U4|@RI M8&JX(S3#_-
H30GA2M|V5%U6Q\$Z(=JM6IQOQ/&?L#R|D-4%R,PKID^0/Z|76
MT^|WE2J>IV\$2818F.29A\$N-<*QPN)\$NS1 5\$A;|C1 NB\$?|:"Y'2URF=#^|>-
JL;^9|AK11,R53OM+D0',B)68DB|VEXD(TC"0\$6CFO#7EF6W" MGARZ-OND-
"^\|8;KCU0SQ3_,J.G 3P\$WS.89I*|ZI W7?T4|OM%-C8:5WAWKJ.4= M=V:G?T?
Y8+:+;\$>BEQV#P P!|L|+W|FQ&|I MWN<'MBE%2PXN4,N|/P_?
06Q//CZ\$|J>O@,DAWZ^RQ+NY;DW77GA M;9&F*FSOF!IK,;?|NQ#
|CV69>^67KP<^U"H8V78SYZ! MJW?Y6&VJ2_&?FX_K|>?
O_/5FVQU&6'9U.?ZS+;UHZR:Y*"F_-!VXM^81&&| MUF'3^GNIC74FHOU9)D0:MB)
M9>I1>\$|S8(I|WLKXCB.6))B17FLW9U(XESF\$A,5| # MF(@CZTFZ1RG,K)>' M
Z_L4U" |9A. YXM)4S|/#@5T*!<^+JE|PNQLB=V27=:.%I25&A5F)*-T_+W% MLD&C;
|S.>./GG|_<1|J26H.=K_H?YID41^GM:FA6UE\$+%22XR R!QV<)>Y@&
M48PSE69%5*B0%MSU>J,E#S.;GIXH7IOQ*6+,O_2&JKU_-/2-6Y|CA%|,IU1U' MJ&
<)|3Q==/GJ>>Y4 B&9X|J_87C0%YB".O+Y2'>"4KJ4ISH+N/RB_0N|K>5O76,H,W
M|H)='N),^=WR\$..B:SWV>77:0E+G7,2Q-1?-18P(=9B+&'L4KGHW)HW?+=-K
M3Y4_::LOFX|2KA0=|JNBY7(SJV;#|1JP@3D|<.Z0E|VR##3;C7VJED+TK2J MSH
/3'7MH)E!=8&2.ZFR+8W%5!LH|)%#5H: ^ZI2'7K^MJNZ9| ^ZY>?Z:K_A:| MC,| #B7!
<5&8.92A.5CC"59)%BF>*Y9%)*+/\$YF@83D&O64|:;T1H8V+%MW M B"
|Y.3Y8L,SE\$T4W4KRN| |RUS^8;7Z|7^DLVEU9>/>X?^4@?S7^Z_ '\$7XFU3
M;K6O/=|Q8 *H1F;\$V0)SL,B MPTD2!(H%DF;| |MZV7<)>A*=:M-.7I_6|@|K0AY|Y:>
|%O:)??^*F^BUO5G&\$/ M- RAH0QH(1)G@R?
ZP1!C207J)5E<,5F@QHT%: +@SIY+E#WZ?67;V7RV-YJ
MX:_@JQ_64FPOVT!KX8_QK_/6T00=6G35JU)039AH^|OUTG, M1HPG;
<6L7G#SH=NZZ^|WQ@7-TU1;*LG-Q8LX37"1!0&.TDP;L2143(&.U8:+
MSVRK+THD|+ M,;\$_.8NCS|@V_1)2G>Y_ O;|L+B+W4M?I2KU6VADD*K5(89"R-
_HI2;3F) M%I0% 9,RQW4/D9K8X0^)|&T*^D9F R|ZD^,|
M9D">R%^KY_:#X|!&*Q%|36|<)|L:L&\$FC1QYE(HK#&!>%N1\$0J BS/ |P2'/*2)*GBEJ?
PDW0FEFY=|31@#QJZ-N' MVE-P3:<=/((4^X1^1UR#E- V&<= /+BEG=P^6&
4@Z6\$HXD':966"SM8"G* M,/%@^XIKZN&Q3TVE#>;-7-S>5F7GK='+&
<8PS0'+,;04VWEN/5*O1R5WR&^,B^4MUW&"S.)YCW%AG^=)IZ'NR7#3%R;
M@;OD?"W-K_VF_B2%O&M.7YIZX'WAYVW!DX|E-,118J9'IJ.?6IA2G(5Q01-: M9#**
+W1W3EQL D.+ =/W|,R/?ZV9D7?-S9FJKC WQ1+U:F6T8=<3!FWKYKF6 M:??3=?
MCM&5|EVBF:\$62W| ^|/|_ ^K2P%?H|U|EO6GJO^,L&>L=D1M?>NYD?6
MS>F:"V&08W8>."/ ^FN/"B|EQYPD^|J.7,G-Z?N|XBNZV92J-/FO/AVV.I8. MZ|*17.6)
(E1O!YG0&T-29)A1HJ:0 0LIEPDPNKXW)F#N8;X_?!"#TXB'8>
MX*S0P,SXD!5DD1WW?R|F#(8GAQ).?U%/TQF>0Q?4?2"K#CGYIJJB6KK5@C/A)4G-
GPW>\$44|9 M_='3!MX>'<'+,B7N!05@.MP-'@N?%
(V7WGPTX26S8%/"OPL_SW|AF,SBY*R M!KIQ M(BB)J?;-4U;DVD%G\$68%DY@4H?Z?A-
\$H U6-'1*86>%ZP:#G:J=(QQ;
MSWT*LRC9*3\$|:=BSY1=5KU/">K6R>=|S,3YO:+MP;\$49JITTS1(J(#Q2.58
MAGI/(XIF."=YA L6\$JY,S1AL--8DQ9E5;T 1B8XD6LM5T|9^6R. ^GPF"3\$L MX'G(-
*!A%.2"QDK#;:KP>)3B(@XISCF-(GCHE#*82"G'US/SC&_.+QV)M'K MKQ:F(Y^-

\$AI"UI.?:X+0B*2S3 XZ1N\%)P:-B#\^*6CL1<>3: VW7*^E:%*B
M;K0I9"5V+2#%#YOM;X8NE=W\XV\\$(B%)G F?X3)K%V=PJ:A%A*D622Z\^, M8P>:
>%A&?/QWMSBP&C'F+8A'5/ 8VD(NBJD/,O,GI;*6 =PD?Y382J7>!)(MQ7E"6-*C^T%N?
PHL>S\LS[V?0]J4 &@CO5V7*&YG38CR'9VV3MJ;C4".ZP: M-
M".CXM^@,Z.%=3RXK%TP \$!7^4\$\$-++EA@X@/*LL!E#7@IPD?IF_I&-I*I
M\SD89WE5W3\J;S-2"&ZFV0BU?\$J)0P7S3QG\$4L59?J?661;(3E!;V9/NJ>.
MZ0YV\MV> 50:#NQ/MJ=@&SA\TM\0%M=.47!_NC?(IXN)W9GX,+ MZ%S>4M*1
_BI%18!;:<497BD;OO*^>-M)INO?M)&I%:\$A:1)E& 6!"\$FN6*8
M*1WD2EYP85RIPJXIO#,'YNJYYV,+P:3M=S'G\BA:YE\T8\$Y7_Z%)O*W\$
MF\8497F0LCC\$,4DC3 K.<9Z8\NX@H7&J1%\$DN8TI&B,RL\7IR**6+C*\$D::,
MWHQIA3U"X^,\$E\PPB^\$DLK4AL)%ID.C?KU5<_V'07:/+KJ(MN(U>NHU;... M\H+
<;*3%XKYT1V1\/OY>J1EA*=[^R?6CW6""(%Q%*D.@HC*,!%FW\$,N M"R?
&N+X\2@!;D\$PQ#VNH_I1=MP;JW1K+-4Q_RO23 M\ND'?^6V9J^@)@N#
MM>>.K5M*Z_I#"U@S.D3;-I-SE OVX\<4";P5'6'>TP8S7'G1;>.(2(>;P;%'
M9FKDNSG5X\YQXVF>EF)C_I;&^U\4\1LKH5<4X"E5"L:.*+#3!KGF#&N<\$)3
M3H,H)#D!39&?@F95;@AC QE\I\$=+*\$C'LWP8.X\PTG##+ L\$;?_M<,^ 8JG6
MMRXL_EOM;L+&=S2\AQ;+&-2DOM\7\J-_=R^~WO(-#VKA+SMZMJ:~Y6JS>9#B
MS8,Y;FE\C3?&?7-+&C-PH 7NUM<R:X0+.*3 ?8Z\$ _I'6CNB\,%L<\$L5M>QL""/*""O8
M\=8,@/L)\$-ZQ\3)X6E_?&\<@&=R'48\VC/SP72"%V@??/H 5/(<#4SE/;:
M^MR0NOGMLT +\N//P67\$I7=;=C'O_ARAAX\^6>O #RS-QGO)MP\TM7K\2\$OQ
M9?.Z_BQ7DF^EZ*I:P4-Q(6O.70'U9*!8QQ,R3*OF\U\9H\8AZ\OHB8_N3
M4A!\^T\>I_@=I=WY=;D?9NF MNZ_I?:EJ*Z-2M-^JW5S<=?;4\ID?E2W09JE,A8%)D5-3
<&KF-KD6*F1\Y+ MSF.>6W5@<"\$^L\7IV\$^W+3^(MPPAVG*\$^IHFV'S'\$S*5*37
IX%B;>\$:SH@@ MT"WLP.M801TOJ&.FZR"~9P=JFAD\@#;X(XANCF!#!M'\^U797I_??
I/#'UZM MT,KJQUI6^F79SMAL3ANZ/I=YK^Y*J#
S.JW6^YLG+L,1\#\$/I\$KD;U^K\2UU\KU!X>;&5/;O':8D
M"ZB@>J.BT10%IOJO47\$!4Y\$0(.P(\$44PC++Y,T\;1I*"?N*@
MO6V'QR!5KY'>Z)%F'I?M_-Q@1>S?7PWRT3ULE_#(7\$JEJ'>|=5/(3;A>X
MN8SDU1&> 2\?F6P/'V;V?8'X;-M>EX7&+7M?4@LJZ.W*V#-4/7IO9N\G+ MU-
3SOKVVC\ /9L.HL\0"F8C!O)X\.<\(H)3:'NXUF+1ZPDAA@'JJ4?@;>@K
M6OW7M;J\D^N2TP\N^P/S/OK@N:DG%8/=T8QAJ>K"10RJE,TBS%\$0\4)E'& M6WK?
^=HEVM1T7Z'M_?I8I&VK9 M0V'G\H.)T?@K/+R-X9@Y51HI V@>N\P/L%KZ>!;2?\$/\I
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NA@9L0%-8>FJN<(\W3 MJA,3"|=/?0>HYSU9SUK-S42\I-BKE53!?
F^K.355MYM;F7"%;2QUT MD@A3P8C^4U\$(582!R\$!#XY2F;NRPM T_GG;Y?
(/0Q:B\XP^J>8'^6,PZ65=5_J/O+W,ULQ\>6S_
MN3_4B"BGJ8Y2L!")B1M4A/-8!9AF0H@T3_*(@+06RL#TDK M3X_J-HI^IQ8
7.^3V%ZRLM%.[SI\$?W1_>\LYT"N8'@R'F#RB\H55W.38\S
M.O#4==>7X/6ZU&I;TN\6>4KB7)N; L>)TDZ""G28(@3%G"8T%%DF4YG99J:/
M4IC9G02*WJBP!OHX&9SAF?+2\).PFJ7T2\VR)'>^(?I/(-0X1=|\&#;W
MDK=C,\$U%0E,D=.SF'&T.0#T5 XW*/Y*(/?I>8GG64;.:.=3Q!UVO>G9MRX?>
M59LA"?B3WF.DRAGF.2,X5P&JL\XCS)25I(J\7DY06CE\$P/<;EWP'-?
UF5&"7\+D\G.\K'>.*EWCPU^SI!TS"KH90<60?; MWAJX4%SS\$IP!16\QSEG";RB)
@SS-0.S(\9EMR+OQR>SL\$37LH'8C=?\$:(#C;^1\$S MH0>S+5Z!
SL>#A\X8'U;)' MK^*2; M-HYHQN90;NH@WM M\49YW*:"B)AD,18%TSY^)BAFA9
XC7DLLS2+F;J^SU% M:&;%:\$FC 6TS^86BCKK\T)M1L;.5R"<\$,*URE1XT_19&-*
<9.*;++S8'QT;\ MX2P\ MD65FV= _>?VC>Z0?F77+ MBT@%+%Z-AF_:#CFDI<;\|=)
<I;*3>W,24I2VF\$(YX2 M3+@P)6E<8A62/&:19\$I9WUX\369F(IP11K+M8J\!FJ-
#;U\$R,8C9M-?Y+# M;%XOM":*&JH0-:+W/;%(W\D=ZL@<<;!5!LR+=Y(@&KVO#4-
+;B;VE!PB"(0LPXBS!)OH^9'O>O-R\2+ MA0X^5<2QCC8+3*,HTO_*DB
C(>4IK/NS/>V9370\! UM?UCVKG=!\QQ\I&Q;
M/MG'2M(\S)#/R\#;.=0GV4D_@S(U"8CDS>G0)N-MW56E0H^XG3R-*B H5
M#L*,81*F,2YX1K"4!8TCF<1*6'7V.EQX9FMP59F>E9&I'_%\$Z&G_RE44F!)W
M4CBT.'TBCKW/XRJ6FT,S\9% 'LHQUD?/+^9;'&-RZ#@<_7073G\#G\$Y?
M_&);F5SFU9\W\5CW69)&'9)-H+ (.9J:ZHPC27!21;)0BG\=Q1T+I.Q6 MH"7=-O T#
+I5ECR-*\$;)E3K%):Z-C7G+W&&L@&5J%;.)B-+.Y-6112W<_*G5?.NIRZ_?IZ?&75.++
L#;J\U*RI-EY^HP"S4/E68*\$G#G%+*K*\ M3)-:7I5->OZL+8@%8.YJ/'?3#U<\$O*BP?

9^/Y5XR?8>]@+;*+*7YAT?I-I O M>7TG3*3(J8X MYW&
99:3(@VS,!.@K1K,P=S%/*+RH8A!)>59NF09OZ=^0VW\RYYPQ;:#/A" M&(F6-
6A;4RCVVGZ&G)@TE#*=G64<.^NJ8RP1Y1&789R'(K_=UENZ^AFPW_Q
M_P3V=H9Z5D1A|MN>=6!^;X!<|>/;/E" U9ND!O)K!T:"OKB(>WOK)0^@LW
MEG6\$YWE6=>%SJW;'VV!?
U7M.M==JUWYN8XG5;V^T_|R*/KFDB12\$XUQF:9)D,=89WX>Z-7YA"/K
9%^SM&FT;1H#F MKJ(6PIR)JS-
=I5M|@4^4_+^1F_)KU?:"V:#7ID;IW:K^@M)^PL|W+U/9|ALH?;|O_EZHQM|SO*?
K_'T3<@P>ZLH\$ M(J1T\$6YWGZ|2|59I:UT4(M%V/#!!@I*X(#S#
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M:9&D>9&\$RJ%%WCA5JQ_SV>WPAA1-&+2JV^E<|HN|"DRW)Y" T4W/P#AI>4^W
M::K?SS8E+W"6*+ZKR=X(>*_F6H_9KE.5Z+443%IXQ38)E)XK 0V@84V@;0-
!,XRY.8)+ '@L0"U| \$A.G.(M6.A32%=(-%Q MX7"L;X6AI?9|1@9H W:@?
&Y!Z1GHCO+G.,.'2.S+)-B07-8P \$!X9AX@|H9
MB:O*S%YI9@ZT_6IVD<2OY==O*_W_VW|W6B|.!!Y1GB.TT"9F8,RTQZ#_E=!
MLB!:"A(E%&0M0-1G+Z+J>>E|2%T,|BI?|LZ85P@#V|ZLS 8AS+|X10|L:IQ0
M|&1S8+07-3Y.L!Q:(= %W,S1|=,PR.0Y;F4B4Q4&VLI\$G&H7)8@O(X7\$)"YD MQ@H|:
+*,ARA,7-^84>Q.,.'68UCF-C9AC,EA5F ZV>)A",EZ4_'1Z3QI,G' M*"RJKR,B'FKEV*
NNO>%KDN3G3;^15>V\$H4|+7*>8)GD.29I1G"1Y1\$N2!@F
M0D19*\$&=EIZ3F'E3|PDV7JYC6<|17.S4|SOI8=H%!2L?*=E:1|1P@LJGJG
M!3S4O)\$G'1/L72.*3_*^7F_-TI_EUS:QE,8JYT2\$. CC#)-29P7>A>.,|S:YYSGI'&FTZVL
| ^VFX+!/M7D 9MIW\N^IHL|3|L,S M|9.B^4JUGR:T;*Y|4N!GR?;I-
UQ|;N|Z<%U68EB,T;9-N>4LRG@L^=9\$'F(F0X#R,213& M*DDX:&L_26GNB|;?
7WU^ ^|J_? OA!KW|HO_Y&5A8=!(@.W7V(C9,C_EC),&!)>+E>WZSOJJUXMZ)? M;
<W|OO6NYFE&PF M6:R\$Q#0R763C/,1Y\$D>8JS"+@B*B<6(UI@!&=F:-W3>(1CO:C4?
XX?+V|!8 M.S#M=E3_\$,%4^OQTX#,80<+ZFKMH1W3968L@()|-5X2|!#6_68TK?
O\NU|M*O MU6L=9I9;D_&6FUO*99;GJ<")HJ:O:B P#4.%"Y\$R(57*>1ST16P?Y';<2HQ1
MLOK!|RU3)^(-;1JB-MWQ#D)U+CRGRVYX^73GJ)IA-S21.| M26S?#|B'Y&Z|@5P0
/4+FA)MI'?0R5<7ZR,TQ?RPI|#DLVY^BKDL4U9?^|LT MI@^9V4K#A)"|B
DNI(HQH7&*BR2/L0Q%).(H(B2QZA1\$GB"SJ-8P+>N@E3#SMV@#LR"69RTITQ"|I-
M9,TFO;MZV+F@W C8A<52823P!"R+CL&3:=1\$%%FF0RH +)CCHXO4I0C;L5T'
M.I=*NI|@V!DA'R+##,R@|JK8EN6_-!T?M|'&OO)?|YH8K8X|*>+GX|;QC
M|K.LRJUAKRV\$T"OJ3UZR53?-ZS?ZG_7Z|8IN-A_H75|P5N3,A&8!&I90PQ,R3#D6|D%!
MMTR7S@CX*C/;%4U<:NK&#^|9T%JP_B^Y10T7Z/4W MDY4FH|+9|P#=-A=O
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|Y4'XB08/JGHXWW3G-OM/F=K#4 M8IO9<1&&F|>))|PVJU|G-
|EZ*_WQH|;16C9/.)BC8/)D|<|A9%\$;Z &R0|OH8TE'>|GY MP|U#0_+;| @U2Z_E-
|UZ<|)KCH4ZWR"(PB!D1/M6IA:,9\$|Q|BT55269/;|>L)#=RS9#IZ;|AQ)K:6)FT.Q&&
|/+Z|16ZW&|7)7O8 M|GWX/^K?I39D-ITNL,"^3)\$UW64-#Q2.9V8&O
"F/V#_'&|7DE;:=Y?=K|N MIHA*"Z9PI*T&)I0+S-
(XT6Y6D@0)I2&+K.ZY'%|^9O.@":*.X@5Z?VE?NGT\$ MB'\$U/U|F"X?2.8PH?;
(B/9UZ>>)ZE:1;OLQ057HIP49J3_|M)BE>>G&|H6 MG(|!;,*F_7VIN.Z%@|>|W^+-??
2|Z=V|@TDDDJL(H#|5'(S%QORXK S):A(|FD(3JJH...D|B,FPD?TL(A8.@U@HT)SF
M^M_V_G)91=1LBFA>C6;?,ZU.7(|L_*C_HK;RTJ89@_WOEB^W_7?#&DN@R@E
MN"")5KW\$-&Y)TE@|UI.G@2Q2B4L|3Q=/:L|Z"BL*S0K_568|,?-NNN-/SEPX<|(M@|
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M#H(TMTX*VI.=6<7WC&Q,"-(7<>Q=<.L0!(CF=&9Q'HQ@^O_DRM>S W|T3)B M-
4'R'+#L>8DEC':XGD<1"F,I/3+.S|*K"=RTF?0+|P|&B0&|;R'NX?# 8T%)/;&T"|T;D9P
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M*O)65XMF; &+K;S(B|0=NTFY/0TT1|J58^!W:1D MOJ?E/*/S,C-S3HE|2*=@^P
M5\$Q|5^%<=<=V<| #8(*)|@3*81/^#H:XOM_&-,#_?ZT><|GT+O_\$PXE&A@@" M*C)C
GB,BTPRK!+&LUSFG+#"TRFT4Z#N=@|/%OTEA.GC7"KW=;N|HK+T|XU4
M#|IA+;^WE?;|DA_F6+;K_>VZ6G@ZJQZDW!(2Q|FVV8'(S3%?(3+H@CS/!\$A M2YA4
;@AG%^P78ZV!E_-/P_" R:X_VWH|_H1W>_ (%VPLFCO|OFB+>65JV MV4L|=O' "I5?
LP? N@C QQ@(|4_5|R;Z82@!-\$7|0<8!R(J=* B;?A&:7/M+JLMG55 MUC?_I_M=1T%,)|
|OC'5_Y!ABO.("DQC*0,E0J*\$|9'6|^7GCD.HWBM;BA?H MYO_8IUF.

#&=2SI//)@B'TCFD\$DZ(J)'ND\4=VR2+8?.\$Y0\BW(2.KHR\$N+M)8Y.,SQ,&XT\!;<*,
I230C6@GOAYSBS7V4W#>E16M>\$E7^WITAP5?D8BR6#&.
MXS0N,"\$!P'G."1:!!\$***QBM,:+H7-;6O\3UK% M/O^@ISK<+I?N!>6+,XU+@G?
7D>BR*2*(731'%DH+A0A"!XS!-LCP-4FM MS V4\RF9C>>PO""##.HYP;U!*X_/^I>I?
FOG&D3?3I_@I\$G\IW1'&'%I_MV\I1&^&R7=W>==G>LKOG\9@/'EQMSLBDBAY1<I??
7'X"D)%H7"H! 5LW&I%2Y M9!^9^4"92 !Y.0.*(Y/ 70-HCWM 8P%F9FZ,L++PFHQ
XEW'@<I\XAGIR : M1D*;(S\$8"VTPW(31T.9"?HR'MGC?SM_ ;M!WZG/_9I =84YZQ+
(H1"R@DP@I@ M"@.,<1(E4" 6WOL='^,-F('I7/>)6R7TG=J
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MNG!F6O=8X::PX,:+"+IL"CJ*.:!HZOCR= _R6H\U MN:PNRR59B.7IG-
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M^>%*S#9ARD=%=A>@?)C4U*)1X7>\$Y1\ !W;FF0E_:=:6N4BNU0G2/=R!UJR
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MU'>ZOCLL].!NX%W;)6: +#: #7N"J4HW7SU_4+G FMUPHR\$("XSB@\$;5!"#&)
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MB)D&GH*%|\1*G):.C-6Z8UJ2+G);8VZN#QQ-C-5VQ>G<50\BQ"-
;4E._,I8#S5Q,:.V"+MA&3M/6-1O M>%67);_F\ G#,E_P57U(N>D7E.
(,"A\3B\$3L0QP(U30I2^- I %C6I>QATF, MK#X;HJ"E:E#F8#\DPSKD1E
S7=J1T::FPWYA#>HZG"RT96T'\0DVJ^XP*,Y0 MA8?I+TY7Y6&0\0^5'H:.-
+POQ6,U_E3H0*)NV\3Z'F!8#R! M6>1OJ
I"8\$JEW^P'#"4B\E#F.V=1'B,VLEWIS\$P1K7D##C+[6'47LN+%QB8.9 MV=F2&GR Q-
P""<5"WQ:YQ,3.*FVP:<-XP+?GG#Z#%_RNNF" \Y8P#+\I2#\FQ M5=IZ4Y6?
%PPLRB8<:/WOL@ "T?F1?I4-S*K:IOIG@?)U1"4R\=&Q-^4_VN9L\82X+=\0R*\$M
YKFNP@DC^YJN+*CN) S8TJ-# M3&95=87IVU?M=|PMK=K\W(DVG/(SIDT)KZL_%
IQ0L7QMQLPY2A((L)9&D< M0A0R#%,1"2BB1 2>B,+,TSJET"4XLL5M-N'R6TS;
(%+1<7\$&^(H\A-HRHF\ S MM' \H-=HV-X%*^ N5O7"/F\!F;- K@?!1A\|@^P:(#NC\I
H(PMH(O6 % =0:
M9C)+:)"4WQH:O6>>B;HY(3HOV#F57X\IE4WC\DJLE,F^&*)>|IE7>)"H2)FV
M'G,3B! '\$(<_!\$-*)6F\$H401S2"(J-!& 0\GFHF\IEZ\$B)'\$41\$61D*DNAZ=-1(-L"4'*^Z
CTPK%-G/ MP7%OR7)JB7^T"UV,K;HZOO4DZ"LIV?.2I:1B\HR2@-^*7V8T_FK)XL M?
M^#/7TPNUB\$?JV6S_.R7.4PH"0,"?8(#*(DAW\QXI@#5VS>(-#| P;:H="FYGB/?
*_4#;_B%B.P@H.49DTH."(J-NA M!,<>-P\B^+*HYLH"U">BO8XU;K1S>
(21E>^+!%*2I\=-;7#V7,OKQ\I,(\$# ML#:Z \%,&;7D'Z\$1SG%9K>(4!H:+=+&AN&C\^
6-I^T6S<IYD2^XZLVG:IW) MJ-C9&846GY@PQ#8<-2V<#P#Z\9 ?>.: MVCQ*Q9B\I?
PT8!RMA99,3.H"G;4MH=PX\F@6P2;S^:8K^RKR1C?D?L^I(YL/M21+T:!!\$WN^3I
IAC<*J(9MJ_)9WCU.@A6>SB\?<-.%U4_H X'V+SAYZS6^ _MX3JOU9DLKU<'-.<%>|B?
BESD5/78:.08J!(0JF9\SN--QH3\$B).",PBU9J* MX\$#^%*?
02XE(<):!Z46948^849D;6UD_G#I'UW" \YO M+!^#I2^WUY^O+!YO'\YQ<7=;
I>/U\>_@/NIF^N+ZZL',P_AI.G0\Q.F MG, M7C19V##&ECQYGA;X1(E1Z\I#2:Q,ZD"X
&W;C7_RHUM5,F9 MTE2\J.3 >RZ_MY+^\$ _\D/15)\\$ /YR\3-
I5^2%*YX_&0ZJ9#\$P8S3RXU*24T MBZ+ 3S.MBR5;!D:V@6W\I
<55ZO2G%9V;9C;'4LV9C0F1FP;93>3?<@ (Z=K0+N M9Z!ER9W1L@7#D:\$R)C^I<;
(%9\I@68\I@L5\I@NU0>WIWX7V5>+^Z7A)9RV*MF M=\$6DG'D,XQC\I#%*!
(XB"!+>='@),24S"# =AK'N3?8S8V#\$U#7GE ?Q#,0#> M.@X;UE001*_;03H\I-FQ?
7@)B9D@T6#6VP(@XZZL\I\$N,1" [K8)29VM*G M86-TZZLK\I.#E\I\$A)KO#U16F?
U6K_8Z=?_6I-)FJHJVZ0VKC\Z,T"\$-P"A* M HC\I):8"
0SFA)UHHHPCH=7YXA"!D4W8BEQ\I)VE3YFH'\$3TGZ\0YS2R3D8C&
M_LLA.1SY)SO#3^I_!)NV\X^QMV,M7_@C_O,RK^F\5.W+STF\I#!=S&*?
M"19P#^(PD/HF?Y3\I%11")D=*HRCBW//,0A\TAH_\$%1!I(TV-"6W\^N.J\$:

M#F&FIY&.D#133FL0+.(BCHKG+#+B.*6)XR..BKP;(W\1%3.E9CR?R?4W5X4; M'I61F-
DWZ^X#!.*?0P11@\$D\$8VASSB*4L;\$GEZ) YV11U;8%2WP|X::IH+N
MRC^LCB=)9:9\V@)I*|M!Y@=N..0[K5;)'S;.*M#02)*IS4("5HAQ^P\$4)1E7>
MMZGN.XL9SE!(*0BXU))6 9)ZG,8\9X1!D+. +600KBF,|+*7!J?N1W"0V|-
M,Q"E).G681.G44LXBJ.4X@Y2J8H1XYPF)EHZ3&YD M96V(@|RA> 8*;JBY1Z#24V!W
)CI<2M|GS#H7-?.MH.F|3H">E(EX\0FU2E M|03?UFS-MZQ#|_#_\$^=SRQ=6?
=+Y4H:"_E"7|EL_G.Q9Z88!|!KTD|J6:TTQN M.M.,1KZ|)>
XY2DUJ>NK0|1(V!WHBGE|5S. MYQX%%,M7+(C:B.-|RL>5#7 M%GTN_K+J*V)
|4J6'J9|9<(Z4F=UP I)%ERD#H9VUE-.*A.7'_,8=IM%F;QL M?
@W>M>5I.D|=J2(7HJQ>5.>!53YWF"+\$203CA"&(4"PW#AA3&&5)@+B?T3C0
MSN<^0FMD0|&C)T507==4'\$&5-XRM5E1M&.H#1L%QU@8WC)U?9C:QG-W33V9
M%6V+/.IC2.A??SM\$Q.[V^ZLJJJ "X6J VYIHH/V>T%XG-H";\$NA-9;*W#LKV M*?
4|~ISSM|6A?>TA*VT%RJ4 M:./99IP#=#R?QMALNMS35'ZM^>ZK|@V_NV7
M1;OLRMS5DDS3GN^2T|G|B|UHY+,.D\$P2&-\$H@2@(.4RPM)"-^EB+* T;.8K0U
MZ8YL*"|P_.RN|:.*|K54S|HB@-7*7#8M0%DYE|~MU7>|U1G#;J"Z4.NY62;
M:;&9=MPL.GH\$U#|K.MCT_Y8<='R|;"1L)|JRS|!|5B9L,&T&QVV_8|'6+.M;+
MEY=|6NYX/.|~YO|U4+I1P""3%D0\$D)\$60(SQ"(8L3'S..>|+0N&P|2&/M0
M=GT>^8JK12\$>,Y?#8H|P7EN!|ULJB&&ZF&'&CH@;O|,W|S;U|)>O|W0+^0
M|:E"6|:QWA7>427K(7F&"EGO?6^Z.M9#;|H8SWXH.5H-HR?3!8:O&>D3 F
M/E+G/#%5|=UB!'&,4T@%|l(W2=,T26<=?U*EQ/0DP%J6M^|=0.S#4V+-77C
ME*CD)9:K|1M9-EZUX>7M 'AZGL:I@-A=XJZ(GFW7|SX#BK+#Z|OCXKFZPAV@
M-.TU|G&1=ZYZ-5XQ|P^NBW|9J;V;|4E7|Y|S@OY+|FRSB(>ARR-&12AQR_*
M/0*Q'_K02S/A|30)1(OU?82#5\$;V\$|9TU79"\$09B15E_3T.T7&/P8G@IM40\$-@|(-*(
*XR'P^1F3;#|8BP.YF.QYZW4|}V GD=-+8G MAIX0|{#.>^1!|80H1S2*829!|"C_"
(@H\$0USK'\$&;XL@JV|+ _#S,|/0Z3GL(Z M%=Y,YKM46UI%B'Z7N?E
M.^#=7YO)G|IASX5T|+IR+_+|l:|@479;WH@OM1ZJ5(M8"XW#W)#@:
(LAED842@_0R(!?8#HS)RHW Y=NR(8@VV-Z'W^+VYM^M556P+
MJ17JM^J|X0*_Y@L|5WRNR@N895B,.Z%Z%NV|3Y/A>>OH,V0>U3(F@JZB8\$;A
M<=JHF3%AWHFR&968;7_0IM7#/:X6|Y?E"|Z+F><%4@% B(F4IAYF8
8QX*%*,*,"|,UW|I_9!U<40/S\$IO>FVPCB:=X)|AGIG5K M0B.4JS|@A"/MVAY|4M4Z(-
JV7AUZ|+26\$9T#UWVA @^%|&<\$S|~'\$"59 #5 M"\$8X0H"/. CK;)+@U1&O^'HVB?
PEJA=KXB/N.@IVLG2FEYK=(V|)\$9L\$K%7 M(L:@|Q/Z;?-'2OK/Z|H>V<7_KB|)XDVK0
MN+N_%?FBG@D/"1RR#"8A32%*O5BN@(S#)/*|B D44&&T H|1'UE_+_H-BBO.
M^\$O37*UI|-K^:JFX:.(?V|;)AC&/AF"G,6(L2T.84BS!#KF !/D!|S*.:>JS M),1\|M|AY?
>'N|^&*>"*6_OZ0#6/#D9#33#(Y'F>|DR EL.NIZP9VU|:7T& M-
NRH;VW#D,NT'AL@G.7W&!&?..!"IC=C|^K4>PK8'XL2- TO&6WYI|JAJJS;|N)F|'7ID-
FP^W MXIN9BHWD6^4_P)5K\$,S+7)X.QJE%+HU!L:IP.2RG1GW+ P-,7MUR6)!|M2V/
MO&'>0GNU!56=#.N|8M,>5P4XK'K?/L|QNX|!Q*>42V<)>T'WLR|_!D|?
N>X^F#F:|/%_*,M7C'%?OT_@57IC'Z:V=\$%G|H|BK*^<3D,SG'+
M|\$1D,|N|5UH+FWI8;'V;Z41|.YMH-NE&UNZH5 /6|/"|DUFKH^SWK='QA^UN M6|2!|=
|Y0TUJ?%^RB;#IL|4+UU|H\$CVYZSQ\$2)|L"YAE@=S%1C&!69(*E?M%
MV7LT*26DF:RQ|8XP_!@B1FBMH1<99N=8:QJU:_7\$FZ|"|A_E^X|U| MOW8:Q-
|D9>P/Y)TACG B\$(&((^B0%!5WHY!*A*!<9;B-#3+@C|F8625;@L%
MPMU"9DYNUG(>@U5M>QP7,3|/,*|;N:OVL3;KJ|H2'4A"PD|/"|H>5X+F;4X73
MP1GWMGV(@1_AQET#(U;=YV1+(V5&O2^RBF?<<*C*\$X(C#|N*_|^@FF24|AC
MQ@6C'A<9,C)"ZZ%'-BX-(?"J*#DI|M?#1--Z6\$EJ815 0|2A9N|P|DIC-P-/ MJXD|
NUHV.X3+JHSMD;|?+EX+BN5A3-+. X0HURNX:\$ZM\$|9)!E2=|Z1"(|+ MD|N|D38-
DQM9PS9E?N|VS\$|;#P?PF@'|*+DC..HH#MTS+1RI_Y1MWA0:(J5 M7/&0C*/45-
PA|AU+*1X2?+B"XL&W++NSO5^|l.D)5X8>%V>L,=>=PVL|T>ZK7F1+_A_ M8T
M_|_|0_4*=?^CK"|FN*Z;/&XLH|C(FH|F490\$2_P P02' M,8N|(&*A5@J3'KF1C5
M;|XI545OFLR@N^6BE@96-1F;".D#8BP+H|^H%,(D4&.R;J0%",Y*29K0GKB^I
4LNT4G;0:Q-\$!<.FW|AN:7_*:5GF3M-N6(A-> M+\$(_J6"&A-S1122#.&
81CAE/!"|GO"C(|@!6B;EY;R&6AH|J8M:~IVI=^& M4_-T(FZP,#09|C"8&XCC
KHR|P.4IE7^XR+OJ+K&*^;|H|N|X&57M?:_Y8OGL0EXFO7/T|EZ|!(2N,8TQ2F(A80<9Y"
D). M(AR&\$>*13T,M%^,T-D8V|QMF %EQ VC'COX>XP28CV_!@/U.4HN/+06J|. M0
_-'6-@Q1GH6-JWB8!5W|C-PW(=AN^\$<\$VV@J>CM' %O&\$P2?;IX.0'|+ MZ6
T|W#1V|+X12XW78Q>?Z59AU%K1I\$>'VGL?6)9P%_.S^_*D"SOX-^P*D&
M(.,FVCT69J9X";'L>-FHEH%M&H,/UFW&3A;;3'G-)3;>?@U*Y&CCM9_&I%NN03&W-

UO##[N(8K0'U5W5]!O0TY7
M[49G8133C).4!G/H23V5&HMCJ;\$R3U5YD6")2>T&#Y\$=NJHME=<@;>FQX7I
MGL('H=73 F:G|3J";9\$%^T4#+1-<99-U;>*R@MV-RCQ+|=I#H=PR".P;\$
M<##D^N6^+@\$!LT21E\$F1^J M&W\$ \$T!"/8,I9%O&(>(%G5'O7"5=C7YQ?7=S=7ES?
7)|_7M_=@KO/X.+|X=>S
MYD|P|7|^N_|_|&:=FOKUZN'OZ_7%X|5E^_N_73_ ^>GT+'G^|4EFKEU>W#U=-
M_NK#W>9Q|DLVLIR+8|D8%|;IG8,,2:|J1 M*;5;|_?&*7ADE/L7*7:.N%IV@Q|/?
DX7^5NN MVE#T+'^&?8\$1)*FZKPNQ@!GF'O14OSB!4^QC(AL_-
L.CG_*OV0>+ \$E0KID'! M%R!OV_8_S27C/ZM?JP^5B."U\$P"0=U"NF =XS;UI#
|NQ9UW/P/|(-*!GYZ^|E7 M0\$7_+N X';>O IPB86H?#X,PPDV
MJ16%P"1Y_L'D!;T/XU@/Y+)|6+WN28 M-\$&H7:K/S7#5BV06 MQ4D4"A'
(J|)X;!5SU% T8Y0(GB9\$+.*3* (JN7CKHZUU3DSYIHU(8!Z4"T M"%B%HXXV?7J^X
|T*6:F;A7RNN9|E5>IV5*R;JY|N|G|^ RLI M0"N&>G@UO_>K^5W+ JZ/S:|MQ.S8J+N-
L1V-V^|1E3LV|?B>\$F^C<,HZY".@/"2D-/PL5"<;6D/4&3A|>?6+6UA-W5=;W7
M; \$L5RN'4&4^7,\$YQ^;|;_%?;)X*QPWX?!)R|*MT^PW8|>Y^R#:8J*>>L_BR9
M>0@C%DI/-4A4F^%\$+K ASS"C(<>^5D<| M(ZJCAU*U/
U#Z"6!_4153#Q1F0W@J#HJR@^H5I\$)4.I'K:ZAPH,R7^B-%# M@|'|&J-?
5Q@|/ #&%D\$3|E(+.S|"D=FA-'3QG L!L!9?*RG>GXC/JB<7J(K"5 M2?I<|7|M>4'?
NUA@\$?DA93Z!(B_ (AQE\$&AK8>'(R!1:R'6GU #&B.;#9Z MA,&LF7|M
Z">G;".2YF5L(2\$F/#8""D(|.@0W%2HV P;9)'.G5O+|DX^#S M2AW;OZL^=\$WIK"#,
(NR)&'K2#DCG/ DA#N5&G(=>0K/\$YQ|7;B*YC|#(JMXG M"11-
HWIC!U\$9UF@7LIJIK|&81KT?AV0YH<'CWF\$GZ^(X)%2_5>|/ @**!
<>90D4*\$VDNDE7G02^!R/A)|SS2!@DVH6Y MADF-K'@-<=|0-VCF-PS.L-
:Y%=E,_WK2@HYRUX:UMNEI. R#0>- "9W!8=B<| M#(NC|H: @ZU&|P>8+H^@EJ"?
&@6J/>&9922E'A99K-652Y?@V:J8<%ANU='G5V_:Q/747JU.F|+^F-T8)VJT:JC
MGJH_5OM4VTZIXS5%_W_0N3S7*6J/3|G51-PD*|78)\$FU;_0AD\$62N.'_8*9 M"
4DD9|D|HL@*JA6")G;,<5W*4O|HQ@WKX#!C (P_,9OKT!.D;/A8!@4PH&Y>A!
(: \$NC|O@@@X#U@6&H6T;HT_ |K%/DY+4|BNK M@5!?!1ZO(TVU4|\$YR3Y#5S(2M"
%%Z0Q<_4GG2|85N%+%+YL6:.N'SO:F|K@L M(;|7:F|+BYP5;W+*6N.?>_ \$3;AC E! M\$-
J1N|J2J9%U?|6F5'E.T8!?'E">*HPW+QE=GU/+!>OAEV5|D;7#*L?-QSK
M^P'.)NZXW_0HL/4/&UF8L5C5|-#3D3'YOHR&GS=3,2&57#QG2="WW7|'A-B
MY^1-.#%&SIUK! ?<0&>D)G,878/3=RV=CVV^Y-US^5V57^0G2?67I2HJ4)8O
M|8WZOJB@2B1_0P MBSP/ICX-P|3S* VTXA1<,#-VW-:/:6O3VL&P;SE4.FUVI>"EQRFH
M-ZRJ/1TVV.J?/\$7%|4I@3=;S'J8WPFPPX0UTS\$D_&SRV>/<9!#T.P?G\$>.NO
M75/B;K=FC8^_T5+E"K"!)>ID\$LM3:|Z")|SL8|.3+NNGA=+NH;_L;G?G>:
M1P+.B(2R%/54";.4H@Y"2&A28(PP:JXJ%5\$W"ZMD1>2AM1_W_|V/L?OF7<
MVQY|)\$Y)'\$EM9L45T55O^Y:NZNL@*0/?82\H Q%=1|GMH?1|HML.BWPPJFW@
M%7-|G->XO)*'_4KISO_4W'V-R4NK0Y<<.FPEL5=4V=XIOIKHBPD'LT@@@+M!M.
(J?BV1/Z"!;HYIZ|7J\$=R;)66%,\$+;JYHY>LO &|J7>!!U|F!5W^I06E0 M_=L T>-.GGN<#
(W BC|8,"#-@)NS0.X&P<=?9?./4IVCI<+M(Q<*S/!!QPH MS8\$F?EM4R^-
"N\$%H32,:8@H1-27NVOY;XB%
MYXO,\$S031NE#0|1&MI";M#;5)T3=%#74=8J8F>.FYPNY0L/;#IX A'W"WX"\$
MKM/_|H'Z/LF T(?3 T<>L?<'6H;138Y1"|Y79?5^VYX/7;#|*44H|(1>8^ M1-+E@20A#
(9)%#,4)83|V@'!VB,K,Z;%IBO:|HJ4L\$DB.40.L=|&0G,R|.)ZWYX|JB=W")
MR>*ZD*9JN^*_X+QHZZM^XG++,<=UG8NQ"R.?>J%!(=&YZ%NV!K9
M+&SHTV8%:_/KR\6S7)UH^?);|6>U-WOCJZ+9>0\$*55;4#|!+PZ=*_
J)3V**"\$>@P&LPLSX>V&O;AY2FC+\$(PY@QZ3T|HS.1|G|\$P MB!*(8E5IB4I7(*
I*+C/8DH#|4B4X_1&UMHU!V= =#PT;0;YB@N#R H-|Y? MU#B&Q\$S!>VBLR-
)ZP9L\$@YUH'(-K\$+3PG)Q^K'|7|J%3QIR:XM02;:XXZ M7GLIB_D|6+9-
R>1014Z|+U@MK=TJ9_D9OZFD9=5+^04775I7P6ES7B>MJB*B MSE-I\$RTE:6!
EOF|2:\$L*|!2\$YS98|E:'433K5.(6OXD./)#|B2
M57)Z6_NY6_+XHW7|DMY_@U7|**LY2>+/_A"=2A|*E3*|7F3;*@7ZHZ(%W5|=X25
'6W|^ ^-P-JKBB:7 MJZE0(O):);*|JQD4Y7Q>?
EO|7B7F27*!|QRM.:/P;#JY);>9.08*##U5|QQ M"-B=-DA'K30!4"FBQ9.*!
|C)"R|_>5%QEB|E,6\$X37\$&6;:N+2+?@R1-*(S" M*.%Q&D=IJ%5X0)OBZ->|ZW(BJHB
HJQ^H UMLX.)X^#I'5(XA<1L4?J(QB8D MY&:%R|4P+L:_%-JR.CJP.\$YOTL,+;?
&W#S+T7|3LSE|7?%'I>=-TDF353* MYFXNBA'Q4|&AR)(HC!.(5'5;3W!N8K|BFEJ9
6&R4T:"+95(Z"5+OS&VRH M8(.EGE%PAY"916CHJE'HHL'

*'>=>E*ZZNP|3&S:OMQ:@N|TU=9|R\X\$W%5/M6+H8C2.KBD&4YPU_Y|A00V.*?
YYYWHLECP?!WCOCF7CY.('4(3&\$=R9XP|M0B&6%@)F&
<)^DD6^GVKEX3GE:F2#TN?Q#S@LC\$A?3Z5T5ES"C:L6F>MN)DV
M/;T^628V:ZIYL'8S#G%S9\$U=,/3I\$;3*8S;MM7MX/:|I_>2,'W?N N4,9^B M(),.5R0-
JH|B+V80(*#U\$-9Y"%D%FRA|:(YO|J3-JL-KCJ*Y+R3:1ME(% M%3?FH?;:&.E9KQ,E-
|-%BM@9;F!OW=_C^)#8CE,+A^F|+DP?4'1-P77'_H
M44N_Z\$/H0JHX_O2L#FC>Y*=/7(6>J0,9%7C:53J1+E!*\$8XCF(0TA2AA,^|8Q!'#+\$6
=2T^9KAU,L9:TV|9 M\$4%#%V4|6FS%#.BX
2MVFI|X:4%:CASZ(I98N'(I3,E/ZV%8@K/C3-B.8QTT MIJ+>|ZOR+6>=ZQDF?
M)%96C.@'WMU|0@NSA|~!;|7%V"ZUOP^?KV_/;B^087 M<'|Q>/W|I>.U;:BZ
:QZ=F@S2V)D7Z8E"%84C9H*#N"B9PU.D|9,ZPT%-5;LP|(X M4N J|"95U,,",BODP)-
FBL=X/KMJ^G!Y4^Y.F H%JISX2Q(.6QQR\$**8+{(
M\$T*NYL2#%\$6JK.M9%J11FB8"9C3!7G+RXORY?5SL3E7UE#LHX., MK-&2|K)>--
&D|ALLF8#W5W?@50|_HA^8^+DL%ZJ6E|YV'T=F6*V=@F*FSX9X M.,
|AU9|8)F68W2J3=E&HX^/(DJ:PNXTF|1%VROS% XK3O-F5N7/<|Y=V9V_
MJ\$YV|77>S(^Y1W F/606"X@\$Q3!%1"5K<|Q\$3.5_1NF3.D1'UOL^"|WE-N|1 M-
KU1TX|0|XK-+3"F=VX;ZF=@3;^!YUP"HN|-WUYG5W&:9"<^'9.'X3=ZSJ# M=|WS?
_K=9#_NR|O\$NH@20DF00N\$)Z=|GA\$O_7O|!4Q2&PL-)S)AN2L|Q8B-; MA(|=G;
<.:?/031(Y"-FP)7 -A9@\$&;#(S3P*AGX"C\$M0|'):|+X@1CDFND(. MI(T<'6*R3!!=8?
K)'=K06&055\$K(+^K@XQ(O^+K9@08F9?_K(QNE39|.@)N\$ M@H8#<*D=&3
DN<8FY'2A#;@|Q7_1|SE,"12'D*\$A8B#WJ\$:-|F1|U6_:DX 56-N*:
<|&E5LG6=@N+Y44!1R)A&74K#.-2_;&OA-OLC.9X
00,R_>#U00K&M2C|,^9PSTG#7<<6L:|W3 XOW%BBJG|,CZZMB4K
M;5%VQ%6D0:|I=W6QFFZ M)!D&C |A|;<#="86"F1E>="1; >10"(6LL,840WY7,6'#I&:-
C940^B=N%=" M=RS/MKH:47?BZN5U7KYS M!6 -Y4|^O'\$Y|/FVEMRD-
L:07=|RHOFRI^|29R M,D8!0Q&)I>|7<.GQ!0',N)_"YF |C?PT\$&:'7&-Q.K)!Z5?A:K?274'-
#W&: MW=P:GHN--GF:1V0_PI286;>V.NVGP|5INXE@C=V|P*_Y L_|U6A'+1,V.J"N
M#M!&XW/:L|2QX=XY5AN=H'FXS5=>K|K|J\$B#)J|3,J1FSZNC|I?7%,\$E5XUM
M|Z(UH(H!S6N%0U(/&ST' IONAX=D=9;9>D0NJT",?>--
%F0S(\$P_P&;H,Y(WWU|@V3+WW|W9WL7C&?:CXDMF)N.TTZ/DZ M(X)K9A:FP-
6|QJD=JX*GAI2G|8"JATT.R51+8+|SF"3)=T?J.?'<'_P&NJ2 MT|;=>:_RFU^%9T
-J|KZ9KWQN::V'YPI/?_@E#DQ=0":Z7AHIV,5A=@ Y|I#.
MS0%Q7%6YV1Y^VAHW!X3;J7!SZ#G+%-YU^8|T=_F?^6J%TZ|HV|.
DBO:0:1NJ17)HE4DZB=QD"8Q
M)#Y2|88|G&B*GT%/'\$D1)P(3SAH1U1ZG7UO|TQU:/W+ M??%'1:6X?"Q^E7|I-
6(LGK|Y|+K^LN|_T?TQ0|O_R(=S@^M M8.4_RTJE:PE%0\$):%KQI9\$O^(V<
G9=K#KDMC?I-WG!KQ?|I9|Q@*%8 M9|PF"9(F"1-?[M>DA4JCQ LHJU/*S3*S-
(B.;+9:%F# # |@PT<5T@+|K/D## MB*%#I06HGMOD&B8SV^<("2/4+@.17>5XZ9"<-
MG+ (2=K"^3=|)G#D M"1)1 7D02^^&<
|B/^0P8\$&\$J,A00(WJ!9NS,+8YF;#FN.'F:URLS&R*10WR M439A|IA,7L|+^VRV|
&R+U|NJ)?209PA7E6<|8XLI6L742(8|)#AC\$(5! C,_ M|&#FQ8)&)!% ^%AC&XV|3&-G
K"FVQ|I&L;<|D.@9CQ,%-
...&QG'/.T.A:FC:@^N">8|N"C=AIXA:M":G8MMY:K.*Z&OODP;'I*ZPP,,^559\$%+%VP(.Z
M;NZN(?9N8W>=EUQT+EQ=6LQ2+PP#YB\$8|-(CZJ-9+E?
I2O;*&)CW(3@TP,BZV!;J?,Q? MU-?PR^W|=6^);.SRN5?8UL)H1'4R!_E!>
<@W=Y>_J./K^Z|W|U=?' |X |=7C_K7W?I8 M#NOT: B9Z?B&!7!=@(X)L.% "HL,7>LI^
E3Z00.C0&873|"#+B_K^5"BF|% MG-'UOC\$ S?_^F--
%A1@+X_7L#|9?.R9??"FF"GO/7KMX60HC%)\$,PS93% MS-(88LP)#%\$09K\$O|:G(=
(N1;8T|HOYB1Z\$6|Z++O=%W^ ^ ^/ M|?\$/57|21TFW?.B;HIJKOMNU:|+W@8J:M+
_S|\$A8;|HP %0^|?&P""A8|U M1+7;|AP:|=+I=P!&Q/FP"CCU|:LF7ZY=7G%>FI*?
Z8^8',498
MHAC&80J1ASQ(. \$YA1(B@C/D||HSZB>F3'EFO^T595JSTPC\$VS'3E/@R#X@P@
MUCMM&P<:I4|*?)|/4Y5-W_3L0!%@XBL758&=DLR2_M?
Y&S|%L==/6LSW28F5FDP9#=#MI0353'X?2;/P|<5^"N<-"GR" T^X|?WZC#S
MHT3^&@!G\$!-LJJ=N;O)"Y5:U;1\$FP4D8V%*!0S4Y2.24P53|A'H41|S/R\$| M"K2.!?8-
/K(I4J342D_|GFI_|!@S_4!#SUS8RNEF?&X*8LGV:-^|41M*,HS
M"_OD<*3D'X:>5&7W";6M@'N?L=RL|'^,MDE: _?2^>:2|FVPN3U9="^I%U9SJ
MUDTUG,=G7-R|G52FMYJ|771)H3-<(Q#A((\$4L\$ "B/R009(D'\$8XHXF'H|!G M_NR-

5Z34WNQ.Q+J)BO0%T:4AIQ<1E4<8%NGP3#X;I))U-Q_8 38I@5ZR5R M?
R@CVL_F)N]@;+*WDN2L*T4*>L+Tzt5U|IRU'1YK=;71RN1P3S?Q++C:\$4I%
M|K3|R8DG8V3!..@SU7T;0Y)ZR(?8U^QMVR UXX/4+ZV.ZYR?1GS
MNN9%_P+Y%."%X0)X33>V.Z8-+J5EC:KG\$&8YY@'I.,.#\TVVX,D1M|B|
25YOHYR8"YG5-VC K> @S MCT4>|Q"&%%\$)G)
<*2\$1*8!1Z7ADQ%AJE%'E"C&;QF|++CV6LGQOB8->|L>5
MU&8KVN8+TL_0N#_-3'/==:0SU56|Q'I:?.7-83>R536>-^)=NQ==W+EW!8.<|6L-A
MY!KJR#C@^PV^/IESIR-\$WWO3>M|<1GW!U3_YXG-9/>Y|Z*O.L2%B,"OZJ MG3D.
{0FP-%(1",8A1BA1-^H^O%\ MDQ|R2:>|W;HIZYKW"TW%-(Q)*0P\|DT(BS+
(!8)AYSPB*#4|R-&S;9U-FR MOMW;?
UZRYJLIDMAR!A1KIY67,Y!%1M/,B|P()H%088NEZOCO|?GJEP^/3?U37.R:;Z|"K;Z|?
FJQG#GM:0A%U|L9Q#Y M/H8H3#)(DC"!A'AAIMJH(Z'52N)T5D8V<&OF-L?
O'7N@SQ^0#&Z>6+.H|QJ> M.! '7>7I4#8S=Z*6):C'!^6H;|03<8#2P:3B1P&3|"S=
M|+1PD\$KT@:(QF;=; M:;).S&KN'P+GN %W(+
(+1_31B;@G7=B;BNWR,GY0_%/OV/N"F=V?-V| ^S|OQ M/NM|KT_/&I;4.^
%TM>ST)!6\$*E)9%_INJ,-(6\$LU :%I9X-\$A)S)E9|;QV MX)\$-R6.YP'-I1%IBIE7Q.MGU-
K19V>UZ|IA)RY3|U&8 MW8IT6|?N:M7/W:Q|A7;P32*8BZ5"*LK4:H.JZ3R0\$&")!&IH+
|98=6)_ (Q| M<_I ?KM^_-^G^XN@07=U_NKVX?SA^O|VY':N-U '0|)%9X02C/-|K(:Y1R
MEX|@F+J7UP%N?LOF7L/067?S.C*L9>7Y;KPI<9FK8O<%JS|6UU:|G.8#+D%J M|IG%
14)"PAD6-HX1&(*4|P3Z.'0#Y. B|P7LZ*L,'T|)T%%UJ*F;6*V>=% M?
X>_KNS.5CPUG9Y87J^W@#5XQ?GA? IGB.N9NK%0M#N:ZIA1H11W%9.>;/4.
MUGR=@:W'^0VT&^;:#QV6S|>'QE5Y?0L.IBV_:P_13GG^\$X:R.V--9O Y_=
S+DVZT:RO|VVCLTYB2*JB'42B=U'C6_M3;J5_*D;JW(N'WBZ+N3WG-
>+ZX)6J@S|9|FHZG/6O|2:T<0+4Q|'\$/LHDYN| M((-8.DPP"Q*/L2S+TE"KH8H=^?
&7^=|>C;R#HBQ@CT60=SRJ9/E_E)?X\$Tz
MLMJEX2TO/WY_-2Z29H;@ (R|@Q8S*M6S9_8J?MF=BGZ-1(=2_\$OL72KOK,N>0
M&EVFV2,R<,|F,>AD5W#V O=OYTX8Y=2BGQ>XJMXET;:S72UWTU?U(G|19UR?
M<5ZUG|:)%KVJ"H_M_>'J^#Q+1)CP6-WY1' B?)<*HLXY3 M|D9>|_IE;|5/;=?
&YE_YGYS|2B4V+IYQ|TU9>,0INRX6ZRE;3Q8#|?/6;551-M%W.HMUG|;C-
C>"2FY05HRW\$|<'KFM<>^/4J4^M#\$9RV=BD8Y0)E%#"=5SIU MP=MW*H;J\$-
;#|5)=\$C%WRW?+X&SN_>2JHEH?<:4QE&W/I+T_,\$7RO@|%?E_
MR5^|J.PY50'S|5LY(S&B'#?Q&RJ8..(1)'\$40IX*\$A&61#|3|O/BD*^1#;C|MZL?
Z_J1+O(|ZM|)19O;9W+H|OD,K#E=%1MKZL.K9?"=MTMAR^|9:#GN:K)* MIK_/O.AO
+|3_-CM#XKJC5I0-44R_5ON9J:NC>+M%|# #BOV:W5X33CHC<"6
ME5I5%|10+\$P|Z13+H|N1O_B433FN+|8\$;>;C6\$1A@%2T|X8H0*J
G!_"@ (0(Q|Q+21B9 MV(B|5\$8V"6V=|1Y1NR9C^P'24_V3Q3;3='.)C55|4")'FKR?
QJ2*.RCFMIX. M/_RC->3X7%:"YPO5M*=KYQ_0*GB0(>@Q\$D#\$LPR2-B@|
0(YRP4)/16R0*/ M|K>-TXF@I5(?PT>+=*C5V1_Q|8=N|J>?/X@|W2#|ZH8_>=^+?
JU7%P+G|X M=AV|G|I?TK'CX)1,U|3C, MVB|;G99T7O*Y| @DG/8#L0WLRXVLAM
M;|J.2.7(3|VB,JE).2+JMOH?>_S40+6!-HY;H4R\$!;%': 1I+(148XQAEH04
M(D&Q3S;LZ\$YGGAW\$D-ID|9A#Y0NYY*29J|YN&-(L%)VRV4&5LCE|_.^+)
MR+:M.=;/8;.! M()=C^OFP3/"8<%|;.:R:459LO."?9+?W
H_K5J=Q\$DB_,P):Z7^V,LE1,CX4,|9/, MCWR28J|/H5XJ(RNFHMFDI".JF\$7@|W
Z&GBR>*J>):TA7!\$71Q4"17;03V MTIBV3|"0F#N-8?-M-
'3MGL|HVQ^JZZ6SQ75U7Q5-^SN^+J7XOW|V5J|V7 MZO-O|5|U59Q_7"?UC3G*.7,R2?
T M(U|=3=.P'?D.,V1F<::>'(<&S3&V W5")*7.ZE&V,7:NZ\$|B%AV#M3* @KH>U
MZ#G:?.500>;6Z<Y2849@F M/(9IP-(P:.\$7Q|HYC_ID1|:NO2.TG^;-,\$<&KU.\$F\$
3@|6"!HE01J.JPH.|M M\$O_#H%NG/LS'S|&<_&VLG(2KX>(-
'PT_E?'"9"L@+^OF#%H>& (ET&K MTU% @LVQ|J@N?HPZHOJ(|/4/5'VRZ|JC&
G|HE6K^MKFE_K%CU|Y'\$F#2@DG,00<8_#-,XXQ_1G*
PQCJAV_:0>A(|H|_ =JH^80%H5!Q(SCQ_H@"0J0-XR%,>!2P**-ARHS:
MF=BS,08QFFF32YO,A!,F0N|;\$AIX#8_M'" -|6G2)%2AC!)F8,?+|8DVL !L,
M:;\$|;1DJ=>*/_BSM_XYHY059+|+\$G_RMD3_P7G17-Q**3QD+S-<5WG(J>X
MZTKWB/^<)9&7\$>K'D&6"0!2*%*8T8%"\$/ GE|HF%9E&Q+ID;V3Q>/*O8Y5J=
M8PE5*.QM5=M-3H6SMI"EXA8T|)X!Q?
#ZMUAQ#;:9;O:CDG'WZ68NX72:\$M>^2W.82U\$,Y M<4YIF!JN'*F57UF M@;:8-
ST=U7X=\$M_0UB|M?@B=85/G2&;#NQ-S<8T*FQ|1R*JP^:\$Q)RML?D2H M?
F'S8X^:'V&=2RR"||12C.); M/TZURS|MI3"RVBF20-(\$'5|HYK|>!P_1#I92C-

%VQ:0XE!JOZ3ZIU\$G2VQW M#*4!M4:G3X/"#!P!H7!OLO.F0::
!TW##UKV^OOOU/460_#+4I7+F06>'_(M"2@B0B%*5!-/DH:0!43%7F'*8M^HB>
AT\$ "N! M_8H+! Q7UYS?O38-BHJG M&U5E_R;'))_GB_=5R[G!]>L"3H,X2U,81BR"B-
,\$9H0QF%(J8B!-4,*; *L!8 MLS*^!Z%9!-
\$!JGI&8!JLS,Q\$R!_96',%&K;_P)JOLZZ@GPJ=ZM=F+/5J.OH;-ME-
-!H0X_M=73\$!WY+W1;,*>:(0S.@=!4L" MWO.OX!87!V%8_N2K8)5!P&2%) M&D4""T>
<_#APKT#!#@/W/V@9-;(D=0G/B1)B"!-D)?&&8LX-4IG/\$AI9+53U)3SV28!
MVQ0&.HR1GA_O1'(S%302VCS6XIA_KD(I#M*9-E+BF+@!@1!'7S@UQ&O5,^^K MM
"7Z!OY!5HU@J0B!,,)E\$3!4\BF*&,PP0G82!(A\$E@U'+!RA-9%E1%M<-
B>ZPCA,ODMO"# (8A4@>PR(#%
!N>0S@E!,U0TL#L(8(JE4,*5!)!)/8#V.4L,0+4IVZB*:\$C73/
MO/AA6RUAKJB#UX!J">P"D\$!1T#%S/5-;M@G?@:M2?YE)>FBNR/=T7:-\J
M0K3_H_6C63=+^UVV:[P&4DP"QG,?%67-5#5M&(20\$!1!4CB9;X?SUZ;<^F'
M!;X6FN=)4_%OHJ!4FAKKJ0)NY:'>-&T)23!2;IH2H=+=IQ?0>)=N3!E9
M0*ETXFC,!\$2Q_(F(!,\$T3%,OCFF;GI5RTWK=
W@(>L<%/R5<1R>:9'82H;X%""S61#WG*4=I#D966_GM2,8YY-
Y@Z:TVPJ9,8^!SH" PU/TQ^!|! Q_M!5GXA0X/>2B^X_MZ?CN0/!I!.*C*.
HNC5_Y:UDM9@)SG*GZQU%\$F"HU\$D(2 MXPQFGL>C) A8B+1REH>(C!UAM(JSW!
%+6'SE((=? (8MB"NIS8R\$A>= MI\$675:4\ X+=ED6U^J00B(2*8LM2#/\$XR^3GF-#,Z
M,G+&VSH^1W?!7,S4^,(<O/6-*ZA<=7. MQAE?T!;<0WG3ML)AI^SE#A\$8V?RUIT-
\$&: ^*@I:|O\ R"==SI<06! MF36RE=I(^!\$1SKZ'*SC,% '@;B3;^?H7\$Q2
2QCZ\$CHB.W()!4L.N!#I";R_>6N!8 MJKAR!|HOY9YNXOJKFK!).0IB7P8!JK.8DA5I#Q-
H*!>))?C#D\ E+NO63& M5FM%%/2H6EYL"! (4X)/EMQ0@|V%-E?
<09EQ^ (M,JZZ"@.VHZ_+2=@MY7
M)>6+JS!Y1?::WU6+A4F\$1!*G,,0AA@C!JKJ*QR"G6>S' MJ9=ZOE')5
V:8^_0.XK@59\$TLQ(ZB.E9"/ MN.&)(HHS"#%&?8BXXB!6N..Q9F"YP
MZ0PHZFI+O*)O5*+I!)2'!-FLK0YC%""0>"R#B":JRG,,8>+%
M<82R5/XCT2W&,D!G9+/RF+JP2)H4'K5UD29M_=5/M1
_6@9(F0V!|5K=\$0X1^<1*=Q^WV M6-<%K53 M;40LS0SI"# :|^A?3KGLJJ
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1%\$4P\$BBC/XA1'YLN^/3!CJZA0G"Z4XXKK6KK. MRN==L:(^;?
^UR%69OR86PH2Q:GS8N 83(.VA:/0,@9:SMH"\$C7H!Z825B!S M>6ML-G-S!6%.FDB0#
<^.'8G3P7!6)S S?2.QNG0!74! QK;4K+%Z!BUQH>
M;LJVE^J,"7%64:13&6_(HC2E,\$T!U*8D2RE?A0& 3&*.AND-OYN2+7,7A,'
M*^J6<2K#R&F;C=XF!FJ#09-K>|&EQ7M,_)SYOX_>1+%KBNC,M !2F-AS'
MQ=YC%C1>LLV^72Q4QZVVJD-WD\$?B!5(.LCD72*TE"JN=1_&& OS%+5120%
M9@FVNT1&50&6Y*:HB&D^!1Y4!|3X5%G-U'=;S!'NCX<\$-
A#."B?!.SKFXBNKMFU=53!PQ@|NCAx:JO.+B':PH@XYTTQ!6_S1@
MO!S'3P-.%ME,P^RD-3H1&)3(ZD1@_XB3G0@,"M0_\$1A^!) N!5&_D3_!S_ ^V
M^D3^H2YI_N=_^!4\$!#!!0 (R_5AK1E *T0! \$S6"P 4:6YN M+3(P,C0P-
C,P7W!R92YX;6SDO6EWFSF2+OB!T5.S==!)?E3W??(JMREF:< MDEJ2!HO0%QXL
903%.DB*:?=OWX"!I9JH!C@U00EW%OMM&2)B.5!(* (Y5_ ^ MUX_+T2_?83H;3L;_ ^A?
V5_J77V<)>VDX_O*O?_E!|9'8O_RO?_NG?_J7_X.0 M_WQW!NF7#Y-
X=0GC^2_OI^#GD'Y8SC_ ^LO*_SR'Y/I?P^ ^U!1WZ>)}+ M00YM!6OO)H^3H=?
OLY_X93+FQ^!|^=?I/TLCF)4R\$6<(@\$AFC)39D183G8+WS M/GOU?WWY9V:S8(*XI631
8>2.#)!\$!14!Y:B X6'SH:CO_|G!L:P<_@%V!O M/%M!^:|^3J?>
_OG7W_XX!_OHC3\$=_G4R_ HI%;>_ /1?KG_|OZ.? T,L M?IHYYWY=_OMC\Z&3_T@?
BS!J3!_W0>O!E)!VQ;:|L2PP&_!S;/'-3Y/H
MYPNIOTC7+|^1/F*W/P8*=|BC!|! OICEO!R;_TRR!+<4PG(SB#_\$OY|^>S
MHWMM+SKY^F!)P_M(!Z1T!9OSG!_@7_|R&UY^&!' -HY.(?_K M7X;C,2D:I5K0LMS_N?
R!7^!6Q<^=(5067'!";US_>EED:PK@QQS&"99,W2PP MFL1!|S0J(IW<_N;
(!Q@MOCM(!PL/O4@S.93'^<#H*>"0Q2DVDHYPX4(YX MH!XQ99E.Z3!#A>(9DKS0P
SB7!|,OO^*_ QKD4+YRT(<"U\$!6FXIEMWH/AS/ MA_ AS"Y!&,' :>LH<\$&XU9E(97 ?
6,Z)E"K(E"R3G.U%|HWE|M.HJM"#:?QE M,DTP1:MQLYZ?QD?*O8_7ZY_X!9N?
X@>1^4XNI5RGDXN:VAK/JDANZ5FD-Z_M_O!L9YA.
(7U:*N99!A:LS=&8PN(G=U7ZU8Q!|?|X!PE#<78OA_YV>PDG!G M!;V/?@QG ^DI
^6!N,!C2&:/BO!\$P%:ZY DERRO 4'VL!|"@^GJE)1)@_)_=M?<.\$B!2TQ!\$IE#NI M)-

P"95?H_3"[I<#SP5LLL8R;9 !ZG-JNL@,A4.Y(M1-N+AM;1LGLBNNX9\,0V&H2L?
0P13Y&N.%O!#>UQ+XS@M#['I.J&/KX)#-4 M1ZL25^C4E3||N&|<<0
5P8,9UG4/H6D+,1AL2;PM#^8N_1"MVZ>3^/QN52 MX2:6A",IT&
<#R%F)Q)!*42TI7B&>Z-P.WB!1GA1BF[S#TY-KJ6)LZ;FJ% MJ?;,C9OKJ O\|V8&)W
!81K14GDC**/\$L&L(-RSGX(I;=OR|C(.5U7H.>RIH
M;E)!C(VH_1^O_!0_S8*W8!B'^\$V@HJ3/ DGZ7";?
B1H!0;P02>XFS"2B8\8SX_)0RD5N@< MH6.4D\,HB("R)X19AESRIF@@Z@
A_NK;@0)-:8@L8=8FX#%T3A.IFC<%D)9 M7#6_GUR-Y\.?
{R<)!B*C\$"!E0C/RM/"F,2[#TU%G::35R;\$Z(>H:(C8"C7E3 MH*DG]"8P=.%_"64Y3
/EUD!US8RN, JRY0 2T!DU)\$ \$HR6A4=G\$><+87U=
MSS/+;X0:^Z9P4T/032#F("74Q^SZ/T4\,("G9K!<:R(8E\6Y8@3C=4-BQ&^@
MW0Q65\|@->&KIC9#BWA12\A5PHRCA |V,#RPXDKFD1 J&+CC:1(S?I6;40:2A
MQHGTQ-*;W9G1-PZ3[23<\$DS>XU\|A>3A:#)%5V)C/B\$S@B?:3\$:8'.N>51
M9,I%7)LUL"5(|A;>#")OY5ZUAG1; LC"T3J9GDXGWX?C",*(?&L.RFUK-3FWA)?
3R6SN1_H^&WAE6OE4#HR M(!?%+*8&MW+7N+,>>|5\2X\$>G7R?C
MFPO;G+.BBDD2!5BD':-VYR20@ 9.I^A\$7)M.|#(&'JZX&0|>R@7K70+L&00G
M\$*^F*!";HBZ&|Q\$, H^6.FM(2@H)"X"
MXNR4;P>&/^-6/O\#B88"!CY8!)8I;=&VX1O\WR(Q2T"PHA|%V MV.\N|*E5-
P/\$6|D#W5NN3007[Z^F17;+%^6";U3(U0R#:DFE,&CBF E\$6I1, M
)\ME(&424JL;MY\K;X:3MW4#6D'.3>#E:(R?YN-|!^T^+^F_9FM@5/1 M0"(ILG+E;U
X3&MB'+61"EY"A,W_LY?)E, M?PZ"IER =X2R4GIHDB V4 RP*.4.-
/Y\|Q>9/K'H9NAX6|>@NTNU"5"<7_K1 MZ-W5#*4QFPVTCR\$G:@F+\$GVI1-\$&9H?
RT\$POD3PH5^_Z_-ZBFX'B;=UW|B|5 M)D!O>
G3+W@R_C:=_#'_^GYR^3&Y,H+D#8D)(-E.#H0!GI MN;J1/+;ZYF;0>"NWGGO*M
E\$K!2'GGI%(0E94.,*S8,N; M7!%M;1|-FB'DK|Z.59=X&@E",4S\Z&B?X|?_SX'-*5\$?
M.&\$NE>M_R8E/3!+N>1 H(\$_WO"-Y'0Z<|@O|GUVZM(N&>8'"'_M:
<'0R\98(CN=,F/M;84 "*)!AFB9=(.N/*,>;W@L:|Y3:KJ'PK=ZB|2|(: M://EUT>21+
|>^<^@N@|C6>0|^SR6B82K_ (=WY4&B%BW ;SV7T&-FPR^.* MUNE N!WM>[8G?
-2HZB1_ '(YOL2\$;ALFR@/*V%QY#>R)1'4FVVB(T4B"6>00R M-,<31=J<>?
6N.QO05;W;W75?"^,CAER:4#P42S<+0VPLJ0M4=
(>'9EG?;B|N%KE3/=G0S46H9&"54!\$ 7JV0Y!(AB4BIYGZSD=-T1
M]"=HC5A#PQOW1|Q&W W@YJD.2UP8P|0G((-2R;(D5G!-(IZYL61?BKDV8-Y. M?
|2MU+M!?!0M9-T 6M8U83-6ZU2JP'16C\$AO'?%9HZ^G%.XJCO&
M=Z_.;W\$;36_1^VX;L3>#H*=:L%D;G-"*\$^93(A).KZD85\$OF="2"I76W<;U MT?
GN5;LG|HV@<7>1O?;\$&^M|V."AVQH(5J#)C)8# R#E\0E!U)2#S*NNZ7;MR|FYI;)?
Q'3AW>PFX"9 7=/L MNG;_L-E'SY-7%'H#CDVA^>"|XZ*|?
TXF7Y8,E.X"@3E+>2DL1"2>-*:(M+ M#;R,7AK-
&.=SO;+Q64-.O|=4!4C5%GD#Z%E*Y21_&,Z^369^|MT#|=7D\$YP"RV4-&1/QW&.:2G
MV1LDDP//((@48(C4EA)'.2,^*OR':!SZ Y5A|1)-;2;|!1587?)BN+>SX MRR?
P,S@KP_1.\N<9+\$0VX R,U|Y4816K*RW"=Z8ER.WO%@,EV7;KX+DM82
MU\$^+R@Y@5\$ _L#6#H(;2('V!A%P'Z +B='(|O2V\YG(DKJO)0ES2-80|BP
M!O|-.AY73A^LEWT|F M\UD!?!3<6Q--.6)+PPE9LF++S*(H?EI.5KXKV\$E8#
MEF(5HXXK41H<\$LHTDBZ2((%*(#0EXY-4B;/:@=*V=J!^|DNW(X=9=H_'ZI
M5E8'9U4D+D#D\|JBP))3VAM\$YRE5!ESM"!M0-#R_?;\$>DMQ=_Y.Y\|6Y%1|Z
M,!PMIE/A;9X=?TZ&:'49R7ZFO^|4UP4:@ "&1PZ#Q3FHCC%DB*JK32M93;
MVM'OIK0U\JO9Y^6J\$X4T8&A6^;IA08#BW(A\$ /<,VDKIB7.J|&JFC 50WM=
M=GA,1K\O6-WH>PVH=A%^_"_B9C+|

XRT!K M\$0,'&VSMEX75]=M!S\$[*? B.727; "KN7_C<2;,GXFW6>\$%)3!AX2>;=

3= &QN|GQ_<|RX7-'HKV|W@RCM=-D"*C MA7(HE\VE*@CC,J>|)I"
2BV"R&N'!>UST;.&K'Y?*VO#J;8>>KY(07:F5Y!N M;H)6I#4(R=H@LR)
R|AZ91AND*B)RU8K3@W0AVAZ\DK^17Z?5RL!8R*4FS
MS*R2GCG7&8(F*GH\6+GBQ)O\$268N8D1@3'2US7+;<5PZ"XMJ*:.)?.(S/!#A;%
(V#RW+P M#H((TD<5<,_PXNY'=/>U- 0|"S19KIU>-UEHMYR&|>ELO^OI#
(N=JZ^!|_"Q MZ&|3TTY+PUI4YWP^'8;K>9'#Q>1I2=S=UB8NI%*&"NV|
M9ME4!F]=#MKQV3J#>8J;P#P\N9ED,>3O*RB|FIGR|RY&|W)*@.9K,KJ8K
M3E)TC\$%@G-C,D4D0GEA')09 3E!641=^X%N3Y+|KB+I#VV/DP->3?7-(?TF M 31*Y|!

! "A(X"DV7=S4T'MEH0Q4D9WAM?_8).OI%Y*O"8"T\$M]=) [!/:Z?VX
MI#|P\$+:|K(:2BDO:|JH6RF^" *.%MRS1VL^0#VGH^|FO&1.WEW(:-!=!2HON
M+'YTZH?I:/S>?QMBG#|SJEFB1,-"O=(^L^W+\$2BT)\V,C-+|J6G#O=_#Y-M2K|Q3T-
0JZ&J%A 7X|7EU:BTIEI8-('>OI?83P;?H08I"|=H2S)8G|AC M(:1#U39ROS3WPS&D
M0S|=H_!F*PO_@#R,0PP4N4O9&T>/A3M_%|GSCWZ'
+%XA@05Z92R""=99Q#\$K7/|L=4|)%M/TQ#D M|E10 ^\UOP_'D^G-I"04RX#G:+-
)Z&)0RX@L|V AZ\$!\$,.)3*+,.M7L /:2A
MW|*AN"UEW*.M% ^|B'0M,N>18MFNJ2:QDA)>18@)EF,Z5EV3%5O;:%:|%GXX
M@1H"<@|;,"VOO0_#;H(>6!('2*\$."#|0JZ8DW4@%0D7*L72?|{\$DWM)%*|
M2K+PWFJ|K/7|G1|NE#(5Y@/HQ_=YZ92V^OI*|Q.#^PU7+UF0VQGI T<04E=
M1ENIJ2'6!:(NFTI(85/_LU'^Y??6&V&AM53:EL\$S:0\$K&C\$Z038KD*%FV2B6V
M=F+8_R|:8F^#A!<:8F|C|B:RL-;|P0>QMQ-X";)QJOE|NB+V-K|M
R|K.S,HG2(\$D5&/X|Z,KO\$E&8%6J2H-7.Z=OG=
M6VJ(O96FMVB(O8W8FT'0TYV9N:>X9/2\$9|V)=)R1P',D6EM/F9Z\$3!+V-
MAMC|(VA_L3?Q=O1\$C31S!@1BG7##-9\$)=X%#;X|@Z(-|8B
M;EC5931P%EVGZME%M|!U?SK9#K|'T@#FWG@909HB+H,M,\$C(%Q7X-
|XT|X|VO'KBSWJ*&K%/74|J+^\$W|Z4/P^_#!.-TAA+#S1&+FK|MH'2,2:4G.)=*\$
DA\$0_) \$&>X0J)HJF#SFLOTM5W6EF'L*J@B.; M=PJ1|/9
M%6X3%QA546*X\$(K%93H2+|IL%*.B929D2+5G"3Y/3=_97YW;IQV\$WBA\3J|F ML|D?
ER?%-0AOK8V&H%-9)A=P22R5&(8*R"%2H5/UU@8OD-1WDE;G0-I5_,VA MZ=/P'U?
E80E5L_P'&\$=8IG|CA()NGS9X@D=(ZLS|:6%:HR"0U *005ZO\$UI MZSLCJT\55)(
T!;J2=X-N"@49?:5DGP..=\$6BN)STF0S(VC6ID&)N>J#QQ90T^_?9:|QM"N M@F\11-?
A1NXD<3DN>H53_)O!+|E,4H4)B5VC9|M KKN>C)WC9T=Y%T-M-
J^0P'8KOMDDW\YXFGT>^ZLTQ'^NE<7VTC*=I;)MQ5^E?+9EZ=;MRK>)2|PJ
M,*7>4-F &##4E?Y5F7 F&4U9V:1J/T,|0TKEK#4J:6#<^-)9S1_92RM|D);0 M) M;C
E9V|-N*6NMAKY?2%3;1L(I6EJSZ1Q#S4FZBG,, F#Z?1AAF5\$3>!0A
M|J(S*ZVOK""!T|H3!R<|S#I1DVC<(\$5=.:7=|AX;NU&WMAVT..DHE#; ,4B
M.WS)P>PZX<\$&"V M)R:7 @27>;G4\$D2I ,;3;B9LAX3\$ _|*BCT|< MV5/
#3B|)S%>??/C^|Z<042U0Q_\$CG0;T|H.PEXP8P\KL?(|Z+IW8ME!NH@TN>AD-"LX>
MF|*_>48)^*RXIOXLU#Y_GB&EGY?S|A|:30^(-.->I83|('76D"0,>OD^EL/
MCU4(DG.G,2RLGL/3>*+J+G%/)0\$W_) \$S/#W'5RLM^HSA)AATZP65HG0@MR1D
MH8@1/#H1F#9WTYZJ=;VY3T,C8?&..GW4IV8/3<\$D_'R'C#*2|3YT@Z/EQF1
M(F<,_QSH;+4PLO| |.7: 0)B/PT^ X>MQ-D #&Y'Y5S/A|V3AHK69,XDH0%R M&6B.9V)
(N%>0/8*<-E3_)O&*ZMNFGGDU\$: M;.-%QA.8_J"2 42/7'GB*9"F)0-& C5WPJ?HZ9?,U-
)W8|>#:O(O@\$4G8\$? M'<|*%KOP/Q;-/(|&LZMIZ08OL-(#!Y6)|<'C-O-
EAH#|)%B.|3X&_5'43@%= M0TZ_5J@;-'62?@-^@"XE)|'_++XHS>#J=?
\$<6)N./D^D9Q,GW1:W^27Z/9 SGI".B@14L*&\$J*0H>F*E>@O60AGZ+%KH+
MWG:6AYPU(Z"H1|/)/E:2,)< M4D%1BQJO?
7&TEJ|^BQ4Z'%>^|@72\$V0T5X)>Y=YQ1S\$W8'B.)^/?2ZN=|7MIJ*2"NG+&%1-4|&D
MK-1;.-QC1C*N7&90.S9|D:CFZL_W05%=%31@?6Y'ER|96.5OH*P&T)R26(9,
M2*T=|3\$)DH)5R9JH|=RNGC|_+ #G|WF-75ORD&RWLX4_-*5'>145C>XZ6?F^TNT94!?
DW8)^* MJS=;1L,GX|,?15A7P|G7945|&?9@7:E4LYPX4(\$PFFW.V9ED:W>(
MV@|/G=UI=XNG.AIH(:|BUH_H@C?3|:(T14R=5=B^P|R9'H|Q7#QFHV>>I1 M?
<.QG_YO+8O+(|4QS.IVT,%W/OPM9W.M-)VX'INTW\$8'EY.K|7QV,%I M+;.#DU,_G0_C|
OB!#F'>#5=#%T:N. B#\$S\$1921N'B4D\8\$#T=SHX!T*|J'- M?/+EL#,"F^MVM0L6VU%A
_O0B V&37GF7*Z3-IVX"1!_QA%|G'34F|0??8V MZ5"
|*F9K(IOKI:77|7"G*NK_RUS64\$|#QG%Q;_,+XL-"? 34Z!@?!ZH\XHV|HG;\$1=>
|V|HGIS|48K^QK"#GO+SQZT)CJZ M_%:N,+)C)C@6"?>E05I\$""^^\PRW%9#0
'O^OVX;@Z^G;#5OI3:Q,|WT?P#? ML|AYG\$|&<' \$O(!WZZ1A|BMG3%K_TU+NQ^'XVC
_02G/K-"6.>18ECH@(:> M|^RC!1%H|?OL/J6QTU!|SL5N>F+?OBGH)\$+E!\$EP)3\$
M9'0WM+4D>94292"MK/UH_!PMFT'JK21(59%X@|A9VF";F0\11>\$L!R)%,,3J M&
(@I61.!8B1?O3?-DX3TFPM51|(FANS*;0.W+!\$@-J\$9W?PQ>2 8"3)@S|R\$9#1'R\K&
<;G2.SW%&X|F564|U;G/F| MC;_R%7|F^!WN(O!AT"|N.:K3(38CO-
*XR%N"3C)RR4/QND)0NZ4G!T=HE"EN2N/_CQ20OB|0'S@+CS K"3)D_%Y@@P>E2
MEIFTIMI'_*/ZT\3-ZHWT1.P %X|?)7:2>!-->X>(9|YF=>PPH000_X.OX23A M|Z?@9_
_EO^|%5VBU\$IK_P+(1|I-\$??(-'2%Y|KR9EBMG;Q?V|J3OWBN@
M|Y4UW(!/N8|C|W|V|>-H|L??"V!FUKS@XR+GT\$<^=ELF(?QIM432F;@%<-(
M/F^GC"FO3WW""PE;&W!?:0|!4(#F^_)MF\DC E^- MKHI#?EHZF2&#FV2S4:-

"RI81C!1\$69-"-ZB*&+M@19JDMQ('X9^MH5U=M^WD!*WA>A!1=#(*2@(')
<2!6*C%BIY9JGWD5FH_?ZTAIQ&*K3Z1>)6M.FG8&Z1RZF3|Y)Y\$T+
MS.,J^TB6\HMG LFUN74#H476D"-Q+FWV
_A12D(RXA3J0&Q2Z4ABGFF\$9F5*JQ\$YG2PZ*QP24I81@)E*MM>7"U.ZRV-/R\A9>&
(6^C;P;N-2|MI7XID6+|)^.RG1?CGE-.L:96D;RXIF*!\$ZN|
(Y89SWQ,2'/MV&0M08U@:0=-M/P>:O<7>(8>|'J>U-0G=6"J*73837Q.3L"@MM(
I.*U>X'_B0AC6!F?T4_M3.3=6^H-0.=T(<3KR:I<6_-R&;
<(!:L)5QS/*55*73(H3"2P\$5MJ%2U3Z.GZ.@7M)IMK=>W-P@XB;@F*X'H-0/2"%R'"B*
MSM|\$,U7<.?RWRDA92U"_C^G54%-/Z"T@*,:KRZO%2*?G,E^N&=,N)F|EJ8_1
M9=:3T<0L,,3)3",+0KI0NT1V8^+Z?\$(>N2)Q(4"-
Q|V2MKF&:^=LGC8RH;R4NO>&>XFX;,@,C#E.2C
M107@9IKZZ<_EWCK#C?!Q,OW#3|.BH1YXS8&"B1'!@)+N(><"DKZY-D4+L?MYS;T-
7*MN",6'K8?EN46N!NG-.9JOI@.A|M3J&H|V)29'#YK?S|WYT!0,7.7..&Y*9,J6S._=
((%H*VTVF<7Z%UT;\$!P-O MD?MJL.Q&60V8S>,W>5!WB9!#EB)
<2!+8L&HDFIF;K&W66B=30&SW5UU^YE
MJ0JH0NL+=_NJIYT4U9WLO%11)%6J#FC96\X!01EZ=*ZE|^@2*6YKW|QU=E1W
M=@G7|E&|C0KW/*H/QW4.&C|6Z./THE69,DC2"PSF=>(E&3.4#N%1\$0\$<.\$W6-M"5.
|C_:6)#82)W<5T-133P,|/VWV|=M8:+)T7GNB4|OX0ZVEEA%(P\$!-@!0
M8U/MMZT72&HM4JD(A|7OZO0HIFX9.4M^#%'1B5G?9(BLS*LI_EGN.70W(
M\$&B@LG9>QCIZ6HL^NH;-:TT@|/'LMJIO#HHC?*SE)A3C>B+N,SS_T(30+R'?UF
M@UYONJR\$D5XFHK7'!%R(%8J3HQ0&*XXY!YJF|=|Z.TW\$^\$UC>JK;:7'&&@Q
MM^M%/DLSHC(|B9?8^!Y1*|GH_ ^#NQ.C28KN\$,-:X7+&1RP;-T&|G3|E?LM
MH7|MX|FQ1AJ(N1=R.YK-KB!|N)H6-V7I%2P<;V3L.ZZ\$;)WDS^/A?#:(4-'
M'1"6R_!UCBP&GCB)5!DJ?;#!U|PV8|"?FOH7|W5|\$9S|>)RX:8!9LZ:F%AR
MGL104N%4*&VMHR\$BTYQBLI:|VE596Q'8;XE|ZBLH+<&0'G)K5R15\$.@ \$U
M46F9RIN4+|VOD2/'+"->|V%PEY4AKI7Q|OPM_4XQ?4VH5=%&.|'+30WKUH7
M"&9C0/EB:(V\$BFI(XX+190)&C<0BTG5|D:|AIR>!Y3V@K\$|E=+\$N-+?A^/)
M="4VNA%@|6/O98\$=_R_UM^NV*,X9IQUGA"i9+ONU(EZ&@!N,2<_J:V.U%W>W8T|7^
(-'M'*R-"3TBGP,Z2()1%"G5A*)!|(QY):N76>U"9|_#5U|5J%VKL>_ ^B|?UC7>=
M3<|@4>9X,=F8WR-HUD1:EDL+P;(K|J,).HD-RVC|^0LAG\$ _CRO/7LJ
MHQV|MC()#9U>QER2Q%KTAJ5GFGC*:RYA7#S(XB;R#V
M>"GUV\$#6BI6>7JYDU"OIB5_T1=\$T9IN2,5Y61U"%M/_Q2-,3>4T4@2S-O^8
M!XM",9GX(#D&0|GC+C*)V(4;&;-@4/NE>?^L|#_%4TPUM30"LTJHPE%PT(XZ
M\$FS98)P|8DW98"E1;GG&P*9V3?|K)H7SA5+3 ^JK@KRUY(<#URL>-AV(|7 M>9UY
B|P5W|BBUM>Z|.|GY|1_D?C\$|0R*G#|Y2#.A|^|R'<24 \$'R4H3FP6URT; MK66!A)Q-
L\$R'1&O75V|/92/=>/9%T*_|F|5U43(SPY*#XK2M5\$H
M1JR*D3@ET"T6TF:HG3';RFSUKO7|?(2|C=#WN!6I_E91#GZ4V*)2O%3GH!<0
MAR.X|<58F+N8;"O4H#.W/G@_|#6Z+J#19?|>\$.JG0!N?0DNB")3!EWON.!,&U#\$I9E
M2+53(|:0TZ_|;0LW#S,K*RFQB:>25>I|L?AV*-XQU_>3V;SV4"QH%E)GXM!
MHK|D?"YMLA+Q+'E//4WU&PFLHZ=?T|DT)JN|L>="PB)+A#>*!5UW7'KI%<%L
MD%\$*GH5\$!&>Z=\$|PQ"4EB6":Y: L3_REN'K=Y_=;Y|DM*JHY7,FF?R*|Q&
M"|V0=HP'2^%\$S^ALLTAXR%HD)JT-U9LB|YX/TUDR5Y,8K*BZ!KR_W_QP7&1W
M.OXPG'V;S(9+:WV.VH^8P,=,<8#|PCS)B)+I@@H1Q*S-50I\$;BH?1^ ^GJ)^
MZ_2;|F1%5;:3VU"8FBT-,GX|\$<1V|5P|G5YD?8!PGR)EY%FQ4&?XH2Z;1'
M3|*61D9:N1!Y8*GV@_6+1/5;S|1|2NLIM'^@WC0V*%*^ZVB HAW(D*GV(A.:
M%2.2YD!|F6B4N8N1@<1(S&|@'C|YX?T6YC<)|L#J*: -091|<3#WZ%+'H=!DR
MV6A!)ZN)@S)WSQG<\$B6" TJ42)|D.SJL-V|349_=;4=|LG/960P,.WB*Q|79?
M%|D>_BC>*@R2-\$)JFPACU!/=E1\$7RC2BQ(2SE"GM: ^<*/DM,OW7V30*PK@*;
M*)E^G"5R*|3K\$8"W\$F))D55)CG:1<G+J>2_::MAFM'.F|DC|F|"&TIM\AG*X??
E|":%7(\$21!E37O)5(\$Z|0!)+OFQ3*.J/ MW-B\$KM9:*|?!Q(O0VU-!C1K-
TRE||TX9JBZ^/|@8+P<>;F;|P;,%3_W.Q_|*\$K+5F
MQ&19;ND|)YXI2YRA6G*3>7+AU0SD-5&M=51^9>NXBVI:/8^G5TC'T(?A:.G2
M7.^G6XFN_-M 4P?.X \$030AE>(0D/@5'4,K*Y&@RA>Y|S.UH;JW+|NLAM20% M-
@#DS1.@!D9Y:*D<2R&A\$6JB9##6SG|8G+I^S>@KIY%UI+3= MX3C!|=M\$>,: 38Y
V)&/&R=W!*RXV)R\$/|Q-9Q"*5Z#:1SZT1GXT>&LB'9@LW8Y4?19
MBKV77F)|YV@B2AK+BG!5@;H8W(BP)K/&JZ'C8=9X=57U_R#SD+>/D^FUMW-T
M^0WENBQ%&K@RGSM*10)N6(S5="8AV#*S*46.VUNP4#M7=CU%369U=PV|"LKI
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C7UU!"4M_Q8Q1E!.*!7GG\%)PDB(FF:CHHNKJ!::KZ#85?V!S555*+3MTQ
M!H5BWJ,X:W)Z!\$'DK5&0-T%Z0GY94=P&I/.SM/GZ.IW^3#OEYV?134Q.7T
MPTUT,\$!O)Z,1Q&6BY*>)'Z_R)!2.(2A->&8H/&\$"L3Q9_C+C_RAP8VH'M=M1
MV&^68<|6L*+R&K"&FPMS('5<5%%>!2,2#"EG\$LY@@RC@Y\$T#;SVPHFU/6:
ME_C*D.Q(:>U>=|6<#TA2,-PR_ELD*4>TKP%KJ:L^KEK_TAH<^8+K="-(#B@&'6Q)
(FDQA,7S6(R5\B,=E7#0=KCN0JE-(O,
f@V!6WBY|\$<'O76CAPTCHFN2#)*MR6!AD)"1GQ
MX(1P(7A):SN!SQ+3Y(5>5^"JHY)VKEE6^5ELD<="3"8)8B%C^&2M)(\$R3J(I
M\$X\$EB\G7MEL/:6CR%N\U+6U_GJ-7\LJY.,+H.-2D/"HK=ULH(31+@=%(E(MI-.O-
"32)-(#R7,CW(0'WR,GCC!9N\AZL-HNY4T,#I=WJW+YX8_CB042IC_M12
9=.:I#67FL\U\$ESDK7M\$4;,%<7<4|3U.0U7&=.5CWEM',8/L'4_=;:'!^_TM_:@3|GDE_8:
O>99%6JZVFB90JT+7VVHU:,6UX|H6D',IN\DWM%;,%958W.W
MQJNSR1??:AY.!KB6K.!9QQ9HI%H"XE@R(INA'0H2&M#XCQX5:T.?4/2FKR4
M>XV@M):Z&CNC|PV;7&\$!1&F%|.C0ZA)TB_("&+0E2O_@_LK,V^K#'UXFJH_:
MXAXM8@TUM7AD/^CD%:E3T92:>IT=D=YQ8CUE1#A\$"S/:UG[X00.059:B,
(ER:C|L4<2(RL|L23S:GK>9SW*X.T
M(ZTU\Q;V"K_5Z9C?/>CY4XL|DA\$V)=_P+CL_C=6?G(Y;?=Q#=:UB(W#'_&K
M'W^!,|Q"ASD#*D'K%F9E69*3K?
D5!!00"8IRY"#URJYVAD)K|MAOU>.WIS%L1V.^=:<0|D9)#
<3|>^W/|@>6>|VDI1H@.CT97TC.EU809GWTID_U0_M^H^+X+
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MCQ'#F4PE:PK.6WD0G;ULM>D\$|Z341CR+%XW\$(&OJA::HL+,B5AT3#"U5&P*#Q<
3'E\$@2.8V_M*>M-5L_K8^|!^?V?XOV",|H-("F_7P3&:0P\$"FA4:-71+DFCL;Y=^B@&4A
M>%6|WK5|C|.S,|^L?HZVJYV+U5W"/"P_/W9T>G%T#D7|72%_-MW4S^Z&RA|"TG9X?
GA|<5"LP|QA_.CWXZ//AZ|A|007|_|OGXXNCXM|.33T?OCPLYW_ML6J|K%+#YNW-
726+>-WG\$R.#4P1N7'T_9<)G;R_0YK(D4E)/O,N69\$DSLTY1
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MT1!+STBIB\$NXTK3@.G+&\$^>UTXOWH;?G6:AU\$/70R+V:ALUAT'?S||O_@=
MC07Z1Y|./OQ6+,/9R>GAV<5_'1|>|&#Z7OK\$&F9N*ZHKE;2|9G*WP,-(E'E1
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=/74|20*=A#^P|-0\$7!-VH)/AR>'?W|MX.+H|XX=JS/19M64A
M&D>=C|73)/8@=W|W9NNE|H;:E^"EU)R+-.M2L5M<8C^NP"/S3JH7W?00
MV|=#|J8?.PUO9*&&S6HA__^>CBOW8PE|>_6,,8/D5#)5-7TB|F/V^1(AV7_M!C:3L)
|1\$JH5*99\$|ZL
TAEQF'MVXC|%.QKD!8M34I1*X)B^*LF49.ZJD(M9P5I+S.&5""BUJL|HQ+YP5LX./QP>_
MLQ".|,H^O)2D0(:2;00S2I5S(G7OCJN:|E^'XXG4_R|FR9V3VT:#%>T,<&3
MK,N4>6YPTP1F<-,89;5P(H?:'M0&9#5EO;:|P4/K55L%C=JMCP='9W|_>/3Y_MV/?
#@_//9X?UB|2;+:PGJUZ14P|5#_U-/|3N;EN|P#9,.C-
2*,:+':W/WB(+J6((0,5N30,=,3'A\|PR(D*+I2I_M?
4^'^84|E|5UAJU"U1|=Z:U1EVEY(-/NX/P0C<3OIX?'YXMDXIVOB1Y_4KU|
MHQ>HK'5G?JOHD|S:0.RZX=BB\$=ZBQ5@H+<9NVT'=O>I09ZSQCH1L\$1,^1N*%
M,R0JE66@4>3JX=I^%.|H<|HZN|65|_|1%HI%8*F!&Q_@45?J@|H8FH2XV"2
M\$JEZ)L1^)/=|?_YZ^'QTA?Z*JF|47AX=HP\$ZO#CXSYV|OM7?KI/9^_PUE6SA
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M1Y=US)X\$2(K(!0>|099!0M*"AN#K5VTNXZ>?NU/+4P|-|f5--"HY3@|. #O&
M&.S|/|L_&'9X>|N%@//Z**;|66KEIWWGXZ1E>ZM/9;!'|WB(&4%56,\$F|*
M:XEC@KA%(S_C(004N4BU*T"?HV5?\$+_P<^_0&Z.),1M&%'"_9VXH00Z\$Q&"
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<>3L|HW#|=1>^L0:1F4KJNJSF(#>JHY+|&?
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|UGB>G7Y%3!P;-4IRJ";|1L_M|-XXZ8?P_X69I_5>FH3|C2WW;<+H:6
T4=*&!6EY4P2Q+MD"76>QQ_S\$|V_MO7GG|4(>+|/S^>=*F8;TFI:.R|E(5(F/(&C91@#

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D)'1JF)WI?*L4C2^"(2I(2:8TG04=);'"&&J^|5K63_.OW/|T
M^TXEQ:5D1.&.0NP+0ZQFF8CHN4V04^:UTQE;-T1|HF\$' |2-\$AIP|@|F,Y@? M1.1C-
BQ*6>S,E=1GFT1V6A(0);CU+B W.1&F.(Z)2ME|7RK|13U^|)3&4X5 MA=|E%8+=#Y-
QE|^\#;|7#6K X^QN,TL?)|ROL@<8W7"=\$_%E,JMD/&.HHRE)
M3ID0C\$N&U|;6EB3V^_I3&6Q=JJ3@>SF"!XA&J;/QE
MB#MKR>R#369XI\$Y#1%>T3)|.3:/K&25"E4I>2ZG6U?.Y=B.UWU>ARFA|#74U
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M^X:W)OW|OE9UA-U75VRC-|)EF,+-R0KOUQKL\$. '=QW/M/<'9:.31A.3\$4-2
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<2E\$2_!8%T1J*!. ^,R?1 15)9Y>J7TGL0&93 M
W:VP%8OI9>|RL_*T,M;@AX>YZJ|D(#@!+@K-|*R""8# ML39:&XP./%8??
K\$=B7U'HJ^#O'6/'|7UV%3(A:2 ?_/#<2FS.1K?=OA8Z?IQ
M"M,|F5|B%ZO#&Z,WH!P*VRA3>B-B|,XD)98'9;+P(&7M&Z/J3/0=)?<-|3ZP
MT*@CL>S8N|;,<_7ZW40|O"(?S"M ZQ#Y)0"@VP=D9P*Q|)SA'F Z&F6RM: ^
MOZHSM:64>*U\$W)/+R|EX,?SH>O||='I-#H8GC_&|,+\$XV8D\$B8Q29;7W3GEI
MP@O*WG+)HJ:R;*/GU2JZKD3K+!|'|9B^B:|Q@/X=HVU<-IV,
MSR!>3;=X>B^:=SS8%\DEF|E@A'+ J%Y8BGL09!(3PCJ@W *OG51\$4,I:B>
MG\$.IKJ"\$1X22|0H'T#^BJ,|1M =+8CV@-%HV|",W,^|@PCGON\#B>3='F7 MN-
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M+ #/3X:OX5J0V.HYF&PRM.:H|4UJC)NJ%L2|6ZS-/O<5!M=T;_JC |1\$4!0 MA0<;=8Y(
9H\$,)Q-8C'G'(*MWOFGB?\$UJTG"ZX>@W-|T,5,5;/HD05E>QF%F
M\$CRGQ%FPD6J)+DOMAAT|DOIG&&ZS#3K7I8%WI>%&S>J'P_/W9T>GQ0"=?SW
M^?SH^/#|_/_7"T6P|FFH^KDW&Y*;U-V4Y((B<\$"^&@2E01B|9(XBB5&=A M.9/5H
(W9C0OZF+OFOHNMM/ 1)|32)DHMLAS**-?;.E'@;Z0@_(&PFEG=O)9 MLOX,-
G\$;U#UO\$^MHKL?|G=ET/OA|IU_ |5_@T|2/9^4|H(:G#S"+T^&WQ?,7 M?
LY)OND"=?|C.!O(K 35\$ A %\$0:BLRL,02166^L|0'-";81!)6<(E?W6%R
M=^IZ'A!5&R"35|56JW@|HBF(|UP1BHZN5UP(HS?*7L!92M+-HB@&BJ=
|'_?!AY\$GC+LBVUD7=9:&4M" M7I14|\$X|Y\$ 2"|YJ0UW*M5.0GZ.EWV>
|K@|!|JAIH%\$G7^|KY:"2W@.)QM'1: M"B5P+Z-CK0>K1,80^Q6PU.>!5E?;&T!H!|SW
*+^#H9C7Z>_#&&=,*M67- M5'@)#,|T0C730^Z4;\#2#IU"/Q_EEN MK"FC&Q@A-
|;|!%\$SBZO K87;:M@.(F M?G <+"#5D"0C,GN/I..FL=*!B26
V"PS:%-8|VA|Z&X|2_@Q1|AVXG&" M46:>C(:3Q3C.BZ| ^?
#*&V<+B77R=3JZ^?/V_)|/Q_.|HS*LI7)L^Y0*G*DHB M D"@3)SS/5B1*|
<98J@&;ZEY*==C4E&C/'"+EM,E1\K6L177,1D|<@ M-2.@?
1EL2"7Q"311SDAF+%.4|PUP|?P*_;@D=;%027H|^R\$K.6.+^O+?8?YU
MDNY&K3|^+BRN0!?'MA <7()4DESd,HIXB./A 7F-&7E1X"G>FXE<2%1DNA8-
*)2GH^ M|A_&_831ZXB"/,=E8NA@|D|JEE4K\$ "V.)%5)&HT'!PU+G M)X_YU?
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=|P1&J(L6E=;/ M|^6T2YG%#6#PU&?WYQ-WA(&|!=C
8|/MXMS|D9_-3O*R7U(Y/2E57(E!&S)
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U/&2|*%,|D)DYGQM%#VFHN=O|H.;I3^/A_.; MMZ^
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D2HR8".A*6,71-E/T3D/.7(\$-DM:N?="^O%9F1|<&75<::@|! MGX:7PSG<-
NO\65H.^?'/3Y_>GTRO_VWEU?G3Z>|~|,NH@65DD'!|/W\NO6Z25
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ML_DP^M'!%/OLD)+2U\$=#DA:X%:+4Q)8)I#9+W R.1L'=@C:EXZ-0&;>%LA> M53?-
XY#1|*,%W;T(V0J+|LR&QIG:: MA.)U1)8^CU&!HU.X'%Y=?ISZ,>IC:N_P+VDVB"G*R
0+ N3@FL2@HN\$)VV= M2M8)O44&,C:+^P;\$.89U-|@8T9|M33:'N = MP?G1^C|
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MGJ|&UZO-SB#""\OB+3Q*&B7N-V(80|MOF""E126)@=EDG* VUY|VMAEE_;/W
M5D+)0_08@5*:(PGWXPJ|:~L!TEP_Q:3*=E^UP#E|6|2L'\$91DJ>3M6 CHHYI8QA-; M
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M+.#_|D37|0Z M77|/#.&W9BO^F/6),EGO-RDAGA;\$9+^65,1|K
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|C|MG.ATF"DAA(NS*,T5)K*".1)T./1LO/G_V'NW|K:.
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ME+Q|D;:3;NXJX"D44 >M)[9|8Q2OM,BY(@D!AU|8S.^F'|(*OF9\@B*O M)%D\$;W-
H)-*W)9,@7W|J6_01)X%|2.2 */T4L'4!N6:&2%!V%= >Z4 E49 M<4/)!9
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:; N'!R<:*F;N6O95NOM>WR_6_WF|1V2|(^S)JX7._Z9ZF/=
M%N|LSK!%P4HJ".RND;LJ&KPS_30JH263F?D6\$TR/6UTOI4YG<0;.1.1>85JG
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0%7|QXF^O-E M/G2J_@ORGQ'?=\$9RE89'T'/|TR+KF|4?/L7)5-4IR>#@
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M8+(= (@10?GCF83YMU7^:V&;6^1TQ;-X6TIS<|Z#(+ (00\$8JE?RB?/7CNZRC3
M:+SD:%6(U3_T_/(6G+0*:"+\$#-^*HW((WQ016. 0F26BZ|IF132-W/+&\$ MJ*,-

K;O@)ZLBZK\$R|Q3?=G*%=@#:V|%7WPY'O?!*J<0\$A82R=E8Z(R XY<\$5 M-
"HJ DFA@C<'YV'J>8>70*#0\.)7L1-5T +/I5T9MZ"6O;|W3WKL U+C?7R|K@
M9.\M!@LE2\$"\$DQ%0.PM.9IU\$<2GQYLE!J|JM&1;|G *_253V_+D,J|C|FOT MY_?
OU|NRHE^NUO\$#;O)NX/;9\$MG#%W'6C/:1LIDNM9UYD2I+!DR1"Z!T2H!>
M460ALS097;-J?W:L.9WOO&|0|BK5A*9^2"=|@*.K^4B!4*BHXW%NR*#B1|H
MD.#BP&|WEUX>H\&O@HI3!3=W9'EO_ ;LW^SUC4^56NZW!"J+03=6<8>I2BYR)7#@
Z!|DAA2^JPB! MB|UD ^*8YY:A.@)#CWTWK!R0@RU\$W5G&'7BUBOZ5;VY6H71K#
('OE^IOYC M5SV+/-:P"JWPRC/4X0CD/C4O,6C\$^+E5+|.6)1|: #M?
^7P7PNE20LH04X5| MM9:>)0\$|<1F=L)|=)|8=A(^O/C(OR|&\$R#A>E,|H|
|J\$>/U_|EF>|&=#J@- M^6AD\$D&5J "53Y"|"05F?B)-IS69TY%('XF>\$IQV MPM?
Y1EG(1\$ "W H(V|-(%+ZT&SRLK:(GD M)Z4AL/QWE?
S1N#F|2GZ,\$GN%Z0,UN@H5SY68C"M=:W1=N9Y#! QWSMK|ZN>3Z7/+OUE-
_N<%|ZF+7USEB(6M?20W3@DZV/IL+S2DOK
MY*#160U@>VA|X|H|A|T1@+V9#W.G!AYN;JB=>,Z?5.S7K(6*3H/\$4NN9:L1
MO(H<@A.)V9(DUT/8_!_|0-|H.EVO|J9"GADIOWU:TR7QK|7EY6|7BVW>CRGP M06@;:-
TH*D1V8DC-RI/^*0UJ7OOWE M&97?1E6K9G+K(#5_5#TY^FR<21|4+1"RV=%8Y0*0%
P+,GD4^N6Z'\4Y_\$Q MU|;9%-H!:|MB4%6E\$970,1<"-=&2)
UEP%J(WCH76/&9_LVZE46@8TZTT M1C5S1VM83^ZW'+?|_?
UX1?|AO5|H|W/RVNDP7)AOF,&5@-M6"+'(AO&,64A*A MH-
=HY9!@?|Q7GV\$GTC'0FE@='=@SVDW,.6U^('"%?|_3V^/PK7Z:RHMAVO_6+ M8
P3+&MR35.=S%"G|DJA@>X,--KG\$H/'!BUP&?(GR*Q9M.>1T@|T?RCC?7
MTG|H|W!5HW3V%MON|B%FOE#%"%(SVE8(&%%X DXD|FVU)9=#3^PA0#EW,;Z0:
M/|@6/DZCL|U:N^:_%Y7:U_!%)^|0P5*F0*N: 3.6;1%6Q|LOTV>#8+&E!FJ\$!"\$K7Z
MVE3>%5YG&&:ED\$=\$U7K_?Z/*S# 'H:5B9.49ISR K_W.6=&NDA,2S ;;;7(R=>L0-8<5
P, ML!:1F6""| #YE=3^N_W=%26OHM* @H&:/F5^>|KE6^T(' @|J58,%&44#Q00<3
MN@PN:;N0XL_DAM!) 'OSQOE%TNCY7+84|=U+WP02F%H:SPCE(|B#|>3!4-R8
M:Q83D|3>&C:(0F|2(H\$>ZS&/O3W;J&)N/#V<\$W71L!PY6+1U&I'P@-)DL#))
MIYWPB;?PV)Y5D< HQ0XK\$A@AY9DOIH-! HT%1<|X|IF!58;4*CV6'DRH|S*
MX,D^RSR\$^&13W19-C!&>:OVDNS@@?BHYTUCN,6: LPV:E F!_#(|11 C-
M)3.L_JB'^H\$>R|Z.N='.IM#GE=CEPD3-2P:3/*OY&@F8R35\$%|D);;E@AY!W
M3Y#8|:MF8!0"CD_LCE%!'|9Q7&Z0E8PV>PD^L5!EF&INT-)>"^U.1Q|H"\$W
MLR9V^ZHW.-6TROO;Y=-^XS;|2^7).CO|?(2-3'Y6J>|-KC*YDW9S9"2M.F
MR;CGR)2NTUJRK%.V| ^J&1B#448FI-2M.96Z2L,IS|2JO2"1Q52?"NGRX"Q5
MGB1.5X@43+4F*VJ7)1JCT&6#WX'-|2A:3D1J2(V.@1"+G!S,"5Y|^#8|* MJ'
FV/ZMTF1CH-,B339&CW.GR;YX4_N',UL'!>D(+EH/003QQ"!T=4DBF0Y M#R*_OO^|?
6/G="VN&HET|CS&@V_VK*CH|Y'"8H",TO;*8%VHHW7MH0Z0.7?
M>;&&UV4;5;%1BAV4 M%QLCY9EOHJ^B^10+F9!EP4H!"@0G\$^PLA!
J_-YE*NC(E70#+J, #/IUC'FR4 MLE;M)-?!"^|1KY(F)"UT!!BY2*KLW-
=K8\$2QKHH#"|)M>|@^4?EOXZYN5_TJ9|<(+@K6U,SZ|!(%+ #TY1.&)=T)|A
\$/VM|_|C4+|?FO,>KHP#J. M2Z%D99GWP@%/3I#I9QQ|(1EJIT-VPD8>6_>0_ =WS7|?
/1:;%>N-CH.>(9|K M;HMQ9IS0\$JRL34Q9!4"?|@D-1,^%|9:UU7|C7);8| #3,+8/D-
GG+UD5P M5B('Q77UI|D\$;5EA*4D6Y:"ZJW|X.?|HA)Q SC|&71V1|^<03;;D%AM3#"A9
MJ6H%K3URYJ3,4C+>P@H^2W+^42H@)Q_C'P|"(WO#UFI)J&4E<^87!##=*1P
MK3A HSG4Z18F96|+;UV<=&@=SS9E=ZYJR@-|JZXMV=2)ZS?NGF_%#
MC;!T3MQYRY.Z=U7UWFS<4F-/MQ,/\$_-<^E|=+A)^IK6_ ^JOJ8O,5>3J/O@A5
MR*/C/H%2 <\$|F|%ZQ8/EM"DQY/'_T8_>|>TQD,S<DC.?RC;JT.?67>|&-K9+03: #?
0>+|Z M&,CT|?UO6KK!2FJ(CM=*H,2\$Q)D'OCY>4G)|@/#|2+LP-L|M*B-
EC361%_*WO*#+T42\$4*>I,8Q>%E*N<|K_ ^:AW.%0),KM /0/DI0;=+
M82R"TS:0YR82.\$^_7 XFV*1,"G90;=|_ESM|%;K&<(>/40=<%J#YOTX'7*D(S-
1BN&5K: ^C)|HIWGPV>MHAFV|^EJ9TRD_RE:@7#!42R3 M:4O8)!B3H1MB0F?
4U_X=U<;IZ;S=UJL_NUB9=>|LV8RJ6"W 8Z^NOMX"\$ M(6!)"JU#X6@&|7L>53\$S;
(W=U;3:H.7/ZY75Y|> M7N)FLRB+B%^R#:4H|(J3V 12A&|%'4P2%&"5H
DFZF&D>B/PH22>JE_F0(/ MJ^F4TS?
6;MZG9,I|EFP@Z9H25\Z!.*Q0X2>,,%TGS8%M;MR<7-2_>FD)|@.+R. MT\$=O
+O^2TYT4G>D-C^OMO2OXFJY72ROZ%^3K|K;ZOY%6Q1ALI\$11\$#RB6-T
M\$%@=JEGHCG NVA!;ES*5=9\$)0*9H\$(V MLG.D. I+2IAE=#AH8.5S|P&?|))MIX"Y4?
1@FRM|,B6#&9QA=#DPE"26P,!+ MYJSU6>CPC^O|J7809W?8Z3<1>?WE|9EFZ(7/&?
(N39;I=H|D%F \$C!|FZ5+ M^9YS_TC3=|_|WJ-4|S_V_|U'RZF|

=I\$Q,&XR&P(^75\!7KZDS 4)MB:F9X M@+:/')#=-+*81N,GRJUCQO/DD)EH
D27ZS9\!8M\$!.NX"CEX^N<0!9 *->-! M(7P:'++22Y.S-||L7R^UJN;CEJO!1&NF%"M!
(8GH"\$'5MW_%:>\$ZY6%FX-M? MGJ?B91KUGRBWF;7^PR6^WVRQE!?!_!WB"9&^E!1
)#)DRD@.2)8,>#&"U=&= M*@(T9]_S-#P_2N7X>.C!-:AT!?
IQ>QM7',7U_0XO:Q+PMP\Y;RLA6TJHB(GD M1.'SY6IS1=KZIO-7L?;&?
N+R*BV6[P^'V#L/6N:"C&L)DAL%=20K>.T0N(V. MDWLD1.)?
8^GDAY+S[*R7\$JHSO"QW")4.#M"H#=:L"]T4DH6D2P\$M+E2243P
MP6F0+BKODLO8G ? R*7.^VK8(^H>>WJ<"(S>P>_+TG++VDW-3EZ4RFTY\^4
MN=+?T5T7>*7%8P9\% &R#;S6*2P1Y0 WX>\$O=/1J/95R5\TEW0%>_LB7JT_U
MJOT)2I&"G>8 I.5H\N'SI?3=-Q0&!WK?\$/KAE3/'_SQ>5^?YT#):.*=&2!O
ME_GU,BW^6*0KO+Q'KG.S&T9+-HIKH""?)407:7:-!0RR^@\$MT;K(6AY^DOS
M^G#GADYCR<^,HYJP_ = YGIWD4*500N:\$,A4\$96W^24!;J1@91:1Q3.IMRZ\$>*Q
M\GMBOL?%-KJ9_)3?=E>
MWRO:6.7>*8\$+8C(/HR3J<^3GEQ6+JZ^+IA^V^,#HGL;5C=<(O9E!64I-7
M8P+I/"^ZH.>2/>'R'?C9KN%RN@I7;>39@<7ZG6*BZSK]*J>JV"X/BNWF"=IQ
MP1"10f%:_B"U 9\M!W2969F3\$KKUU)?1BYPW57 N^)U'AQV J!&7Y!O3KR7G
M*7I6:35(D*GRU\6&D5C0K2R \$4IE6F/[KDHX&0E5-%,:E\$;+4(>OJH>QV+D_I.5U
+H# M^917?JTDWGY#\&_V>1%\$9%9D"3R@KZQXB61H!'B,(HL2)#+=
M'(KCUCCWJH4:;GW GN:ZCJ YB/G^L?U:K.YL\$45CH5!L'7PK^4!4',#EGS-
M\$(I*)&_.=R7OUC3WB\J9H=4-1U I> FOCU 261=I'&G)=I L8UPX!P:4(8B-M;BUTSO?
+MIM?PX=7-J\7>\$:+UUQ-QX-OM<7+J>WQ'#3QO(JL,IYRSA\I(4MU#<>
MH/X:H,O\OG[XW5DCE@MM+>=<9T 3+85YU MW4">K*
(.S./=D_/VFS+\$"Q9E,I(G,\$*1B8IU\$& P\$8*4I20KA??-A^@|N|N M7_S:!,,-U?'<"X)_N-
I>K?-=@;SZZU->;NA3.YN_7=T7SQGJA8]?U%G+B1O) M;L)J8R6\Y46#3&2+E0R,
(AB6@3LRF*R@S?<+?CJL-GL-SDD^IH\$2)6?_H?% M)N+E_Y-Q?:%#QA"3!
JHMR%@D3."+HNN")V.+5.;&ULU!#9;=7WWR"#R-<3&G M4&,'\$?
FX+?],N#G_GRC_S3:KGJL+GPN6C)B@\$9JA/%00\$7*!C45G'%M\$5A M!HU?
G@RTJU<|K| Y>QYSID' MU;KH\B5SOO"-#LF1RMK;I;'!W=8-
Q700=B^*/35+J04(J0H=02&PD\$;4#2 MK&|<="&4XHOA\TJ!#O-!K^\$06
SG8/MG&KHVP#^G+<7.7(ED?P+9GBDL\H M(Z@J6*PCH16BP#/>OK2B01BSG6-L
N\$W>Q*?ZM7R|<^_OGKQAO\RXMVK-V]? M_/S;+3?
@ZV59K3|>3QIH!0Y\IDMMWQ=/V.64% 56!Z<FTK\$EQ"X5M(7 MKY@/K9\9AJ^NOR?
\$>AXF**@J5+ZN!?!O\X/^5-5#IOJ/O-GNV\$X_[TK5#T](MWW6\1&M#S@4J4|?
>"IT\FU1|?2D^8E5_%QP M_? "6;SHR@G"2FT02E\IP#152T:?
029.;)2/)\^/TL^?!\5,+G\TD_-R.P;R M3;4_-
_ID_M_Q>5BF=^L!':VG.C)AI(O.,KM7*/A=7\5=Z'@'_L46)HPCT#,GZFM0-D?
B(">%ATIE M'V5N'8H\I)1Y,V;SH:REACH VDTATB^XWGY^MZ9M8+QA@+W\7W:;
N:\$",,\$ MY!C(I;-1=IR,L/-,9SOH>OKABTT@J*K+.K
MU6X\4Y* @9=\$Z2I;+L\FV1*M!P= *GT_JLCA#_S;-L7I2PN%W4#KY;;Q1=2
M>|FE"BEIR\$DI4)RVX02K?V5%"^>3TH,Z.)\8;'OXZ_W YAA\KIH*MP/K\MN'
MU7K\+J_?I_#|AWJ/^V.C+>BMDEIL+53\$!L=^!M8KF3Y-FB,J\$OS9IU#"^F%
MWJ^MT%?2(HSU?6U2Q6&9) '\$&""J9 T-J"(GF11UI2;%X_.!29GYH/5W) M3\F"(EW
)PW>;NME0.4;!\J;2\@ Q=Z+8%=GEY><;JXR7_UJ_ W"Y(QE\<JOJY)FPRDF(
M6.JCE0H@W?0@>!U9'X*3JC5MSZ@%|C+K9-(K;CJ5S?R0N7O>N)74#U>UK.#%
MO\751;";YD%D-ET-4-(&XDL0BZ!Q%>4S8/JEA_JR-RD'S/<22=(MN3_#\WJYV)*X?
KE:QP^XR==X.V?2_K>A\6G7_*ZTKWB^WQ17-(^!0 ?
G6L1YJC88N86Y.CYE,U"0:ZLMNU00\|^5V<6^3+_I Q>7U MR\$6?T*(+
(+0SH!QMTF>N(5.T&J)R6B0SWI(J=EYNRYFL6U--=\$9R&HY/HGR
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/=Z5\0E_!\$J\DG+:#_FPBL=,#M+|A6|? \$0\$NVEW:A2G+%6'>D-MXW7O2X;
Y)\O@":0HPUN(3\|^3Z|>SOV^6=%I2O2+N^^(PL3\9DSQM84ZJB-
25DVT;\$\U\H\ZYQQ^&3\|FB MM7#24\$"A>TX2ZPBF2XRH\|CIXWYW<| MO)(6KM-
_Y7JF M2D)-R-94TP^MI2?,C-?QHY Y4N!SCY>L;YR_YC\6EWALEN^O4X\$ _8%Q;-:OM_>
MKP77,3'A2VVVK*2W3B;P*A1P0N?"C8SH6O=<'I'3W YW1DY6=(HN7F !FI M>
(X<0898>P'5S+O;7.ZAI^ S!'B\@ TOR\W.5+L ME^HV;JPDLU8HDQ,IEB(_);0\$|^M
UJS)_EI7LFK=BW-@&7W!Y1CMKMJ*N@.T MO%PM_!CK;>5\$O+,)YS,Y%YE#XMJ
4H+1%>UJ02WM1S.KG6P\7O'@0N:JDB9 MS.GB\@ S^P37W@=36J 3B! Y*W1-
:W+&0T)@)7%40@7.3M.WMW!YB6NUY\H+|H^8FU&=\$Y#0D-A8TL1W

N&S".Q<"S\$HZW)EAl;#TJ MO;08*ES'?L-9?."D*QR# %LMJ?32#+\$+T&,M?1 M8@Q,A-
9=QH^OJ*?8NPV:&FJ@GSFH!;?|V5?6,8%=-YH!=-7ET9*|TW6(&E+
MBBYE9X>1J8P,P_??| ^D&:P.9HZ7;*2HS?C_L/@KIUIL@|S\$C9Z*|U
MCUAG&ORXJ\$ _;KTK)<;N;?/BE/./IO%|06OX(YP/+ +|&EK50DPHF6EK*!2%
M9HHS1<"FD\$TE)\$; ^2R>.3MLZ:+A1"(/,OR%T::Q')|258ML MF8YK*\$;I>&@-
Q1B!SYP:_Z/|O+S|65-?VR7GVJ3Z1YV*9_F.U6&|_DI9% MAOC.@VG4=?QB;3@TE?
XH) =>F0S9HA&^,(:/>\$8C?IJ3Z Y5LNKLXB|.RMT M&Y^\$PM"ERNC =O|O
IRW%A"EEFJ5R,*TA5SC7B#/FFYO=V|=)^|.8/W*?^V MG_ZI3/'|)OTN8MG'(3?
O8C*D:+A+4+RB,+7.AO48&#CD|7E#I=Q|=MO8-?9D MMXX\$QB.)^N9:Z@2%|P;M;|?
&P4-!.K\$97&6O55*1:=IMHB4A#FJQ.^/VFCZ M\$/7T"GLR=>T0.)&&.L'?
@^=K_U9S|XAIKHKC=4|).%"ET!;3U."+UN0X:%Z: M-U|WN#MO-CEC@K(@K.2@-
!;P8==AJVS)COSC M^R0QTUK\$0XNWJ4X|(>^YQ!"CY4+: MB9|WCLA/3T:1-
06|FDF_YW01+M;_B9=7>56^Y\$?JOI>K|7Z4#VZ_!^=F!8Z MZEO-TC^G|W3:-
(^VUB0=D!|E8YV#E"A<|#63F1E+1?&LIZ@W:9_F^2+\$|SY_MAY>@W V*%F4\$Z;Y\$-4!
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=O&18K2W98<4S;2|Y= \$G3J(%ERCK400\$M7)F?!@F|=YS%F M??/F(X%R,DTU@\$:
|S@V7_|XKT5>TZ(^?'Z3_|B7U_Y-S%HZ|T!X(WK|OOT40K#&@C2'X" M'&+|5.6T?
4Q=7IRM^QDT7<(GYO#Q3!2*"1S|0Q(+ #HR"%YX M2-9XB4\$7JYK/#7XNG\$BC-
#R,\$VF,N#L S6'E, ME&)3|7'7O)X(+P5X23Z'=,&
4)-3D@3B|+D3V3;NH#V@:5T|GQP%CP|6O!XG'*>Q=B.
MMQ32;G&92*:OEXEVG=,R;TYDO1C||^V">XS9S|1%C &9UIY|"\$XB|)SI;06:
M7##TAA=7N)ID.N%YN"JX5B\$HS|'K".Z.?U) MAW|5C!%U|!?:P3!8VJAR\$ P2ED ^I66-
+4@F;F:ZE3:IV0.?J-Z:Q|%;.4 M.^1):8RD.T3+/K)14069#/"4: ^|=TC7K%0>>G6=&
<9)*Z^3QLWE2&J7A@4|* M(13= 6@.<3|YGCVOH+-
@=;%|0CI#@0E@1F"VJ'PJK8G9GPO-|BCM#J#9'B/J M#M!R^\$7,N% XK_4VL6:W40M
36%"5,6RQ%4RS1^MGP_-|BF(.5W<'6#F_NM8 MBMG:8\$D65M8YL:Z J|TG&
7J(#FWS<>\$ />:|5-PG\$W M.^#: "6>M NT-7#7O?*"T/9>|;(- "9V?M^R|O%:OWU>+|?
%G_|MZVJ9Z_-|M+B)-WJ^\$9_L M"2|'ZG; TJ=I7Y|!S/#:SXU| ^?
JX%92E@0+ZR\$40UM)MD"P="31,1FT=U:R M-!.3WQF'F_G7/!I*>-.X+(/#
(L61GDE(9%U|J5S_.|X FN|H.4SJYD: 8|N M"GJ:WTRG"&UF??^?_#G@|K|_W@D?+U|L-
JNXV/UEOZGOK_(/:ROL,4H|95R^X9G=>NZ^O^9|7VR|FK2-
Z&O7"7)/EWE0";Q!"|P%SE-B MY*>% 0AZZCL|\$6LVN,J:BO5HB-#GPZH!2;/W!7|_|78?
O@L|&>"<+ _?UQ= M?N9WH)^U#|D"6A#JHD2A&"<:UBW5+D,3Q5?#7NBSW18#8
SD2BGMG*W-|5 MW=;'|A(W\$5/>?%_Y^>)N4|Q7*-2#|F*_2XZRH,H0*P
Q3#3+K6"6)).WAOG M)#| "4,-7T!,1Y@0 FT@5SP|PW|WLTD?),|;YE,@IA,4D*7IE"!*.
*+:VH+ A M+M/Q*Q@\$./-W!MPQJIC|"7M78;+?|VRW2|)/Y%#|!I(D\$CFFB2)/#BPZ&PN
MB|T'O(\$|.2'!L"/AOXM!7LS"AY24'#/DZ|/@<_7*|6BX1|=NO=-;_,_DZ0
M*CEF+ARC:W|'L4?X1R|YI&AJ/S@=C?MOL MP3X|^_D_8%4S?
|B574F=V"0ZF!EI;2M|VX2Q*"2@6U<\$.<|J?'F^|_LJUV
M5Q.+>O:'@!|=VOZG|4|C>3OKDR5%#X%A|)EVI12_.07+%,A^|_#8. Z-C8J
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X*93.H(9>TJDU@/RO?'FY^0'7|UO'QUQ|QB\$MQ;44"3CW_|.^XBQ!*#E)SY)&|_4#Y^E?
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M,E,*OH,2YWO|J06|3DE;/-<@8N%D"&D'SO&:S5->J&ASB:T;|Y=14|IU--+
MX4^43&UT^P34#E"S!VEE>J# #GW-W91E("Q")*+*;H>(04N.0,I
MIZ"D\$2RK(:5>#WZ@+R@?,RG&K MZZF|Z|2KZ0S:Z15_-<^|W|2=EOV<7&;,9
+9U\$*%,P,(C,X M%GB'ES6?73L'0H8 LH&Z9D;BOU;,:?+G/HP0TR'R\$XCWY!_0E\$H|-
D'DL.663 MHQLTZ/D)E-WY9(<(:J'2U>GRG1D6>PK/M^75_USM(LCMAU5ZO?PC;
|:5P'_|M;_--.\$+H):B7K|^MZZ+ N+WMTC:"VY)2!.917Q=MAV0YH%3,F<(BIB%USH=^
M>SZ@M-39JJ\$.WBY?K'9Y.V+2 +:+'JJ&>#8MGL*22&((VL,Z5D?3.AC3_1
M?.8E9M^:1NS0.GJJA3|D)7:RI#M\$R|T!|I8^QI@%9BV)!;T |D)G<1B5=4"D7
M(5MS\$OY>R;R9C=,U_1DCA#WS'=,G79<5I>+U2|7Z_@!-_G=A_7JZOV'EZOE
M=KT(5SLQ+=/^O|YXO|Z|40HGM<8E?".=LJ2!R5S %<K;|5*/\$N5'2| #VI=/ M6T5?
H#H& ZM9%-*!O?K:AK_Y,I?#"|0&G09;GX|5|)RVX3SD&%&&PJQJ3@;=

MP%)ZZM)IS8\XG+Rf@WK)?TR^8R_XC;O9KVD7_(Z5C6\SQO%K&W7=
Z<*:Q(U"!;K\$!\$K+6M:)&7(N%*V4+))@AK(HG+J,G/J03T'9N
MG71G\E[B>OUYL7S_XN/J:KFIP\$0!,MWNE9RB)CE%H' V6D:C*N-2Q)Q;EITJ
MMIZ>2B6G,&LG2' N)Z6;L 'L,G'Y";MDP.T1N2@"HP@Z@S\$4"RDI_A<(G#D M!ZI9.-
TBM9=L)5&CU'Q>;S6KJ>4>P=*&LXIYE#YK5T1I: M(L7+@E&|7&2)P7M4; 0\OU\3_4"
|2!QB@P\N'NJ(-Z6>|6;^-?BX|7\U;K M|>K/6MN)G^B_#|?;
(W%*2%!B!J!,L7(HY/T5W+V!->TOM1Z\N8I?648VMS M-
TVFG0Z0=W_&9LPW=ZX4DDM.<8-#5T#1GL!EDE\|)6#OS+I#_-JG'<|N6GE|!
MI_!VCHZ!^AY+!*XR#IDKZP ZROW2*->3H 8!*+M5,*_7TWYV0\$/:;>GMZ9 MVJ"HF?
0|0M+OR\5V\WKYS98^7P3/8DB!0Q2RDJUG.AJ%. _":6<8Q0+WZ5^: MP>G:1?
7\$%=-,64VWTT+!INOW\9W%9"C6,2PAN"@ZF4)VUIG,HQ3|J!2R,5+N#B=W^K6\$<\$9*.C
*|MR!Q,9 JJE0:UG!0MA4,S-&2?>R6 G
MP9%QE;80H4VQ12R|||.A9+4PJ|\$^*SAT9BE>("S(#R8EL-G<%0LP!8E\$&
M\$_<8XQ!RX!9CQ\X G.-8O+04:@?.SOUYO;O+W.IDE9\$"F/8&E!:\$<98B<,5S
M0&3&^M8!XJ%U|&1I3G>,3Y9TAVC9TR,7SJ3D'&@|->\$G:X=[W87Q"HU247L^
M,5YZ<(M/U_3D#E"W!V YO?EYIJ&OVYC?XL:94JM\G3>TA9*?25E*8&.+CK. M!
43K1%S8!E|P>48|:|BKH#M+RYD^=|R!F6JOBY&W5N: J%\$"E-:0Z:L|Q M:9@?
Q"MS9,Z|J=W JR<*.B96U_-Q>7|:P.K8_R:0N.UR|Q8&2EO*Z-E;(:
MWN*T&I2:>J(+|_)GC_*=CI=A#XK?CTH4)D2>!\$B6"+2"\$UY31BA%&I.*
MRB:UX(:Y|GYFDB/5-9|=1\AN;EY6Q;+6NRSIY5%S#%I=(\$7\K#)|L'L08 M+'?F
/R<:PL=S\ZL|*/4=FJA?SF5OQUE==^4),+7A"|(7%7WUTT0O D"&U+
MB9PVK^2@PKNG%'_WH_/<^BKH/OT|XB0)=X:0/9."CGB#.\$VKCT#D"!%W)+O<+
-8T15"44=C|"ZW(E&9% MIK1X^FNJY7J2F|Z@_OU"OH!QS'Z7#43;@?
0^"&3L/"RAZMEVKP)V 9/:>%|: ^;(R2!GY;@|Q>L|43F_1\$C|YGR"8BJ*(\$BD|^+ZGZG;
(9) Q@NX +\$|- MIQ F8XDU?>!!95L)?\$*"DJS!+&-QN75,_=PF@XS2|C)
(._%WP&2'NIWL2G0 MJG."8&H55)8:O/:5|20HYIU46K1.SIW"9716?
MEV==3'R;L#V+P9T|Y;>\$BB M9
XYDW>O?!W#\$|!"#BS8KPZ1PJc7QXYCU|51%>R0@3FFN'J.=#I#W8)NO|4F' MG LX:2-
%DXJ!5U9!RIZL?>+>FFF;/D8V5Y^=L^@41#61^LQULU42JYM3|2*E
M'>|A7GYS(.HDEM75JE<*/=>+'0?OYL(5AS*I")|S (HG";77ES;-"IHDH\|J#
M!L,>OX*>JA-.0|09-=&=M;I'P12|EY=G5W!T='O#"D#1=Y612/KJ)Z2". M(Z.
|%1.ZMU@03'(E?(VF9MTWLUOW;_%7M)-Z0:G|Z\4J443L=+2R|/ 9 M!2C-!6
R'J+VV1HIO,TXT\$(|:V>7H|:V**FTNW@EGMP/|7+X2*Z9'-@&;BD-MX)2\$%B (2_Y?
+1U5B7BMGR|;DQ^?G?&H'>*::8A3P|0.X.*
M.@7@|ANK34H';U0U4X"FMBWG.J>^3DRT6?&BDDNA
MM\$X@|W88;|!|@_Q|1778<0Y:)/U0GA'J-M6%VFBR2D5E)9,%AGSR3KP?'@
M(41D3G&#*/6_*|C-:H9A|5D|X<^DHF:@;|\$|26#&SYWO8G\$9\$>/"G6I\$-/KW.
M:0D%HPDYZT 8X|+.-)9UWF FQ;N@#)+&*:-<(!-|Z%@|"(8:PMHIFOBJA*9
MUZ%719.&C8TA^"JH> 800\A%|PCZ@Z\K0,T:-\$+GX.-=!M7NZMYS3|5VHM0
ML7#/E4JMW:CG0"@X2K%/\$PJ.D7)W.+G#090T!|:X M1=VZOO?9\$ J.TO%00L\$Q
I_967YQ|U*_1G\$)))32D*L;38JUGJR&#/DE*R2 MV?ATGS7EH.=|X*=
|40^Q^EJU\$|XS(P*T0<>05_9!9P:4HJV%5&M6&5G=B))%
MGP;@XN|!|@L9J84>@>7T&%RJA2L1RO UUE-RF=7S6VDR|GD1%%BD;JU;_L|MB-Y.
<5A.EG2':-E7PULZ/AD-%|3DYG-9\SH)P9J8:RC@W>3\$@#VX*Z=K>|C1
MVQAO=P":0^QC6:1H)=G@%.L8U)PXA!(!+:041*%#EN|/4_O'\$+V-TNX HK"
MKS8*R0N#F"i>/3> TI#!C.26.YF=Q4'E&|^+O6N4LAY@|QHCN;E)G+YBGPI& M<&
<<@M>JU.%(H(CP"N5-?W_A6CMH:-+Y|?>-4IE#|)WC9'?W(K_BGW*8RY. M"
255/V'E>|!#L"X4#D(%0T;Q/?Z_-B|CE;|T?+KP!-|*V)% (F75'0M/N1U M0+
|YD%+Y!|Y2,H:4W>\$JSZ%FYO-JJD1|G|^Y@|FC+WABI=X">-W=J%RZR--SK)* D77DN
M8|ZF14)ME+=.I-1|LM?=[_?THM4&)4=+MP-D_)H_X>I@Y2;?UOJU MH%|=%-
H@A,|UH=YP,\$\$RQP2_>)Z\4BP.@|>A'^NR|!89|>39 MP6TTN'-+
<&6880C,,S*&J!*0::R|S8P58UU18MJV|Q|Z<|>LMG."VZDE>|0 MJFC75M'&99EVH|LI
C5.04!6\$|P%2^ (B3UV\=G(_W=D|_-LAKIEF&O;3M: ^H M?KE:TF>V"SI-UT,|?
UYM|P:7M;S\4RTRO|Q|^VE'X%:N?7XH2JQ3YQA|,6
M:FO+,P_1@|@F%7"A>V9LP1|!;.^:JM2(.&J+09:&V"<|D6MN5(M+FM'+@LF&@
MHB.YV2X+8(4.SJJ\$.HX# 2;4VWL
M2PI3ZX#_.11JCU+L@,GO(Z3<'4|NU!0ZVDADADX-4QE4'9_GG4G@. 6ECB6?
MAE4I_!T+M4?I>&BA|AB!SUVHS34|?GOB5XM"INR!UTD!0RV6!)0X6#0%6Z4

M+A2K#JG:~N(I/0'C6\$VN)A)K!/:E<,U@22PS1<\H/=+*D.T3+S6%2)F2;:
=M/(DE|=KV|2UP(5A(WD6I6||C>3/U MMV,T/*S^=HRX.P#-'7-YIRS4BA2C;
(*6SB0H56KI&5W7O,2@9 Z6-_=T#RZD M+|@I||"TCA0HTDTK6TS5|+@*
M|Y@+YW@9H#X?4FAJ58EIB&AT/5I0(-S24-1HKC@/+K08JYF9U6XHY3U0!7N
M&,EU58R9I->&&0/2^|K.1MIL,%BS#~R MZ|M>"AWD3!96BL'J>MT"APX^3='6SN ME
4*BR0:,IN""|NK(D|%-@|P|5Z !Y1G9=>&>00#Z/JPOR3H;9(AOI*0)J@ZM6 MLN-
>.T/Q=OE08W\G+=ORSO\ZZ*DC"4INZMX!H5WLT6M!"VCR|)+\$9I/YAR
M43UY46T@U58/0#K^YO/ K!8XC+FEZO=-D-[N4B!/*E\$!X'9!\$HF!)2N@ (O%
MI4PA2S3M^Z(.+J7/NM'3|K039=X!|=, @-)/S_|TX5;|OU9BI93=W.!2V6<1,2 M.*4-
'0,AP%D>@ X LRRB1VR=GWYL/7U6AYX"HF;2|P!)#SN 7^:OW_\$!!7/& MVVR@|!"Q
(=/@O&3 3/+2>I5,F3::>V*!?:=%3N.@GZJ?|L#W^O*O#U9.M6KM
M.M!E'(6G*UV\$Q.K8=D->8T8015IKE/4Z3SM%YL"B^ASFT0YDI^KAA+%G|VO;
M^6ZJ.7JW;N/U'VO7R*|5/BZN-7;WF%B60S!;_)3V">3I3FLK|J,3I?
MPAH|9&K"TOOH=&C',0@|GR(ZL&^ ?2#Y|K9R(8.D,,?74DY"D%4|!"=MZ-@4 M8Z-
'&75LS19Z^_5.!VV<8J&.%&VO)NBW|7KQW|?|>5MNNYW>K7&YP9NIS(@A
M9N|5%5>IT4J@:,442,R;8!)J%<:W/H|;PS @/8NGHJXQG#|ELCS++0H:9/
MG19D>F/@Y&2R L+*E,C|+-+|Q#@||H9|!%@ X|RJLXXE"/^4M?H?+_ZZ|!*=U MN!
|ZI58|K\$^NY6!:9IY1EZKS*MM M|_|/E@P|;-#OUVJ8_0^I\$MUC*@|+0/|:-E\$*ICR %S
MHG7:,O|4.@6%LV2+2-JS:6=|/FE.DJQ3W>ICI%R=SBYTVKGA;8H4P ?*BV2
MEPC|Y417HJ&B7ZAB!S|U6MEK^FN/JJO|6|4RM=#*2-XHPV\$+\$4R.2;%|I&4?
KQGB|PK,Y6+078@>EX:-*54I M.YDC0LDFT=E2%.NSH\$DL/
B1+5W>;,!=|/6O|@>|X|6U:B*Z'FS)H?9M1FNT M-K%*YV!!91_!V820@|8|
<)N#;:9T=/9H*X;R=J2?=/J=*ND.TW!R=:!U94<4@
ML2H,56@76FK(W";CG#,"6Y?;/ALJA%\$:'D:%,\$;<'8#FMV^F8U4>&J%+ +-C
M#R;S"IX92Z;6T%WL37'E=;?C-XOH"RK':/9^!O,D,7> DX>2'M*AYJ)>IM90
ME)A"K%\$B7|UCCA;>39*. F^7I7,PH!:M4M MCQB0>16;WTMW0|_3;TL;E!PMW2XZ6
^~R-CMQ\$N,48E\$@G"U+-95NKOL@4?N M7 JUB|)U^~I#:^DI1FJ#F292G_DYY=5?
V|7R_=5B|Z%NY'J*QI=B?A:\$*UDB MB!H,J-
H@@|J(8D(&%|!OY7'OM&3HW(-*H*LX/|YD=R|S=O5IM-
MWKQ='MK8150^|2ALHJR|_|"IQ2F,OP"HCG70QAM0Z<_CDHOKL1#W%RK350P?
MV@_L^37CY:M-98_X9;WZ5,N||N;|"I*,JO/05:(PP5LRG9'V(B-94!N%H__>
M&%/K;?/GM13X-1,^EU/C/CQ|DSV7?4+K9!10ZJ GE9T!G\GO M-RJ4+
(K@R/*D2.DAXW2J;A^%RA&"|@ LO^8_5I=_5#Z0KS9SDQ+16FEE-0.3
M2AV6ZQ\$""2R0F%71(FCA6M^TCRZH)_@9JDE:+2LSN61@#IZ MT-
)XI31=V6G;UI*.FP5&Z7APL| (@<^<2MC-95_A|MV?JW|=+1-|_*?%Y27I
MX|96HK8V2C*X45E>;:4 7RM80W&E<-2%NWLYRX/9A"<^TQ,LCM7C;AJASC|R
M3.B;Q3_N?27G1.0E0|0F@S(L @DO08@^9<9R<@(' &7H|WJZ?|H@9A(QSPT=
MN|_2_CSL1S,4+),P 8*"1A(2.78A.(3(#F"\$>^OV>'G|)N|,!FE5H%@79*CRY>F;|D+N
#2_+S??|I1*)0#^@@| MT3VKG-3@2Y;=3;4RPM9&NF|0/+Z LNQVAWU5;4,WLB+U?
+S>IRD2HO^:OE M=E'+Z:Z|*FFMI4X(,;\$^T.50P#N=022G>,F)H1G4H?
R\$4_+0|WNJASTM(FDB MX0Y1U%A'07U!&BL?;.!<)^RY!;%H-E01^!DS@NHG6:?
@,H18N|H MI>N_%ML//|Y^>6,7<|EL43N?A("5-&.*SA8+D(=#,+4_P|F_+D\$|=7'^@+
M"L=H|H&7K>/%.'>@NUIOW^/^|8G4YNWRMGC|^|R)Z|6GJIMZ\$AM-
|7Z&5Y'8N'\$V#FK->BHB/FIU/=76GW8UG4\$|O>*O/CWO M-W7'\$|R!29\$M
H=;8V%2J&7%2!W3%/-WN46M|G(9K2SI K_|G:I>UVGY8I=?
+/-)F6PW|M_|V|R2W.V:E:%&4"X"Q MCG+1P8"S(8\$U17,=\$)UI8:U.66-/
^M.NRS/HF9\$?G0/FL)OJ>M&*R,G, MH.K4*M08P JO)5=2"IG"=CV^BOG,V?
E0L)I\$)7,3|Y|?6?RP8VYYHP,O)0: M(B|4SWB1@6(B#=#G*6J:L:&|#ZJ8._?9|0&FILU5#
7;P.OUBL|G;%Y\$M%GL M5%'/AN3!^MJ?EU#6X2PU RRT@6CI^I?
HHF:M&1\$/K;.GV9>G)|!.EG2':-D3
MN45K!7I/QT;K6@586|Y%H?.D=&41B\$&W9A(ZO))Y,OJG:_)R!PA|IGOF%|H
MXBBKR|7JEZMU_('"_.|#>G7U_L/+U7*|7H2KG9B6:?)?7|Q?YUR/VXTQ|;C#
M1F<2Q,J8K|C@X*W18+FG.+:8F*T;_40^07W2G!/ MD:SS-&5H;UI*
<"QE\$,*\$D(64:5@0=F27Y%/K MZZF7Y4A
#&"B;Z*=3I'W\$ _Y5"^R^W90Q@N)4,L&*!5>;W|D8HW=@7?:2S+\$2
ML377R)CU|=03,OWRFFBG ^0|2'\$:C2H:FQ/0|09-=&=M7J)Z_5GVN#-
MV4%#H;77'DJ*@97T1M-=?2 M-)U6<<2?
98%U7B_IE|D&UZW|5K/PZ<|4Z:2X=DHKB+41

M1UEOP.EH0:>@DN2,"3\MC^!CJ^LID3P%XIII@MB\X?W\JJ43/?_'G.\KQ/
MB1<=P'A?QZAD!">+!,F254,\$P-FTE^<3"^PI*30U\DI53P68@14M@4-H"9D0*
C\$&9>C":Y\R/Q\INZ(1*490RZ9W6+RGS&+T/(64>
(^H.KJ=#%&P&K10R4\$Q1DV""^,MFC M""72F%6TRBA%Z_&.1Y(9GI64>91B!Y
9CHR=SBY4SNF<_C_V7O3+2>/)6WT M5LX-1'?..PUKG#\9E-[TP\\$_9^_3Y4RN'2-#J0J*E
IN^ ^B\J2I1HH.GA?*,4W MA;U9NUQ0H(SAR3H)(=LKY/5M\MT77L\T,
M1VGO@0*!439@26YMTM"4LQ;ECBDS.M@2X5D7\$6\@I?H6)/T#141H>UG%D
MC+@/_W.WLY&_L3P\580^6_)56'U-SA&,<\$:.87*)-OC%>CF,\$\2C-/CF">HR8
M.^PB<9FOG'FTSGJ0/JV'@V7PBI-\$A\$Y1,CL.J:"AWWV&CEH\|MCJ\F\$NX0
M)5<[AULN)&HH:3U\$S@7PN;V-"85F;+BP^Y4?J1>(Z,T.ZS7R!@Q=Q3N?-LD
MPY=2>.V*H4QMDJ&CH\T4.'U1HKB2DXP_7J^149H;U&MDC!AH?7P>*^"@DR(
M)!*0Q46262\$.\7H>J4XHHI,L#7H0FJ\7R\$'L6Y\!U_.\WB[X%..!X9\VI7:
M@#31@XHHP=EDUDE+*IN(J@QJ^?DW\|S4R"B\$[\H9HZZ.>HU(Q4WP*D,V8MU/
MPT-T9.6EJV5;V@=76C07/LI>(Z-4^D"OD3'R\2!.O\=>M#:G\|HZ(.H-'?*<M-
E.*!D1MDA^SB,*WGHZT=>WU07L^|G(5N+.D.T3+9M_DQ+13DH'!:\$%)FR R
M3FZF\$L;ER%GVK7-HCJ;V>I2&A\5>CQ'W<==>Q^(IS""#3';9U&\$=|V/"A"+M%|7
FG#G9?/O4GL\|@/M;J_ '*.28.VGE8+UW)D+2GLQ\2&3R-2,^@PC&23H'
MACV&3=U)ZZ\|M)\<_!0^Fj;X\|0G+98DE@4JFMG\$5D1Q/78"<1FVUMUC"(*_K
M\|A):Q0*AG?2&J.2'CM\|0R2D64&6Z?B*-F07-#61^L1AV)T2A)1(\$:227S#47(H7/
|3\$L*H-MG\|8?A\|6<>UJPR27TAFN&!03D"1'7P(BUAL;KJ(4.;(|/8\|NC=6V)J"GUY;=
M\|0X/71@JEZ.Z0>6)7,J\0B28>W861Q\$XQ4(PYG"#6W@P8\$C,G9;MVM\|>!=
M1'8Q:7O33E=F\|LK;/'GEP2M2U^M/EQV=!\\$_1<1?1)EK'GR"X#P%,|DZ)HOD
M, @_IY#YLM9ZN%EH;L"82\|@HSUYR\|P>5LD<|R,ZBB=J\|KM812W\$.,LD\|@B2?\$
M\$O\|N+N\|J-Q9L, ^ ^6T0LHL\|SC&'FWGQ3R)QP4/O(0(*CD/|@;@CS N5C.)2
M\|9W\|CLW4SMXCXYVG0<.TC^>9FJ8O;9<"B\|;MVVJT:D)@-WFA@3K)1A::Y3 M-
5/C\|@!UD@M'3>\$>?/L^+X1.RUD I6N;.)!\$T1*
<5>%6X\$RD2@EN7.!Y+CY"A_4XV6\$J+MS;|8I"\|H6X#"L\$Y\|(PZXA8A>@S9,!*|LYKC?
ZC3'B\|C%/MT_MCY"S&J*JXR\|767XD&Q4+U_12B0.2X)YG"@_W.RUDZA2A5CH>VN-E
MC,"G3K+='.=7.2OU-25GA+QN#BI"|="|2"14M0V.V\|\$|\|Y_:\D\|*WU=*B
MB;_!U, @LGH.GLXY2\|!Q4L.EWAUZ'AW'D%"+";T(6L'+RDB..TL M<"DRF>;A6Z=
<|AX4;.:|DUO;(:R99B8=E'%/SM+'Q?)B\|K\|K36W>=&WD)0C+ M0.3U8\|^E8UO3-
@K22+1DW:4=XO<|M4Y/AJENB&DNU0\|L4NTB>+KI(GBF\$E=9
M204Y6PTJ6PH0:F8D*|H(3"ISUSRAZ\|Z?>:@|F);MI9NIX^1+T^>O3MY=S.(
M\|6\|+)|8?UY^Z_ =OD@_IM\|50YE09&+Y\|^|FX#*6)GZW>_UI704\|?|_FYBW6 M-
ZRKW\|7X^DS0WD)9^_30G@*%6A_O2)%ZR:D.XN\$Q#\|G+>FJ='AW)+16ZV)-T M.S!
W_+S+YR\|_W"!^=D7^M\|W\|H#S'ZP4S:E='4@MZR0X(D@^U*-"GEJ+AM M_?
(WEL8>3=1NR#N(MG\|8\|UMKL\|9\|EA\|P\|JU5P@D.=MT9GTMR\|1@+\$\$2V M+K-
2LE2'1._\|Y\|IS\|9&G?55@=H?%L5=?YBGA8?|=5BOKAB\|RS\$K2V"BH
MH:DLF0*+G"%J\|A/M;M+:Z_L(5JF?0?8)\|J:2+|\#%'V\|2YXO5A=G2<2"O"!\$
M"E+KV%U'6R_2\|BE.G@5PWK\|5MNT"F.E MYB\$XW\|HCP\|43GT'L35J\|K^?
VKO".CCZ\|G'Z\|V=|15O\|H\$|_X*_+>87'U9G M/&(D0RS!:I%Z<#
_VT@JD3V7AGN^E3@X\|+=1S;\$ACZ"\$9QZ9 MX28K0"9#;<7.(&3)H5\|V<<:Y4VXJ.WA-
Y-2W%M.@;|1ZC@Q_ORP^K\|T---\$E MT)\|NV+"0" I@D5?M<.!A2I
MQJ:TG:2K38P..*LSR"PB&L'E"4:N6ZU^_27(CO#ZC\|B/R*C=F:C4SX'A*31
MDYM*HO0:\$Z3,BTS2J*C;:_K#;)NVY^8\$1FR4,K8'V>(BG.\?9+_A^9\|#/|)
M7XG^ZE7+/QV*3UJ"L!;!70)4ITXX"MYEB\$\$_;|1!KU<>(G3:AIZ'@E\|3->W0 MF?
%|\|+H\|W=.SPC679Y',STQ=_G/SRXM6S5\|?/"OYXM6\|T\|>_W;RZO3=LU<_
M_|\?)S\|^>/7K50>.1?D9EL,OM.P7_&4V#_TJR^|5_5C.SP^|(N2-OT>#R"E
M9CTCKU: ^M>"S>?X/S.\|K\|H\|H9?F^P:"1.EF>)/0B+=E"BFT=,PJR=D\|(
MPK\F|=O\|4WN\|L7I5TM?9ITZK;_*J\$""VB@F2@_1,PXRZBB+8-&+04UVMN*^
M@|JM0R'G^U+T\|?7000BR\$<_N)\|JGX?KF=7&)EZ"3%-BB465X;!E02<0.16F
M>"O2L\$FD(|T/R6\|@&H+Y2Z:2\|H+O&RZ\$_'B:X,B 5&S#,KQ +%8\|K1YR#WA
M(9:F%0/(T3(M9EKH^4GH;"T#L\|SQ0#F9ZL-3S?&^JH1H\|71(TN J9\|CZJTC MYK0&
(;R-H>2A\|69CCK'GB2K-TAMH_ O#JZVRN@"7\|_|&GJ_ ^ ^!|;\$:(TIK M)'#.(B@;+<1
7#E67#*&2Z':MPL\F)ZIF_*T.\|B:2;TK\|!U?S-?.X2G\|R\|UN
ML\|J@YHD3\|V@WAEIO""4)L%QSS;CEV;7N/G<_);U:_%=-+YJ+?>)7Q\|L<
MG/SU::D\$ _H=?KI8,R-95?&&,>9\|D%DXSR+YN-TP1G\$,-
(;@=@;,"LV*>P_+IFRU\|U/7\|LDP22\|*V^(Q)4T12S;E MJ\|V+T1\|X;N67+;#.

(#06A741!:@OR5=46=G,D>C,S\$EO#KC2')>JRE[-M,&0,Y(@EAT"G
!!VXBZ,P111,&\$>3V:N+BLLY""PL.;|!"IFK@SQAF1Q TO@"^/*U)KA=?KV?
7)K6.O3%"Z*=<#JAN8!
M|M4D+0S/=Y.)M^K%=M_:4S<"W_V6NHE4IV|"B9\^+|.L,)G|PG6ZPG-=UBZ
MNC4S7AM;-Q\$SKCX(*8C")M:5/\$4X\$=6@X:I/M>@<2M:TO1QWU_EBWPJ8^/!Z
MB^|)#ZN?POR_K|H5)LZ,S1:REN3\$Y5# .Y%!:&>-JJ->Q9 +H.!\^>,*GOM1
MW**5%#MXH|AGG*;3)>A"\$BA,"U" &C*T/|@4|-E&02(>A@6V?;#F8=H^3!5H^
MD.XDX>XP-|:OU8.A0VG' M""SB|^77%|_XG-:25:G0:T3T)--:SW!QSJ!=75UGRD|2L;)
M3=>JUN)+A!|!@4(1H#!&"6OS@--GY+(JP69;/2\.(_0N#-&567YYW6;)Q%1M
M<()BZ@1@E@H\$A"4A,+ \$Z#\$WGX!S#QG370|M)Y|G.QEW!9--%A?9G|AOGUQ
M<*,0,2>L B\$4,3#1:(,%XHC B-)ZMR\$F:U@5N3U,UM3':4?\$/JF)%KK"U:0%
MY42B31V>249%:POQ83DHM C>5HZX5L2/2*TGR=Y/RV)! :VQM . \$N!*.<|6 M*
IQ8757BS7#UC,IGV?*/<%||\$UVY;&^9S!?!>E^N;C|7)V016"[PX2|QKR1AY"*QV
MOD+-:O|A#RP+"DZ49O%N|')DD.6JZ78'XWX.Q+OIUVZAO;-IXMF"390|9
M.'OP^82|U#HZE2-3,E)@*36HE%)MD5)30#RB%3'LWB9O\$I6!Y\$(MEP)NNN M-
RB% :\$(H_!L8RR>=?0'Z9*=@QRCJJ2':.'+KRW|V|W),L,ATA!U6'0SH'
M@3.2"^,R9BNS2^V+0,:Z(S|8=>PHI3Y|1SY&PMUAY-957LK9%:\$SH(TU_4!S M|
(:8,&9Z)FO\$^+^KG?DHW0|(|YC, G|M;_J6%Q?O|U|9|SS&^6=;3\$.OB8
MY|MWN)7|J|M:QI&1YPJ&>57""2)\$EAB@C-HJC0+O-LBYUVD?MVI/H-E6RXN#
MB'OB,-WFX,J>?|,%BZ3*!&"J-T^%04Z+MH(L7*@G\$|FKM|S+W>7FJ6Z?&
M(&DDR BZ.I4?J-#-3/(4ZCJ2H:G19!N>4!:%M,)L;YT3|8OMCJ8G>S9UD)/6N
M\$'1/F:805ODL"J"A+RIPVF A6?!"21,#JNCW=_%J5#71H|0^IB9ZC HZ@-,#
MV<,"F1Q-R#4AC|RJ)HL:D!S#A,:\$:'TB(|L82\$=7\$SU*T-JHL>(?4+P9)R=MO<3WX?
QD?E\$3&>J&LC&X@K7DQ-;J)>_H#,:!@BR^9H|77M1CN4WG|VYTVE6*\$P/|@DNK-
7@A6UAG:\$03/&50A(?BH&22C
M4HZ^UHD|EJ/XM/9OKS:-3=A978L&LILXIGG^XM?;OOCJ|VFS9XK/S@,')FK:4
M:J59@B!9SC8HDM"0,N/I|WTZ;6^OI453D?65.7@5B5/4)1 5%:|HJ#)"@M>" M 9-
1)NVT%Y(8?"|SY-Y-%,Y;L+K /|+Y7VN"Y4(YT*SF=F0R?)\$31XE8 M,R5EGU+
|_+M)B|=3L8-6T'OT-%^,7|?+V7JK<|FI-XCS|AJ%6 MW^>8"5|<5PF!1U:/3-
I9OJ@ (3FBFR1@B-L_-&D=A+Q"ET"XVA^?J99%'V7
MR1^W|QG_():JCJQ|U)|0Q\$8+U4|YBS6?5W|^5F<;&BL%Q6VU(D@5,NM"N_J0 M*C
+6=B@S/;M5N_E4FTW=!U(^ET<@|>Y_"4DW&0|ACH=B6<+3)M<^|W4"0"9
M@Q4Q)20N\$V%JN)Q+M SDW;_KMF%CV1;\$J\$K,Y#8(7""4\$
M*VH>I659Z|* _W|7;G7@'30?<#3|MY-X|A&|3 _CRL/OQROOBSY@;AKQ2>O%RL
M5J>+G _MIO.P6LW*#///G^NQ7N>J6|5/&T>8\$VCSR5-;:&2A51(ME%1():/%^/OM?
S#6KLY?Y M,:O0-|U4F682|2"+5NL<>7\$>LH)%/*
MGJ|AM/HP^_33UQ=S@|J^ (V2M<^-?UD7HASH?>B1|)R(TO)7.86 M/#I+MJ8V-
32Z0+3624N'L;*Z_*^'^YZ"?3WB_7N;!D\$'4+^'C:LW#S32
M*H60>9TQ4I2HI>K\$C0@I2<9#-*W+|Q|DYM@ .QX)|T|6VE\$M'>#K=GA##&U>
MP"R=329Q#J9X78^MVODOB'J?@T\$DS9UL;2GO):2+|4&|*GG16N(=P.;1C#UF
M1)\$^:E)R:0FFN0\$O24Z!)8IY(VVL0+_&(OUFQQ|=;J50KL"YWWS4;3*.48' MK#!?
W|T8R4<*D,Y|EZR6N,>7|:-*O|VE|5'#B\$;HH ,X/=2&5V1O5#*@A5V/MLP_@A6-
UJ@ "K*B|8+7CG#S3TKP4|A%R>GF;|J8;*7.?I%Y50!F38JH#!@?.*CD"H3,
M\$8R0*4N7@BFMC|E""9IZ;%8CM0^#TQ8ZZ)0EP;|Y*|/.%|=)U.*R"A6\$A P
MD7AX8,1\$KB,-!5>I6"-TZ_GJ|Q+2)8"V4?0#Q^3V4N|.H|:_YLW7:58,28C
M"#0U@U.0G\$RB*%P6'95Q)IF#|&#YCK)>|C*Z/COWH.0.H/OZX@,NGR|^TOH? M:
-NN:NBK4S=FSOP\$Y,%|E;VP.8H*432.?CKC\$N9,18&1CL-2D8*N#P38(OU M,J@@.&^
<8L|!*/M\$/9HA^5'R/B'V1/0O W6=A%YP^*&MKES)_G|Q>G_4J+)=KX6V?Y/;!
|7(1AM"8Z.T ML9/_^5R+<:R8UC@UD@?
H\$1',8^08,:H=5E,,"ZVSLK_EH)=S<15@M|K M|NYBD?
H|Z_/_J_6|=),E5U)4YYBKVIXK;|HSVTM:I=%IBW2F+E'R)G6(=M! M|W?-1"N13SV6+,S?
7|5"HDGKJV&'&K@GX6 F+B)*/.G RJ5X..EJ?&CETM M."T2FJEOL:LL>P# U<._J*5XBR
9"Z"\$R^_9|V!99!1-"YOUH&>D(1"8?K8 M=LJZJ^XM)#>QPG|+?|T^?
OYX|81E"AE!S8"".TGQGK80/'!+9?&UE"0#|J/ M>\$+EWRPZL=*W4=FBA?PZB"?>?
8ZK69Z%Y==WX=KX7;ZP)YM<)K^6Q1QI%Y#1
M|SH0|JC+!E=^PD|#Q(S;3S;^FAH*_L>0'1#?FW3^+J<+L+10|5K5>\$*J0
ME_PF,O*GBA5 490 +PR75H|@9>LGNZ>IFMCC:*/^NZ!J|XN)F|8|(ZV*9Z>_
MO5DNWB_#E8TU-@6.)0*16M,L-(/HJKG.A6O&N+.#FL;<^^\$38Z*Q|A8M1=F#

MI: EZ\$UJ;X-MIQ@4;@V267#6T-?4F\$R/9T!82GDG%B]:YM8%YB)AIK\3V=EP
MD7T'(+I_V93>OK80-!\$>) ?INR8SQ+IEI7J'U/Q<2FIXUZ[R:4 M[R;KB8^?-U=KKN
9YQ-7L_)SGEZ\QX@2*1,19**=I/14+41H,-*;'Z-!F
M<S5X0M+O8.T#0;'8#2%MI=F!S;MV2/E_5S-2Q%HM;S'A\ OFU_-;UZ9GV3FD-"! "LF15
M545_U.0UVN2"JQ5_.O+67008J?UD-K;H?UIHP/H?1LP?'=XJ\CHZ+8>M\$AU
M(RD/9%03>\$R&!<S3ZV\HLP%E"8[GF#(S1 M-1".F*Q#GSV@EM64@BM^QX^0=
(@7-ECQ=5N&N@44"J6J_5,O:X-!HR-K5 MMK*H("BTP)@SR(1U/+9N&-P-8-
@Y(X;1EO(O3L\$3S[OE[B?-W=-V:ZO)D7 M(86B\$SIVA7:%#1252 W&>1LUBB);ZVN#
(70-0I4_5E0UT\$5W^-I,D9C%<[S\ M=D7*>K.<)3S34@2KD@3!59T&\$#0X873=-
UI0f)%C:)TV,I2V89>>[B!UD@I M\$H2W6*ETO^VZH>;L=8N>W((2S&7S1N\H
B8K8US"G4/PWLNI^SYI&"B.MX"JB?"ZLS1WK.?/B_/SL-
P,'N\$Q%%DL_ U&* &U6Q^ZZYWU[K.QSZS78GG8,KW4^U)
M:BIA70DU9YC\#ZJVG.\$R">N_3J=750>7LQSM9"?P_DZX3-ZSY+G&A*2
MZZ5BRN!=K8G"Z+C7%HL>U.;EB1JP>Q?ON-ITC%H7+67<&TC^-;OX<+MCT^GB
MY/;6Y^1:YL8H,W\$*\$L-J\$,=1)\M*NF9L7K0'=:8^#Q.UG1%A@T\!B<&FIC
M8J#J\%MBHAJO\O B*L>UBR!%J94NN4"008&HG5DRN2J1V08X^G;5CF#24K&+
M)E+N(-YZ(%0HS)C@!"3GB F#KA[E'#0ORMD2I\$#3V,O9/MMOFD+5+4ZO=C*? M.I?
HG@#C+06!ORR6?X9E/D-) %E<*#EX("4J+ #)'7_!>G92Y16.7NP.?^;*+!
ME^DRBW&,\$A?ID6@/5N5N0N;MUSF5M8P&Z:06T9)Y=05<\$20HXS+S*A*K>^(
M'Z-G&A@U5_I3*;'F!K-
'W"Y6R1WUV\$Y46C6E7BY?)Y[G(\$YYO+!:=;OKMK1.DZ@[*3);;Z#LW<+/DF\!6<7F;B'0!
M*(Z/RA&W")*K^F=)M>W0Z1NI'Q:/67:)WC^YK&=JH.M&O>WH19)DY.PU\U
M5O^P.*_>"OW!_3R?);|C<)|3N1\$J*B(5904DJ/_D,M3FU=5+4-G=/D#.|=MI/O66#_@?
-27SD4F*:T%':H'(ZLO+;VLZ6)<|, @-!7V\13/-4X@GC6;&:&#-'M.:9DGO?
VZOSJH:OGKU^=OGW\N6+5I^>'5Z\O;DW7I*_N3GT|.GOVTN3
M!_I.H_2#19M\6|=FO?]/&OKPPPAJOHN&0C!64'PV8\$3'),+C*G<>JL?IF\$[M!G)QDZR-
'50"E>A+"-Y";8DC"YSIEL?ID?RL#U&[V,>ML>(O(/ XEE*-<-G
M\6IQ@:N7BS!/?9OG7V;S;\$_KD3.U"*WRM?KIZTLZ@L\O7U=>E^?U7^&21'_Q
MMS=2CS8;,,;XB/&:XVS\ S.**-8G8K*ZFNU\$*SZU1:"#M9P-MH5+.^0G?I^E5ID56<%?!
">(@B M&,4QY\=N\%:8_NWJXLN_TT=?FB?ZYL8JW;-@OT_TVYR\$NTIT8C\DI\BK6':
M604QK_MNU;HVI(0N"!1LA)X>LS%>AH)TZ>#[:RN10/935TR_GCO]G%?I#Q
M>_IZT\HWQ/QIM69S^00/LZM1VDQZ1!;*9,OH9-6I3N>.=@@BI"Q,-&YOMLU\5XM
M7W_@-&_#S32IG6_FUN9_+F;SBS\(/)^76)J9;I@ (CI=0QZN(7!L=E&0H7HH:
MN,80I"PH[@X4NE>I#RXPS?MJ.VVW\$=S\$VOH.4O_C>?GMYFY#E,HS)'&07(1
M:R=Q#:\$6IF)B-B@5I+E;C'2O^A]>89JGRV;Z;R2ZJ0=*+987\[-!7%^NO)Z_M17)W5[6-
SL^X2LO9IZJ.RP#YS7)!#LO&#U:Y>&Y+@BSIS%*1D6^""B&0X^()
MX(F)06F63TV>VHJZ?D*PCE:Y8JJRN-FU&&PA)XGV5):6).EJ M004F\%SXP-JBR(-
N2[<%X/UD35>0<@B\$#_%D-W5-C,2U9\XQY#)SEV-*P-97 MQLY(B!XY:%-4X,%E(P:U
7@"9;>6[!!!+52ZV%V^4T^W>GYROAZYOFOQ_=3,O&C[X:?(R6XA\I
MZME69)+XGRV>/-YF3Z\$%9Y^6"X^O_P?#&_6.[BY\68YOCJH]>+W%M6:_B
MT:QS(IZ@:!Z_3M93'/?6/GM?YUT;V7<HGN&0A65G^+2[HV%T7=&YL9XI
M6!4".HA,UABA4(S@B@'A4LDZQ.#*D(>))Y;HP/-AI<[\$><4S\VKR?!_?_7 M#0-
OL^&8CUD(T5).IJ13M=HZA&KDBW)1B7TD+X0CRS1SQ"B'1'12HP3WJ2J
M_G.#YK6\3,F+9'P\$JR5%"\$G")+IPB&*8-!ZF\$#&)^XJ_MFT6EG*NSCI6%I MF?
8"ABO/7J0241; G,FJ21O QVK:?.1*,G*WS:!\@>B@3&MN-4M9W5.#I;8Q,N\UV
MT4%HYWV"G%5-N9,UY;f6?3*E5>3(@AR2P[A;MLM>IO-;@:&-I"8&P!K+JRJ2
MO+FRN2=_([3R/&1@\$H94%PP<")ID%B,TXP)D8;TA!^RUC2Y"BUAT5RB'=O5-M7\$?
EE\6:M8X\2-.T\$ MIKU??VL@PX=8>'S9;3VA:B-0&BJHU:X,J\$0TX.D\#8QIC\JO3>PGIY
IL M=T4O6DN] ^B\6LQ3?558G-/?>/^B%JGAZNHA(47RY*4*\$+QQ%*T;#E\$B\:=Z
MC9,=Z*JA BT\49BC;)OYJ:T2"2WH7&8?'I[>, >YF:FQB9 M#_&QV;P*.0;-*;
(0VM:6M^24*B' 2<6C59\$%WF*ZP>-43!?"PX%B[VHI-MH MW\B0Y#D51@I*1Y!#
<'6\$8PE6H9<(W&Y\VA_+Y!IJ;U!P?A84?9;f2)R(6^2 M_\$JCZR0SP1D\$:1+H0H<| %T8&-
R1%9L=JE\W<^P)\$8V\$V8&'?9/ANLENG>%E
Mf)%*5EX8"SK6MS#%R8*:%*(PE,4R>7FPY8?HF7:0;[BO&;2+Y3!&VV5S+;
M70\ \$V^M>U\$J3,VT\5D;:0^ T!:B[P!\$ZRXQX?S\I
MZ_HN\8;:C5\$UL2"3L@!94D_NG/7@K*@M;:AP+D87\KY<[0RDORGJ#TS;ZAWN
M+,IV2N@_4C\H7LWFN%K=S:9.S*;M(4-6-M*9'PWXH WM/SKLBPIJ87>N+QP=(
MF7AP\KX.MA:"IQ0_]=LE7GF/F6=)XM#_62;OWS(2%U.2=D4(9+@3"MUZ4.Z3

M1\$UKF)JH?@"9P06A(DYLZ3-G=&N MIZ=UWO_Q_8%B!P4NVDISXCO
M!6W!WJ/:"T4'!'AVGH!GB#(Q<)I9B0FE MBX/I2>N^ZX7G'A"^SXNCK<39@!
(N'*QI%0*2[U%2K4DW2#M 2DJR\$0.RD- MZX,Z!
-37!9MJ:R!ZMY"PA_S3Y^_GC5!@PQ)D0&6*"RIJ89R(0!5H
MAY:EF#K<7G5CIVZALT4)^'7B5!T!W1-1!9E7 N5#?:4ME@J(VRY I MU(PYU;K_!?
9C07GSF!H1R2!["WUBM_ 'E!&.=0;1)/WT>/LTNPOFF0?2Z@.%F M-
S;JJXS\$;6V6A(SN0XKXL9#T)F!+-*&Y+TL<8@_.7;=?NJ&ME3SXD RG!JA MQYV*8&)E-
BW@N7_M!_!ME!09^>;K+LP_KRY?/7RSN,?YA!NFISN_KNA! =9Z%=:;"P(=
5Y!%;:?"A!_M_DW(.0&)(\$FV.EDSDHF?Q1DZ
M)9*OCYC.U+G#=:9KG9*9O#/) "Y1J4#OTI:9MM!%V^_J4R/T3R&>7A/Q!#E
MAGF!_!7KM>[YYN!OUV,09E4), '6MC%*UR\$E*#FYW2&9Y9:>Z:/T3-M M/55!/*#:3?
4DF!PP!K!L;BX5!C-S)9(T/K:.* M!2B=._&^CO=4!@;
(Z@.6;+56K:U.%QL.KMC&U:_+Q6IU)JV7O!0!S)I2)V!6 M+N+
(@?:4G3<:BVT!;/TIFB9^#FX/M:9*Z!45^13@!W)PF!>@^I^J5TU;S!+ M7D?
T(K)O54U=7CB> MO4T>SXYM6B(Y("F5Z!(F^4LX9F0BMN@-818+"B>\$!RW'
(KJ0@LP;(RP-L M3M@P9!;!P!;T:NNH1/H7Q'>SCY^J6!QY+H?
#PN:WZH Z)U%;B8%D"L5XBNF1 M3H?@1>W+GVO?0?
2)QP&XW&KQ8=@!DG>/_8M_ZBP;VB"OR\LPSS=.JU&YIE.
M#89DI72"F+T#\$X,3(:M4!;"C!OTG#T/;\$;PA-!!<1V;E9_R"YXM/ZR;GB!7%
M&=:;U!^66QO,7.&>:;<\$_T'"OTC2T91;"2=@!I9%9U!%*5U4!U'R!F&H".ZL6!E
M^@Y0=-VV_+(5^NP+^6?S_+:/MQ%U4"8;F<6 VS
4L,R=H_D_KVU:+LS197!C^LGA'482!M@G59!9@2W M3*L
4?,"BB0\$P94\$(7/'DPHI>:=&X80-@Q=1W2+WEX=4!H>X"A4UQ^)'YF MBWR&
(0AM6(0(JLS0"PX5!;4UI*LCB!#.E5_?1*P!R!?!A>Q!L!Z;HE#A8
M+;/RZV7%PV5!PV6!PUDI(A(W"B)7NM!H:W#!1& ^!A&4-MB!2^PCY P#TA%= M:
!<2?3,4_:_IUHB=/_7O!H_9/ZK!YB^7_J?W!_^^*,SUIH!WN_BWM/AX
M^>F_/'OQ!H!G+W!_>WDV;O?W!_7IU>52DNRL^S53I?K&J^+AWF"9?SV?S!
MYJD!G+^8KRZ6G!>W5K!AJ!KAXM?PFSY1SC_3.'L!44DJV_Y7ZWOP)XP6?NG
MZ=|OI'57CAO2OD/EU)+#ORI(IZ8-MILEN5GDAL!GD:@)Z>+,9"V2S1!J5G4!
M5&U_+\$0&ZW*V+&OC=.M4S!%TC:W!N3<^DFQ&'?3 MEJPPV!M=NSR-
MEP@IP9;K4"1K B+SCS M.K7=0U#>1(M.0BVC;37\$R#08VC3,FE%#R)!826Y(%I M)
<"SVD!?:B/(9Q+>[.UD>9BL3@#9"@H/0:V17CJ%VNIZOVX:IDBCF:NS&ICV MO':
(="E8>+STPJGKEI'1-H:L3L+4"PP"Pl;29#M#V,RYG7TA#7_#&7W! M6VTF.%MN,;
((1G%6G^F1-F4T(*,U47)!_V_=&_ \$Q>J9M_!#V=L,7UUAKZ8K M56_YE/IE9J,&93
7J8\$IXT&I&"'&+\$"65+P20>K<.17!7JFM6SMM/X@G'94
M00=PNLHZJF!W!_X,5!_!?:;2&6N <4WB!5Z!\$RZ"3;)DINEK!V%W!U/2"X1V MU?
2BN=@!_AM1_7ZV_^8X9*(^O#U9!A3!B!|75^S!HF)QLL@O.DP91:69BU(-?62,A1
MFF*DI)RUMG:C".PD0FB(D"%!0A-U!83%_-/GR!6:XGOJPFY1EMD7H_*!:(S ME
C.,@3AO7&2#I?(JX:|!GI!&?M0?0W';42*?@\$AM6,F-%.VG (3FZ*F4&
MP>0,*94<+)*K6UI'HH^0TTD@.@FXMM%(I^"2&U:P6*!R%I I!5!6:?"%.= 8 M-
19IM>1X_#)*0>JHP&N;332\$!AV<'!097)0E,03Q4LV2\$!U_:=,1DP3'%M M4!
!Y!FC'+AYBKQF8MF=@9Z'(P1!P7:XY/F>5_'K1W'K>,L!H!#N!X<-UR=J91N>-
=0E*"!Y4))B8"F9(<|2G5YHVRM@/108@XZ_..OU!OH@K7&YZ.%7_MRR6U!)>
M+PKT71;.O:??-I\$0H=(*"7C9F5\$-!9'PJJR%H(5\$9QOPEBOC8O!NYKH
M.J'4!NQ9"A:,5X;L0R3_?/!8@C!#!&MUA'-!0ND8O.TOH72,XXZI1K;J5I+5=|G=.Y-
OS,V8O"N56-0?H0+9U@!K#06.Q! M3YWB;7-GYBVY1X(;8.AKWVO)
(/K"0:/B4:CBA6L!N)A;J;%7!MM#X#0%J+O M\$ \$0G?
^\$RS38!FH2+'0*&@,"=R953UG206#I-.#D06/0EM!M9-0<3?>0U1^L MMD' \$!#:51T=
(NS2E_YC<4ZZ6K<)VSPD(HJ3X!|I#8J&"EQW3 DQ@#*E0A>80:92K(L MF:CS(7)'CZZ
<104MBA@'*.73J!V79E<|F3"96&0;*!VW)+,BJY7F<76&KTD MK3@
UHZO@'\$4&+8I8!RCF9!0!GA*M!+<%2\$3%%5*G7!BP07!H!1M0M'D#DHE5)%
!L.AN"HP62=VVUSG@PHH5FL;4BZV^=3@'Z!P M8Q1"=BK<&*.NGK!X7!(M+TJ*
(.D<*8IVKN 0,2*@BS;FZ)QEK2MM=TU_!J1P M8Q0(QJ0_C!
(3^!JDKOH*9I7T@9@C'QHI7)U=:P"Q!A2H6TLU={R*?Y)?VY!MH!
<\$5/W_ TV*>F;)Z(S+;5:."1@J;/.A+7D69/_SIR-9\$:*<.&I;*ZGUNC\$ M>AY>[8L!Z* O+
V!+ #VS-I(!PQ4XESRH>N,043G(F:D8M/(N#IEA!0RQW!?
MV!Q1.VFBTW35YZ!_^^W%Z3H%|FKGY^_?G7ZXM6O)Z^>OSAYMWWNZ8 /;9%(
M.I;V1EFAM0G!/'*@\$<'N>N)6(F3>DRWMC/5TACIPWF=0C 5P6M3';ZR3MHI6

MNK5;XK 79W UQ R^8N8[2"=:Z7\:]
MA\$O[+NX/*7<=K|VUT\$[45|77Y=GRV4@*54VUK%]=+54A/N:Z\$K!EF\$&HD[U
M.V|82% C:IWI="ATT*I@8+O-O>6=H=0.86^:M+'R#<_DI?;>BG75Y=J(C M)B#I;A:
Y/UQ*Y=CUST#B1/1FI\$:WWKW/21)\$X+LP:@N%M6N\$<-35TT1M23 M/%?
X|/T2<=/_Q_/(M)93 9"R0E*N.(3J(118HFKXMW -EOI+A?*"N<"?B:"ZPI5;2MO"
3)40HD+O^0"4/+S"Q)6\$ M!X)) (PE/B)/5|N+L;97;91>JP)A/(8;7M;D&|X6L;2F
7J5(/B++;5#\$0)|Z MZWRBW|V<3=|L."U*VCDVVTNQ!|5O\$,N=<):1*=_A;-
H\$3D*0PH+\$\$+S(L/L/M>@X6TR"XUXB-'KV(+|YQ652"8JLSK6P\$|Y4"E,6(MZ#C|?-#
|%,*O|WH,-;^F>*WEE|L>K=D^|F?CIYE1ER!*Y\$%0*,1\$PA.C8DG#U8|6RV>K
MFSG%KTO|V5L,YR>KBSK!>+GXA,N+KZM?EXL5?<(7G' &VMW6Z.P,>,9K!BE3 M%
Q)"OI92\$+GK.^60#|^*=&4NKZ"D-W1UX\$.)|_X6/XWU@>/*H\$WX6NUY,8 MGN&W")-
I5RJ28U=|K006D'='83T4R;EC2)Z>* (N25I0T|?AN#M*)| #1Q*C| M&3|M5K.:?<
X_GV>T|+?2;J%)(.:X(9> ^Z=TVHRU|FCN3+=3>Q&T MI=>TKS" Q7/B.YANKF|
(SX3B|)(M(1X|*E)&.:?&J3((8B3126&:>'> ./KC((M8?IX\$-90HWF YW|G|H?G/H73|>G?
S|_/5O;TY>O7MV^N+UJ|/91XQAS?7J
M8CFKQ;KK.=3/TL7LR^SBZ_-Y0CLNV"/J"7/C7*;;M)#:@CSL2)NS=<&=,|7
MJX05>ESWFD ZN2|?6;Y22;1;8TE^"D7"8B6H)VC@>0S^8G11|D|_68WBG>|
M6|GJ'_BZK-?XJ:YQFXK;;U\$ _?;WY.QLZGOT9EGF3_LR*|+P8D#SRRO:4L1@&
MFMF()=;|W+|L1GQ\$T^:AQF|U|R3*/^#NX4+RF_-|E7\$K%U^P,3M)3G\$GP M02L0
07|4K4U0^OLEML\$3(N_B4|P-|JE:XUT *?M!7?#|CR_.0_S5^'C5:<0
M&YRV/%C@WDM0,C*H-5* 27-,P6KG2VN+N@<^LZYV1Y6=VWEU#KN.=W/+JK
MK*+(I# *@6E#3!15V|Q(VOLL;>#Y_-W#11U<-JWT)N M?2A^O1M>S|_A|LM-
>|'"%&9'1WWB!4\$EI"@IB@0F"F^T"UZ((25_CRS1#0BV M4=SW,-A9BATX*4|_T(?
LY|T|9V#>*Z|I_% 4HPN@Z.C\$8HBZYG0N(*MFXOL M3O6TCVQ|I)\$'UOTQH_WD?
S|/+KZ^F).3^'FME?6U_ ^F',-^4|;Y:S+^05<#| M=G%^_LMB6?
_1&9D1A3YGP)QD;>%1P"5IP66'V."CKZVO2@|/+8>=!1&AMMH^ M^P?3WV.KO?
JF>>9LHA2U6"/=%BKQWS(;3G,KOL4_&MNZ|=C+DCW6_'0/CA M-^,6<-
MZ'WXB+W61WUV\$Y47GN_%7^HB+U8OYFS7%9SS+9+E/P\$)58<2/'%% M!A4%YQR-
2<>S&_-E;>(|CW_VXDY@VWHK?L%E7'1_*/ZOUN"U9%"3VF1FD)V/
MH(1"|\$;48NJBUA.&#;;>.GXHWB:.W|/9ACN!;?PV)?;<(|OZP_-Y|N0|%9P
M=ELX*NGL(S<09!"P'F804@G@O?\$Q:FU(AT>S\$|HC;|KLSG|VX|Z0VW4_GAYC
MP,BC\$+&^Y84ZW,@X#;%8A!"50%2'E6".9DMN\$S#N+1GVGPVY(|QV#|A/YKT? MD-
?"^1?.WG^@_SXC_S|Q|5G_S-9E.NFC+<5+2P3+,9Z.5?|BL C.-0*O.8R M!I=%TLWS)?
L2P9\$>=ST|HW./X|KF*?%-|9\$3KKXDEF4|38KBM_@@#|9F3 MDA_P-W?QNG0"
(Q"|=_N|O=I|0E3,& N8%'4FP+&(&8>(#E6 MI&9*|^Z!T4WS!_I"?
ZWL@3|Q|/|0A|>R/XM."X4!R=+R#C>@:|V31;04S9 MNO"LP^,Q!|.9_ ^\$OL'|
0|!|/|_0AF!S&UGKV)^6FB9WBN<4H"3O03E4\$T+ MP|R71N50I&W=MKX/SG_X_-?P
3L#>|_|_W|_#_WM|3BG_XV_UG.<_J-^'|DI|_IOC>).YLG8R5 ML|3:\$6#1|R0K
K,*|^Y|X-_RBK1^KB|WY;WPY>\$Y=AW72H>%Q\$<;R(WK|?
MKE_FGW|>5JRLC=2U.3LK1GH38P%&|DJU5@5<*;37*-RQFQ.0|J&347_CWJ;
MWA#8BR-#V7&UJ+I1U(MY62P_KI=IWI?JT57VV(QJ.'=|=*"26M%G.HJZ?)VW
M*44")|@5TZ(8#%\$;+UHW_?A1.E A\$R*61++BF;9H|:"R!&2,99^\$TT4S=,2 M_ ^E
-1*S^ ^M-4;|?92L?U._3| 2OI#45.8UZ#("8O\$2;,R|))=(AD-ZDV_ ; MV.((NDN-4O
3C2W&2+LOL&S|_)63@GO&02MG0"7BPN=0*&1|D7/"AOD|1Y! M8XM1JGJRL<48N?
6A^/5NN-N2(888;0H&S' *9KECX\$TRX&NK#^N*X>4':VPQ
M2G\$#&UN,D>+\$\$W!;9Q?5AKZ8Y|F76?X(/6OV<6'M@U-#;4Q| MD)U|_'2^^(IX-
5W2)6U1EPC.*R(|>PL^E0P47I@<5"A&I0&'UYV/H0@(+56W M:"/'B6W-
R5^8/E_0I"8"IV_RPT'R0V6BB?)\$1;|PHJ_0044)BH62C>\$36
M^L;U#>@D==>\$C>3ID/P6(+R4|LHKQ9SA;+TP5I2FR,I'^AJ,PR"/HOK+|S I\$X
M**R0!;6 TP|P4K|X\$Z408V%0JWD-;&R7|QOT2W02|:%A"PB ;XX#AY# DV| MP\$N09;
(|0,^W/W/B|?&-5+RUE'JQ|3==WU/D3'A.?G)|;Z*09190"JUP\$G4 M
J>| #PL_ :KS#_E)C^W\$9MM)(!W#;7G"/M'9/C.NG0>O1*(M59UZCP)*H6W)
MJ>#KE);I8|<^WF\$,K XQWF&,CCO ^?T3 Z)-H=0+|L'<^5|J?|(+^1>2S3"
MLG+WA/QGO,, ^|#%HO,,8976 N,WKS.7N-5*H)!48YQB%'DI'3:XBER,\$|VQT
M2;5NNGUK^8ESV+LXI+?51C|_VNRKZ%34@GQ>AYJ#4J'ZO-4%UD&C+%R+P/<#
MI1X.O:W5>#|_KFXBFYD1NX+64G|/F)8M5V:1L0#/.P=M;(48#M|?PJZ2 I1C%T4<
MKW5UWM7F7AH2 M)NV9Y5&9 W700X^|:>|N#@FV|31R%&-|)=Q7B9R%F2*| M!L-
K9QG);.A\$,8J,T5IG#?>J1;+:|8*#8&'V!8OI\$|2VDWP/<-F@W)I2+)\$ M3M8.!|E.Z)

30K\$V!":3L/ZZPT!S-
0Y1%LJZZZMY#"4/F4TH+2A<#OH0,W"C/,1>AA&R@|F|6G5CIVZALT4)^_J;R8\JZH^(I
M.)X@1B=:L9#(>6<"R("BFX<[+4./Z|(|Y-\$VD^V-&^_K+QL^|,-_%
MSY+3P6:%).N8:GL>!X%,1ZU=0%63 GT|^'3X\$?1W_IC3&'NMH+|K\$'K9!-M4 M|-
_F_6UM8,,B":2*FO=XQJW.-FE#XJ=06F'@\$"R/\$#B%25\$I)_?3>*DU(T?:
M4;7AMI@4&L?5N8&87+2W M_9,,BH9=12L#I&,,D;">#|_OS&X)-71"L4*3*H\$NN-
\$S*PGFGIN"K2NL9 M_ ;LDHX|"QZ!DU#*"ZJ/9RC>=9Y0+0BD10>B*%V M:O'ELR
MC5+5DRV9QLBM#|5OF@G=NH'8&#P9N2^T*4!E38+QB<|/\$ P8FPOW4G&&0I)?
MGEBF&S!LH|'6S/M)LT.)8&MZ<.C8V!XFNA JE3X^08<5M>N8M9L9L&/3|
MW=|CYA%T1-@EHCRP|H|9|=O-14ZV/AX\$.G*LKZ5|F"!2# 6"/\$R.4OIXC+,V
MWXZ|911)V#;!1=J-;NK!C7H#%*9,*0K-JIN M,GQ&G:D:0X TE|<6Q;+4ON(R+
|@_%S92|FUF99|)4%Z8(2(FB7%4O17UD M')3V.I *G5?-)PLST(VW&W2 W?
C_ZR_TX7P^|R:='Z*EZ*QQ/C@R4 ME_5I 0U\$ "MG)7@F+QOA2|C9 |WA+;N.I'O,HU?
XWY"YPFW@DXK?5A*T%|^3T MR.M<(1N8D|HHR+'4\$5_)0:R=)%G@6K&(6H8|I|"?J
2=C)4C|59WNYKI1/:C M8/3WN*MY>H!KDL;)0-
Y"";5|!M,"0C()>!UA9Z3RB\$=X6=IF#/%>WL6.:J/T
M.'9X#&K_=K=|3XL/94H4IRL0*,C(N|*>.%V<50|>)L9/U"CC|,S/AT)^<_
MGPI/_1|O|D,J/-RGY9;EI;4ZQSSXQ&H'27+RG%4(.D@;C8O"|5,&VI3S:6ZM
M_MGRDR#WA|H|O(UPDLHPJ"&|*6H#E:*JPZ5D;<@>DV0FZ=RZ16H/?\$|S(?;/M7H
M1-?GNU?;C<#R6|J|6X5V)4Z=I*DI)VVM5VKARB8A9!C1)-0800*OFE8 M/(=)7H
|SG=K|JX>V@|LT WA:1._?+|VU (@:R M43:1>)0#XQ5+C"OKXI#)RE/1_Z.F.34\$|MT;
|MY1=EQ=*2XE|QT&3OZJWV+S M=A3#EMMC'XHM^VC 06ZDA-&
Y;5\$G|K|7B;|SH#R).31N=:ZZR6'Z4!A7-) MNQQ(:AKH|_T)8KU|BU:QZ!R*;ZUF_9/
XJ1F-U? XHQZN^C8NV;|CV!L1B6 M-
7#05*U,I/2^@!>Z8RF,/J#\$55JH^M:CZ"YQ"@%/U'7.D;::?8'EJBY|">=7LI=@6&|MR
MD5G47'+(N|;|9D;&T6M7*R9)3)E.Z#(D0&Y1Y+R7)|U|@F(W:7;P#)MCQLL
M10NG+" +F83B726^/-:|^=*23G"EI,?I:Q82@ZMC|B;1V<=>#.K4; Z1#.K,3KN.?W|T?
B64?O#>| M4H"* H%\$F2%(:8O/4BG7&JA_EV96H_QJ)G5&&5U@+@UZ;
<%6@6T824'Y5+A M@:(;'4 EB9=3(EC;MD1+3++F^<\$|D|Y>OVAT==*
<1U@|,4|+3|B.U+F6I(O MZS^HPJTG2LK>!6D"D/=:LQHx@Z@H-
+)|2<%0E1Z9:CVA|A)P?I8?-+HYD*VWU M"|S-|H0U9,N: QKB2(G:Z# '!LP8ZU,PG.?
6798>)|6C:X|>9VH?|:0L== "H
M7W&.RW!.EOY9_CB;S^ISQ,7L"VY>^:ZF.D)%SD)JX(%98HJ1ERQ+ LN,U,B,
M%LV3<0<1UB7 M@'"8M|:F7@8VNG|LHX"+^9Y|F66/Q-KES.|+|A>V"JSO_.
MW\$!PD4%1R25/|D0|)+>:;@W;OXQ+7(DOZ;:332&Z3^-;OXL'YMK5DJ'V:?
3AO!*)BC2%^1,!GLW_-D-V!XG:|H9?0T|B<
M&FIC8J#|J/%MBHA|?|7YV&\$50!G2N\$XZ=312J% \$F%EXLV?646ABM;U?M""8M
M%;MH(N4.W* @&;=T8#MG::NE%.HK29(0C B@5;%&L4P;A N|8|Y
MBDZD^P|0_NQ|_7|4)94!!V?IW;O*>Y MJL"LFQ.(*1.|XJ\$@G@#>>O
|4/!G/4E;L!TT5/B'\$+KXB M;M)Y'K!*E|:"OGM=WEYCX++R?4WY?
&IG18N,4<&J(YV+Z* DXI!(\$.\$43\$M M0_.F9?
M@Y*A3B,=@^>\$4XJE@T4=NV+=9D_4&+=H /G@Z KTJ\$(0F'H(Q4C;
M8O)/F/S.TXDG4_93J<4C)-|7<*Z2ZE"(9\$D.%,*2@Q:MA)CIBPM>&1:|).9^ MD-
3B;:IZ.K5XA-SZ4/R|2;%% AT)LZ2RCU*;!T7|J<1-0 M|";-'JY+OLDXI"B:1)(8,%
|8#IGP"4N@4<9>?:|MHO|.Z063^U|[*Z=#J"U MER0OY8-)D4D0M?
># \$HH.=QD32\$,RK@7GFA^|*_R1IQF/(@M4ATHS'Z+@#G-^?
MN2J|Y2F&>E>OB0F3"W@L'FPBD2ID)F+KKE%_ES3C4?@8E&8!ED=(|+71S M9;+
)QX9AU!/?-95)%EPA|T5HI8K,P4??^GFO,0N|D)+VXCA,B9!CV2!W7@). M%Q?
A_-/JPA>+2|[^"R|NA'.&CAS|K#V8@HR4HC,\$IS)(6ZQB*O\$D6Q??|8V9
M:8^&22&ZS7;9.UZVWSB5E(;S*Z|.X9MC^EO>|^/TVCAIR"!;4RDI)8
_N4R!0N"SJR*D5C J<-.WO8"/WHOX<. M>#L*H?+|>HYG3*?
DB|L43BDZP(/7=T_1UBC+|K+2|33|=9.B=)UV5.I3;\$@:
M:G=74);7<0=)09+9,6=82K)UEN|CY+0IL*6/WB0T_H1S++|JSZ@\$(; N^Z2
M5&>7^ER?' +5\$H|(KGN^-RV|)Z:'F<7SMR0|YYP|4I/,|2%4-CJ-
3L)R|IN_7Y';LW96;@:.*6.6X"Q&R
M=Z1MJ3B% C#%"NV0P_1LJLA>847EWOEY6)UD^)KG:U^K
MXA#J4""0H4C\$.JPWM;X9OY>0B6^U6^C_K@797>!= '#^Y|@J8Q<_DHU^)Z?^V
M=V7-<>/ ^3W_ A0GOXR55LHY=5WDU\$VGL E/B @%PS"R'U)(%D MVBI;DKR,:?

Q,9!_@ (Z?;/'YCOK>71WY@^IXC@.7NKM3M^Y1H01@%S#-(Y(&-M
CQ59|RLZR/=08.A_MLL//9M'JGA*W 7/<4R+.1*;M=3D:FO+O?HDP^U|+\$
MR"2AK06N;6MB32-?.K-9:\$"?BOJH(NYN!;QCSLD0XMXQP+B|B1/YGYLV|<=
M,2UHD:S#V4|@:P'Q9860^9X197F:+\$)K82CF!^9;(FOA%KO '4ZQ L.UE|;7L<,B+
MJL'BAH?E6H|I|'#ENX, M1"YR(U8O4ZN|7-X8'\$6OJ=PU
M|;D9Z1ZC6A"*T6V|EEQ\$Z/+U.-.*G"@P;5Z|PKZQ.6MV17&K A_BW^H1KD D
M;T%^OQ8|(^!)MSAQ++\$D#4,N7ZV(B+S=,="L2#=#LSHD=\$.@G&0;JB%M 4"%U
M!B\$/^71/?0U<9?|7*=O;=KM|/'(8>@\$U+B^K856P#73|9U |US= M|?
7X9/AO(A|+@*P.S BU L&MT;(G|HA/&2;5J,!%C+A +""!F&HX?ZCZ- M;.BC|HV*X-T|!-?
C|6.*D^%7T(<.55HG,IDG|ES-|:E|PTGN&82R)!\$9AA59
M(:\$6="V|116|XJ0_&@.18IV)#Y^72Z_W/YQ>|^Z^G)H?C|W9?%?WZ^OUL|
M_%'=%CN^0;&G8(A^Q3\$V +4O+O(U2>/_V9|G3HLLB=G.|U.V?&>/_Z9DI3&
M)#F^,?.VO6/97A0YNJ6:S<7L21BEFAN2P+ S5J*N"6O3_>F|Y+ M+ ^,902^E%-
M<7BPGD-K\$V|T>(K'JX(P\$4>|;FA'IPI*0T|"ACNPZ5Y3F6|&*I7|MXR*N'D.I#N
|)!#|OGO/L90?6 M*OL|*WFRS+-GGE>51M/5 Y>\$3 N9XVH"0IE*VHYF66%D^(-(-
#W6P|/&?A|W M'8CK>|!"&7I(HSDG!/?^<7L|?Q6CZAM)MGP1?
\$O*RJ\$6;I4OAPG8AEC>;HINR,BR+-CT3RZ^O,%J,%X?
DPC;LP&4FTQOJREOD_*H:Z,F3Q;89N2|UZM\$3|ASF M400<;JT*&=#D7A29N5/V-
7T6ZM_(A|W\$PJYXXMPP>4A#C7FRK&U8OA:&?B@P ML>R 18'-"1TP-9|H)??N/_W_
8.=64K(I>;_CZ^W|ZO;|^&7"/0%MDF|J M'CVT!"IR/&
|#@O^U%7K>OISXCQU3X"4;\$;/_M|D&>"K<"&+P7)|%7NAS MRJ?;F|51BGG&
<%SW7% 0%?>|HKO|^G6:>ZSQRQ'N61(W Q7%OD7;HN)N8@ M#QJ,SN
/_LUSK@6RO|_#0FX%BK8"W//(|YL7MO#Y|Y=O^R8SN>N%6LCU0)AB
M<(U\$#M>\$3;9G,48#&D%'FW9U?*(1/TF,.;K_IH_@5OC!O('2!A5F(UJ
M6=WA9920NE8DCRF:82CF:&X8FF_(4XN4&P'QJ6_4+X(\$7R^I|3 2>-8+ +B: M?K,?
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OF BUSINESS

General

Summit Hotel Properties, Inc. (the “Company”) is a self-managed lodging property investment company that was organized on June 30, 2010 as a Maryland corporation. The Company holds both general and limited partnership interests in Summit Hotel OP, LP (the “Operating Partnership”), a Delaware limited partnership also organized on June 30, 2010. Unless the context otherwise requires, “we,” “us,” and “our” refer to the Company and its consolidated subsidiaries.

We focus on owning lodging properties with efficient operating models that generate strong margins and investment returns. At June 30, 2024, our portfolio consisted of 96 lodging properties with a total of 14,256 guestrooms located in 24 states. At June 30, 2024, we own 100% of the outstanding equity interests in 54 of the 96 lodging properties. We own a 51% controlling interest in 39 lodging properties through a joint venture that was formed in July 2019 with USFI G-Peak, Ltd. (“GIC”), a private limited company incorporated in the Republic of Singapore (the “GIC Joint Venture”). We also own 90% equity interests in two separate joint ventures (the “Brickell Joint Venture” and the “Onera Joint Venture”). The Brickell Joint Venture owns two lodging properties, and the Onera Joint Venture owns one lodging property.

As of June 30, 2024, 86% of our guestrooms were located in the top 50 metropolitan statistical areas (“MSAs”), 91% were located within the top 100 MSAs, and over 99% of our guestrooms operate under premium franchise brands owned by Marriott International, Inc. (“Marriott”), Hilton Worldwide (“Hilton”), Hyatt Hotels Corporation (“Hyatt”), and InterContinental Hotels Group (“IHG”).

Substantially all of our assets are held by, and all of our operations are conducted through, the Operating Partnership. Through a wholly-

owned subsidiary, we are the sole general partner of the Operating Partnership. At June 30, 2024, we owned, directly and indirectly, approximately 87% of the Operating Partnership's issued and outstanding common units of limited partnership interest ("Common Units"), and all of the Operating Partnership's issued and outstanding 6.25% Series E and 5.875% Series F preferred units of limited partnership interest. NewcrestImage (as defined in

Note 5 - Debt

to the Condensed Consolidated Financial Statements) owns all of the issued and outstanding 5.25% Series Z Cumulative Perpetual Preferred Units (liquidation preference \$25 per unit) of the Operating Partnership ("Series Z Preferred Units"), as a result of the NCI Transaction (described in

Note 5 - Debt

to the Condensed Consolidated Financial Statements). We collectively refer to preferred units of limited partnership interests of our Operating Partnership as "Preferred Units."

Pursuant to the Operating Partnership's partnership agreement, we have full, exclusive and complete responsibility and discretion in the management and control of the Operating Partnership, including the ability to cause the Operating Partnership to enter into certain major transactions including acquisitions, dispositions, refinancings, to make distributions to partners, and to cause changes in the Operating Partnership's business activities.

We have elected to be taxed as a real estate investment trust ("REIT") for federal income tax purposes. To qualify as a REIT, we cannot operate or manage our lodging properties. Accordingly, all of our lodging properties are leased to our taxable REIT subsidiaries ("TRS Lessees" or "TRSs") and managed by professional third-party lodging property management companies.

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OF PRESENTATION AND SIGNIFICANT ACCOUNTING POLICIES

Basis of Presentation

We prepare our Condensed Consolidated Financial Statements in conformity with U.S. Generally Accepted Accounting Principles ("GAAP") for interim financial information and with the instructions to Form 10-Q and Article 10 of Regulation S-X under the Securities Exchange Act of 1934, as amended, which requires us to make estimates and assumptions that affect the reported amounts of assets and liabilities at the date of the Condensed Consolidated Financial Statements and reported amounts of revenues and expenses in the reporting period. Actual results could differ from those estimates. As interim statements, the Condensed Consolidated Financial Statements do not include all of the information and footnotes required by GAAP for complete financial statements. In the opinion of management, all adjustments (consisting of normal recurring items) considered necessary for a fair presentation in accordance with GAAP have been included. Results for the three and six months ended June 30, 2024 may not be indicative of the results that may be expected for the full year of 2024. For further information, please read the Consolidated Financial Statements included in our

The accompanying Condensed Consolidated Financial Statements consolidate the accounts of all entities in which we have a controlling financial interest, as well as variable interest entities, if any, for which the Company is the primary beneficiary. All significant intercompany balances and transactions have been eliminated in the Condensed Consolidated Financial Statements.

We evaluate joint venture partnerships to determine if they should be consolidated based on whether the partners exercise joint control. For a joint venture where we exercise primary control and we also own a majority of the equity interests, we consolidate the joint venture partnership. We have consolidated the accounts of all of our joint venture partnerships in the accompanying Condensed Consolidated Financial Statements.

Use of Estimates

Our Condensed Consolidated Financial Statements are prepared in conformity with GAAP, which requires us to make estimates based on assumptions about current and, for some estimates, future economic and market conditions that affect reported amounts and related disclosures in our Condensed Consolidated Financial Statements. Although our current estimates contemplate current and expected future conditions, as applicable, it is reasonably possible that actual conditions could significantly differ from our expectations, which could materially affect our consolidated financial position and results of operations.

Trade Receivables and Current Estimate of Credit Losses

We grant credit to qualified guests, generally without collateral, in the form of trade accounts receivable. Trade receivables result from the rental of guestrooms and the sales of food, beverage, and banquet services and are payable under normal trade terms. Trade receivables also include credit and debit card transactions that are in the process of being settled. Trade receivables are stated at the amount billed to the guest and do not accrue interest. We regularly review the collectability of our trade receivables. A provision for losses is determined based on previous loss experience and current economic conditions. Our allowance for doubtful accounts was \$0.1 million at both June 30, 2024 and December 31, 2023. Bad debt expense was \$0.1 million for each of the three months ended June 30, 2024 and 2023, respectively, and \$0.2 million for each of the six months ended June 30, 2024 and 2023, respectively.

Investments in Lodging Property, net

The Company allocates the purchase price of acquired lodging properties based on the relative fair values of the acquired land, land improvements, building, furniture, fixtures and equipment, identifiable intangible assets or liabilities, other assets, and assumed liabilities. Intangible assets may include certain value associated with the on-going operations of the lodging business being acquired as part of the property acquisition. Acquired intangible assets that derive their values from real property, or an interest in real property, are inseparable

from that real property or interest in real property, do not produce or contribute to the production of income other than consideration for the use or occupancy of space, and are recorded as a component of the related real estate asset in our Condensed Consolidated Financial Statements. We allocate the purchase price of acquired lodging properties to land, building and furniture, fixtures and equipment based on independent third-party appraisals.

Our lodging properties and related assets are recorded at cost, less accumulated depreciation and amortization. We capitalize development costs and the costs of significant additions and improvements that materially upgrade, increase the value or extend the useful life of the property. These costs may include development, refurbishment, renovation, and remodeling expenditures, as well as certain indirect internal costs related to construction projects. If an asset requires a period of time in which to carry out the activities necessary to bring it to the condition necessary for its intended use, the interest cost incurred during that period as a result of expenditures for the asset is capitalized as part of the cost of the asset. We expense the cost of repairs and maintenance as incurred.

We generally depreciate our lodging properties and related assets using the straight-line method over their estimated useful lives as follows:

Classification	Estimated Useful Lives
Buildings and improvements	6 to 40 years
Furniture, fixtures and equipment	2 to 15 years

We periodically re-evaluate asset lives based on current assessments of remaining utilization, which may result in changes in estimated useful lives. Such changes are accounted for prospectively and will increase or decrease future depreciation expense.

When depreciable property and equipment is retired or disposed, the related costs and accumulated depreciation are removed from the balance sheet and any gain or loss is reflected in current operations.

On a limited basis, we provide financing to developers of lodging properties for development projects. We evaluate these arrangements to determine if we participate in residual profits of the lodging property through the loan provisions or other agreements. Where we conclude that these arrangements are more appropriately treated as an investment in the real property, we reflect the loan in Investments in lodging property, net in our Condensed Consolidated Balance Sheets.

We monitor events and changes in circumstances for indicators that the carrying value of a lodging property or undeveloped land may be impaired. Additionally, we perform at least annual reviews to monitor the factors that could trigger an impairment. Factors that we consider for an impairment analysis include, among others: i) significant underperformance relative to historical or anticipated operating results, ii) significant changes in the manner of use of a property or the strategy of our overall business, including changes in the estimated holding periods for lodging properties and land parcels, iii) a significant increase in competition, iv) a significant adverse change in legal factors or regulations, v) changes in values of comparable land or lodging property sales, vi) significant negative industry or economic trends, and fair value less costs to sell of lodging properties held for sale relative to the contractual selling price. When such factors are identified, we prepare an estimate of the undiscounted future cash flows of the specific property and determine if the carrying amount of the asset is recoverable. If the carrying amount of the asset is not recoverable, we estimate the fair value of the property based on discounted cash flows or sales price if the property is under contract and an adjustment is made to reduce the carrying value of the property to its estimated net fair value.

Segment Disclosure

Accounting Standards Codification ("ASC") No. 280, Segment Reporting, establishes standards for reporting financial and descriptive information about an enterprise's reportable segments. We have determined that we have one reportable operating segment for activities related to investing in real estate; thus, all required financial segment information is included in the Condensed Consolidated Financial Statements as a single operating segment because all of our lodging properties have similar economic characteristics, facilities, and services.

Exchange or Modification of Debt

We consider modifications or exchanges of debt as extinguishments in accordance with ASC No. 470, Debt, with gains or losses recognized in current earnings if the terms of the new debt and original instrument are substantially different. If the original and new debt instruments are substantially different, the original debt is derecognized and the new debt is initially recorded at fair value, with the difference recognized as an extinguishment gain or loss. Under an exchange or modification accounted for as a debt extinguishment, fees paid to the lenders are included in the gain or loss on extinguishment of debt. Costs incurred with third parties, such as legal fees, directly related to the exchange or modification are capitalized as deferred financing costs and amortized over the initial term of the new debt. Previously deferred fees and costs for existing debt are included in the calculation of gain or loss. Under an exchange or modification not accounted for as a debt extinguishment, fees paid to the lenders are reflected as additional debt discount and amortized as non-cash interest expense over the remaining initial term of the exchanged or modified debt. Furthermore, costs incurred with third parties, such as legal fees, directly related to the exchange or modification are expensed as incurred. Additionally, previously deferred fees and costs are amortized as non-cash interest expense over the remaining initial term of the exchanged or modified debt.

New Accounting Standards

In November 2023, the Financial Accounting Standards Board ("FASB") issued Accounting Standards Update ("ASU") 2023-07, Segment Reporting (Topic 280). ASU 2023-07 will improve financial reporting by requiring disclosure of incremental segment information on an annual and interim basis for all public entities to enable investors to develop more decision-useful financial analyses. Although we operate only a single segment, ASU 2023-07 will require us to adhere to all disclosure requirements of the pronouncement which includes among other things, disclosures related to our chief operating decision maker. ASU 2023-07 is effective for fiscal years beginning after December 15, 2023, and interim periods within fiscal years beginning after December 15, 2024. Early adoption is permitted. The adoption of ASU 2023-07 will not have a material effect on our Consolidated Financial Statements.

In December 2023, the FASB issued ASU 2023-09, Income Taxes (Topic 740): Improvements to Income Tax Disclosures. ASU 2023-09 includes amendments that further enhance income tax disclosures, primarily through standardization and disaggregation of rate reconciliation categories and income taxes paid by jurisdiction. ASU 2023-09 is effective for annual periods beginning after December 15, 2024. Early adoption is permitted for annual financial statements that have not yet been issued or made available for issuance. The adoption of ASU 2023-09 will not have a material effect on our Consolidated Financial Statements.

Basis of Presentation

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We prepare our Condensed Consolidated Financial Statements in conformity with U.S. Generally Accepted Accounting Principles ("GAAP") for interim financial information and with the instructions to Form 10-Q and Article 10 of Regulation S-X under the Securities Exchange Act of 1934, as amended, which requires us to make estimates and assumptions that affect the reported amounts of assets and liabilities at the date of the Condensed Consolidated Financial Statements and reported amounts of revenues and expenses in the reporting period. Actual results could differ from those estimates. As interim statements, the Condensed Consolidated Financial Statements do not include all of the information and footnotes required by GAAP for complete financial statements. In the opinion of management, all adjustments (consisting of normal recurring items) considered necessary for a fair presentation in accordance with GAAP have been included. Results for the three and six months ended June 30, 2024 may not be indicative of the results that may be expected for the full year of 2024. For further information, please read the Consolidated Financial Statements included in our Annual Report on Form 10-K for the year ended December 31, 2023.

The accompanying Condensed Consolidated Financial Statements consolidate the accounts of all entities in which we have a controlling financial interest, as well as variable interest entities, if any, for which the Company is the primary beneficiary. All significant intercompany balances and transactions have been eliminated in the Condensed Consolidated Financial Statements.

We evaluate joint venture partnerships to determine if they should be consolidated based on whether the partners exercise joint control. For a joint venture where we exercise primary control and we also own a majority of the equity interests, we consolidate the joint venture partnership. We have consolidated the accounts of all of our joint venture partnerships in the accompanying Condensed Consolidated Financial Statements.

Use of Estimates

Our Condensed Consolidated Financial Statements are prepared in conformity with GAAP, which requires us to make estimates based on assumptions about current and, for some estimates, future economic and market conditions that affect reported amounts and related disclosures in our Condensed Consolidated Financial Statements. Although our current estimates contemplate current and expected future conditions, as applicable, it is reasonably possible that actual conditions could significantly differ from our expectations, which could materially affect our consolidated financial position and results of operations.

Trade Receivables and Current Estimate of Credit Losses

We grant credit to qualified guests, generally without collateral, in the form of trade accounts receivable. Trade receivables result from the rental of guestrooms and the sales of food, beverage, and banquet services and are payable under normal trade terms. Trade receivables also include credit and debit card transactions that are in the process of being settled. Trade receivables are stated at the amount billed to the guest and do not accrue interest. We regularly review the collectability of our trade receivables. A provision for losses is determined based on previous loss experience and current economic conditions.

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Investments in Lodging Property, net

The Company allocates the purchase price of acquired lodging properties based on the relative fair values of the acquired land, land improvements, building, furniture, fixtures and equipment, identifiable intangible assets or liabilities, other assets, and assumed liabilities. Intangible assets may include certain value associated with the on-going operations of the lodging business being acquired as part of the property acquisition. Acquired intangible assets that derive their values from real property, or an interest in real property, are inseparable from that real property or interest in real property, do not produce or contribute to the production of income other than consideration for the use or occupancy of space, and are recorded as a component of the related real estate asset in our Condensed Consolidated Financial Statements. We allocate the purchase price of acquired lodging properties to land, building and furniture, fixtures and equipment based on independent third-party appraisals.

Our lodging properties and related assets are recorded at cost, less accumulated depreciation and amortization. We capitalize development costs and the costs of significant additions and improvements that materially upgrade, increase the value or extend the useful life of the property. These costs may include development, refurbishment, renovation, and remodeling expenditures, as well as certain indirect internal costs related to construction projects. If an asset requires a period of time in which to carry out the activities necessary to bring it to the condition necessary for its intended use, the interest cost incurred during that period as a result of expenditures for the asset is capitalized as part of the cost of the asset. We expense the cost of repairs and maintenance as incurred.

We generally depreciate our lodging properties and related assets using the straight-line method over their estimated useful lives as follows:

Classification			Estimated Useful Lives					

#000000;padding:2px 1pt;text-align:left;vertical-align:top">Buildings and improvements</td><td colspan="3" style="background-color:#e6e6ff;padding:0 1pt"></td><td colspan="3" style="background-color:#e6e6ff;border-top:1pt solid #000000;padding:2px 1pt;text-align:left;vertical-align:bottom"><div style="text-align:center">6 to 40 years</div></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:top">Furniture, fixtures and equipment</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom"><div style="text-align:center">2 to 15 years</div></td></tr></table></div><div></div><div>We periodically re-evaluate asset lives based on current assessments of remaining utilization, which may result in changes in estimated useful lives. Such changes are accounted for prospectively and will increase or decrease future depreciation expense. </div><div>
</div><div>When depreciable property and equipment is retired or disposed, the related costs and accumulated depreciation are removed from the balance sheet and any gain or loss is reflected in current operations. </div><div>
</div><div>On a limited basis, we provide financing to developers of lodging properties for development projects. We evaluate these arrangements to determine if we participate in residual profits of the lodging property through the loan provisions or other agreements. Where we conclude that these arrangements are more appropriately treated as an investment in the real property, we reflect the loan in Investments in lodging property, net in our Condensed Consolidated Balance Sheets.</div>We monitor events and changes in circumstances for indicators that the carrying value of a lodging property or undeveloped land may be impaired. Additionally, we perform at least annual reviews to monitor the factors that could trigger an impairment. Factors that we consider for an impairment analysis include, among others: i) significant underperformance relative to historical or anticipated operating results, ii) significant changes in the manner of use of a property or the strategy of our overall business, including changes in the estimated holding periods for lodging properties and land parcels, iii) a significant increase in competition, iv) a significant adverse change in legal factors or regulations, v) changes in values of comparable land or lodging property sales, vi) significant negative industry or economic trends, and fair value less costs to sell of lodging properties held for sale relative to the contractual selling price. When such factors are identified, we prepare an estimate of the undiscounted future cash flows of the specific property and determine if the carrying amount of the asset is recoverable. If the carrying amount of the asset is not recoverable, we estimate the fair value of the property based on discounted cash flows or sales price if the property is under contract and an adjustment is made to reduce the carrying value of the property to its estimated net fair value.<div>We generally depreciate our lodging properties and related assets using the straight-line method over their estimated useful lives as follows:</div><div><table style="border-

collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:99.707%"><tr><td style="width:1.0%"></td><td style="width:76.172%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.386%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:21.042%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">Classification</td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Estimated Useful Lives</td></tr><tr><td colspan="3" style="background-color:#cceeef;border-top:1pt solid #000000;padding:2px 1pt;text-align:left;vertical-align:top">Buildings and improvements</td><td colspan="3" style="background-color:#cceeef;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeef;border-top:1pt solid #000000;padding:2px 1pt;text-align:left;vertical-align:bottom"><div style="text-align:center">6 to 40 years</div></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:top">Furniture, fixtures and equipment</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom"><div style="text-align:center">2 to 15 years</div></td></tr></table></div><div style="padding-left:18pt;text-indent:-18pt">Investments in lodging property, net is as follows (in thousands):</div><div style="padding-left:18pt;text-indent:-18pt"><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:62.642%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.530%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:16.297%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.530%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:16.301%"></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:2px 1pt;text-align:center;vertical-align:bottom">June 30, 2024</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">December 31, 2023</td></tr><tr><td colspan="3" style="background-color:#cceeef;padding:2px 1pt;text-align:left;vertical-align:top">Lodging buildings and improvements</td><td colspan="3" style="background-color:#cceeef;padding:0 1pt"></td><td style="background-color:#cceeef;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">\$</td><td style="background-color:#cceeef;border-top:1pt

solid #000;padding:2px 0;text-align:right;vertical-align:bottom">2,806,950 </td><td style="background-color:#cceeef;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeef;padding:0 1pt"></td><td style="background-color:#cceeef;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">\$ </td><td style="background-color:#cceeef;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">2,786,223 </td><td style="background-color:#cceeef;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:top">Land</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">373,039 </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">373,039 </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:#cceeef;padding:2px 1pt;text-align:left;vertical-align:top">Furniture, fixtures and equipment</td><td colspan="3" style="background-color:#cceeef;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeef;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">275,917 </td><td style="background-color:#cceeef;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeef;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeef;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">268,631 </td><td style="background-color:#cceeef;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:top">Construction in progress</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">58,965 </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">41,324 </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:#cceeef;padding:2px 1pt;text-align:left;vertical-align:top">

Intangible assets		
39,954		
39,954		
Real estate development loan, net		
4,442		
4,176		
3,559,267		
3,513,347		
Less accumulated depreciation and amortization		
(857,229)		
(784,298)		

\$	2,702,038	2,729,049		

P6YP40YP2YP15Y

Segment Disclosure

Accounting Standards Codification ("ASC") No. 280,

Segment Reporting

, establishes standards for reporting financial and descriptive information about an enterprise's reportable segments. We have determined that we have one reportable operating segment for activities related to investing in real estate; thus, all required financial segment information is included in the Condensed Consolidated Financial Statements as a single operating segment because all of our lodging properties have similar economic characteristics, facilities, and services.

1

Exchange or Modification of Debt

We consider modifications or exchanges of debt as extinguishments in accordance with ASC No. 470,

Debt,

with gains or losses recognized in current earnings if the terms of the new debt and original instrument are substantially different. If the original and new debt instruments are substantially different, the original debt is derecognized and the new debt is initially recorded at fair value, with the difference recognized as an extinguishment gain or loss. Under an exchange or modification accounted for as a debt extinguishment, fees paid to the lenders are included in the gain or loss on extinguishment of debt. Costs incurred with third parties, such as legal fees, directly related to the exchange or modification are capitalized as deferred financing costs and amortized over the initial term of the new debt. Previously deferred fees and costs for existing debt are included in the calculation of gain or loss. Under an exchange or modification not accounted for as a debt extinguishment, fees paid to the lenders are reflected as additional debt discount and amortized as non-cash interest expense over the remaining initial term of the exchanged or modified debt. Furthermore, costs incurred with third parties, such as legal fees, directly related to

[illegible]

December 31, 2023		
Lodging buildings and improvements		
\$	2,806,950	
\$	2,786,223	
Land		
	373,039	
373,039		
Furniture, fixtures and equipment		
275,917		
268,631		
Construction in progress		

			58,965		41,324			39,954		39,954			Real estate development loan, net		4,442			4,176			3,559,267			3,513,347			Less accumulated depreciation and amortization		

[illegible]

	Date Acquired	Brand/Hotel Name	Location		Purchase Price
June 1, 2023		Residence Inn by Marriott	Scottsdale, AZ	120	\$29,000
June 23, 2023		Nordic Lodge	Steamboat Springs,		

[illegible]

[illegible]

weight:400;line-height:100%">42,813 </td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table></div><div>
</div><div>(1) Net assets acquired during the six months ended June 30, 2023 is based on an aggregate purchase price of \$42.7 million plus transaction costs of \$0.1 million.</div><div style="padding-left:18pt;text-indent:-18pt">
</div><div style="padding-left:18pt;text-indent:-18pt">Lodging Property Sales </div><div style="padding-left:18pt;text-indent:-18pt">
</div><div style="padding-left:18pt;text-indent:-18pt">We sold the following properties during the six months ended June 30, 2024 and 2023:</div><div style="padding-left:18pt;text-indent:-18pt">
</div><div>Portfolio of Two Lodging Properties - New Orleans, LA</div><div>
</div><div>In April 2024, we completed the sale of the 202-guestroom Courtyard by Marriott and the 208-guestroom SpringHill Suites by Marriott, both located in New Orleans, LA, for an aggregate selling price of \$73.0 million, which resulted in a gain of approximately \$28.3 million that was recorded in the three months ended June 30, 2024.</div><div>
</div><div>Hilton Garden Inn - Bryan (College Station), TX</div><div>
</div><div>In April 2024, we completed the sale of the 119-guestroom Hilton Garden Inn - Bryan (College Station), TX for \$11.0 million. The net selling price of the lodging property approximated its net book value on the closing date.</div><div>
</div><div>Hyatt Place - Dallas (Plano), TX</div><div>
</div><div>In February 2024, we completed the sale of the 127-guestroom Hyatt Place - Dallas (Plano), TX for \$10.3 million. We recorded a nominal gain on the sale during the six months ended June 30, 2024 upon closing the transaction.</div><div>Sale of a Portfolio of Four Lodging Properties</div><div>
</div><div>In May 2023, we completed the sale of four lodging properties (the "Sale Portfolio") for an aggregate gross selling price of \$28.1 million as follows:</div><div>
</div><div><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:31.648%"></td><td style="width:0.1%"></td><td style="width:0.823%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:48.022%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.530%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:15.277%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3"></td><td colspan="3"></td><td colspan="3"></td><td colspan="3"></td><td colspan="3"></td></tr></table></div></div>

Franchise/Brand	Location			Guestrooms		
Hyatt Place	Chicago (Lombard/Oak Brook), IL			Chicago (Hoffman Estates), IL		
151	Hyatt Place			Chicago (Hoffman Estates), IL		
126	Hilton Garden Inn			Minneapolis (Eden Prairie), MN		
97	Holiday Inn Express & Suites			Minneapolis (Minnetonka), MN		
93						

[illegible]

			43,504
Hilton Garden Inn - Bryan (College Station), TX			
		—	
			10,642
Hyatt Place - Dallas (Plano), TX			
		—	
			9,940
Parcel of undeveloped land - San Antonio, TX			
		1,225	
			1,225
			1,225

65,311		
Marketed for Sale:		
One individual lodging property		8,065
Parcel of undeveloped land - Flagstaff, AZ		8,004
425		425
\$		9,715
\$		\$

weight:400;line-height:100%">73,740 </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:top"></td></tr></table></div><div>
</div><div>The parcel of undeveloped land in San Antonio, TX is currently under contract to sell, and the sale is expected to close in the fourth quarter of 2024.</div><div>
</div><div style="padding-left:18pt;text-indent:-18pt">Intangible Assets</div><div style="padding-left:18pt;text-indent:-18pt">
</div><div style="padding-left:18pt;text-indent:-18pt">Intangible assets, net is as follows (in thousands):</div><div style="padding-left:18pt;text-indent:-18pt"><table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:68.344%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.384%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:13.666%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.384%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:13.522%"></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:2px 1pt;text-align:center;vertical-align:bottom">June 30, 2024</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">December 31, 2023</td></tr><tr><td colspan="3" style="background-color:#e6e6ff;padding:2px 1pt;text-align:left;vertical-align:bottom">Indefinite-lived intangible assets:</td><td colspan="3" style="background-color:#e6e6ff;padding:0 1pt"></td><td colspan="3" style="background-color:#e6e6ff;border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#e6e6ff;border-top:1pt solid #000;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 7pt;text-align:left;vertical-align:top">Air rights</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">10,754 </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 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">10,754 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table></div>

Other			80		80		
80			10,834		10,834		
Finite-lived intangible assets:							
Tax incentives			19,750		19,750		
Key money							

[illegible]

[illegible]

	\$	2,454	2025	1,564	1,564	2026	1,564	2027	1,374	2028	1,016	Thereafter	9,833	\$

2806950000278622300037303900037303900027591700026863100058965000

acquired the following properties during the six months ended June 30, 2023 (in thousands):

Date Acquired	Brand/Hotel Name	Location	Guestrooms	Purchase Price
June 1, 2023	Residence Inn by Marriott	Scottsdale, AZ	120	\$

29,000	June 23, 2023			Nordic Lodge				Steamboat Springs, CO				47				13,700				
Total																				
167																				
42,700																				

The allocation of the aggregate purchase prices to the fair value of assets and liabilities acquired for the above acquisitions is as follows (in thousands):

[illegible]

42,813

(1) Net assets acquired during the six months ended June 30, 2023 is based on an aggregate purchase price of \$42.7 million plus transaction costs of \$0.1 million.

In May 2023, we completed the sale of four lodging properties (the "Sale Portfolio") for an aggregate gross selling price of \$28.1 million as follows:

Franchise/Brand	Location	Guestrooms
Hyatt Place	Chicago (Lombard/Oak Brook), IL	151
Hyatt Place	Chicago (Hoffman Estates), IL	

[illegible]

	Courtyard by Marriott and SpringHill Suites - New Orleans, LA	\$	—	\$	43,504	Hilton Garden Inn - Bryan (College Station), TX	—	10,642	Hyatt Place - Dallas (Plano), TX	—	9,940	Parcel of undeveloped land - San Antonio, TX

1,225 </td><td style="background-color:#e6e6ff;padding:2px 1pt 2px 0;text-align:right;vertical-align:top"></td><td colspan="3" style="background-color:#e6e6ff;padding:0 1pt"></td><td colspan="2" style="background-color:#e6e6ff;padding:2px 0 2px 1pt;text-align:right;vertical-align:top">1,225 </td><td style="background-color:#e6e6ff;padding:2px 1pt 2px 0;text-align:right;vertical-align:top"></td></tr><tr><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:top">1,225 </td><td style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:top"></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:top">65,311 </td><td style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:top"></td></tr><tr><td colspan="3" style="background-color:#e6e6ff;padding:2px 1pt 2px 7pt;text-align:left;vertical-align:top">Marketed for Sale:</td><td colspan="3" style="background-color:#e6e6ff;padding:0 1pt"></td><td colspan="3" style="background-color:#e6e6ff;border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#e6e6ff;padding:0 1pt"></td><td colspan="3" style="background-color:#e6e6ff;border-top:1pt solid #000;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 13pt;text-align:left;vertical-align:top">One individual lodging property</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:top">8,065 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:top"></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:top">8,004 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:top"></td></tr><tr><td colspan="3" style="background-color:#e6e6ff;padding:2px 1pt 2px 13pt;text-align:left;vertical-align:top">Parcel of undeveloped land - Flagstaff, AZ</td><td colspan="3" style="background-color:#e6e6ff;padding:0 1pt"></td><td colspan="2" style="background-color:#e6e6ff;padding:2px 0 2px 1pt;text-align:right;vertical-align:top">425 </td><td style="background-color:#e6e6ff;padding:2px 1pt 2px 0;text-align:right;vertical-align:top"></td><td colspan="3" style="background-color:#e6e6ff;padding:0 1pt"></td><td colspan="2" style="background-color:#e6e6ff;padding:2px 0 2px 1pt;text-align:right;vertical-align:top">1,225 </td><td style="background-color:#e6e6ff;padding:2px 1pt 2px 0;text-align:right;vertical-align:top"></td></tr></table>

weight:400;line-height:100%">425 </td><td style="background-color:#eeeeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:top"></td></tr>
<tr><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:top">\$</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:top">9,715 </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:top"></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:top">\$</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:top">73,740 </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:top"></td></tr></table>
</div>0435040000106420000994000012250001225000122500065311000806500080 style="padding-left:18pt;text-indent:-18pt">Intangible assets, net is as follows (in thousands):</div><div style="padding-left:18pt;text-indent:-18pt"><table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:68.344%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.384%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:13.666%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.384%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:13.522%"></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:2px 1pt;text-align:center;vertical-align:bottom">June 30, 2024</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">December 31, 2023</td></tr><tr><td colspan="3" style="background-color:#eeeeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Indefinite-lived intangible assets:</td><td colspan="3" style="background-color:#eeeeff;padding:0 1pt"></td><td colspan="3" style="background-color:#eeeeff;border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#eeeeff;border-top:1pt solid #000;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 7pt;text-align:left;vertical-align:top">Air rights</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-

[illegible]

[illegible]

```
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
5.5pt;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%">Less - accumulated amortization</span></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%">(11,315)</span></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"><span style="color:#000000;font-
family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-
height:100%">(9,251)</span></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:#cceeef;padding: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%">Intangible assets, net</span>
</td><td colspan="3" style="background-color:#cceeef;padding:0 1pt"></td><td
style="background-color:#cceeef;border-bottom:3pt double #000000;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%">$</span></td><td style="background-
color:#cceeef;border-bottom:3pt double #000000;border-top:1pt solid
#000;padding:2px 0;text-align:right;vertical-align:bottom"><span
style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-
weight:400;line-height:100%">28,639 </span></td><td style="background-
color:#cceeef;border-bottom:3pt double #000000;border-top:1pt solid
#000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td
colspan="3" style="background-color:#cceeef;padding:0 1pt"></td><td
style="background-color:#cceeef;border-bottom:3pt double #000000;border-top:1pt
solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span
style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-
weight:400;line-height:100%">$</span></td><td style="background-
color:#cceeef;border-bottom:3pt double #000000;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%">30,703 </span></td><td style="background-
color:#cceeef;border-bottom:3pt double #000000;border-top:1pt solid
#000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr>
</table></div><div style="padding-left:18pt;text-indent:-18pt"><span
style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-
weight:400;line-height:120%">Intangible assets, net is as follows (in thousands):
</span></div><div style="padding-left:18pt;text-indent:-18pt"><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:68.344%"></td><td style="width:0.1%"></td><td style="width:0.1%">
</td><td style="width:0.384%"></td><td style="width:0.1%"></td><td
style="width:1.0%"></td><td style="width:13.666%"></td><td style="width:0.1%">
</td><td style="width:0.1%"></td><td style="width:0.384%"></td><td
style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:13.522%">
</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: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%">June 30, 2024</span></td><td colspan="3"
style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-
```

December 31, 2023		
Indefinite-lived intangible assets:		
Air rights		
\$		
10,754		
\$		
10,754		
Other		
80		
80		
10,834		
10,834		

Finite-lived intangible assets:		
Tax incentives		
19,750	19,750	19,750
9,370	9,370	9,370
29,120	29,120	29,120

[illegible]

Future amortization expense related to intangible assets is as follows (in thousands):			
For the Year Ending December 31,	Amount	2024	2025
	\$	2,454	1,564
			1,564
			1,374

2028			1,016	
Thereafter			9,833	
\$			17,805	

24540001564000156400013740001016000983300017805000INVESTMENT IN REAL ESTATE LOANS

Real Estate Development Loans

Onera Mezzanine Financing Loan

In January 2023, we entered into an agreement with affiliates of Onera Opportunity Fund I, LP ("Onera") to provide a mezzanine financing loan of \$4.6 million (the "Onera Mezzanine Loan") for the development of a glamping property. The Onera Mezzanine Loan is secured by a second mortgage on the property and is subordinate to the senior lender for the development project. The loan matures 24 months from the closing date of the transaction and may be extended for an additional 12 months at the borrower's option. Additionally, we issued a \$3.0 million letter of credit to the senior lender of the project as additional support for Onera's construction loan. We also have an option to purchase 90% of the equity of the entity that owns the development property upon completion of construction or at the one-year anniversary of such completion at a pre-determined price (the "Onera Purchase Option"). The development is expected to be completed in the second half of 2024. As of June 30, 2024, we have funded our entire \$4.6 million commitment under the mezzanine financing loan. The balance of the Onera Mezzanine Loan is recorded net of the unamortized discount related to the carrying amount of the Onera Purchase Option of \$0.1 million and \$0.4 million at June 30, 2024 and December 31, 2023, respectively, and is classified as Investments in lodging property, net in our Condensed Consolidated Balance Sheets.

We recorded the Onera Purchase Option related to the Onera Mezzanine Loan in Other assets and as a contra-asset to Investments in lodging property, net at its estimated fair value of \$0.9 million on the transaction date using the Black-Scholes model. The recorded amount of the Onera Purchase Option is being amortized over the term of the Onera Mezzanine Loan using the straight-line method, which approximates the interest method, as non-cash interest income. For each of the three months ended June 30, 2024, and 2023, we amortized \$0.1 million of the carrying amount of the Onera Purchase Option as non-cash interest income, and for each of the six months ended June 30, 2024 and 2023, we amortized \$0.3 million and \$0.2 million, respectively, of the carrying amount of the Onera Purchase Option as non-cash interest income.

Our estimate of the fair value of the Onera Purchase Option under the Black-Scholes model requires judgment and estimates primarily related to the volatility of our stock price and expected levels of future dividends on our common stock.

At June 30, 2024, our indebtedness was comprised of borrowings under our 2023 Senior Credit Facility (as defined below), the 2024 Term Loan (as defined below), the GIC Joint Venture Credit Facility (as defined below), the GIC Joint Venture Term Loan (as defined below), the PACE loan (as defined below), the Convertible Notes (as defined below), and other indebtedness secured by first priority mortgage liens on various lodging properties.

We have entered into interest rate swaps to fix the interest rates on a portion of our variable interest rate indebtedness. The weighted-average interest rate, after giving effect to our interest rate derivatives, for all borrowings was 5.29% at June 30, 2024 and 5.31% at December 31, 2023. There are currently no defaults under any of the Company's loan agreements.

Debt, net of debt issuance costs, is as follows (in thousands):

	June 30, 2024	December 31, 2023	Revolving debt	
				\$

135,000			
\$			
125,000			
Term loans			
871,037			
910,000			
Convertible notes			
287,500			
287,500			
Mortgage loans			
65,649			
123,339			

[illegible]

rate and variable-rate debt, after consideration of our interest rate derivative agreements that are currently in effect, is as follows (in thousands):			
June 30, 2024	December 31, 2023	Percentage	Fixed-rate debt
(1)			
\$	906,149	67%	\$

956,414					
Variable-rate debt			453,037		
33%			489,425		
34%			1,359,186		
1,445,839					

(1) At June 30, 2024, debt related to our wholly-owned properties and our pro rata share of joint venture debt has a fixed-rate debt ratio of approximately 76% of our total pro rata indebtedness when taking into consideration interest rate swaps that are currently in effect.

Information about the fair value of our fixed-rate debt that is not recorded at fair value is as follows (in thousands):

	June 30, 2024	December 31, 2023
Carrying Value	\$1,000,000	\$1,000,000
Fair Value	\$1,000,000	\$1,000,000

Valuation Technique		
Convertible notes		
\$	287,500	\$
\$	260,336	287,500
\$	256,141	256,141
Level 1 - Market approach		
Mortgage loans		
18,649		

	16,876			
	68,915			
	60,883			
Level 2 - Market approach				
\$	306,149			
	\$			
	277,212			
	\$			
	356,415			
	\$			

[illegible]

[illegible]

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[illegible]

[illegible]

[illegible]

[illegible]

[illegible]

[illegible]

7.54% Variable		
9/15/2027		
9/15/2028		
n/a		
75,000		
75,000		
Bank of America, N.A. Term Loan		
(4)		
8.21% Variable		
1/13/2026		
1/13/2027		
n/a		
396,037		

410,000		Wells Fargo			4.99% Fixed						6/6/2028			6/6/2028			1			12,657		12,785	
PACE loan			6.10% Fixed						7/31/2040			7/31/2040											

[illegible]

[illegible]

was paid off with proceeds from the Regions Bank 2024 Term Loan. The MetaBank loan was paid off in June 2024. The Bank of the Cascades mortgage loan was comprised of two promissory notes. We repaid The Bank of the Cascades mortgage loans in May 2024.

(3) The \$125 Million Revolver and the \$75 Million Term Loan are secured by pledges of the equity in the entities and affiliated entities that own 13 lodging properties.

(4) The GIC Joint Venture Term Loan with Bank of America, N.A. is secured by pledges of the equity in the entities and affiliated entities that own 25 lodging properties and two parking garages.

\$600 Million Senior Credit and Term Loan Facility

In June 2023, the Operating Partnership, as borrower, the Company, as parent guarantor, and each party executing the loan documentation as a subsidiary guarantor, entered into an amended and restated \$600.0 million senior credit facility (the "2023 Senior Credit Facility") with Bank of America, N.A., as successor administrative agent, and a syndicate of lenders. The 2023 Senior Credit Facility is comprised of a \$400.0 million revolver (the "\$400 Million Revolver") and a \$200.0 million term loan facility (the "\$200 Million Term Loan"). The 2023 Senior Credit Facility has an accordion feature which allows the Company to increase the total commitments by an aggregate of up to \$300.0 million.

At June 30, 2024, our \$200 Million Term Loan was fully funded, and our \$400 Million Revolver had \$10.0 million in outstanding borrowings. Borrowings under the 2023 Senior Credit Facility are limited by the value of the Unencumbered Properties (as defined below).

The \$400 Million Revolver has a maturity date of June 2027, which may be extended by the Company for up to two consecutive six-month periods, subject to certain conditions, and the \$200 Million Term Loan has a maturity date of June 2026, which may be extended by the Company for up to two consecutive 12-month periods, subject to certain conditions.

The 2023 Senior Credit Facility bears interest at the Secured Overnight Funding Rate ("SOFR"). The interest rate on the \$400 Million Revolver is based on the higher of (i) a pricing grid ranging from 140 basis points to 240 basis points plus Adjusted Daily SOFR or Adjusted Term SOFR, depending on the Company's leverage ratio (as defined in the loan documents); and (ii) a pricing grid ranging from 40 basis points to 140 basis points over the Base Rate, depending on the Company's leverage ratio (as defined in the credit agreements governing the 2023 Senior Credit Facility).

The interest rate on the \$200 Million Term Loan is based on the higher of (i) a pricing grid ranging from 135 basis points to 235 basis points plus Adjusted Daily SOFR or Adjusted Term SOFR, depending on the Company's leverage ratio (as defined in the loan documents); and (ii) a pricing grid ranging from 35 basis points to 135 basis points over the Base Rate, depending on the Company's leverage ratio (as defined in the loan documents).

Term SOFR will be available for one, three and six-month interest

periods. The Base Rate is a fluctuating rate of interest per annum equal to the highest of (a) the Federal Funds Rate plus 0.50%, (b) the rate of interest in effect for such day as publicly announced by Bank of America as its "prime rate," (c) SOFR published on such day on the Federal Reserve Bank of New York's website (or any successor source) plus 1.00% and (d) 1.00%. For purposes of the 2023 Senior Credit Facility, SOFR is subject to a floor of zero basis points.

We are also required to pay an unused fee (the "Unused Fee") on the undrawn portion of the \$400 Million Revolver. The Unused Fee is calculated on a daily basis on the unused amount of the \$400 Million Revolver multiplied by (i) 0.25% per annum in the event that Revolver usage is greater than 50%, and (ii) 0.20% per annum in the event that Revolver usage is equal to or less than 50%. The Unused Fee is payable quarterly in arrears and on the final maturity date of the \$400 Million Revolver.

We are required to comply with various financial and other covenants to draw and maintain borrowings under the \$400 million Revolver.

2024 Term Loan

In February 2024, our Operating Partnership, as borrower, the Company, as parent guarantor, and each party executing the term loan document as a subsidiary guarantor, entered into a \$200 million senior unsecured term loan financing (the "2024 Term Loan") with Regions Bank. Proceeds from the 2024 Term Loan financing and advances on our \$400 Million Revolver were used to repay in full the Company's \$225 million term loan that was scheduled to mature in February 2025.

The 2024 Term Loan has an initial maturity date of February 2027 and can be extended for two 12-month periods by the Company, subject to certain conditions. At June 30, 2024, the 2024 Term Loan was fully funded.

We pay interest on advances at varying rates, based upon, at our option, either (i) daily, 1-, 3-, or 6-month SOFR (subject to a floor of 35 basis points), plus a SOFR adjustment equal to 10 basis points and an applicable margin between 135 and 235 basis points, depending upon our leverage ratio (as defined in the loan documents). We are required to pay other fees, including arrangement and administrative fees.

We are required to comply with various financial and other covenants to draw and maintain borrowings under the 2024 Term Loan.

Convertible Senior Notes and Capped Call Options

In January 2021, we entered into an underwriting agreement (the "Convertible Notes Offering") pursuant to which the Company agreed to offer and sell an aggregate of \$287.5 million of 1.50% convertible senior notes due in 2026 (the "Convertible Notes"). The net proceeds from the Convertible Notes Offering, after deducting underwriting discounts and commissions and offering expenses payable by the Company (including net proceeds from the full exercise by the underwriters of their over-allotment option to purchase additional Convertible Notes), were approximately \$280.0 million before consideration of the Capped Call Transactions (as described below). These proceeds were used to pay the

cost of the Capped Call Transactions and to partially repay outstanding obligations under our senior credit facility that was replaced by the 2023 Senior Credit Facility and another term loan.

The Convertible Notes bear interest at a rate of 1.50% per year, payable semi-annually in arrears on February 15 and August 15 of each year, beginning on August 15, 2021. The Convertible Notes will mature on February 15, 2026 (the “Maturity Date”), unless earlier converted, purchased, or redeemed. Prior to August 15, 2025, the Convertible Notes will be convertible only upon certain circumstances and during certain periods. On or after August 15, 2025 and through the Maturity Date, holders may convert any of their Convertible Notes into shares of the Company’s common stock, at the applicable conversion rate, unless the Convertible Notes have been previously purchased or redeemed by the Company. The Company recorded interest expense of \$1.1 million for each of the three months ended June 30, 2024 and 2023, respectively, and \$2.2 million for each of the six months ended June 30, 2024 and 2023, respectively. The Company incurred debt issuance costs related to the Convertible Notes Offering of \$7.6 million, of which \$0.4 million was amortized as non-cash interest expense for each of the three months ended June 30, 2024 and 2023, respectively, and \$0.7 million for each of the six months ended June 30, 2024 and 2023, respectively. Including the amortization of the debt issuance costs, the effective interest rate on the Convertible Notes was approximately 2.00% for the three and six months ended June 30, 2024 and 2023. The unamortized discount related to the Convertible Notes was \$2.5 million and \$3.2 million at June 30, 2024 and December 31, 2023, respectively.

The initial conversion rate of the Convertible Notes is 83.4028 shares of common stock per \$1,000 principal amount of Convertible Notes, which is equivalent to an initial conversion price of \$11.99 per share of common stock based on the 37.5% base conversion premium on the reference price of \$8.72 per share. In no event will the conversion rate exceed 114.6788 shares of common stock per \$1,000 principal amount of Convertible Notes, subject to certain adjustments defined in the Convertible Notes Offering. Commensurate with the declaration of dividends and distributions on our common stock and Common Units, respectively, on May 1, 2024, the conversion rate of the Convertible Notes was adjusted to 89.10 shares of common stock per \$1,000 principal amount of Convertible Notes.

On January 7, 2021, in connection with the pricing of the Convertible Notes, and on January 8, 2021, in connection with the full exercise by the underwriters of their option to purchase additional Convertible Notes pursuant to the underwriting agreement, the Company entered into privately negotiated capped call transactions (the “Capped Call Transactions”) with certain of the underwriters or their respective affiliates and another financial institution (the “Capped Call Counterparties”). The Capped Call Transactions initially cover, subject to anti-dilution adjustments substantially similar to those applicable to the Convertible Notes, the number of shares of common stock underlying the Convertible Notes. The Capped Call Transactions are generally expected to reduce the potential dilution to holders of shares of common stock upon conversion of the Convertible Notes or offset the potential cash payments that the Company could be required to make in excess of the principal amount of any converted Convertible Notes upon conversion thereof, with such reduction or offset subject to a cap.

The effective strike price of the Capped Call Transactions was initially \$15.26, which represented a premium of 75.0% over the last reported sale price of our common stock on the New York Stock Exchange on January 7, 2021 and is subject to certain adjustments under the terms of the Capped Call transactions. The current strike price is \$14.28

due to the adjustments related to the dividends paid during the period that the Capped Call securities have been outstanding.

MetaBank Loan

In June 2017, Summit Meta 2017, LLC, a subsidiary of our Operating Partnership, entered into a \$47.6 million secured, non-recourse loan with MetaBank (the "MetaBank Loan"). In June 2024, the outstanding balance of the loan was \$42.3 million at which time we repaid the MetaBank Loan for \$39.1 million prior to its scheduled maturity date, which represented a discount of \$3.2 million and resulted in a gain on extinguishment of debt of \$3.0 million after legal fees and unamortized debt issuance costs that were written-off on the closing date. As a result of this repayment, the three lodging properties previously held as collateral for the MetaBank Loan were released.

Bank of the Cascades

In May 2024, we repaid the outstanding principal of the Bank of the Cascades that was scheduled to mature in December 2024 with no prepayment penalty. This repayment resulted in the release of the lodging property that was pledged as collateral for this mortgage loan.

GIC Joint Venture Credit Facility

In October 2019, Summit JV MR 1, LLC (the "Borrower"), as borrower, and Summit Hospitality JV, LP (the "Parent" or "GIC Joint Venture"), as parent of the Borrower, and each party executing the credit facility documentation as a subsidiary guarantor, entered into a \$200.0 million credit facility (the "GIC Joint Venture Credit Facility") with Bank of America, N.A., as administrative agent and sole initial lender, and BofA Securities, Inc., as sole lead arranger and sole bookrunner. The Operating Partnership and the Company are not borrowers or guarantors of the GIC Joint Venture Credit Facility. The GIC Joint Venture Credit Facility is guaranteed by all of the Borrower's existing and future subsidiaries, subject to certain exceptions.

The GIC Joint Venture Credit Facility

The GIC Joint Venture Credit Facility is comprised of a \$125.0 million revolving credit facility (the "\$125 Million Revolver") and a \$75.0 million term loan (the "\$75 Million Term Loan"). The GIC Joint Venture Credit Facility has an accordion feature which allows us to increase the total commitments by up to \$300.0 million, for aggregate potential borrowings of up to \$500.0 million. At June 30, 2024, we had \$125.0 million outstanding under the \$125 Million Revolver.

Amendments to the \$200 million GIC Joint Venture Credit Facility

In February 2023, the Borrower entered into the Fifth Amendment to Credit Agreement to, among other things, convert the reference rate used in interest rate calculations from the London Interbank Offered Rate ("LIBOR") to adjusted term or daily SOFR (using a 10-basis point credit spread adjustment), with Borrower's option to borrow base rate advances, term SOFR advances or daily SOFR advances.

**Roman',sans-serif;font-size:10pt;font-weight:400;line-height:120%>In September 2023, the GIC Joint Venture entered into an amendment to the GIC Joint Venture Credit Facility (the "GIC Joint Venture Credit Amendment"). The GIC Joint Venture Credit Amendment extends the maturity of the \$125 Million Revolver and the \$75 Million Term Loan to September 2027, which may be extended by the Company for a single twelve-month period, subject to certain conditions.</div><div>
</div><div>The interest rate on the \$125 Million Revolver is unchanged and is based on the higher of the following:</div><div>
</div><div style="padding-left:27pt;text-indent:-27pt">i.Daily SOFR or Term SOFR (1-month or 3-month), plus a SOFR adjustment of 0.10%, plus a margin of 2.15%, or,</div><div style="text-indent:-9pt">
</div><div style="padding-left:27pt;text-indent:-27pt">ii.the applicable base rate, which is the greatest of the administrative agent's prime rate, the federal funds rate plus 0.50%, and 1-month Term SOFR plus 1.00%, plus a base rate margin of 1.15%.</div><div>
</div><div>The interest rate on the \$75 Million Term Loan is five basis points less than the interest rate on the \$125 Million Revolver referenced above.</div><div>
</div><div>In addition, on a quarterly basis, we are required to pay a fee of 0.25% of the average unused amount of the GIC Joint Venture Credit Facility. We are also required to pay other fees, including customary arrangement and administrative fees.</div><div>
</div><div>The GIC Joint Venture Credit Amendment requires the GIC Joint Venture and certain subsidiaries to pledge to the secured parties all of the equity interests in the entities that own the 13 properties included in the borrowing base assets, the related TRS entities that lease each of the borrowing base assets, and all other subsidiaries of the borrower and the subsidiary guarantors, subject to certain exceptions.</div><div>GIC Joint Venture Term Loan</div><div>
</div><div>In January and March 2022, the Operating Partnership and the GIC Joint Venture closed on a transaction with NewcrestImage Holdings, LLC, a Delaware limited liability company, and NewcrestImage Holdings II, LLC, a Delaware limited liability company (together, "NewcrestImage"), to acquire a portfolio of 27 lodging properties, containing an aggregate of 3,709 guestrooms, and two parking structures, containing 1,002 spaces and various financial incentives for an aggregate purchase price of \$822.0 million (the "NCI Transaction"). In connection with the NCI Transaction, in January 2022, Summit JV MR 2, LLC, Summit JV MR 3, LLC and Summit NCI NOLA BR 184, LLC (each of which is a subsidiary of the GIC Joint Venture, and are collectively, the "Term Loan Borrower"), the GIC Joint Venture, as parent guarantor, and each party executing the credit facility documentation as a subsidiary guarantor, entered into a \$410.0 million senior secured term loan facility (the "GIC Joint Venture Term Loan") with Bank of America, N.A., as administrative agent and initial lender, Wells Fargo Bank, National Association, as syndication**

[illegible]

	\$	135,000		\$	125,000
Term loans					
871,037					
910,000					
Convertible notes					
287,500					
287,500					
Mortgage loans					
65,649					

family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">123,339 </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:#e6e6ff;padding:2px 1pt;text-align:left;vertical-align:top"> </td><td colspan="3" style="background-color:#e6e6ff;padding:0 1pt"></td><td colspan="2" style="background-color:#e6e6ff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1,359,186 </td><td style="background-color:#e6e6ff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#e6e6ff;padding:0 1pt"></td><td colspan="2" style="background-color:#e6e6ff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1,445,839 </td><td style="background-color:#e6e6ff;border-top:1pt solid #000000;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">Unamortized debt issuance costs</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">(13,694)</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">(15,171)</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:#e6e6ff;padding:2px 1pt;text-align:left;vertical-align:bottom">Debt, net of debt issuance costs</td><td colspan="3" style="background-color:#e6e6ff;padding:0 1pt"></td><td style="background-color:#e6e6ff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">\$</td><td style="background-color:#e6e6ff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">1,345,492 </td><td style="background-color:#e6e6ff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#e6e6ff;padding:0 1pt"></td><td style="background-color:#e6e6ff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">\$</td><td style="background-color:#e6e6ff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">1,430,668 </td><td style="background-color:#e6e6ff;border-

[illegible]

[illegible]

\$400 Million Revolver	(1)
7.38% Variable	
6/21/2027	
6/21/2028	
n/a	
\$	
10,000	
\$	
—	
\$200 Million Term Loan	(1)
7.34% Variable	
6/21/2026	

[illegible]

[illegible]

[illegible]

[illegible]

[illegible]

[illegible]

[illegible]

[illegible]

[illegible]

[illegible]

[illegible]

[illegible]

[illegible]

New Roman',sans-serif;font-size:8pt;font-weight:400;line-height:100%">9/15/2027</td><td colspan="3" style="background-color:#cceeef;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeef;padding:2px 1pt;text-align:center;vertical-align:bottom">9/15/2028</td><td colspan="3" style="background-color:#cceeef;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeef;padding:2px 1pt;text-align:right;vertical-align:bottom">n/a</td><td colspan="3" style="background-color:#cceeef;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeef;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">75,000 </td><td style="background-color:#cceeef;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeef;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeef;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">75,000 </td><td style="background-color:#cceeef;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:top"> Bank of America, N.A.Term Loan(4 </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:bottom"> 8.21% Variable </td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="display:none"></td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:center;vertical-align:bottom">1/13/2026</td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:center;vertical-align:bottom">1/13/2027</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">n/a</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">396,037 </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">410,000 </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:#cceeef;padding:2px 1pt 2px

Wells Fargo			4.99% Fixed			6/6/2028			6/6/2028			1			12,657		12,785	
PACE loan			6.10% Fixed			7/31/2040			7/31/2040			n/a			5,992			

[illegible]

675,878 </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:#cceeef;padding:2px 1pt 2px 14.5pt;text-align:left;vertical-align:bottom">Total Debt</td><td colspan="3" style="background-color:#cceeef;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeef;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeef;padding:0 1pt"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="background-color:#cceeef;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeef;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeef;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeef;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeef;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeef;border-bottom:3pt double #000000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">3 </td><td style="background-color:#cceeef;border-bottom:3pt double #000000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeef;padding:0 1pt"></td><td style="background-color:#cceeef;border-bottom:3pt double #000000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">\$ </td><td style="background-color:#cceeef;border-bottom:3pt double #000000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">1,359,186 </td><td style="background-color:#cceeef;border-bottom:3pt double #000000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeef;padding:0 1pt"></td><td style="background-color:#cceeef;border-bottom:3pt double #000000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">\$ </td><td style="background-color:#cceeef;border-bottom:3pt double #000000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">1,445,839 </td><td style="background-color:#cceeef;border-bottom:3pt double #000000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table> (1) The 2023 Senior Credit and Term Loan Facility is supported by a borrowing base of 53 unencumbered hotel properties. (2) The KeyBank Term Loan was paid off with proceeds from the Regions Bank 2024 Term Loan. The MetaBank loan was paid off in June 2024. The Bank of the Cascades mortgage loan was comprised of two promissory notes. We repaid The Bank of the Cascades mortgage loans in May 2024. (3) The \$125 Million Revolver	

and the \$75 Million Term Loan are secured by pledges of the equity in the entities and affiliated entities that own 13 lodging properties.

(4) The GIC Joint Venture Term Loan with Bank of America, N.A. is secured by pledges of the equity in the entities and affiliated entities that own 25 lodging properties and two parking garages.

Our total fixed-rate and variable-rate debt, after consideration of our interest rate derivative agreements that are currently in effect, is as follows (in thousands):

	June 30, 2024	December 31, 2023
Percentage		
Fixed-rate debt	\$906,149	

color:#cceeef;border-top:1pt solid #000000;padding:2px 1pt;text-align:center;vertical-align:bottom">67%</td><td colspan="3" style="background-color:#cceeef;padding:0 1pt"></td><td style="background-color:#cceeef;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">\$</td><td style="background-color:#cceeef;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">956,414</td><td style="background-color:#cceeef;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeef;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeef;border-top:1pt solid #000000;padding:2px 1pt;text-align:center;vertical-align:bottom">66%</td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top">Variable-rate debt</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">453,037</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:center;vertical-align:bottom">33%</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">489,425</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:center;vertical-align:bottom">34%</td></tr><tr><td colspan="3" style="background-color:#cceeef;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeef;padding:0 1pt"></td><td style="background-color:#cceeef;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">\$</td><td style="background-color:#cceeef;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">1,359,186</td><td style="background-color:#cceeef;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeef;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeef;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeef;padding:0 1pt"></td><td style="background-color:#cceeef;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">

weight:400;line-height:100%">\$</td><td style="background-color:#e6e6ff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">1,445,839 </td><td style="background-color:#e6e6ff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#e6e6ff;padding:0 1pt"></td><td colspan="3" style="background-color:#e6e6ff;padding:0 1pt"></td></tr></table></div>(1) At June 30, 2024, debt related to our wholly-owned properties and our pro rata share of joint venture debt has a fixed-rate debt ratio of approximately 76% of our total pro rata indebtedness when taking into consideration interest rate swaps that are currently in effect.9061490000.679564140000.664530370000.334894250000.34135918600001445.1

Information about the fair value of our fixed-rate debt that is not recorded at fair value is as follows (in thousands):</div><div> <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:27.554%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.530%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.157%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.530%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.157%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.530%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.157%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.530%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.742%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.530%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:20.983%"></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="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">June 30, 2024</td><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">December 31, 2023</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom"> </td></tr><tr><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;border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Carrying
Value</td><td colspan="3" style="background-color:#ffffff;border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Fair Value</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:1pt solid #000000;padding:2px 1pt;text-align:center;vertical-align:bottom"></td></tr></table></div>

Carrying Value		
Fair Value		
Valuation Technique		
Convertible notes		
\$		
287,500		
\$		
260,336		
\$		
287,500		
\$		
256,141		
Level 1 - Market approach		
Mortgage loans		

18,649		16,876	
68,915		60,883	
Level 2		Market approach	
306,149			
\$			
277,212			
356,415			

317,024

The Company has operating leases related to the land under certain lodging properties, conference centers, parking spaces, automobiles, our corporate office, and miscellaneous office equipment. These leases have remaining terms of one year to 74.0 years, some of which include options to extend the leases for additional years. The exercise of lease renewal options is at our sole discretion. As of June 30, 2024 and December 31, 2023, the weighted-average operating lease term was approximately 32.1 years and 32.2 years, respectively. Certain leases also include options to purchase the leased property. As of June 30, 2024 and December 31, 2023, our weighted-average incremental borrowing rate for leases was 4.8%.

Certain of our lease agreements include rental payments based on a percentage of revenue over contractual levels and others include rental payments adjusted periodically for inflation. Our lease agreements do not contain any material residual value guarantees or restrictive covenants that materially affect our business. In addition, we lease certain owned real estate to third parties. We recorded gross third-party tenant income of \$0.6 million and \$0.7 million for the three months ended June 30, 2024 and 2023, respectively, and \$1.4 million during each of the six months ended June 30, 2024 and 2023, respectively, which was recorded in Other income, net in our Condensed Consolidated Statement of Operations.

During each of the three months ended June 30, 2024 and 2023, the Company's total operating lease cost was \$1.1 million, and the cash payments on operating leases were \$1.0 million.

During each of the six months ended June 30, 2024 and 2023, the Company's total operating lease cost was \$2.3 million, and the cash payments on operating leases were \$2.0 million.

Operating lease maturities as of June 30, 2024 are as follows (in thousands):

	2024	2025	2026	2027	2028	2029 and there after
Operating lease liabilities	\$1.0	\$6.1	\$0.1	\$0.1	\$1.1	\$35.4

For the Year Ending December 31,		
Amount		
2024		
\$		
1,126		
2025		
		2,252
2026		
		2,206
2027		
		2,249
2028		
		2,090
Thereafter		

	35,803	
Total lease payments		
(1)		
	45,726	
Less: Imputed interest		
	(20,568)	
Total		
	\$	
	25,158	

(1)

Certain payments above include future increases to the minimum fixed rent based on the Consumer Price Index in effect at the initial measurement of the lease balances.

P1YP74YP32Y1M6DP32Y2M12D0.0480.04860000070000001400000014000000110

Operating lease maturities as of June 30, 2024 are as follows (in thousands):

For the Year Ending December 31,		
Amount		
2024		
\$	1,126	
2025		
2,252		
2026		
2,206		
2027		
2,249		
2028		
2,090		

weight:400;line-height:100%">Thereafter</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">35,803 </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:#cceeef;padding:2px 1pt;text-align:left;vertical-align:bottom"><div style="text-align:center">Total lease payments (1)</div></td><td colspan="3" style="background-color:#cceeef;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeef;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">45,726 </td><td style="background-color:#cceeef;border-top:1pt solid #000000;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:center;vertical-align:bottom">Less: Imputed interest</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">(20,568)</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:#cceeef;padding:2px 1pt;text-align:center;vertical-align:bottom">Total</td><td colspan="3" style="background-color:#cceeef;padding:0 1pt"></td><td style="background-color:#cceeef;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">\$</td><td style="background-color:#cceeef;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom">25,158 </td><td style="background-color:#cceeef;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table></div><div>
</div><div style="padding-left:18pt;text-indent:-18pt">(1)Certain payments above include future increases to the minimum fixed rent based on the Consumer Price Index in effect at the initial measurement of the lease balances.</div>1126000225200022060002249000209000035803000457260002056800025158
FINANCIAL INSTRUMENTS AND HEDGING<div></div><div>Information about our derivative financial instruments at June 30, 2024 and December 31, 2023 is as follows (dollars in thousands): </div><div style="margin-top:5pt"><table style="border-collapse:collapse;display:inline-

[illegible]

[illegible]

	\$	
479		
1,170		
June 11, 2018		
December 31, 2018		
December 31, 2025		
2.92		%
125,000		
125,000		
3,393		
2,877		
July 26, 2022		

January 31, 2023		
January 31, 2027		
2.60		
%		
100,000		
100,000		
4,234		
3,134		
July 26, 2022		
January 31, 2023		
January 31, 2029		
2.56		
%		

[illegible]

GIC Joint Venture			March 24, 2023			July 1, 2023			January 13, 2026			3.35		%		100,000		100,000		1.947	

[illegible]

[illegible]


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family:'Times New Roman',sans-serif;font-size:9pt;font-weight:400;line-
height:100%">200,000 </span></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"><span style="color:#000000;font-
family:'Times New Roman',sans-serif;font-size:9pt;font-weight:400;line-
height:100%">4,840 </span></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"><span style="color:#000000;font-
family:'Times New Roman',sans-serif;font-size:9pt;font-weight:400;line-
height:100%">2,504 </span></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="15" style="background-color:#cceeef;padding:2px
1pt;text-align:left;vertical-align:bottom"><div style="padding-left:18pt"><span
style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:9pt;font-
weight:400;line-height:100%">Total</span></div></td><td colspan="3"
style="background-color:#cceeef;padding:0 1pt"></td><td colspan="3"
style="background-color:#cceeef;padding:0 1pt"></td><td colspan="3"
style="background-color:#cceeef;padding:0 1pt"></td><td style="background-
color:#cceeef;border-bottom:3pt double #000000;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:9pt;font-
weight:400;line-height:100%">$</span></td><td style="background-
color:#cceeef;border-bottom:3pt double #000000;border-top:1pt solid
#000;padding:2px 0;text-align:right;vertical-align:bottom"><span
style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:9pt;font-
weight:400;line-height:100%">700,000 </span></td><td style="background-
color:#cceeef;border-bottom:3pt double #000000;border-top:1pt solid
#000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td
colspan="3" style="background-color:#cceeef;padding:0 1pt"></td><td
style="background-color:#cceeef;border-bottom:3pt double #000000;border-top:1pt
solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span
style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:9pt;font-
weight:400;line-height:100%">$</span></td><td style="background-
color:#cceeef;border-bottom:3pt double #000000;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:9pt;font-
weight:400;line-height:100%">600,000 </span></td><td style="background-
color:#cceeef;border-bottom:3pt double #000000;border-top:1pt solid
#000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td
colspan="3" style="background-color:#cceeef;padding:0 1pt"></td><td
style="background-color:#cceeef;border-bottom:3pt double #000000;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:9pt;font-
weight:400;line-height:100%">$</span></td><td style="background-
color:#cceeef;border-bottom:3pt double #000000;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:9pt;font-
weight:400;line-height:100%">19,091 </span></td><td style="background-
color:#cceeef;border-bottom:3pt double #000000;border-top:1pt solid
#000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td
colspan="3" style="background-color:#cceeef;padding:0 1pt"></td><td
style="background-color:#cceeef;border-bottom:3pt double #000000;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:9pt;font-
```

weight:400;line-height:100%"></td><td style="background-color:#e6e6ff;border-bottom:3pt double #000000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">13,958 </td><td style="background-color:#e6e6ff;border-bottom:3pt double #000000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table></div><div>
</div><div style="padding-left:18pt;text-indent:-18pt">(1) — At December 31, 2023, we had interest rate swaps that were in effect with a notional amount totaling \$600.0 million. In January, 2024, we executed one additional interest rate swap with a notional amount totaling \$100.0 million that becomes effective on October 1, 2024.</div><div>At June 30, 2024, debt related to our wholly-owned properties and our pro rata share of joint venture debt has a fixed-rate debt ratio of approximately 76% of our total pro rata indebtedness when taking into consideration interest rate swaps that are currently in effect.</div><div style="padding-left:18pt;text-indent:-18pt">
</div><div>At June 30, 2024 and December 31, 2023, we had \$600.0 million of debt with variable interest rates that had been converted to fixed interest rates through derivative financial instruments which are carried at fair value. Differences between carrying value and fair value of our fixed-rate debt are primarily due to changes in interest rates. Inherently, fixed-rate debt is subject to fluctuations in fair value as a result of changes in the current market rate of interest on the valuation date.</div><div>
</div><div>In January 2024, subsidiaries of the GIC Joint Venture that are the borrowers under the GIC Joint Venture Term Loan entered into a \$100.0 million interest rate swap to fix one-month term SOFR until January 2026. The interest rate swap has an effective date of October 1, 2024 and a termination date of January 13, 2026. Pursuant to the interest rate swap, we will pay a fixed rate of 3.77% and receive the one-month term SOFR floating rate index.</div><div>
</div><div>Our interest rate swaps have been designated as cash flow hedges and are valued using a market approach, which is a Level 2 valuation technique. At June 30, 2024 and December 31, 2023, our interest rate swaps were in an asset position. Derivative assets related to our interest rate swaps are recorded in Other assets in our Condensed Consolidated Balance Sheets. We are not required to post any collateral related to these agreements and are not in breach of any financial provisions of the agreements.</div><div>
</div><div>Changes in the fair value of the hedging instruments are deferred in Accumulated other comprehensive income (loss) in our Condensed Consolidated Balance Sheets and are reclassified as Interest expense in our Condensed Consolidated Statements of Operations in the period in which the hedged item affects earnings. In the next twelve months, we estimate that \$11.5 million will be reclassified from Accumulated other comprehensive income (loss) and recorded as a decrease to Interest expense.</div><div></div><div></div><div>We characterize the realized and unrealized gain or loss related to derivative financial instruments designated as cash flow hedges as follows (in thousands):</div><div><table style="border-

[illegible]

[illegible]

	\$	4,261	
Total interest expense and other finance expense presented in the Condensed Consolidated Statements of Operations in which the effects of cash flow hedges are recorded			
\$	20,830		
\$	22,248		
\$	42,412		
\$	43,157		

[illegible]

[illegible]

	\$	75,000			\$	479			\$	1,170				
June 11, 2018												December 31, 2018		
December 31,						2025					2.92		%	125,000
											125,000			
3,393														

[illegible]

2029			2.56		%		100,000		100,000		6,145		4,273		Total Operating Partnership										400,000		400,000		14,251	

[illegible]

100,000				1,947				1,250			
			March 24, 2023								
			July 1, 2023								
			January 13, 2026								
			3.35								
			%								
			100,000								
			100,000								
			1,948								
			1,254								

[illegible]

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**#000;padding:2px 0;text-align:right;vertical-align:bottom">19,091 </td><td style="background-color:#cceeef;border-bottom:3pt double #000000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeef;padding:0 1pt"></td><td style="background-color:#cceeef;border-bottom:3pt double #000000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">\$ </td><td style="background-color:#cceeef;border-bottom:3pt double #000000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">13,958 </td><td style="background-color:#cceeef;border-bottom:3pt double #000000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table></div>(1) — At December 31, 2023, we had interest rate swaps that were in effect with a notional amount totaling \$600.0 million. In January, 2024, we executed one additional interest rate swap with a notional amount totaling \$100.0 million that becomes effective on October 1, 2024.0.0286750000007500000047900011700000.029212500000012500000003393000We characterize the realized and unrealized gain or loss related to derivative financial instruments designated as cash flow hedges as follows (in thousands):</div><div><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:60.157%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.530%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:8.695%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.530%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:7.671%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.530%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:7.525%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.530%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:7.532%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Three Months Ended
June 30,</td><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Six Months Ended
June 30,</td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">2024</td><td colspan="3" style="border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000000;padding:2px 1pt;text-align:center;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:8pt;font-**

2023		
2024		
2023		
Unrealized gain recognized in Accumulated other comprehensive income (loss) on derivative financial instruments		
\$		
3,097		
\$		
13,286		
\$		
12,473		
\$		
10,846		
Gain reclassified from Accumulated other comprehensive income (loss) to Interest expense		

3,660			
\$	2,313		
\$	7,340		
\$	4,261		
Total interest expense and other finance expense presented in the Condensed Consolidated Statements of Operations in which the effects of cash flow hedges are recorded			
\$			
20,830			
\$			
22,248			

3097000132860001247300010846000366000023130007340000426100020830

	\$	42,412		\$	43,157

Common Stock

The Company is authorized to issue up to 500,000,000 shares of common stock, \$0.01 par value per share ("Common Stock"). Each outstanding share of our Common Stock entitles the holder to one vote on all matters submitted to a vote of stockholders, including the election of directors and, except as may be provided with respect to any other class or series of stock, the holders of such shares possess the exclusive voting power.

In May 2022, the Company and the Operating Partnership entered into an equity distribution agreement (the "Equity Distribution Agreement") with a group of underwriters as sales agents for the Company, principals and with certain exceptions, forward sellers (collectively the "Managers") and certain banks as forward purchasers, providing for the offer and sale of shares of the Company's Common Stock, having a maximum aggregate offering price of up to \$200.0 million through or to the Managers, as the Company's sales agents or, if applicable, as forward sellers, or directly to the Managers, as principals (the "2022 ATM Program").

To date, we have not sold any shares of our Common

Stock under the 2022 ATM Program.

Changes in Common Stock during the six months ended June 30, 2024 and 2023 were as follows:

	2024	2023	Beginning shares of Common Stock outstanding	Common Unit redemptions	Grants under the Equity Plan (as defined below in "
	107,593,373	106,901,576	107,593,373	310	—

Note 12 - Equity-Based Compensation			
1,055,544			
875,055			
Annual grants to independent directors			
127,491			
113,141			
Performance share and other forfeitures			
(355,821)			
(139,254)			
Shares acquired for employee withholding requirements			
(144,654)			

(180,780)		
Ending shares of Common Stock outstanding		
108,276,243		
107,569,738		

Preferred Stock

The Company is authorized to issue up to 100,000,000 shares of preferred stock, \$0.01 par value per share, of which 89,600,000 is currently undesignated, 6,400,000 shares have been designated as 6.25% Series E Cumulative Redeemable Preferred Stock (the "Series E Preferred Stock") and 4,000,000 shares have been designated as 5.875% Series F Cumulative Redeemable Preferred Stock (the "Series F Preferred Stock").

The Company's outstanding shares of preferred stock (collectively, "Preferred Shares") rank senior to our Common Stock and on parity with each other with respect to the payment of dividends and distributions of assets in the event of a liquidation, dissolution, or winding up. The Preferred Shares do not have maturity dates and are not subject to mandatory redemption or sinking fund requirements. The Series E Preferred Stock is redeemable by the Company at its election. The Company may not redeem the Series F Preferred Stock prior to August 12, 2026, except in limited circumstances relating to the Company's continuing qualification as a REIT or in connection with certain changes in control. When redeemable, the Company may, at its option, redeem the applicable Preferred Shares, in whole or from time to time in part, by payment of \$25 per share, plus any accumulated, accrued and unpaid dividends up to, but not including the date of redemption. If the Company does not exercise its rights to redeem the Preferred Shares upon certain changes in control, the holders of the Preferred Shares have the right to convert some or all of their shares into a number of the Company's Common Stock based on a defined formula, subject to a share cap, or alternative consideration. The share cap on each share of Series E Preferred Stock and Series F Preferred Stock is 3.1686 and 5.8275 shares of Common Stock, respectively, all subject to certain adjustments.

The Company pays dividends at an annual rate of \$1.5625 for each Series E Preferred Stock and \$1.46875 for each share of Series F Preferred Stock. Dividend payments are made quarterly in arrears on or about the

last day of February, May, August, and November of each year.

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Changes in Common Stock during the six months ended June 30, 2024 and 2023 were as follows:

	2024	2023	Beginning shares of Common Stock outstanding	Common Unit redemptions
	107,593,373	106,901,576	310	—

Grants under the Equity Plan (as defined below in "		
Note 12 - Equity-Based Compensation"		
1,055,544		
875,055		
Annual grants to independent directors		
127,491		
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Performance share and other forfeitures		
(355,821)		
(139,254)		
Shares acquired for employee withholding requirements		
(144,654)		

(180,780)		
Ending shares of Common Stock outstanding		
108,276,243		
107,569,738		

1075933731069015763100105554487505512749111314135582113925414465

CONTROLLING INTERESTS AND REDEEMABLE NON-CONTROLLING INTERESTS

Non-controlling Interests in Operating Partnership

Pursuant to the limited partnership agreement of our Operating Partnership, the unaffiliated third parties who hold Common Units have the right to request that we redeem their Common Units in exchange for cash based upon the fair value of an equivalent number of our shares of Common Stock at the time of redemption; however, the Company has the option to redeem Common Units with shares of our Common Stock on a one-for-one basis. The number of shares of our Common Stock issuable upon redemption of Common Units may be adjusted upon the occurrence of certain events such as share dividend payments, share subdivisions or combinations. In the first quarter of 2022, in connection with the NCI Transaction, the Operating Partnership issued an aggregate of 15,864,674 Common Units as partial consideration for the purchase.

Newcrest Image and other unaffiliated third parties collectively owned 15,948,318 of Common Units at June 30, 2024 and December 31, 2023, which represents approximately 13% of the outstanding Common Units.

We classify outstanding Common Units held by unaffiliated third parties as Non-controlling interests, a component of equity in our Condensed Consolidated Balance Sheets. The portion of net income (loss) allocated to these Common Units is included on the Company's Condensed Consolidated Statements of Operations as Net income (loss) attributable to non-controlling interests.

Non-controlling Interests in Consolidated Joint Ventures

At June 30, 2024, the Company is a partner with a majority equity interest in the three joint ventures described below, which are

consolidated in our Condensed Consolidated Financial Statements. The portion of net income (loss) allocated to these non-controlling interests is included on the Company's Condensed Consolidated Statements of Operations as Net income (loss) attributable to non-controlling interests.

GIC Joint Venture

In July 2019, the Company entered into the GIC Joint Venture to acquire assets that align with the Company's current investment strategy and criteria. The Company serves as general partner and asset manager of the GIC Joint Venture and has historically and in the future intends to invest 51% of the equity capitalization of the limited partnership, with GIC investing the remaining 49%. The Company earns fees for providing services to the GIC Joint Venture and has the potential to earn incentive fees based on the GIC Joint Venture achieving certain return thresholds. As of June 30, 2024, the GIC Joint Venture owns 39 lodging properties containing 5,335 guestrooms in nine states.

The GIC Joint Venture owns the lodging properties through master REITs (the "Master REIT") and subsidiary REITs (the "Subsidiary REIT"). All of the lodging properties owned by the GIC Joint Venture are leased to taxable REIT subsidiaries of the Subsidiary REITs (the "Subsidiary REIT TRSs"). To qualify as a REIT, the Master REIT and each Subsidiary REIT must meet all of the REIT requirements provided in the Internal Revenue Code, as amended. Taxable income related to the Subsidiary REIT TRSs is subject to federal, state and local income taxes at applicable tax rates.

Brickell Joint Venture

In June 2022, the Company entered into the Brickell Joint Venture to facilitate the exercise of a purchase option to acquire a 90% equity interest in the AC/Element Hotel. Our joint venture partner, C-F Brickell, owns the remaining 10% equity interest in the Brickell Joint Venture. The Company has an option to purchase the remaining 10% equity interest in the Brickell Joint Venture from C-F Brickell in December 2026 with the exercise of a second purchase option at its market value on the exercise date. The Company serves as the managing member of the Brickell Joint Venture.

Onera Joint Venture

In October 2022, the Company entered into a joint venture with Onera (the "Onera Joint Venture"), developers of alternative accommodation properties, with the acquisition of a 90% equity interest in the Onera Joint Venture for \$5.2 million in cash, plus additional contingent consideration of \$1.8 million paid in September 2023. The \$1.8 million contingent consideration paid represents our 90% pro rata share of the maximum increase in value of the property of \$2.0 million as a result of the property outperforming a pre-established threshold over a twelve-month period after the closing of the transaction.

The Onera Joint Venture owns a 100% fee simple interest in real property and improvements located in Fredericksburg, TX (the "Onera Property") consisting of 11 glamping lodging units and a 6.4-acre parcel of undeveloped land that is being developed as phase two of the lodging property. The Onera Joint Venture incurred \$2.5 million of development costs during the six months ended June 30, 2024, and \$4.0 million from

inception of the development related to the development of phase two of a property that is recorded as Investment in lodging property under development in our Condensed Consolidated Balance Sheets at June 30, 2024. The Company serves as the managing member of the Onera Joint Venture.

Redeemable Non-controlling Interests

In connection with the NCI Transaction, Summit Hotel GP, LLC, a wholly-owned subsidiary of the Company and the sole general partner of the Operating Partnership, on its own behalf as general partner of the Operating Partnership and on behalf of the limited partners of the Operating Partnership, on January 13, 2022, entered into the Tenth Amendment (the "Tenth Amendment") to the First Amended and Restated Agreement of Limited Partnership of the Operating Partnership, to provide for the issuance of up to 2,000,000 Series Z Preferred Units. The Series Z Preferred Units rank on a parity with the Operating Partnership's 6.25% Series E and 5.875% Series F Preferred Units and holders will receive quarterly distributions at a rate of 5.25% per year. From issuance until the tenth anniversary of their issuance, the Series Z Preferred Units will be redeemable at the holder's request at any time, or in connection with a change of control of the Company, for cash or shares of the Company's 5.25% Series Z Cumulative Perpetual Preferred Stock (which will be designated and authorized following notice of redemption by holder of the Series Z Preferred Units) at the Company's election, on a one-for-one basis. After the fifth anniversary of their issuance, the Company may redeem the Series Z Preferred Units for cash at a redemption amount of \$25 per unit. For a 90-day period immediately following both the tenth and the eleventh anniversaries of their issuance or in connection with a change of control of the Company, the Series Z Preferred Units will be redeemable at the holder's request for cash at a redemption amount of \$25 per unit. On January 13, 2022 and March 23, 2022, in connection with the NCI Transaction, the Operating Partnership issued an aggregate of 2,000,000 Series Z Preferred Units as partial consideration for the purchase. At June 30, 2024, the redeemable Series Z Preferred Units issued in connection with the NCI Transaction are recorded as temporary equity and reflected as Redeemable non-controlling interests on our Condensed Consolidated Balance Sheets.

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VALUE MEASUREMENT

The following table presents information about our financial instruments measured at fair value on a recurring basis at June 30, 2024 and December 31, 2023. In instances in which the inputs used to measure fair value fall into different levels of the fair value hierarchy, we classify assets and liabilities based on the lowest level of input that is significant to the fair value measurement. Our assessment of the significance of a particular input to the fair value measurement in its entirety requires judgment and considers factors specific to the asset or liability.

Disclosures concerning financial instruments measured at fair value are as follows (in thousands):

[illegible]

[illegible]

[illegible]

The Onera Purchase Option does not have a readily determinable fair value. The fair value was estimated using the Black-Scholes model and was based on unobservable inputs for which there is little or no market information available. As such, we were required to develop assumptions to determine the fair value of the Onera Purchase Option as follows (dollars in thousands):

	Exercise price				
First option exercise date	10/1/2024				

[illegible]

[illegible]

[illegible]

[illegible]

[illegible]

such, we were required to develop assumptions to determine the fair value of the Onera Purchase Option as follows (dollars in thousands):

Exercise price	Expected volatility	Risk free rate
\$8,206	52.20%	4.15%

First option exercise date: 10/1/2024

Expected annualized equity dividend yield		
—		%

(1) The first option exercise date is the date used for estimating the fair value of the purchase option. The Onera Purchase Option is exercisable when the lodging development is fully constructed and open for business and expires one year from the date that it is initially exercisable.

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COMMITMENTS AND CONTINGENCIES

Franchise Agreements

All of our lodging properties (with the exception of the Onera Joint Venture property and the Nordic Lodge - Steamboat Springs, CO) operate under franchise agreements with major hotel franchisors. The initial terms of our franchise agreements generally range from 10 to 30 years with various extension provisions. Each franchisor receives franchise fees ranging from 3% to 6% of each lodging property's room revenue, and some agreements require that we pay marketing fees of up to 4% of room revenue. In addition, some of these franchise agreements require that we deposit into a reserve fund for capital expenditures up to 5% of the lodging property's gross room revenue to ensure that we comply with the franchisor's standards and requirements. We also pay fees to our franchisors for services related to reservation and information systems. We expensed fees related to our franchise agreements of \$14.2 million and \$14.0 million for the three months ended June 30, 2024 and 2023, respectively, and \$27.6 million and \$27.1 million for the six months ended June 30, 2024 and 2023, respectively.

Management Agreements

Our lodging properties operate pursuant to management agreements with various professional third-party management companies. The remaining terms of our management agreements range from month-to-month to 12 years and have various extension provisions. Each management company receives a base management fee, which is a percentage of total lodging property revenues. In addition, our lodging property management agreements generally provide that the lodging property manager can earn an incentive fee for hotel-level Earnings Before Interest, Taxes, Depreciation and Amortization over certain thresholds of a required investment return. In some cases, there are also monthly fees for certain services, such as accounting and shared services, based on the number of guestrooms. Generally, there are also incentive fees payable to our property managers based on attaining certain financial thresholds at lodging properties under their management. Management fee expenses were \$4.4 million

and \$5.0 million for the three months ended June 30, 2024 and 2023, respectively, and \$9.3 million and \$9.8 million for the six months ended June 30, 2024 and 2023, respectively.

Litigation

We are involved from time to time in litigation arising in the ordinary course of business. There are currently no pending legal actions that we believe would have a material effect on our consolidated financial position or results of operations.

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BASED COMPENSATION

Our currently outstanding equity-based awards were issued under the prior Summit Hotel Properties, Inc. 2011 Equity Incentive Plan, and future awards will be issued under the Summit Hotel Properties, Inc. 2024 Equity Incentive Plan effective May 22, 2024 (the "Equity Plan"), which provides for the granting of stock options, stock appreciation rights, restricted stock, restricted stock units, dividend equivalent rights, and other equity-based awards or incentive awards. Stock options granted may be either incentive stock options or non-qualified stock options. Vesting terms may vary with each grant. At June 30, 2024, we only have outstanding restricted stock awards. All of our outstanding equity-based awards are classified as equity awards.

Aggregate						Current Value					
(per share)						(in thousands)					
Non-vested at December 31, 2023											
861,713											
\$						8.79					
\$						5,791					
Granted											
548,138											
6.56											

Vested		
(369,312)		
9.24		
Forfeited		
(31,891)		
7.20		
Non-vested at June 30, 2024		
1,008,648		
\$		
7.46		
\$		
6,042		

</td></tr></table></div><div>
</div><div>The awards granted to our non-executive employees prior to 2022 vest over a four-year period based on continuous service (20% on the first, second and third anniversary of the grant date and 40% on the fourth anniversary of the grant date). The </div><div>awards granted to our non-executive employees in 2022 and thereafter vest over a three-year period based on continuous service (25% on the first and second anniversary of the grant date and 50% on the third anniversary of the grant date). </div><div>
</div><div>The awards granted to our executive officers generally vest over a three-year period based on continuous service (25% on the first and second anniversary of the grant date and 50% on the third anniversary of the grant date) or in certain circumstances upon a change in control.</div><div>
</div><div>The holders of these time-based restricted stock awards have the right to vote their unvested restricted shares of Common Stock and receive all dividends declared and paid whether or not vested. The fair value of time-based restricted stock awards granted is calculated based on the market value of our Common Stock on the date of grant.</div><div>
</div><div>Performance-Based Restricted Stock Awards Made Pursuant to Our Equity Plan</div><div>
</div><div>The following table summarizes performance-based restricted stock activity under the Equity Plan: </div><div style="margin-top:5pt"><table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:bottom;width:97.953%"><tr><td style="width:1.0%"></td><td style="width:53.676%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.546%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:13.228%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.546%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:13.228%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.546%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:13.230%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom"> </td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Number
of Shares</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom"><div style="text-align:center">Weighted-Average</div><div style="text-align:center">Grant Date </div><div style="text-align:center">Fair Value <span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:5.2pt;font-weight:700;line-height:100%;position:relative;top:-2.8pt;vertical-

	(1)	
Aggregate		
Current Value		
(per share)		
(in thousands)		
Non-vested at December 31, 2023		
	1,056,272	\$
	11.93	
		\$
	7.098	
Granted		
	507,406	
		\$
	7.40	

[illegible]

fair value of our Common Stock on the grant date. The fair value of the performance-based restricted stock awards granted was estimated using a Monte Carlo simulation valuation model. These awards cliff vest on the third anniversary of the grants based on our total shareholder return relative to the total shareholder return of companies within the Dow Jones U.S. Hotels Index (the "Index") at the end of the period or upon a change in control. The awards generally require continuous service during the measurement period and are subject to the other conditions described in the Equity Plan or award document.

The number of shares the executive officers may earn under these awards range from zero shares to twice the number of shares granted based on our percentile ranking within the Index at the end of the measurement period. In addition, a portion of the performance-based shares may be earned based on the Company's absolute total shareholder return calculated during the performance period.

The holders of these performance-based restricted stock awards have the right to vote their unvested restricted shares of Common Stock and any dividends declared accrue and will be subject to the same vesting conditions as the performance awards. Further, if additional shares are earned based on our percentile ranking within the index, dividend payments will be paid as if the additional shares had been held throughout the measurement period.

Equity-Based Compensation Expense

Equity-based compensation expense included in Corporate general and administrative expenses in the Condensed Consolidated Statements of Operations is as follows (in thousands):

	Three Months Ended June 30,	Six Months Ended June 30,	Total Three Months Ended June 30, / Six Months Ended June 30,	% Change vs Prior Period
Equity-based compensation expense	\$1,157	\$1,157	\$1,157	(10)%
Share-based payment expense	\$1,157	\$1,157	\$1,157	(10)%
Non-employee director fees	\$14	\$14	\$14	(10)%
Other equity-based compensation	\$14	\$14	\$14	(10)%
Total equity-based compensation expense	\$1,185	\$1,185	\$1,185	(10)%

2024

2023		
2024		
2023		
Time-based restricted stock		
\$		
618		
\$		
847		
\$		
1,488		
1,538		
Performance-based restricted stock		

1,250		
976		
2,228		
1,753		
Director stock		
767		
755		
767		
755		
\$		
2,635		

[illegible]

			Total			2024		2025		2026		2027			
Time-based restricted stock						\$				5,664		\$			
						\$				1,670		\$			
						\$				2,428		\$			
						\$				1,354		\$			

[illegible]

[illegible]

Number		
of Shares		
Weighted-Average Grant Date Fair Value		
Aggregate Current Value		
(per share)		
(in thousands)		
Non-vested at December 31, 2023		
		861,713
		\$
		8.79
		\$
		5,791
		7.75
		Granted

548,138			
			6.56
Vested			
			(369,312)
			9.24
Forfeited			
			(31,891)
			7.20
Non-vested at June 30, 2024			
			1,008,648

\$

	7.46					6,042														

The following table summarizes performance-based restricted stock activity under the Equity Plan:

Number of Shares	Weighted-Average Grant Date	Fair Value (1)	Aggregate Current Value

[illegible]

[illegible]

[illegible]

	\$	1,538
Performance-based restricted stock		
	1,250	
	976	
	2,228	
	1,753	
Director stock		
	767	
	755	
	767	

[illegible]

Unrecognized equity-based compensation expense for all non-vested awards pursuant to our Equity Plan was \$12.3 million at June 30, 2024 and will be recorded as follows (in thousands):

[illegible]

[illegible]

[illegible]

**serif;font-size:10pt;font-weight:400;line-height:120%> </div><div>We have elected to be taxed as a REIT. As a REIT, we are generally not subject to corporate-level income taxes on taxable income we distribute to our stockholders.</div><div>
</div><div>Income related to our TRS Lessees is subject to federal, state and local taxes at applicable corporate tax rates. Our consolidated tax provision includes the income tax provision related to the operations of the TRS Lessees as well as state and local income taxes related to the Operating Partnership. </div><div>
</div><div>Where required, we account for federal and state income taxes using the asset and liability method. Deferred tax assets and liabilities are recognized for: i) the future tax consequences attributable to differences between carrying amounts of existing assets and liabilities based on GAAP and the respective carrying amounts for tax purposes, and ii) operating losses and tax-credit carryforwards. Deferred tax assets and liabilities are measured using enacted tax rates expected to apply to taxable income in the years in which temporary differences are expected to be recovered or settled. The effect on deferred tax assets and liabilities of a change in tax rates is recognized in income in the period that includes the enactment date of the change in tax rates. However, deferred tax assets are recognized only to the extent that it is more likely than not they will be realized based on consideration of available evidence. Valuation allowances are provided if, based upon the weight of the available evidence, it is more likely than not that some or all of the deferred tax assets will not be realized.</div><div>
</div><div>We consider all available evidence, both positive and negative, to determine whether, based on the weight of that evidence, a valuation allowance for deferred tax assets is needed. Certain of our TRS Lessees have incurred operating losses in the past and the realizability of our deferred tax assets as of June 30, 2024 is not reasonably assured. Therefore, we have recorded a valuation allowance against substantially all our deferred tax assets at June 30, 2024. </div><div>
</div><div>The Company recorded an income tax expense of \$2.4 million and \$0.8 million for the three months ended June 30, 2024 and 2023, respectively, and \$2.6 million and \$0.3 million for the six months ended June 30, 2024 and 2023, respectively.</div><div>
</div><div>We file U.S. and state income tax returns in jurisdictions with varying statutes of limitations. In general, we are not subject to tax examinations by tax authorities for years before 2018. In the normal course of business, we are subject to examination by federal, state, and local jurisdictions where applicable. We had no unrecognized tax benefits at June 30, 2024. We expect no significant increase or decrease in unrecognized tax benefits due to changes in tax positions within the next year.</div>240000080000026000003000000EARNINGS PER SHARE<div>Basic earnings (loss) per share ("EPS") is computed by dividing net income (loss) available to common stockholders by the weighted-average number of shares of Common Stock outstanding for the period. We apply the two-class method of computing EPS, which requires the calculation of separate EPS amounts for participating securities. Under the two-class computation method, net losses are not allocated to participating securities unless the holder of the security has a contractual obligation to share in the losses. Any anti-dilutive securities are excluded from the basic EPS calculation.</div><div>
</div><div><span style="color:#000000;font-family:'Times New Roman',sans-**

[illegible]

[illegible]

Adjustment for income allocated to dilutive participating securities		
3,533		
—		
2,180		
—		
Net income (loss) allocated to common stockholders - diluted		
\$		
34,071		
\$		
(753)		
\$		

[illegible]

	Adjusted for:	
	Dilutive effect of equity-based compensation awards	
1,968		
1,896		
	Effect of assumed conversion of convertible debt	
25,617		

[illegible]

[illegible]

[illegible]

[illegible]

[illegible]

[illegible]

[illegible]

[illegible]

Effect of assumed conversion of Operating Partnership units		
	15,948	
		—
	15,949	
		—
Weighted average common shares outstanding-diluted		
	149,451	
		105,562
		149,112
		105,438

[illegible]

Diluted

\$	0.23	
\$	(0.01)	
\$		
\$	0.21	
\$		
\$	(0.06)	

30849000-75300028733000-59810003110000269000030538000-75300028464000-5981000-35330000-2180000034071000-75300030644000-598100010591800010556200010581900010543800019680000189600002561700002.0.010.27-0.060.23-0.010.21-0.06

SUPPLEMENTAL CASH FLOW INFORMATION

We consider all highly liquid investments with an original maturity of three months or less to be cash equivalents. Restricted cash consists of certain funds maintained in escrow for property taxes, insurance, and certain capital expenditures. Funds may be disbursed from the account upon proof of expenditures and approval from the lender or other party requiring the restricted cash reserves.

Supplemental cash flow information is as follows:

	2024	2023	2022	2021	2020	2019	2018	2017	2016	2015	2014	2013	2012	2011	2010	2009	2008	2007	2006	2005	2004	2003	2002	2001	2000	1999	1998	1997	1996	1995	1994	1993	1992	1991	1990	1989	1988	1987	1986	1985	1984	1983	1982	1981	1980	1979	1978	1977	1976	1975	1974	1973	1972	1971	1970	1969	1968	1967	1966	1965	1964	1963	1962	1961	1960	1959	1958	1957	1956	1955	1954	1953	1952	1951	1950	1949	1948	1947	1946	1945	1944	1943	1942	1941	1940	1939	1938	1937	1936	1935	1934	1933	1932	1931	1930	1929	1928	1927	1926	1925	1924	1923	1922	1921	1920	1919	1918	1917	1916	1915	1914	1913	1912	1911	1910	1909	1908	1907	1906	1905	1904	1903	1902	1901	1900	1899	1898	1897	1896	1895	1894	1893	1892	1891	1890	1889	1888	1887	1886	1885	1884	1883	1882	1881	1880	1879	1878	1877	1876	1875	1874	1873	1872	1871	1870	1869	1868	1867	1866	1865	1864	1863	1862	1861	1860	1859	1858	1857	1856	1855	1854	1853	1852	1851	1850	1849	1848	1847	1846	1845	1844	1843	1842	1841	1840	1839	1838	1837	1836	1835	1834	1833	1832	1831	1830	1829	1828	1827	1826	1825	1824	1823	1822	1821	1820	1819	1818	1817	1816	1815	1814	1813	1812	1811	1810	1809	1808	1807	1806	1805	1804	1803	1802	1801	1800	1799	1798	1797	1796	1795	1794	1793	1792	1791	1790	1789	1788	1787	1786	1785	1784	1783	1782	1781	1780	1779	1778	1777	1776	1775	1774	1773	1772	1771	1770	1769	1768	1767	1766	1765	1764	1763	1762	1761	1760	1759	1758	1757	1756	1755	1754	1753	1752	1751	1750	1749	1748	1747	1746	1745	1744	1743	1742	1741	1740	1739	1738	1737	1736	1735	1734	1733	1732	1731	1730	1729	1728	1727	1726	1725	1724	1723	1722	1721	1720	1719	1718	1717	1716	1715	1714	1713	1712	1711	1710	1709	1708	1707	1706	1705	1704	1703	1702	1701	1700	1699	1698	1697	1696	1695	1694	1693	1692	1691	1690	1689	1688	1687	1686	1685	1684	1683	1682	1681	1680	1679	1678	1677	1676	1675	1674	1673	1672	1671	1670	1669	1668	1667	1666	1665	1664	1663	1662	1661	1660	1659	1658	1657	1656	1655	1654	1653	1652	1651	1650	1649	1648	1647	1646	1645	1644	1643	1642	1641	1640	1639	1638	1637	1636	1635	1634	1633	1632	1631	1630	1629	1628	1627	1626	1625	1624	1623	1622	1

[illegible]

[illegible]

[illegible]

Insurance premium financing			
\$			
—			
10,877			
10,054			
8,820			
Increase in carrying amount of lodging property related to contingent consideration			
\$			
—			

color:#ffffff;border-top:3pt double #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-top:3pt double #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">\$</td><td style="background-color:#ffffff;border-top:3pt double #000;padding:2px 0;text-align:right;vertical-align:bottom">2,000 </td><td style="background-color:#ffffff;border-top:3pt double #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 2px 19pt;text-align:left;vertical-align:top">Cash payments for income taxes, net of refunds</td><td colspan="3" style="background-color:#ceeeff;padding:0 1pt"></td><td style="background-color:#ceeeff;border-top:3pt double #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">\$</td><td style="background-color:#ceeeff;border-top:3pt double #000;padding:2px 0;text-align:right;vertical-align:bottom">1,377 </td><td style="background-color:#ceeeff;border-top:3pt double #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-top:3pt double #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">\$</td><td style="background-color:#ceeeff;border-top:3pt double #000;padding:2px 0;text-align:right;vertical-align:bottom">1,925 </td><td style="background-color:#ceeeff;border-top:3pt double #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:top">Accrued and unpaid dividends</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:3pt double #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:3pt double #000;padding:2px 0;text-align:right;vertical-align:bottom">44 </td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:3pt double #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:3pt double #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:3pt double #000;padding:2px 0;text-align:right;vertical-align:bottom">58 </td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:3pt double #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr>

[illegible]